FORM 4

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

OMB APPROVAL
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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

s)														
1. Name and Address of Reporting Person * BARTOLACCI JOSEPH C			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)				
(First)	(Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/30/2015							Pr	esident and C	CEO		
(Street)		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)		Tal	ble I -	Non-	Deri	vative S	ecurities	Acqui	red, Disp	osed of, or	Beneficially	Owned	
1.Title of Security (Instr. 3)		any	Date, if	f Code (Instr. 8)				of (D)	D) Beneficially Owned Followi Reported Transaction(s)		Following n(s)	Ownership Form:	Beneficial	
		(Month/Da	y/Year		ode	v	Amoun	(A) or t (D)	Price	(Instr. 3 a	or Ir (I)		or Indirect (I)	Ownership (Instr. 4)
ock	03/30/2015			F	(1)		3,250	113		305,829)		D	
					quire	cont the f d, Di	ained i orm dis	n this fo splays a of, or Be	orm are a curre neficial	e not req ently valid	uired to re d OMB co	espond unl	ess	CC 1474 (9- 02)
Date	on 3A. Deemed Execution D any	4. Trans	saction	5. Nu of Deriv Secur Acqu (A) o Dispo of (D (Instr	vative rities ired r osed) . 3,	6. D	ate Exei Expirati nth/Day	cisable on Date	7. Ti Amo Und Secu (Inst 4)	itle and ount of lerlying urities	Derivative Security (Instr. 5)	Derivative Securities Beneficially Owned Following Reported	Ownersh Form of Derivativ Security Direct (I or Indire	O) ct
	(Street) (State) (State) 3. Transactic Date	(Street) (State) (State) (Zip) 2. Transaction Date (Month/Day/Year) cock 03/30/2015 separate line for each class of sec Table II - 3. Transaction Date (Month/Day/Year) Month/Day/Year) 3A. Deemed Execution Date (Month/Day/Year)	(Street) (Middle) 3. Date of 03/30/20 (Street) 4. If Amer (State) (Zip) 2A. Deemed Execution any (Month/Day/Year) (Month/Day/Year) Table II - Derivative Separate line for each class of securities benefit (Month/Day/Year) 3A. Deemed Execution Date (Month/Day/Year) 3A. Deemed Execution Date, if Code (Month/Day/Year)	[MATW] (Street) (Street) (Street) (State) (Zip) (State) (Zip) (A. If Amendment, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (E.g., puts, calls, was an analyst to the final strength of the control o	(Street) (Middle) 3. Date of Earliest Tran 03/30/2015 (Street) 4. If Amendment, Date (State) (Zip) Table I - 2. Transaction Date (Month/Day/Year) (Month/Day/Year) cock 03/30/2015 F- Table II - Derivative Securities beneficially owned (e.g., puts, calls, warrant (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrant (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 8)	[MATW] (Street) (A. If Amendment, Date Origin 2A. Deemed Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Code (Instr. 8) Code (Code (Instr. 8) ([MATW] 3. Date of Earliest Transaction (Moddle) 3. Date of Earliest Transaction (Moddle) 4. If Amendment, Date Original F 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Code V Cock 03/30/2015 Table II - Derivative Securities Acquired, Diceg, puts, calls, warrants, options, any (Month/Day/Year) 3. 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Daniel Carroll Name / Add	Relationships							
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
BARTOLACCI JOSEPH C								
	X		President and CEO					

Signatures

Joseph C. Bartolacci	04/01/2015
**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.

Remarks:

See attached Footnotes page.

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.