Edgar Filing: SERVICE CORPORATION INTERNATIONAL - Form 4

SERVICE CORPORATION INTERNATIONAL

Form 4

November 19, 2007

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

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

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

Washington, D.C. 20549

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * SHELGER JAMES M

(First)

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

(Check all applicable)

below)

SERVICE CORPORATION INTERNATIONAL [SCI]

Director X_ Officer (give title

10% Owner Other (specify

(Month/Day/Year) 1929 ALLEN PARKWAY 11/15/2007

(Middle)

4. If Amendment, Date Original

3. Date of Earliest Transaction

Sr. Vice President 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

(Street)

HOUSTON, TX 77019

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securit	ies Acqui	red, Disposed of	, or Beneficial	ly 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) ctiomr Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(IIIsu. +)	
Common Stock	11/15/2007		M	75,000	A	\$ 3.745	281,742	D	
Common Stock	11/15/2007		M	200,000	A	\$ 5.065	481,742	D	
Common Stock	11/15/2007		M	24,000	A	\$ 6.805	505,742	D	
Common Stock	11/15/2007		M	28,600	A	\$ 6.9	534,342	D	
Common Stock	11/15/2007		M	15,766	A	\$ 8.24	550,108	D	

Edgar Filing: SERVICE CORPORATION INTERNATIONAL - Form 4

Common Stock	11/15/2007	S	30,900	D	\$ 13.4	519,208	D
Common Stock	11/15/2007	S	500	D	\$ 13.41	518,708	D
Common Stock	11/15/2007	S	900	D	\$ 13.42	517,808	D
Common Stock	11/15/2007	S	500	D	\$ 13.43	517,308	D
Common Stock	11/15/2007	S	400	D	\$ 13.44	516,908	D
Common Stock	11/15/2007	S	1,800	D	\$ 13.45	515,108	D
Common Stock	11/15/2007	S	352,800	D	\$ 13.5	162,308	D
Common Stock	11/15/2007	S	8,900	D	\$ 13.51	153,408	D
Common Stock	11/15/2007	S	3,300	D	\$ 13.52	150,108	D
Common Stock	11/16/2007	S	83,300	D	\$ 13.5	66,808	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 6. Date Exercisable and Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code V		(D)	Date Exercisable	Expiration Date	Title	Amoun Numbe Shares
Employee Stock Option (right to buy)	\$ 3.745	11/15/2007		M		75,000	02/14/2004	02/14/2009	Common Stock	75,00
	\$ 5.065	11/15/2007		M		200,000	02/13/2005	02/13/2010		200,0

Edgar Filing: SERVICE CORPORATION INTERNATIONAL - Form 4

Employee Stock Option (right to buy)							Common Stock	
Employee Stock Option (right to buy)	\$ 6.805	11/15/2007	M	24,000	02/10/2007	02/10/2012	Common Stock	24,00
Employee Stock Option (right to buy)	\$ 6.9	11/15/2007	M	28,600	02/08/2007	02/08/2013	Common Stock	28,60
Employee Stock Option (right to buy)	\$ 8.24	11/15/2007	M	15,766	02/07/2007	02/07/2014	Common Stock	15,76

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
SHELGER JAMES M								
1929 ALLEN PARKWAY HOUSTON, TX 77019			Sr. Vice President					

Signatures

James M.
Shelger

**Signature of Reporting Person

11/19/2007

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.

Reporting Owners 3