### NEWMEISTER JOHN Form 4/A

November 03, 2006

## FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

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

response... 0.5

Estimated average

burden hours per

**OMB APPROVAL** 

1(b).

(Print or Type Responses)

1. Name and AdNEWMEIST	erson * 2. Issuer Symbol	2. Issuer Name <b>and</b> Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer						
(Last)		MATRIX SERVICE CO [MTRX]  3. Date of Earliest Transaction				(Check all applicable)						
(Eust)	, 2.24.6 01	(Month/Day/Year)				Director	109	% Owner				
10701 EAST		10/23/2006					X Officer (give title Other (specify below)					
	4. If Amer	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check						
		Filed(Mon	Filed(Month/Day/Year)					Applicable Line)				
	10/25/20	10/25/2006					_X_ Form filed by One Reporting Person Form filed by More than One Reporting					
TULSA, OK						Person						
(City)	(State) (Z	Zip) Table	Table I - Non-Derivative Securities Acc					quired, Disposed of, or Beneficially Owned				
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi			5. Amount of	6. Ownership	7. Nature of			
(Instr. 3) any		Execution Date, if	* * * *			Securities	Indirect					
		any (Month/Day/Year)	Code (Instr. 8)	Disposed of (D) (Instr. 3, 4 and 5)			Beneficially (D) or Beneficial Owned Indirect (I) Ownership					
		(Month/Day/Tear) (mstr. 8) (mstr. 3, 4 and 3)			3)	Following (Instr. 4) (Instr. 4						
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	, , , ,	, , , ,			
Common Stock (1)	10/23/2006		A	1,100 (2)	A	\$ 0 (3)	23,300 (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 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

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

### Edgar Filing: NEWMEISTER JOHN - Form 4/A

	2.	3. Transaction Date		4.	5.	6. Date Exerc		7. Titl		8. Price of	9. Nu
Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	(Month/Day/Year)	Execution Date, if any (Month/Day/Year)	Transact Code (Instr. 8)	orNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	<b>:</b>		Amou Under Securi (Instr.	lying	Derivative Security (Instr. 5)	Deriv Secur Bene Own 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

NEWMEISTER JOHN 10701 EAST UTE STREET TULSA, OK 74116

Vice President - Marketing

# **Signatures**

John S.

Newmeister 11/03/2006

\*\*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 Award. Each unit will entitle the Reporting Person to one share of Matrix Service Company Common Stock if and when the conditions of the restriction have been satisfied.
- (3) Not applicable.
- (4) Also includes 22,200 shares of Matrix Service Company Common Stock owned outright.

#### **Remarks:**

Amendment to Form 4 filed on October 25, 2006.

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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