

SERVICE CORPORATION INTERNATIONAL  
Form 8-K  
February 08, 2012

**UNITED STATES**

**SECURITIES AND  
EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

CURRENT REPORT  
**Pursuant to Section 13 OR 15(d)  
of the Securities Exchange Act  
of 1934**

Date of  
Report  
(Date of February 8, 2012  
earliest (February 8, 2012)  
event  
reported)

**Service Corporation  
International**  
(Exact name of registrant as  
specified in its charter)

Tax ID No. 74-1488375  
(State  
or  
of the Commission (I.R.S. Employer  
Identification No.)  
of  
incorporation)

1929 Allen  
Parkway  
Houston, 77019  
Texas  
(Zip Code)

(Address of  
principal  
executive  
offices)

Registrant's telephone number,  
including area code (**713**)  
**522-5141**

(Former name or former address,  
if changed since last report.)

Check the appropriate box below  
if the Form 8-K filing is intended  
to simultaneously satisfy the filing  
obligation of the registrant under  
any of the following provisions:

Written  
communications  
pursuant to Rule  
£ 425 under the  
Securities Act (17  
CFR 230.425)  
Soliciting material  
pursuant to Rule  
£ 14a-12 under the  
Exchange Act (17  
CFR 240.14a-12)  
Pre-commencement  
communications  
pursuant to Rule  
£ 14d-2(b) under the  
Exchange Act (17  
CFR 240.14d-2(b))  
Pre-commencement  
communications  
pursuant to Rule  
£ 13e-4(c) under the  
Exchange Act (17  
CFR 240.13a-4(c))



**Item 7.01 Regulation FD Disclosure**

On February 8, 2012, Service Corporation International issued a press release announcing an increase in its share repurchase program authorizing the investment of approximately an additional \$120 million, thereby increasing the total amount authorized and available for future share repurchases to \$200 million.

The Company's Board of Directors also declared a quarterly cash dividend of five cents per share of common stock.

The attached Exhibit 99.1 is not filed, but is furnished to comply with Regulation FD. The information in this Current Report on Form 8-K, including the exhibit, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

(d) The following exhibit is included with this report

| Exhibit No. | Description   |
|-------------|---|
| 99.1        | Press Release, dated February 8, 2012 announcing share repurchase increase and declaring quarterly dividend |

**Signature**

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 hereunto duly authorized.

February 8, 2012 Service Corporation International

By: /s/ Eric D. Tanzberger  
Eric D. Tanzberger  
Senior Vice President  
Chief Financial Officer and Treasurer