

Heard Gerry D
Form 3
August 14, 2012

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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 Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Heard Gerry D | | (Month/Day/Year) | SERVICE CORPORATION INTERNATIONAL [SCI] | |
| (Last) | (First) | (Middle) | 08/07/2012 | |
| 1929 ALLEN PARKWAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| HOUSTON,Â TXÂ 77019 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | Vice President Sales | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 7,346 | D | Â |
| Common Stock | 1,704 | I | By Deferred Compensation Plan |
| Common Stock | 3,936 | I | By 401(k) plan |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|------------|
| Employee Stock Option (right to buy) | 08/07/2012 | 02/07/2014 | Common Stock | 35,500 | \$ 8.24 | D | Â |
| Employee Stock Option (right to buy) | 08/07/2012 | 02/13/2015 | Common Stock | 25,200 | \$ 10.73 | D | Â |
| Employee Stock Option (right to buy) | 08/07/2012 | 02/12/2016 | Common Stock | 16,300 | \$ 11.605 | D | Â |
| Employee Stock Option (right to buy) | 08/07/2012 | 02/10/2017 | Common Stock | 11,834 | \$ 4.185 | D | Â |
| Employee Stock Option (right to buy) | Â ⁽¹⁾ | 02/09/2018 | Common Stock | 18,100 | \$ 7.625 | D | Â |
| Employee Stock Option (right to buy) | Â ⁽²⁾ | 02/08/2019 | Common Stock | 16,800 | \$ 9.085 | D | Â |
| Employee Stock Option (right to buy) | Â ⁽³⁾ | 02/07/2020 | Common Stock | 12,400 | \$ 11.175 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Heard Gerry D 1929 ALLEN PARKWAY HOUSTON, TX 77019 | Â | Â | Â Vice President Sales | Â |

Signatures

Curtis G. Briggs, Attorney-in-Fact for Gerry D. Heard
08/14/2012

__Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) Two thirds of the option is currently vested and one third vests on February 9, 2013.
- (2) One third of the option is currently vested and one third vests on each of February 8, 2013 and February 8, 2014.
- (3) One third of the option vests on each February 7 of 2013, 2014, and 2015.

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.