

SERVICE CORPORATION INTERNATIONAL  
Form 8-K  
May 13, 2010

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 earliest event reported) May 12, 2010

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

Texas  
(State or other jurisdiction  
of incorporation)

1-6402-1  
(Commission  
File Number)

74-1488375  
(I.R.S. Employer  
Identification No.)

1929 Allen Parkway Houston, Texas  
(Address of principal executive offices)

77019  
(Zip Code)

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 5.07 Submission of Matters to a Vote of Security Holders

On May 12, 2010, Service Corporation International (“SCI”) held an annual meeting of shareholders and the shareholders elected three directors. The shares voting on the director nominees were cast as follows:

| Nominee            | VOTES FOR   | VOTES AGAINST/<br>WITHHELD | ABSTENTIONS | BROKER<br>NON-VOTES |
|--------------------|-------------|----------------------------|-------------|---------------------|
| Alan R. Buckwalter | 161,436,310 | 45,305,050                 | 0           | 24,832,748          |
| Victor L. Lund     | 161,355,503 | 45,385,857                 | 0           | 24,832,748          |
| John W. Mecom, Jr. | 159,218,040 | 47,523,320                 | 0           | 24,832,748          |

In addition, the shareholders approved the selection of PricewaterhouseCoopers LLP as SCI’s independent registered public accounting firm for 2010. The shares voting were cast as follows:

| VOTES FOR   | VOTES AGAINST/<br>WITHHELD | ABSTENTIONS | BROKER<br>NON-VOTES |
|-------------|----------------------------|-------------|---------------------|
| 223,029,392 | 2,858,125                  | 5,686,591   | 0                   |

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.

May 13, 2010

Service Corporation International

By: /s/ Gregory T. Sangalis  
 Gregory T. Sangalis  
 Senior Vice President  
 General Counsel and Secretary