UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL					
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ours per response					

longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

pe Response	s)		1											
1. Name and Address of Reporting Person * NICOLA STEVEN F				2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director Officer (give title below) Other (specify below)				
)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/25/2013							CFO, S	ecretary and	Treasurer		
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Cheek Applicable Line) _X_ Form filed by One Reporting PersonForm filed by More than One Reporting Person							
)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
(Instr. 3) Date		Date (Month/Day/Year)	any		f Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Beneficially Owned Following Reported Transaction(s)		Ownership Form:	7. Nature of Indirect Beneficial Ownership		
			(Worth, Bay)	r car)	Code	v	Amoun	(A) or (D)	Price	`			^	
Common St	ock	11/25/2013			F(1)		1,440	D	\$ 42.09	127,930			D	
					s Acquire	cont the t	tained in form dis	n this fo splays a of, or Be	orm ar a curre neficia	e not req ently valid lly Owned	uired to re d OMB cor	spond un	ess	EC 1474 (9- 02)
		,	<u> </u>											
Derivative Conversion I		on Date Execution Dany (Month/Day/Year)		te, if Transaction of Code Deriv Secu Acqu (A) of Disp of (Instr. 8)		and Expiration Date (Month/Day/Year) urities uired or oposed (D) ir. 3,		Ame Und Sect (Ins	ount of derlying urities str. 3 and derlying urities and str. 3 end derlying derlying derlying derlying derlying derivative Security Securities Beneficially Owned Following Reported		Ownership of Indire Benefici Ownership Derivative Security: Direct (D) or Indirect	Beneficia Ownershi (Instr. 4)		
			Code	V	(A) (D)		-		on Title	Amount or Number of Shares				
ting Ω	wners													
	dd Address of STEVEN Security Common St Report on a s Conversion or Exercise Price of Derivative Security	STEVEN F (Street) (Street) (Street) (Street) Common Stock Report on a separate line of Exercise Price of Derivative Security	d Address of Reporting Person STEVEN F (First) (Middle) (Street) (Street) 2. Transaction Date (Month/Day/Year) Common Stock 11/25/2013 Report on a separate line for each class of security Table II - I (a) Conversion Date (Month/Day/Year) Price of Derivative 3A. Deemed Execution Date (Month/Day/Year) (Month/Day/Year)	2. Issuer Na MATTHEY [MATW] 3. Date of Ea 11/25/2013 (Street) 2. Transaction Date (Month/Day/Year) Common Stock 2. Transaction Date (Month/Day/Year) Table II - Derivative Sec (e.g., puts, call: any (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 3. Deemed Execution Da any (Month/Day/Year) Table II - Derivative Sec (e.g., puts, call: any (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Code (Instr. 8) Code Code	Add Address of Reporting Person STEVEN F Comparison of Conversion Of Conversion Of Exercise Price of Derivative Security Code V	2. Issuer Name and Ticker MATTHEWS INTERNAL [MATW] 3. Date of Earliest Transaction 11/25/2013 (Street) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Instr. 8) Code Common Stock 11/25/2013 2. Transaction Date (Instr. 8) Code Common Stock 11/25/2013 Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op of Code (Instr. 8) Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, op of Code (Instr. 8) Code (Month/Day/Year) A. Deemed Execution Date, if (Instr. 8) Code Code Code Conversion or Exercise Price of Derivative Securities Acquire (e.g., puts, calls, warrants, op of Code (Instr. 8) Code (Month/Day/Year) Code Code	2. Issuer Name and Ticker or Tri MATTHEWS INTERNATION (Street) (A. 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Transaction Date, if (Instr. 8) (Instr. 3, 4 and 5) 4. Securities Acquired (Instr. 8) (Instr. 3, 4 and 5) 4. Securities Securities beneficially owned directly or Persons who respectivative Securities (e.g., puts, calls, warrants, options, convertible security Securities (Month/Day/Year) (Instr. 8) (2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW] 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Instr. 8) (A) or Price Of Derivative Securities Acquired, Disposed of, or Beneficial (e.g., puts, calls, warrants, options, convertible securities Acquired, Disposed of, or Beneficial (Instr. 3) 3. 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Transaction 2. Transac	2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW] (Wat Wat Wat Wat Wat Wat Wat Wat Wat Wat

Daniel Company (Addition	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
NICOLA STEVEN F			CFO, Secretary and Treasur					

Signatures

Steven F. Nicola	11/27/2013
Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Sale of shares to the registrant to cover tax withholdings on the vesting of restricted shares.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.