



Office of the Secretary

United States of America  
FEDERAL TRADE COMMISSION  
WASHINGTON, D.C. 20580

August 11, 2014

Gloria Aronson  
Massachusetts

RE: *In the Matter of Service Corporation International and Stewart Enterprises, Inc.*,  
Docket No. C-4423

Dear Ms. Aronson:

Thank you for the comment, which you submitted electronically on June 6, 2014, in connection with Service Corporation International's ("SCI") Petition for Approval of Proposed Divestiture to Legacy Funeral Holdings, Inc. ("Legacy"), placed on the public record on June 6, 2014. The Commission has also placed your comment on the public record and has given it careful consideration.

In your comment, you suggest that large corporations are taking over the funeral industry, a practice that you seem to dislike. It is unclear if you feel that the divestiture to Legacy is an example of a large corporate takeover. In determining whether to approve a proposed buyer, the Commission does not necessarily consider the size of the proposed acquirer and, as a factual matter, the Commission has approved divestitures in the funeral services industry to firms of varying sizes.

To evaluate a proposed buyer, the Commission considers whether the buyer is one that can maintain or restore competition to pre-acquisition levels. This is determined through evaluation of the proposed buyer's financial and competitive viability, and whether it will likely remedy the competitive concerns alleged in the Commission's complaint in the relevant market.<sup>1</sup>

In evaluating SCI's petition, the Commission analyzed all of the information available to it against the goal of restoring competition, including all public comments. The Commission reviewed Legacy's ability to manage and operate funeral home businesses as well as its financial resources. After careful consideration of your comment, the Commission has determined to approve the proposed divestiture. We arrived at this decision because the relief obtained pursuant to the order appropriately addresses the competitive concerns arising from the acquisition.

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<sup>1</sup> See Negotiating Merger Remedies, <http://www.ftc.gov/tips-advice/competition-guidance/merger-remedies#AnAcceptableBuyer>.

It helps the Commission's analysis to hear from a variety of sources in its work on anti-trust and consumer protection issues, and we appreciate your interest in this matter.

By direction of the Commission.

Donald S. Clark  
Secretary