

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): November 17, 2014

Matthews International Corporation  
(Exact name of registrant as specified in its charter)

Pennsylvania  
(State or other jurisdiction  
of incorporation)

000-09115  
(Commission File Number)

25-0644320  
(IRS Employer  
Identification No.)

Two NorthShore Center  
Pittsburgh, Pennsylvania  
(Address of principal executive offices)

15212-5851  
(Zip Code)

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

Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 7.01 Regulation FD Disclosure**

On November 17, 2014, Matthews International Corporation (the "Company") entered into a Release, Settlement Agreement, and Covenant Not To Sue (the "Settlement Agreement"), which concludes litigation arising out of allegations initiated against Harry Pontone, Scott Pontone, Pontone Casket Company and Batesville Casket Company ("Batesville"). Under the terms of the Settlement Agreement, Batesville will pay \$17 million in one lump sum payment to the Company and an additional \$1.75 million for attorney fees of Harry and Scott Pontone, for a total settlement value of \$18.75 million. The Settlement Agreement contains customary mutual releases of claims.

On November 17, 2014, the Company issued a press release announcing the settlement award. A copy of the press release is attached hereto as Exhibit 99.1 and incorporated by reference.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated November 17, 2014, issued by Matthews International Corporation.

*The information in this Current Report on Form 8-K, including Exhibit 99.1 furnished herewith, is being furnished to the SEC pursuant to Item 7.01 of Form 8-K and is not deemed to be "filed" with the SEC for purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of Section 18. In addition, such information is not to be incorporated by reference into any registration statement of Matthews International Corporation or other filings made pursuant to the Exchange Act or the Securities Act, unless specifically identified as being incorporated therein by reference.*

*The furnishing of particular information in this Current Report, including Exhibit 99.1 furnished herewith, pursuant to Item 7.01 of Form 8-K is not intended to, and does not, constitute a determination or admission by Matthews International Corporation, as to the materiality or completeness of any such information that is required to be disclosed solely by Regulation FD of the Exchange Act.*

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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.

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Matthews International Corporation

(Registrant)

By:

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/s/ Steven F. Nicola

Steven F. Nicola

Chief Financial Officer, Secretary and Treasurer

Dated: November 17, 2014

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Exhibit Index

99.1 Press Release, dated November 17, 2014, issued by Matthews International Corporation.



Matthews International Corporation  
Corporate Office  
Two NorthShore Center  
Pittsburgh, PA 15212-5851  
Phone: (412) 442-8200  
Fax: (412) 442-8290

Release date: November 17, 2014

**MATTHEWS INTERNATIONAL CORPORATION  
ANNOUNCES FAVORABLE SETTLEMENT IN HARRY PONTONE, SCOTT PONTONE AND  
BATESVILLE CASKET COMPANY LITIGATION**

PITTSBURGH, PA, November 17, 2014 -- Matthews International Corporation (NASDAQ GSM: MATW) ("Matthews or the "Company") today announced it will receive a settlement award valued at \$18.75 million resulting from litigation initiated against Harry Pontone, Scott Pontone, Pontone Casket Company and Batesville Casket Company ("Batesville") in the United States District Court for the Western District of Pennsylvania.

Under the terms of the settlement, Batesville will pay Matthews \$17 million in one lump sum payment and will also pay an additional \$1.75 million for attorney fees of Harry and Scott Pontone, for a total settlement value of \$18.75 million. The settlement successfully concludes litigation arising out of allegations that the defendants unlawfully poached customers of Matthews' subsidiaries, The York Group, Inc. ("York") and Milso Industries Corporation ("Milso"), that Harry and Scott Pontone breached their employment covenants, and that Batesville improperly interfered with business relations of Matthews, York and Milso. All of the settlement proceeds shall be paid by Batesville on behalf of the multiple co-defendants.

The Funeral Home Products Division of Matthews continues to be led by Thomas Pontone as President, Andrew Pontone as Vice President and General Manager of the Northeast Region, Steven Pontone, as Vice President of Strategic Accounts, and Michael Pontone as President of the Matthews Children's Foundation. They are further supported in leadership roles in the Greater Metropolitan New York region by longstanding Matthews/Milso employees including Louis Pontone, Andrew Pontone Sr., Thomas (Junior) Pontone, Donna Pontone, Joe Bruno, Peter Ferris, and other key members of the Company's experienced sales team.

Thomas Pontone, President of Matthews Funeral Home Products Division, commented "Following the actions involved in this case, I am pleased the defendants have agreed to settle the case for a significant amount. On behalf of myself, Matthews, and all the Pontone family members engaged with Matthews, I would like to thank our customers for their continued loyalty and our longstanding employees for the tremendous contributions they make every day delivering outstanding service to our customers."

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 and granite memorials and other memorialization products, caskets and cremation equipment for the cemetery and funeral home industries. Brand solutions include artwork and pre-media services, graphics imaging products and services, merchandising solutions, and marking automation and fulfillment solutions. The Company's products and services include cast bronze and granite 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, industrial automation products and order fulfillment systems for identifying, tracking, picking and conveying consumer and industrial products; and merchandising display systems and marketing and design services.

Legal contact: Brian Walters  
Vice President and General Counsel  
(412) 442-8217

Media contact: Ann Wilson  
Director, Change Management and Communications  
(412) 995-1665