CARRIAGE SERVICES INC

Form 4/A March 31, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

burden hours per 0.5

Estimated average response...

5 Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

1. Name and Address of Reporting Person *

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

2 Jaguar Nama and Tiakar or Trading

1(b).

(Print or Type Responses)

HEILIGBRODT L WILLIAM			2. Issuer Name and Ticker or Trading Symbol					Issuer			
(Last) (First) (Middle)			CARRIAGE SERVICES INC [CSV]					(Check all applicable)			
(Last)	3. Date of Earliest Transaction										
			(Month/Day/Year)					Director 10% Owner			
11015 LAN	03/26/2015					_X_ Officer (give title Other (specify below) Executive Vice President					
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
	Filed(Month/Day/Year)					Applicable Line)					
HOUSTON	03/30/2015					_X_ Form filed by One Reporting Person Form filed by More than One Reporting					
11005101	1, 111 //021							Person			
(City)	(State)	(State) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned									
1.Title of	2. Transaction Date	2A. Deem	med 3. 4. Securities Acquired					5. Amount of	6.	7. Nature of	
Security (Month/Day/Year) Execution								Securities	Ownership	Indirect	
(Instr. 3)	/S7 \	Code	(Instr. 3, 4	and 3	5)	Beneficially	Form:	Beneficial			
(Month/D			ay/Year) (Instr. 8)					Owned Following	Direct (D) Ownersh or Indirect (Instr. 4)		
								Reported	(I)	(IIISu. 4)	
						(A)		Transaction(s)	(Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)	(======================================		
					111104111	(2)				Corinne C.	
Common	03/26/2015			S	13,675	D	\$	80,952	I	Heiligbrodt,	
Stock	03/20/2013			S	13,073	ט	24.79	00,732	1	LLC	
Common							\$			Corinne C.	
Stock	03/27/2015			S	6,990	D	э 24.78	73,962	I	Heiligbrodt,	
Stock							24.70			LLC	
Common											
Stock								231,458	D		
Stock											

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities		8. Pri Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year) e		(Instr. 3 and 4)		Secur (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 22.58					<u>(1)</u>	02/24/2022	Common Stock	100,000	
Stock Options	\$ 20.49					(2)	03/03/2019	Common Stock	100,000	
Stock Options	\$ 16.73					(3)	05/22/2018	Common Stock	100,000	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HEILIGBRODT L WILLIAM 11015 LANDON LANE HOUSTON, TX 77024

Executive Vice President

Signatures

/s/ L. William
Heiligbrodt

**Signature of Reporting

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) Stock Options granted pursuant to the Carriage Services, Inc. Second Amended and Restated 2006 Long-Term Incentive Plan which will vest 1/3 on 2/24/2016, 1/3 on 2/24/2017 and 1/3 on 2/24/2018. These stock options expire on 2/24/2022.
- (2) Stock Options granted pursuant to the Carriage Services, Inc. Second Amended and Restated 2006 Long-Term Incentive Plan which will vest 1/3 on 3/3/2015, 1/3 on 3/3/2016 and 1/3 on 3/3/2017. These stock options expire on 3/3/2019.

Reporting Owners 2

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(3) Stock Options grant pursuant to the Carriage Services, Inc. Amended and Restated 2006 Long-Term Incentive Plan which vest 1/3 on 05/22/2014, 1/3 on 05/22/2015 and 1/3 on 05/22/2016. These stock options expire on 05/22/2018.

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.