

SERVICE CORPORATION INTERNATIONAL

Form 8-K

December 04, 2007

**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):**

**November 30, 2007**

**SERVICE CORPORATION INTERNATIONAL**

(Exact name of registrant as specified in its charter)

Texas

1-6402-1

74-1488375

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(IRS Employer  
Identification No.)

1929 Allen Parkway, Houston, TX

77019

(Address of principal executive offices)

(Zip Code)

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

Not Applicable

(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 (see General Instruction A.2. below):

- 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 240.13.e-4(c))
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ITEM 5.02. DEPARTURE OF DIRECTORS OR CERTAIN OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF CERTAIN OFFICERS; COMPENSATORY ARRANGEMENTS OF CERTAIN  
OFFICERS.

On November 30, 2007, Service Corporation International (SCI) notified its named executive officers (except as described in the next paragraph) that their employment agreements with SCI Executive Services, Inc., an SCI subsidiary, were being amended and extended to December 31, 2008. The material terms of the employment agreements for the executive officers named in SCI's proxy statement dated May 9, 2007 are summarized in such proxy statement under "Certain Information With Respect to Officers and Directors - Executive Employment Agreements", which is incorporated by reference herein.

As previously announced, Mr. James M. Shelger retired from his positions of General Counsel and Secretary of SCI on June 30, 2007. As a result, SCI did not extend the employment agreement of Mr. Shelger.

SIGNATURES

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.

SERVICE CORPORATION INTERNATIONAL

Date: December 4, 2007

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