

DAY C SEAN  
Form 4  
December 17, 2012

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
DAY C SEAN

2. Issuer Name and Ticker or Trading Symbol  
KIRBY CORP [KEX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
26 DEER PARK DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/14/2012

Director  10% Owner  
 Officer (give title below)  Other (specify below)

GREENWICH, CT 06830

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock, par value \$.10 per share	12/14/2012		M		6,000 A \$ 17.88	30,095	D
Common Stock, par value \$.10 per share	12/14/2012		M		6,000 A \$ 20.2775	36,095	D
Common Stock, par value \$.10 per share	12/14/2012		M		6,000 A \$ 35.165	42,095	D

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Common Stock, par value \$.10 per share	12/14/2012	M	6,000	A	\$ 36.82	48,095	D
Common Stock, par value \$.10 per share	12/14/2012	M	6,000	A	\$ 29.6	54,095	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Director Stock Option (Right to Buy)	\$ 17.88	12/14/2012		M	6,000	10/27/2004 04/27/2014		Common Stock	6,000
Director Stock Option (Right to Buy)	\$ 20.2775	12/14/2012		M	6,000	10/26/2005 04/26/2015		Common Stock	6,000
Director Stock Option (Right to Buy)	\$ 35.165	12/14/2012		M	6,000	10/25/2006 04/25/2016		Common Stock	6,000
Director Stock Option	\$ 36.82	12/14/2012		M	6,000	10/24/2007 04/24/2017		Common Stock	6,000

(Right to Buy)

Director  
Stock

Option	\$ 29.6	12/14/2012	M	6,000	10/28/2009	04/28/2019	Common Stock	6,000
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(Right to Buy)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DAY C SEAN 26 DEER PARK DRIVE GREENWICH, CT 06830		X		

## Signatures

G. Stephen Holcomb, Agent and Attorney-in-Fact	12/17/2012
__Signature of Reporting Person	Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.