

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):  
January 22, 2010

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 8.01 Other Events

On January 22, 2010, 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 five hundred thousand shares. 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 January 22, 2010, 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: January 22, 2010

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Release date: January 22, 2010

Contact: Steven F. Nicola  
Chief Financial Officer, Secretary &  
Treasurer  
412-442-8262

**MATTHEWS INTERNATIONAL CORPORATION  
ANNOUNCES CONTINUATION OF ITS STOCK REPURCHASE PROGRAM**

PITTSBURGH, PA, JANUARY 22, 2010-- Matthews International Corporation (NASDAQ NMS: MATW) announced today that its Board of Directors approved a continuation of the Company's stock repurchase program. Previously, the Board had approved repurchasing a cumulative total of 12,500,000 shares. Approximately 68,000 shares remain to be purchased under this authorization. Upon the repurchase of these remaining shares, the new authorization allows Matthews to purchase up to an additional 2,500,000 shares of the Company's common stock.

Joseph C. Bartolacci, President and Chief Executive Officer, stated: "The repurchase program is an important element in the Company's long-term strategies. Given the current market value of Matthews common stock, the Company's historical financial performance, and our long-term growth objectives, we believe the program continues to be an effective use of the Company's financial resources."

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.

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 and cylinders, pre-press services and imaging services for the primary packaging and corrugated industries; marking and coding 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.

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