Edgar Filing: RAHILL PAUL F - Form 4

DATHE DATE

Form 4											
November 1:	Л								omb af	PROVAL	
		RITIES A shington,		COMMISSION	OMB Number:	3235-0287					
Check the if no long					LOW		Expires:	January 31 2005			
subject to STATEMENT OF Section 16. Form 4 or				SECUR	ITIES			Estimated average burden hours per response			
obligation may cont <i>See</i> Instru 1(b).	ns Section 17(a	a) of the 1	Public Ut		ling Con	npany	y Act of	e Act of 1934, 1935 or Section 0	n		
(Print or Type F	Responses)										
1. Name and Address of Reporting Person <u>*</u> RAHILL PAUL F			2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle) 3. (N 1 (Street) 4.			CORP [MATW] 3. Date of Earliest Transaction (Month/Day/Year) 11/15/2011					Director 10% Owner Officer (give title Other (specify below) below) President, Cremation Division			
				ndment, Da hth/Day/Year)	-	1		 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date any (Month/Day/Year)(Instr. 3)(Month/Day/Year)(Month/Day/Year)		Date, if Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5)			d of (D)	Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount		Price	(Instr. 3 and 4)			
Class A Common Stock	11/15/2011			F <u>(1)</u>	916	D	\$ 34.16	41,503	D		
Class A Common Stock	11/15/2011			М	0	A	\$0	12,000	Ι	Spouse	

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.

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 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)	4. Transactic Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Amou Unde Secur	le and int of rlying ities . 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
I O	Director	10% Owner	Officer	Other				
RAHILL PAUL F								
			President, Cremation Division					

Signatures

Paul F. Rahill11/15/2011**Signature of
Reporting PersonDate

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).
- (1) Sale of shares to the registrant to cover tax withholdings on the vesting of restricted shares.

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.