

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):  
December 6, 2006

MATTHEWS INTERNATIONAL CORPORATION  
(Exact name of registrant as specified in its charter)

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

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

Registrant's telephone number, including area code: (412) 442-8200

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Item 7.01 Regulation FD Disclosure

On December 6, 2006, Matthews International Corporation (the “Company”) reported that the Company intends to close its metal casket assembly facility in Marshfield, Missouri. The closure is expected to be completed no later than March 31, 2007.

A copy of the press release is attached hereto as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

(c) Exhibits

99.1 Press Release, dated December 6, 2006, issued by Matthews International Corporation.

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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

Steven F. Nicola  
Chief Financial Officer,  
Secretary and Treasurer

Date: December 7, 2006

December 6, 2006

Steven F. Nicola  
CFO, Secretary & Treasurer  
412:442-8262

**MATTHEWS INTERNATIONAL CORPORATION  
ANNOUNCES PLANT CLOSING**

PITTSBURGH, PA, December 6, 2006 -- Matthews International Corporation (NASDAQ NMS: MATW) today announced that the Company intends to close its metal casket assembly facility in Marshfield, Missouri.

In discussing the decision to close the plant, Joseph C. Bartolacci, President and Chief Executive Officer, said: "As a result of the continued growth in the productivity of our Casket operations and a corresponding increase in production capacity, the Company is in a position to improve the Casket Division's cost structure through the consolidation of operations. Accordingly, the Division's metal assembly plant located in Marshfield, Missouri will be undertaking preparations to close its operations no later than March 31, 2007."

"Recent investments in our Richmond, Indiana metal casket facility have increased its production capacity. In addition, we are pleased with the progress of our new manufacturing facility in Mexico. Accordingly, we believe we are well positioned to continue to meet our customers' needs for quality York and Milso metal caskets, as well as provide a platform for future growth."

Mr. Bartolacci further stated: "This consolidation represents one of the significant phases of the integration of the York and Milso operations. The closure of this facility was not an easy decision, and we sincerely appreciate the efforts and contributions of the employees of the Marshfield facility." The Company reported that the Marshfield facility has approximately 140 employees.

Matthews International Corporation, headquartered in Pittsburgh, Pennsylvania, is a designer, manufacturer and marketer principally of memorialization products and brand solutions. Memorialization products consist primarily of bronze memorials and other memorialization products, caskets and cremation equipment for the cemetery and funeral home industries. Brand solutions include graphics imaging products and services, marking products, and merchandising solutions. The Company's products and services include cast bronze memorials and other memorialization products; caskets; cast and etched architectural products; cremation equipment and cremation-related products; mausoleums; brand management, printing plates, pre-press services, and imaging systems for the primary packaging and corrugated industries; marking equipment and consumables, and industrial automation products for identifying, tracking and conveying various consumer and industrial products, components and packaging containers; and merchandising display systems and marketing and design services.

Any forward-looking statements contained in this release are included pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995. Such forward-looking statements involve known and unknown risks and uncertainties that may cause the Company's actual results in future periods to be materially different from management's expectations. Although the Company believes that the expectations reflected in such forward-looking statements are reasonable, no assurance can be given that such expectations will prove correct. Factors that could cause the Company's results to differ materially from the results discussed in such forward-looking statements principally include economic, competitive, and technological factors beyond the Company's control.