

IN RE:

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SERVICE CORPORATION INTERNATIONAL

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Civil Action H-99-280

Final Judgment

United States Courts
Southern District of Texas
ENTERED

NOV 05 2004

1. The court certifies a class that consists of persons or entities who:

Michael N. Milby, Clerk of Court

- A. Exchanged shares of common stock in ECI for shares of common stock in SCI on the merger of ECI into SCI on January 19, 1999;
- B. Purchased shares of SCI common stock in the open market from July 17, 1998, through January 26, 1999 (the class period);
- C. Purchased SCI call options in the open market during the class period;
- D. Sold SCI put options in the open market during the class period; or
- E. Held employee options to purchase ECI common stock under an ECI stock plan that became options to purchase SCI stock on the merger.

2. Excluded from the class are:

- A. Defendants SCI, Robert L. Waltrip, L. William Heiligbrodt, and George R. Champagne;
- B. Members of the defendants' immediate families;
- C. Directors or executive officers of SCI or its affiliated entities during the class period (other than the individual defendants and James P. Hunter, III), consisting of:

T. Craig Benson
Curtis G. Briggs
Gregory L. Cauthen
Anthony L. Coelho
Suzanne Dineff
Jack Finkelstein
Linda Fowler
A. J. Foyt, Jr.
Susan L. Garrett

J. Daniel Garrison
James H. Greer
William Mark Hamilton
B. D. Hunter
Lowell A. Kirkpatrick, Jr.
Stephen M. Mack
Todd A. Matherne
Wanda McGee
Glenn G. McMillen


John W. Mecom, Jr.
Clifton H. Morris, Jr.
Marianne Ormsby
Jerald L. Pullins
Richard T. Selles
James M. Shelger

Martha Stevens
Jack L. Stoner
E. H. Thornton, Jr.
Vincent L. Visosky
Blair Waltrip
Michael R. Webb
Edward E. Williams

- D. Subsidiaries of SCI;
 - E. The legal representatives, heirs, successors, predecessors, or assigns of the defendants;
 - F. Members of the class who have given the defendants a release of the claims as of the date of the entry of the stipulation. Currently these are: James P. Hunter, III, James P. Hunter, III Family Partnership Limited, Jack T. Hammer and Jack D. Rottman; and
- 3. The judgment does not bind and the class does not include: the T. Rowe Price entities that are state-court plaintiffs in an action in Harris County, Texas, Cigna Insurance, Charles Frederick, Mary J. Scalone, and Kenneth W. Smith, who exercised the option to exclude themselves.
 - 4. Rujira Srisythesp, Carl Helwig, Allan Lisse, and Dana Ashton are the class representatives.
 - 5. The prerequisites for a class action under Fed.R. Civ.P. 23(a) and (b)(3) have been satisfied.
 - 6. The stipulation is approved as fair, reasonable, and adequate. The parties are directed to consummate the stipulation. They may agree to extensions of time to carry out the stipulation as the need arises.
 - 7. The plan of allocation is approved as fair and reasonable.
 - 8. Plaintiffs' counsel will receive 24 % of the settlement fund as their fee award. They must also receive \$396,145 for expenses. Plaintiffs' settlement counsel will allocate attorneys' fees among plaintiffs' counsel based on their direct contribution of work in support of the plaintiffs.
 - 9. Class members who have not excluded themselves from the class have fully and finally released their claims against the defendants. This will occur even if class members do not execute and deliver a proof of claim. Class members who release the defendants may never again sue the defendants for the settled claims.

10. The defendants are forever barred from suing class members or their attorneys on the basis of their settled claims. The defendants' settled claims are dismissed with prejudice.
11. Before distribution of the net settlement fund, the plaintiffs must apply for approval of distribution and specify the number of claims and the proposed amounts to be paid to class members who have filed valid claims. After distribution, they must certify that distribution has been made under the court's distribution order.
12. The complaint is dismissed with prejudice. Costs are assessed as ordered.
13. This court retains jurisdiction to enforce the settlement. *Kokkonen v. Guardian Life Ins. Co. of America*, 511 U.S. 375, 381 (1994).

Signed November 4, 2004, at Houston, Texas.



Lynn N. Hughes
United States District Judge