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SERVICE CORPORATION INTERNATIONAL
Form 8-K
August 14, 2002

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): August 13, 2002

SERVICE CORPORATION INTERNATIONAL
(Exact name of Registrant as specified in Charter)

TEXAS
(State or other Jurisdiction of Incorporation)

1-6402-1
(Commission File Number)

74-1488375
(IRS 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

ITEM 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits.

- 99.1 Slide Presentation to accompany meeting to be held August 15, 2002.
- 99.2 Press Release dated August 14, 2002.
- 99.3 Statement Under Oath made by Robert L. Waltrip, dated August 14, 2002, pursuant to the SEC Order Requiring the Filing of Sworn Statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934 (SEC File No. 4-460).
- 99.4 Statement Under Oath made by Jeffrey E. Curtiss, dated August 14, 2002, pursuant to the SEC Order Requiring the Filing of Sworn Statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934 (SEC File No. 4-460).

ITEM 9. REGULATION FD DISCLOSURE

On August 13, 2002, the Company issued a press release announcing its investor conference call and webcast to be held August 15, 2002. Furnished as Exhibit 99.1 to this Current Report on Form 8-K is a slide presentation to be used at that meeting. Because this presentation is in the form of a slide

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presentation, the text on each page of the presentation is kept to a minimum to facilitate visual communication. The presentation materials are also currently available on our website, <http://www.sci-corp.com>.

On August 14, 2002, the Company issued a press release announcing the submission of its Securities and Exchange Commission certifications and the engagement of a corporate governance expert, as more fully described in the press release furnished as Exhibit 99.2 to this Current Report on Form 8-K. The Statements Under Oath of the Principal Executive Officer and Principal Financial Officer Regarding Facts and Circumstances Relating to Exchange Act Filings, dated August 14, 2002, which have been personally signed and delivered to the Securities and Exchange Commission by each of Robert L. Waltrip, Chairman and Chief Executive Officer of the Company, and Jeffrey E. Curtiss, Senior Vice President and Chief Financial Officer of the Company, respectively, pursuant to the SEC Order Requiring the Filing of Sworn Statements pursuant to Section 21(a)(1) of the Securities Exchange Act of 1934 (SEC File No. 4-460) are furnished as Exhibits 99.3 and 99.4, respectively.

The information disclosed in this Item 9 Current Report on Form 8-K is not considered "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 and is not subject to the liabilities of that section.

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: August 14, 2002

By: /s/ James M. Shelger

James M. Shelger
Senior Vice President
General Counsel and Secretary

EXHIBIT INDEX

| EXHIBIT NUMBER ----- | DESCRIPTION ----- |
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