SEC Form 4	
------------	--

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

	Idress of Reporting F	Person <sup>*</sup>	2. Issuer Name and Ticker or Trading Symbol <u>CARRIAGE SERVICES INC</u> [ CSV ]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
DECARLO DAVID J				X Dir	rector	10% Owner				
(Last) 1130 MERID	(First) DIAN DRIVE	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/24/2015		ficer (give title low) Preside	Other (specify below) nt				
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual Line)	or Joint/Group Filir	g (Check Applicable				
PRESTO	PA	15142		X For	orm filed by One Rep	porting Person				
(City)	(State)	(Zip)	—		orm filed by More that erson	an One Reporting				

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr. 8)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
					Amount	(A) or (D) Price		Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock								114,684	D	
Common Stock								60,329	I	Peggy J DeCarlo 2012 Irrevocable Trust

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Stock Options	\$22.58	02/24/2015		Α		100,000		(1)	02/24/2022	Common Stock	100,000	(1)	100,000	D	
Stock Options	\$20.49							(2)	03/03/2019	Common Stock	100,000		100,000	D	

#### Explanation of Responses:

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

**Remarks:** 

/s/ David J. DeCarlo

\*\* Signature of Reporting Person

02/26/2015

Date

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

\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.