FORM 4

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no longer subject to	
Section 16. Form 4 or Form 5	
obligations may continue. See	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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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 Address of Reporting Person* PAYNE MELVIN C (Last) (First) (Middle) 3040 POST OAK BLVD SUITE 300														Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
						3. Date of Earliest Transaction (Month/Day/Year) 09/29/2014									cer (give title ow) CEO		Other (specify below)		
(Street) HOUSTON TX 77056 (City) (State) (Zip)							4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Application) X Form filed by One Reporting Person Form filed by More than One Reporting Person											on	
		Ta	ble I - No	n-Deri	vativ	e Se	curiti	ies Ad	cquired	, Dis	sposed	of, or B	eneficial	ly Owned					
1. Title of Security (Instr. 3) 2. Transa Date (Month/D				action	ar) if	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securiti Transaction Disposed Code (Instr. 5)			ities Acquir		5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership		
									Code	v	Amount	(A) o	Price	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)	
Common	Stock			09/29	9/2014	/2014					100	D	\$17.66	5 1,436	5,381]	D		
Common Stock														3,5	518	I		Spouse	
Common Stock													70,	70,000		I	daughter in same household		
			Table II									f, or Be	neficially curities)	Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security 3. Transaction Date Executic if any (Month/Day/Year)		n Date,	4. Transa Code (8)				6. Date Ex Expiration (Month/Da	n Date		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number derivative Securitie Beneficia Owned Followin Reported Transact (Instr. 4)	e Ownership s Form: Ully Direct (D) or Indirect g (I) (Instr. 4)		Beneficial Ownership (Instr. 4)		
					Code	v	(A) (D)				xpiration ate	Title	Amount or Number of Shares						
Stock Options	\$4.78								(1)	0	5/18/2020	Common Stock	21,200		21,20	00	D		
Stock Options	\$5.7						Γ		(2)	0	2/28/2021	Common Stock	41,419		41,41	19	D		
Stock Options	\$16.73						\top		(3)	0	5/22/2018	Common Stock	100,000		100,0	000	D		
Stock Options	\$20.49								(4)	0	3/03/2019	Common Stock	100,000		100,0	000	D		

Explanation of Responses:

- 1. Stock Options grant pursuant to the Carriage Services, Inc. Amended and Restated 2006 Long-Term Incentive Plan which vest 1/3 on 05/18/2011, 1/3 on 05/18/2012 and 1/3 on 05/18/2013. These stock options expire on 05/18/2020.
- 2. Stock Options grant pursuant to the Carriage Services, Inc. Amended and Restated 2006 Long-Term Incentive Plan which vest 1/3 on 02/28/2012, 1/3 on 02/28/2013 and 1/3 on 02/28/2014. These stock options expire on 02/28/2021.
- 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.
- 4. 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/ Melvin C. Payne

09/29/2014

** Signature of Reporting Person

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.