Edgar Filing: MATRIX SERVICE CO - Form 4

MATRIX SER	VICE CO									
Form 4										
August 29, 201	3									
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION							OMB AF	OMB APPROVAL		
Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287	
Check this b if no longer								Expires:	January 31, 2005	
subject to		NGES IN BENEFICIAL OWN				NERSHIP OF	Estimated average			
Section 16.		SECURITIES						burden hours per		
Form 4 or Form 5	Filed pursu	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,						response	0.5	
obligations	Section 17(a)	of the Public Util				•		n		
may continu See Instructi	le.	30(h) of the Invo	•	• •	•					
1(b).	1011			1						
(Print or Type Res	ponses)									
1. Name and Add HENDRIX I E	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer					
			Symbol MATRIX SERVICE CO [MTRX]							
(Leet)		3. Date of Earliest Transaction				(Check all applicable)				
(Last) (First) (Middle) 3. Date of E (Month/Day							_X_ Director 10% Owner			
5100 EAST SKELLY 08/27/201			-			Officer (give	title Othe	or (specify		
DRIVE, SUIT	E 700						below)	below)		
			f Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			ed(Month/Day/Year)				Applicable Line)			
TULSA, OK 7	4135						_X_ Form filed by C Form filed by M Person	One Reporting Performed Performed Performance International Performance Perfor		
(City)	(State) (Zi	n) — — — — —			•.•					
(eng)		1 able	I - Non-Der			es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	FransactionAcquired (A) or Code Disposed of (D)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
					(A)		Reported Transaction(s)			
				A	or	D.:	(Instr. 3 and 4)			
COMMON			Code V	Amount 4,700	(D)	Price \$ 0				
STOCK (1)	08/27/2013		А	(2) (2)	А	(<u>3</u>)	34,900 <u>(4)</u>	D		

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date	7. Titl Amou Under Secur (Instr.	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HENDRIX I EDGAR 5100 EAST SKELLY DRIVE SUITE 700 TULSA, OK 74135 Signatures	Х						
I. Edgar Hendrix							

zugar Hendrix 08/29/2013

**Signature of Reporting Person Date

Explanation of Responses:

- 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).
- (1) MATRIX SERVICE COMPANY COMMON STOCK.

RESTRICTED STOCK UNIT - EACH UNIT WILL ENTITLE THE REPORTING PERSON TO ONE SHARE OF MATRIX SERVICE (2) COMPANY COMMON STOCK IF AND WHEN THE CONDITIONS OF THE RESTRICTION HAVE BEEN SATISFIED. FOR THIS GRANT, 100% WILL VEST ON THE THIRD ANNIVERSARY DATE.

- (3) NOT APPLICABLE.
- (4) INCLUDES 12,800 SHARES OF MATRIX SERVICE COMPANY COMMON STOCK OWNED OUTRIGHT.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.