# FORM 4

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

OMB APPROVAL						
DMB Number:	3235-0287					
Estimated average	e burden					
ours per respons	e 0.5					

Check this box if no 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. Name and Address of Reporting Person * DECARLO DAVID J				2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]						5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)  _X_ Director _X_ Officer (give title below)  Other (specify below)					
t)	(First)	(Middle)		· · · · · · · · · · · · · · · · · · ·						Presid	ent, Bronze	Division			
	(Street)	4. If Amendment, Date Orig				Origi	ginal Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)  _X_Form filed by One Reporting Person  _Form filed by More than One Reporting Person				ble Line)
7)	(State)	(Zip)		Ta	able I	- Non-	-Deri	vative S	ecuritie	s Acqui	ired, Disp	osed of, or	Beneficially	Owned	
1.Title of Security (Instr. 3)		Date (Month/Day/Year)		f Coo (Ins	Code (Instr. 8)						Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership			
					C	ode	V	Amoun	(A) or (D)	Price				or Indirect (I) (Instr. 4)	(Instr. 4)
Common S	tock	08/12/2003				S		19,000	D	\$ 25.40	423,127			D	
Common S	tock	08/13/2003				S		37,585	D	\$ 25.52	385,542			D	
Report on a	separate line	for each class of secu	urities bei	neficially	owne		Pers	ons wh							EC 1474 (9-
															02)
							,		-			I			
	Date	Year) Execution Da	Co	ode	of Deri Secu Acq (A) Disp of (I	vative urities uired or oosed O) cr. 3,	and	Expiration	on Date	Ame Und Seco	ount of derlying urities		Derivative Securities Beneficially Owned Following Reported	Ownersl Form of Derivati Security Direct (I or Indirects)	Ownershi (Instr. 4) O)
							Date	e	Expirati	on	Amount or e Number				
	Common Starting Common Startin	Address of Reporting F LO DAVID J  (Street)  (Street)  (State)  Common Stock  Common Stock  Report on a separate line  2.  Conversion or Exercise Price of Derivative	Address of Reporting Person DAVID J  (First) (Middle)  (Street)  (Street)  (Street)  2. Transaction Date (Month/Day/Year)  Common Stock 08/12/2003  Report on a separate line for each class of sector of Exercise Price of Derivative  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)	and Address of Reporting Person 2. Isst MATT [MAT of Matter [MAT o	Address of Reporting Person 2. Issuer Name MATTHEWS [MATW]  D. (First) (Middle) 3. Date of Earlie 08/12/2003  (Street) 4. If Amendment (Month/Day/Year)  Security 2. Transaction Date (Month/Day/Year)  Common Stock 08/12/2003  Common Stock 08/13/2003  Report on a separate line for each class of securities beneficially  Table II - Derivative Securities beneficially  Table II - Derivative Securities beneficially  Table II - Derivative Securities beneficially  (As Deemed Execution Date, if Carlot (e.g., puts, calls, we call (Month/Day/Year))  Table II - Derivative Securities beneficially  Transaction Code (Instr. 8)	Address of Reporting Person 2. Issuer Name and MATTHEWS INTI [MATW]  2. Issuer Name and MATTHEWS INTI [MATW]  3. Date of Earliest Transel 108/12/2003  (Street)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Instrument)  2. Transaction Date (Instrument)  2. Transaction Date (Instrument)  2. Table II - Derivative Securities beneficially owners (e.g., puts, calls, warransel)  2. Table II - Derivative Securities Date (Instrument)  3. Date (e.g., puts, calls, warransel)  4. Source (e.g., puts, calls, warransel)  3. Date (Month/Day/Year) (Month/Day/Year)  4. Source (e.g., puts, calls, warransel)  3. Date (Month/Day/Year) (Instrument)  4. Source (e.g., puts, calls, warransel)  3. Date (Instrument)  4. Source (e.g., puts, calls, warransel)  3. Date (Month/Day/Year) (Instrument)  3. Date (e.g., puts, calls, warransel)  4. Source (e.g., puts, calls, warransel)  3. Date (e.g., puts, calls, warransel)  4. Source (A.)  5. Oak (e.g., puts, calls, warransel)  6. Oak (e.g., puts, calls, warransel)  7. Oak (e.g., puts, calls, warransel)  8. Oak (e.g., puts, calls, warransel)  9. Oak (e.g., puts, calls, warransel)  1. Oak (e.g., puts, calls, warransel)  1. Oak (e.g., puts, calls, warransel)  1. Oak (e.g., puts, calls, warransel)  2. Oak (e.g., puts, calls, warransel)  3. Date of Earliest Transel (e.g., puts, calls, warransel)  6. Oak (e.g., puts, calls, warransel)  6. Oak (e.g., puts, calls, warransel)  7. Oak (e.g., puts, calls, warransel)  8. Oak (e.g., puts, calls, warransel)  9. Oak (e.g., puts, calls, warransel)  1. Oak (e.g., puts, calls, warransel)  2. Oak (e.g., puts, calls, warransel)  2. Oak (e.g., puts, calls, warransel)  3. Oak (e.g., puts, calls, warransel)  4.	2. Issuer Name and Ticker MATTHEWS INTERNAL [MATW]  3. Date of Earliest Transaction 08/12/2003  (Street)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code  Common Stock  08/12/2003  S  Common Stock  08/13/2003  S  Report on a separate line for each class of securities beneficially owned direct (e.g., puts, calls, warrants, opton Date (e.g., puts, calls, warrants, opton Date (e.g., puts, calls, warrants, opton Date (Month/Day/Year)  2. Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opton Date (month/Day/Year)  3. Transaction Securities beneficially owned direct (e.g., puts, calls, warrants, opton Date (month/Day/Year)  3. Transaction Code (linstr. 8)  Code (Instr. 8)	2. Issuer Name and Ticker or Tr MATTHEWS INTERNATIO [MATW]  3. Date of Earliest Transaction (Mo8/12/2003  (Street)  4. If Amendment, Date Original F  Security  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  Code V  Common Stock  08/12/2003  S  Report on a separate line for each class of securities beneficially owned directly of the form of Exercise (Month/Day/Year)  2. Transaction Date (Instr. 8)  Code V  Table II - Derivative Securities Acquired, Discoversion Date or Exercise (Month/Day/Year)  A. Deemed Execution Date, if Code (Instr. 8)  Code V  Persont (e.g., puts, calls, warrants, options  A. Deemed Execution Date, if Code (Instr. 8)  Code (Instr. 8)	2. Issuer Name and Ticker or Trading Symant Matthews Internation (Month/Day/Pear)	2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]  3. Date of Earliest Transaction (Month/Day/Year) 08/12/2003  4. If Amendment, Date Original Filed(Month/Day/Year) 08/12/2003  4. If Amendment, Date Original Filed(Month/Day/Year) Original Filed(Month	2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]     3. Date of Earliest Transaction (Month/Day/Year)     6. OBA   1. Family   1. OBA   1. OBA	2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]  3. Date of Earliest Transaction (Month/Day/Year) O8/12/2003  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year) O8/12/2003  4. If Amendment, Date Original Filed(Month/Day/Year) O8/12/2003  2. Transaction Date (Month/Day/Year)  2. Transaction (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Obstack (Month/Day/Year)  2. Transaction Obstack (Month/Day/Year)  3. Transaction Obstack (Month/Day/Year)  2. Transaction Obstack (Month/Day/Year)  3. Transaction Obstack (Month/Day/Year)  3. Transaction Obstack (Month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficially Owned directly or Code (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned or Exercise (Month/Day/Year)  2. Transaction Obstack (Month/Day/Year)  3. Transaction Obstack (Month/Day/Year)  3. Transaction Obstack (Month/Day/Year)  3. Transaction Obstack (Month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficially Owned directly or Code (Month/Day/Year)  4. Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  4. Securities Acquired, Disposed of, Or Beneficially Owned (Month/Day/Year)  5. Relation X. Directory  4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]  3. Date of Earliest Transaction (Month/Day/Year)  6. Individual or Joint/ Necetive (Month/Day/Year)  6. Individual or Joint/ Necetive (Month/Day/Year)  7. Table 1 - Non-Derivative Securities Acquired, (A) or Disposed of (Instr. 3, 4 and 5)  8. Amount of Security (Month/Day/Year)  8. Persons who respond to the collection of ir contained in this form are not required to rethe form displays a currently valid OMB core Code (Month/Day/Year)  8. Persons who respond to the collection of ir contained in this form are not required to rethe form displays a currently valid OMB core Code (Month/Day/Year)  8. Price of One Reported Transaction (Instr. 3)  8. Price of One Reported Transaction (A) or Disposed of (D)  8. Amount of Security (Instr. 3)  8. Price of One Reported Transaction (Instr. 3)  9. Amount of Security (Instr. 3)  19.000 D S 25.40  19.0	Address of Reporting Person - AD Address of Reporting Person - AD DAVID J	2. Issuer Name and Ticker or Trading Symbol MATTHEWS INTERNATIONAL CORP [MATW]   5. Relationship of Reporting Person(s) to Issue (Check all applicable)   10% (Swace of Check all appl

### **Reporting Owners**

	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
DECARLO DAVID J	X		President, Bronze Division			

## **Signatures**

David J. DeCarlo	08/14/2003
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).

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 nu	mber.