

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