

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

On February 3, 2014, Gregory R. Binion, the President – Marine Transportation Group of Kirby Corporation (“Kirby”), informed Kirby that he is resigning from his position effective February 15, 2014 to pursue other interests.

In addition to compensation earned through the end of 2013, Kirby’s Compensation Committee approved severance compensation for Mr. Binion in the amount of approximately \$2,600,000 in cash, in part in lieu of accelerating the vesting of unvested stock options and restricted stock and in part in consideration for a two-year noncompetition agreement.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

KIRBY CORPORATION
(Registrant)

By: /s/ David W. Grzebinski
David W. Grzebinski
President, Chief Operating Officer and
Chief Financial Officer

Dated: February 3, 2014
