PETERKIN GEORGE A JR

Form 4 April 24, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading PETERKIN GEORGE A JR Issuer Symbol KIRBY CORP [KEX] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) _X__ Director Officer (give title 5005 WOODWAY, SUITE 200 04/22/2008 below) (Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

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

54,000

I

OMB APPROVAL

10% Owner Other (specify

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

HOUSTON, TX 77056

Common Stock, par

value \$.10 per share

110051011, 1A 17050						Person				
(City)	(State) (Z	I - Non-De	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. Transactio Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	d (A) o))	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)	
Common Stock, par value \$.10 per share	04/22/2008		A(1)	1,000	A	\$ 0	225,276	D		
Common Stock, par value \$.10 per share	04/22/2008		A <u>(1)</u>	519	A	\$ 0	225,795	D		

Trusts (2)

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Common Stock, par value \$.10 per share

8,000 I Wife (3)

Stock

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

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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)	Code	(A) or Disposed of (D)	6. Date Exercisable and Expiration Date (Month/Day/Year)		(Instr. 3 and 4)		8. D S (I
			Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option	\$ 55.49	04/22/2008	A	6,000	10/22/2008	04/22/2018	Common	6,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
PETERKIN GEORGE A JR 5005 WOODWAY SUITE 200 HOUSTON, TX 77056	X					
Ciamatuwaa						

Signatures

(Right to Buy)

G. Stephen Holcomb, Agent and
Attorney-in-Fact

**Signature of Reporting Person Date

Reporting Owners 2

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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).
- (1) Restricted Stock granted under the 2000 Nonemployee Director Stock Option Plan for Kirby Corporation.
- (2) The shares are owned by 12 trusts of which Mr. Peterkin is the trustee and beneficiaries are six of his grandchildren, one grandnephew, two grandnieces and two of the grandchildren of his wife, Nancy G. Peterkin.
- (3) Shares owned beneficially and of record by Mr. Peterkin's wife, Nancy G. Peterkin, of which Mr. Peterkin disclaims any beneficial ownership.

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.