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

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response.. 0.5

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

								1_		27			
1. Name and Address of Reporting Person *- KAVANAUGH ROBERT 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 10% Owner			
(Last) (First) (Middle) 90 HUMPHREYS LANE				3. Date of Earliest Transaction (Month/Day/Year) 03/11/2004						e title below)	Oth	er (specify below)
DUXBURY, MA 02332			4. If Amendment, Date Original 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				
(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					ıed						
1.Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Yea		r) any		Date, if (I	ate, if Code (Instr. 8		(A) or Disposed		d of (D) Owned Follov 5) Transaction(s)		ed	Ownership Form: Direct (D)	Beneficial Ownership
					Code	V A	mount (A) or (D) Price					(I)	istr. 1)
1. Title of Derivative Conversion Date Conversion One Execution Date, Security or Exercise (Month/Day/Year) any		4. Transac Code	5. Numb Derivati Securitic Acquired or Disposition	er of ve es d (A) osed of	form displays a currently vered, Disposed of, or Beneficially ptions, convertible securities) 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title of Under (Instr. 3)		neficially Ourities) 7. Title and of Underly Securities	y Owned and Amount belieflying cies 8. P Dericies Section		Price of 9. Number Derivative ecurity Securities Beneficially Owned Following	of 10. Ownershi Form of Derivativ Security: Direct (D	(Instr. 4)	
		Code	v	(A)	(D)	Date Exercisab		Title	Amount or Number of Shares		Transaction(s) (Instr. 4)	(I) (Instr. 4)	
03/11/2004		A ⁽²⁾		1,026.2		<u>(3)</u>	(3)	Class A Common Stock	1,026.24	\$ 0	9,248.70	D	
2	(Street) A 02332 (State) on a separate line for each sion content of the conten	(Street) A 02332 (State) 2. Transaction Date (Month/Day/Year) Table II - (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(Street) A 02332 (State) 2. Transaction Date (Month/Day/Year) Table II - Derivative (e.g., put for ive to the property of	(Street) (Street) (Street) (A 02332 (State) (Zip) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day Table II - Derivative Sections Date (e.g., puts, case) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(Street) A 02332 (State) (Zip) Table II - Derivative Securities de.g., puts, calls, warr size (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(Street) A 02332 (State) (Zip) Table I - Normalization Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquire (e.g., puts, calls, warrants, or five ty or puts, in any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Street) (Street) (Street) (A 02332 (State) (Zip) (Zip) (Za. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (A 02332 (State) (Zip) (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (State) (Zip) (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 1f Amendment, Date Original Filed (Month/Date) (A 02332 (A 02332 (A 02332 (A 024) (A 02332 (A 024) (A 024)	(Street) A 02332 (State) (Zip) Table I - Non-Derivative Securities Acquired, (A) or Disposed (Instr. 3, 4 and (Instr. 8)) (A) or displays a cut Table II - Derivative Securities Acquired, (A) or Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Instr. 8) Table II - Derivative Securities Acquired, (A) or Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible securities (Instr. 8) Code (V) (A) (D) Date Expiration Date (Month/Day/Year) Code (V) (A) (D)	(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (03/11/2004 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (2ip) Table I - Non-Derivative Securities Acquired Execution Date, if (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 8) (Instr. 3, 4 and 5) (Instr. 8) (Instr. 3) (Instr.	(State) (A) Gode (A) Or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and 5) (Instr. 3 and 4) ((State) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Ben (Month/Day/Year) (M	(First) (Middle) 3. Date of Farliest Transaction (Month/Day/Year) 03/11/2004 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Chex, Form filed by More than One Reporting Person Form filed by More than One	(First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Stark) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. O2332 (State) 7. Table 1 - Non-Derivative Securities Acquired (A) or Disposed of (D) (Month/Day/Year) (Month/Day

D	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
KAVANAUGH ROBERT J 90 HUMPHREYS LANE DUXBURY, MA 02332	X					

Signatures

Robert J. Kavanaugh	03/12/2004
**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).
- (2) Formula award made under the 1994 Director Fee Plan, based on market price at time of award.
- (3) Payments on phantom stock units commence on April 1 of the calendar year following the calendar year in which the reporting person ceases to be a member of the Board of Directors.

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.