MATRIX SERVICE CO

Form 4

November 13, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Expires:

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

STOCK (1)

(Print or Type Responses)

1. Name and Add HALL MICHA	Symbol	2. Issuer Name and Ticker or Trading Symbol MATRIX SERVICE CO [MTRX]				5. Relationship of Reporting Person(s) to Issuer					
	MATRIX					(Check all applicable)					
(Last)	(First) (Mid	dle) 3. Date of E	3. Date of Earliest Transaction						,		
		(Month/Day	/Year)				_X_ Director		Owner		
5100 EAST SI	11/12/201	11/12/2015				Officer (give below)	title Othe below)	r (specify			
DRIVE, SUIT	E 700							561611)			
	(Street) 4. If			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
	Filed(Month	Filed(Month/Day/Year)				Applicable Line)					
							X Form filed by (One Reporting Per More than One Re			
TULSA, OK 7	4135						Person	note than one Re	porting		
(City)	(State) (Zi	p) Table l	I - Non-Der	ivative Se	curiti	es Acqı	uired, Disposed of	f, or Beneficial	ly Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transactio				Securities		Indirect		
(Instr. 3)		any	Code	Disposed			Beneficially	(D) or	Beneficial		
		(Month/Day/Year)	(Instr. 8)	(Instr. 3,	4 and	3)	Owned Following	Indirect (I) (Instr. 4)	Ownership (Instr. 4)		
							Reported	(mstr. 1)	(mou. i)		
					(A)		Transaction(s)				
			Code V	Amount	(D)	Price	(Instr. 3 and 4)				
COMMON	11/12/2015			3,661	A	\$0	92 200 (4)	D			
STOCK (1)	11/12/2015		A	(2)	A	(3)	83,390 (4)	D			

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

(3)

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

(2)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title a	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	onNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	Year)	Underlyi	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities	3		(Instr. 3	and 4)		Own
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								٨	mount		
								01			
						Date	Expiration		umber		
						Exercisable	Date	of			
				Code V	(A) (D)				hares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
HALL MICHAEL J 5100 EAST SKELLY DRIVE SUITE 700 TULSA, OK 74135	X					

Signatures

Michael J. Hall 11/13/2015 **Signature of Date Reporting Person

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 64,300 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.

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