SEC Form 4	
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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287									
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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

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. Name and Addr Olaniyan Addr (Last) 3040 POST OA SUITE 300	deola (First)	rerson [*] (Middle)	3. Date	er Name and Ticke <u>RTIAGE SER</u> e of Earliest Transa /2022	VICI	ES ÎI	<u>NC</u> [CSV]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title X Other (specify below) Principal Accounting Officer					
(Street) HOUSTON (City)	TX (State)	77056 (Zip)		4. If Amendment, Date of 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				
Table I - Non-Deriv 1. Title of Security (Instr. 3) 2. Transi Date (Month/E)				Securities Acq 2A. Deemed Execution Date, if any (Month/Day/Year)	Juired, Dis 3. Transaction Code (Instr. 8) Code V		4. Securities Disposed Of Amount	Acquired	(A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock 03/25					М		3,540	A	\$26.54	10,045	D			
Common Stock		03/25/2022		F		1,720(1)	D	\$54.61	8,325	D				

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

S

595

D

\$54.66

7,730

D

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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		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 Transaction(s) (Instr. 4)	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				
Stock Options	\$26.54	03/25/2022		М			3,540	(2)	03/21/2027	Common Stock	3,540	\$0	2,360	D	
Performance Award	(3)							(3)	12/31/2024	Common Stock	20,688		20,688	D	
Stock Options	\$34.79							(4)	02/17/2031	Common Stock	12,000		12,000	D	
Stock Options	\$49.48							(5)	02/23/2032	Common Stock	4,000		4,000	D	

Explanation of Responses:

Common Stock

1. Represents shares withheld on 3/25/2022 to cover the option price associated with the exercise of stock options granted on 3/21/2017.

03/25/2022

2. Stock Options granted on 3/21/2017 pursuant to the Carriage Services, Inc. Second Amended and Restated 2006 Long-Term Incentive Plan which vested in equal increments over five years. 3,540 options were exercised on 3/25/2022. These stock options expire on 3/21/2027.

3. Represents performance awards, payable in shares on December 31, 2024 granted under the Carriage Services, Inc. 2017 Omnibus Incentive Plan. The award will vest (if at all) on December 31, 2024 provided that the Company's common stock reaches one of five pre-determined growth targets for a sustained period beginning on the grant date of May 19, 2020 and ending on December 31, 2024.

4. Stock Options granted on 2/17/2021 pursuant to the Carriage Services, Inc. 2017 Omnibus Incentive Plan which vest in equal increments over five years. These options expire on 2/17/2031.

5. Stock Options granted on 2/23/2022 pursuant to the Carriage Services, Inc. 2017 Omnibus Incentive Plan that will vest in equal increments each year over the next five years. These options expire on 2/23/2032.

Remarks:

/s/ Adeola Olaniyan

** Signature of Reporting Person

03/29/2022 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.