

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):  
April 23, 2004

MATTHEWS INTERNATIONAL CORPORATION

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(Exact name of registrant as specified in its charter)

Pennsylvania	0-9115	25-0644320
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(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

Two NorthShore Center, Pittsburgh, PA	15212-5851
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(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (412) 442-8200  
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Item 9. Regulation FD Disclosure

On April 23, 2004, Matthews International Corporation issued a press release announcing that its Board of Directors approved the continuation of its stock repurchase program and increased the total authorization for stock repurchases by an additional two million shares. A copy of the press release is attached hereto as Exhibit 99.1.

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.

MATTHEWS INTERNATIONAL CORPORATION  
(Registrant)

By Steven F. Nicola

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Steven F. Nicola  
Chief Financial Officer,  
Secretary and Treasurer

Date: April 26, 2004

MATTHEWS INTERNATIONAL CORPORATION AND SUBSIDIARIES  
EXHIBITS  
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The following Exhibit to this report is filed herewith.

Exhibit No.	Description
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99.1	Press release, dated April 23, 2004, issued by Matthews International Corporation.



Exhibit 99.1

April 23, 2004  
Chief Financial Officer,  
Secretary & Treasurer  
412:442-8262

Steven F. Nicola

MATTHEWS INTERNATIONAL CORPORATION  
ANNOUNCES CONTINUATION OF ITS STOCK REPURCHASE PROGRAM

PITTSBURGH, PA, APRIL 23 2004-- Matthews International Corporation (NASDAQ NMS: MATW) announced today that its Board of Directors approved a continuation of the Company's stock repurchase program. Previously, on four separate occasions, the Board had approved repurchasing a total of eight million shares, or two million shares for each authorization. The most recent of these authorizations (April 2000) has been substantially completed. The current authorization allows Matthews to purchase up to an additional 2,000,000 shares of the Company's common stock.

David M. Kelly, Chairman of the Board of Directors stated that, "The repurchase program continues to be an important element in the Company's fiscal management. We believe the program is an effective use of the Company's financial resources, particularly given the current value of Matthews common stock and the Company's consistent financial performance."

The repurchase program is designed to increase shareholder value, enlarge the Company's holdings of its common stock, and add to earnings per share. Repurchased shares may be retained in treasury, utilized for acquisitions, or reissued to employees or other purchasers. Since the inception of this program, the Company has purchased approximately 18 percent of its total outstanding shares.

Matthews International Corporation, headquartered in Pittsburgh, Pennsylvania, is a designer, manufacturer and marketer principally of memorialization products, caskets and cremation equipment for the cemetery and funeral home industries, and custom made products which are used to identify people, places, products and events. The Company's products include cast bronze memorials and other memorialization products; caskets; cast and etched architectural products; cremators and cremation-related products; mausoleums; printing plates, pre-press services, and imaging systems for the corrugated and flexible packaging industries; and marking equipment and consumables for identifying various consumer and industrial products, components and containers.