

MATRIX SERVICE CO  
Form 4  
November 10, 2009

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Bradley Michael J

(Last) (First) (Middle)

5100 EAST SKELLY DRIVE,  
SUITE 700

(Street)

TULSA, OK 74135

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
MATRIX SERVICE CO [MTRX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/06/2009

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President & CEO

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
COMMON STOCK <sup>(1)</sup>	11/06/2009		F	D	\$ 3,242 <sup>(2)</sup> 9.48	D	
COMMON STOCK <sup>(1)</sup>	11/06/2009		F	D	\$ 571 <sup>(2)</sup> 9.48	D	
COMMON STOCK <sup>(1)</sup>	11/06/2009		F	D	\$ 4,703 <sup>(2)</sup> 9.48	D	
COMMON STOCK <sup>(1)</sup>	11/06/2009		F	D	\$ 16,213 <sup>(3)</sup> 9.48	D	
COMMON STOCK <sup>(1)</sup>	11/06/2009		F	D	\$ 2,856 <sup>(3)</sup> 9.48	D	



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- (2) RESTRICTED STOCK AWARD UNIT - SHARES DISPOSED TO SATISFY TAX OBLIGATION DUE ON VEST DATE FOR TIME-BASED GRANT.
- (3) RESTRICTED STOCK UNIT AWARD - SHARES DISPOSED TO SATISFY TAX OBLIGATION DUE ON VEST DATE FOR PERFORMANCE-BASED GRANT.
- (4) RELEASE OF RESTRICTED STOCK UNIT AWARD AS PRE-DETERMINED PERFORMANCE CRITERIA WAS MET.
- (5) NOT APPLICABLE.
- (6) INCLUDES 87,527 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.