Edgar Filing: SERVICE CORPORATION INTERNATIONAL - Form 4

SERVICE CORPORATION INTERNATIONAL

Form 4

Common

Common

Stock

Stock

November 10, 2014

November I	0, 2014										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
Washington, D.C. 20549									OMB Number:	3235-0287	
Check the if no long	ger	ē .							Expires:	January 31, 2005	
subject to Section 1 Form 4 c	51A1EN. 16.	F CHAN	GES IN SECUR		CIA	L OWN	NERSHIP OF	Estimated average burden hours per response 0.5			
Form 5 obligations may continue. See Instruction 1(b). 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 1	Responses)										
WALTRIP R L Symbol SERVIO				r Name and	l Ticker or	Tradir	ng	5. Relationship of Reporting Person(s) to Issuer			
				CE CORI				(Check all applicable)			
(Month/D				-	ransaction			X Director 10% Owner X Officer (give title Other (specify below) below)			
1929 ALLEN PARKWAY 11/07/2014 Chairman of the Board						d					
	(Street)		4. If Ame	ndment, Da	ate Original			6. Individual or Jo	int/Group Filin	g(Check	
Filed(M HOUSTON, TX 77019				nth/Day/Year	r)			Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
								Person			
(City)	(State)	(Zip)	Tabl	e I - Non-I	Derivative S	Securi	ities Acq	uired, Disposed of	, or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership In Form: Direct B (D) or O	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	11/07/2014			M	33,792	A	\$ 4.185	832,719	D		
Common Stock	11/07/2014			S	33,792	D	\$ 21.75 (1)	798,927	D		

See

(2) See

(4)

Footnote

Footnote

460,133

367,150 <u>(3)</u>

I

I

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Common Stock	101,234 (3)	I	See Footnote (5)
Common Stock	51,113	I	By 401(k) Plan

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. Transactio Code (Instr. 8)	5. Number of tiorDerivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4,		e	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code V	and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to	\$ 4.185	11/07/2014		M		33,792	02/10/2012	02/10/2017	Common Stock	33,792

Reporting Owners

Reporting Owner Name / Address	Relationships							
Topolonia o milo i milo pirantesso	Director	10% Owner	Officer	Other				
WALTRIP R L 1929 ALLEN PARKWAY HOUSTON, TX 77019	X		Chairman of the Board					

Signatures

buy)

Curtis G. Briggs, Attorney-in-Fact for R. L. Waltrip

**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) The shares were sold in multiple transactions at a price of \$21.75 per share.
- (2) The indicated shares are held in trusts under will of Wanda A. McGee.
- (3) Beneficial ownership of the indicated shares is disclaimed.
- (4) The indicated shares are held by three Wanda A. McGee 1972 Trusts.
- (5) The indicated shares are held by the Robert L. Waltrip Family Trusts.

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.