

SERVICE CORPORATION INTERNATIONAL

INVESTMENT COMMITTEE CHARTER

I. Purpose

The purpose of the Investment Committee (the “Committee”) is to assist the Board of Directors (the “Board”) in fulfilling its responsibility in the oversight of the management of certain assets as set forth below.

1. Short-term investments made for Service Corporation International and its subsidiaries and affiliates (collectively, the “Company”) own accounts.
2. Funds received by the Company and placed in trust in accordance with applicable state laws related to the prearranged sale of funerals, cemetery merchandise and services and perpetual care funds (the “Trust Funds”) which are deposited with financial institutions (the “Trustees”).
3. Funds managed by the Company’s primary prearranged funeral insurance providers.
4. Funds associated with Company sponsored retirement plans.

II. Membership and Policies

- A. The Committee shall be comprised of not less than four members of the Board. Members of the Committee may be removed by action of the full Board.
- B. The Committee shall meet a minimum of four times per calendar year or more frequently as circumstances require. The Committee may also meet by telephone conference call or any other means permitted by law or the Company’s By-laws.
- C. A Secretary, who need not be a member of the Committee, shall be appointed by the Committee to keep minutes of all meetings of the Committee and such other records as the Chairperson deems necessary or appropriate.
- D. The Committee shall report to the full Board on its activities quarterly or more frequently as circumstances require.
- E. On an annual basis, the Committee shall review the adequacy of this Charter and conduct a performance evaluation of the Committee, which may be done in conjunction with the annual evaluation of the Board and committees thereof conducted by the Nominating and Corporate Governance Committee.

III. Functions

The Committee shall work in conjunction with the Investment Operating Committee (the “IOC”), a committee comprised of Company officers and employees, to fulfill the responsibilities assigned by this Committee in the IOC’s charter. The Committee shall review the IOC charter annually. The Company, through the work of the Committee and the Company’s wholly-owned investment advisor, Trust Advisors, Inc. (“TAI”), provides guidance to the Trustees regarding the management of the Trust Funds.

Specific responsibilities of the Committee include the following:

- A. Oversee the activities of the IOC, TAI and the Company’s wholly-owned trust company, Investors Trust, Inc. (“ITI”).
- B. Review the management of the Trust Funds in accordance with the Trustees’ Statement of Investment Policy and Objectives.
- C. Review the performance of the Trustees.
- D. The Committee shall have oversight responsibility for how the Company invests its cash on a short term basis (twelve months or less). The Committee shall review the Company’s corporate cash investment policy and ensure the policy sets forth certain objectives. These objectives, in order of importance, are preserving principal, maintaining liquidity and maximizing rates of return on invested funds. Parameters shall also be set for type and diversification of investment holdings.
- E. The Committee shall have oversight responsibility for the Company’s primary prearranged funeral insurance providers. The Committee shall periodically review the creditworthiness and financial condition of the primary insurance company underwriting preneed insurance plans offered by the Company.
- F. The Committee shall have oversight responsibility for the retirement plans sponsored by the Company. The Committee may delegate authority to the IOC to appoint and terminate investment managers and advisors, select investment options, and interpret and amend the plans. The Committee shall periodically review the actions of the IOC with respect to the retirement plans. The Office of the Chairman may have overlapping authority regarding a retirement plan which is subject to a collective bargaining agreement, in which case any action or approval by either the Office of the Chairman or this Committee (or the IOC) shall be fully effective without the necessity of action or approval by the other committee.