

Schedule 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 2)\*

Carriage Services, Inc.

\_\_\_\_\_  
(Name of Issuer)

Common Stock

\_\_\_\_\_  
(Title of Class of Securities)

14390510

\_\_\_\_\_  
(CUSIP Number)

Check the following box if a fee is being paid with this statement ☐. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d - 7.)

\* The remainder of the cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

(Continued on following page(s))

CUSIP No. 14390510 13G

1. NAME OF REPORTING PERSON  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Metropolitan Life Insurance Company  
(I.R.S. NO. 13-5581829)

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\*  
(a) ☐ Not applicable  
(b) ☐ Not applicable

3. SEC USE ONLY

4. CITIZENSHIP OR PLACE OF ORGANIZATION  
A New York corporation

5. SOLE VOTING POWER  
36,000

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY EACH  
REPORTING  
PERSON WITH

6. SHARED VOTING POWER  
- 0 -

7. SOLE DISPOSITIVE POWER  
36,000

8. SHARED DISPOSITIVE POWER  
- 0 -

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
36,000

(All shares included in these totals were acquired for the benefit of the Reporting Person by its affiliate, State Street

Research & Management Company, Inc., an Investment Adviser registered under Section 203 of the Investment Advisers Act. This affiliate follows an independent investment decision-making process and has sole voting and/or dispositive power over such securities.)

10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
.65%

12. TYPE OF REPORTING PERSON\*  
IC

#### SCHEDULE 13G

Item 1 (a). Name of Issuer  
Carriage Services, Inc.

Item 1 (b). Address of Issuer's Principal Office:  
1300 Post Oak Blvd  
Suite 1500  
Houston, TX 77056

Item 2(a). Name of Person Filing  
Metropolitan Life Insurance Company  
By Jane C. Weinberg, Associate General Counsel

Item 2(b). Address of Principal Business Office  
One Madison Avenue  
New York, New York 10010

Item 2(c). Citizenship  
A New York corporation

Item 2(d). Title of Class of Securities  
Common Stock

Item 2(e). CUSIP Number  
14390510

Item 3. If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b), check whether the person filing is a:  
(a) ☐ Broker or Dealer registered under Section 15 of the Act.

(b) ☐ Bank as defined in Section 3 (a) (6) of the Act.

(c) ☒ Insurance Company as defined in Section 3 (a) (19) of the Act.

(d) ☐ Investment Company registered under Section 8 of the Investment Company Act.

(e) ☐ Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940.

(f) ☐ Employee Benefit Plan, Pension Fund which is subject to the provisions of the Employee Retirement Income Security Act of 1974 or Endowment Fund

(g) ☐ Parent Holding Company, in accordance with Section 240.13d-1(b) (ii) (G) (Note: See Item 7).

(h) ☐ Group, in accordance with Section 240.13d-1 (b) (1) (ii) (H)

#### SCHEDULE 13G

Item 4. Ownership:

If the percent of the class owned, as of December 31 of the year covered by the statement, or as of the last day of any month described in Rule 13d-1(b) (2), if applicable, exceeds five percent, provide the following information as of that date and identify those shares which there is a right to acquire.

(a) Amount Beneficially Owned: 36,000

(b) Percent of Class: .65%

(c) Number of shares as to which such person has

(i) sole power to vote or to direct the

- vote: 36,000
- (ii) shared power to vote or to direct the  
vote: -0-
- (iii) sole power to dispose or to direct the  
disposition of: 36,000
- (iv) shared power to dispose or to direct  
the disposition of: -0-

Item 5. Ownership of Five Percent or Less of a Class:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [X].

Item 6. Ownership of More than Five Percent on Behalf of Another Person: Not applicable

#### SCHEDULE 13G

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company: Not applicable

Item 8. Identification and Classification of Members of the Group: Not applicable

Item 9. Notice of Dissolution of Group: Not applicable

Item 10. Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

Signature.

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 2, 1998

Signature: /s/Jane C. Weinberg  
Associate General Counsel