Edgar Filing: MATRIX SERVICE CO - Form 4

MATRIX SER Form 4											
November 19, FORM	Л								OMB AF	PROVAL	
	UNITE	UNITED STATES SECURITIES AND EXCHANGE COM Washington, D.C. 20549						OMMISSION	OMB Number:	3235-0287	
Check this if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: Estimated a burden hou response	•	
obligations may continu <i>See</i> Instruct 1(b).	ue. Section 1	20(h) at the Investment (Commenty A at at 1040)									
(Print or Type Rea	sponses)										
1. Name and Address of Reporting Person <u>*</u> RYAN JAMES P			2. Issuer Name and Ticker or Trading Symbol MATRIX SERVICE CO [MTRX]					5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 5100 EAST SKELLY DRIVE, SUITE 700			3. Date of Earliest Transaction (Month/Day/Year) 11/16/2013					(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) President Matrix Service			
TULSA, OK ²	(Street) 4. If Amenda Filed(Month/				Original			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip)	Table	I - Non-De	rivative So	ecurit		ired, Disposed of,	or Beneficial	ly Owned	
(Instr. 3) any			temed3.4. Securities Acquiredtion Date, ifTransactior(A) or Disposed of (DCode(Instr. 3, 4 and 5)h/Day/Year)(Instr. 8)			d of (D)	5. Amount of Securities Beneficially Owned Following	OwnershipIndirForm:BendDirect (D)Ownor Indirect(Inst	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)		
COMMON STOCK (1)	11/16/2013			F	791 <u>(2)</u>	D	\$ 21.89	86,576	D		
COMMON STOCK (1)	11/17/2013			F	1,159 (2)	D	\$ 21.89	85,417 <u>(3)</u>	D		

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

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 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. oriNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Titl Amou Under Secur (Instr.	int 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		

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
RYAN JAMES P 5100 EAST SKELLY DRIVE SUITE 700 TULSA, OK 74135			President Matrix Service					
Signatures								
James P. Ryan 11	/19/2013							

<u>**</u>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.
- (2) RESTRICTED STOCK UNIT AWARD SHARES DISPOSED TO SATISFY TAX OBLIGATION DUE ON VEST DATE FOR TIME-BASED GRANT.
- (3) INCLUDES 45,931 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.