FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OMB APPR	OMB APPROVAL								
	OMB Number:	3235-0287								
	Estimated average burden									
- 1	hours nor rosnonso.	0.5								

				UI .	Section	1 30(11) 01 1116	HIVESU	Hent C	Company Act	01 1940							
1. Name and Address of Reporting Person* MOGG JIM W						2. Issuer Name and Ticker or Trading Symbol MATRIX SERVICE CO [MTRX]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
												X	Direc	tor	10% (Owner	
(Last) (First) (Middle) 5100 EAST SKELLY DRIVE					3. Date of Earliest Transaction (Month/Day/Year) 05/12/2016								Officer (give title below)			(specify)	
SUITE 100					4. If Amendment, Date of Original Filed (Month/Day/Year)						e	6. Individual or Joint/Group Filing (Check Applicable					
(Street) TULSA OK 74135												-,	Form	i filed by Mor	. 0		
(St	ate) (Zip)															
	Tabl	e I - N	Non-Deriv	ative	Sec	urities Ad	quire	ed, D	isposed o	f, or B	enefici	ally O	wne	ed .			
Date					Execu if any	ition Date,			4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 ar			5) S	5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
							Code	v	Amount	(A) or (D)	Price	- 1-	Transaction(s) (Instr. 3 and 4)			(Instr. 4)	
COMMON STOCK ⁽¹⁾ 05/12/20							P		10,000	A	\$15.15	1511 ⁽²⁾ 21,990 ⁽³⁾		L,990 ⁽³⁾	D		
	Та	ble II							• ′			-	ned				
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execu if any	tion Date,	on Date, Trans Code	nsaction of Derivativ Securitie Acquirec (A) or Disposed of (D)		Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4)		Deriva Securi	vative urity r. 5)	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	(Fi ST SKELL 000 OI (SI SECURITY (Inst	(First) (ST SKELLY DRIVE 00 OK (State) (Table Security (Instr. 3) ON STOCK(1) Table 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) ST SKELLY DRIVE 00 OK 74135 (State) (Zip) Table I - N Security (Instr. 3) Table II 2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) Table II	(First) (Middle) ST SKELLY DRIVE 00 OK 74135 (State) (Zip) Table I - Non-Derive (Month/Day) Security (Instr. 3) 2. Transaction (Month/Day) Table II - Derivate (e.g., point or Exercise Price of Derivative (Month/Day/Year) 2. (Month/Day/Year)	Conversion or Exercise Price of Derivative Operivative	Conversion or Exercise Price of Derivative Security (Instr. 3) 2. Issuer Matrix (Middle) 3. Date of 05/12/20 4. If Amen 2. Transaction Date (Month/Day/Year) Table I - Non-Derivative Security (Instr. 3) Table II - Derivative Security (Instr. 3)	(First) (Middle) (First) (Middle) ST SKELLY DRIVE OO Table I - Non-Derivative Securities Acquired (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants 2. Issuer Name and Time (Middle) 3. Date of Earliest Trance (05/12/2016) 4. If Amendment, Date (Annual Content of Execution Date (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants) 2. Transaction Date (month/Day/Year) 3. Transaction Date (Month/Day/Year) 4. Transaction of Date (Month/Day/Year) 2. Code (Instr. 3) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Trance (55/12/2016) 4. If Amendment, Date (Execution Date (Instr. 3) 4. Transaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3) (Month/Day/Year)	2. Issuer Name and Ticker or MATRIX SERVICE (First) (Middle) ST SKELLY DRIVE OO Table I - Non-Derivative Securities Acquires (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opti (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opti (Month/Day/Year) 3. Date of Earliest Transaction 05/12/2016 4. If Amendment, Date of Orig 2A. Deemed Execution Date, if any (Month/Day/Year) Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, opti (Month/Day/Year) 2. Conversion or Exercise Price of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	2. Issuer Name and Ticker or Tradir MATRIX SERVICE CO 3. Date of Earliest Transaction (Mono 05/12/2016 OK 74135 (State) (Zip) Table I - Non-Derivative Securities Acquired, Date (Month/Day/Year) Security (Instr. 3) Table II - Derivative Securities Acquired, Date (Instr. 3) Table II - Derivative Securities Acquired, Date (Instr. 3) Table II - Derivative Securities Acquired, Dis (e.g., puts, calls, warrants, options, (Month/Day/Year) Table II - Derivative Securities Acquired, Dis (e.g., puts, calls, warrants, options, (Month/Day/Year) 3. Date of Earliest Transaction (Mono 05/12/2016) 4. If Amendment, Date of Original File Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 3) Code V Table II - Derivative Securities Acquired, Dis (e.g., puts, calls, warrants, options, (Month/Day/Year) 2. Transaction Code (Instr. 3) Code V Table II - Derivative Securities Acquired (A) or Disposed of (D) (Month/Day/Year) Security (Instr. 3) Transaction Code (Instr. 8) S. Number of Code (Instr. 8) S. Number of Code (Instr. 8) Expiration (Month/Day/Year) S. S. Number of Code (Instr. 8) Code (Instr. 3) Transaction Code (Instr. 3) Code (Instr. 3) Code (Instr. 3)	Conversion or Exercise Price of Date (Conversion or Exercise Price of Derivative Security (Security (Month/Day/Year)	MATRIX SERVICE CO [MTRX] (First) (Middle) ST SKELLY DRIVE 00 Table I - Non-Derivative Securities Acquired, Disposed of, or Be (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) N STOCK(1) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible security 2. Transaction Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Be (e.g., puts, calls, warrants, options, convertible security 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 4. Securities Acquired Disposed of (D) (Instr. 8) Transaction Code (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Ber (e.g., puts, calls, warrants, options, convertible security Securities Acquired (A) or Disposed of (D) (Instr. 8) 2. Transaction Date (Instr. 8) Table II - Derivative Securities Acquired (Month/Day/Year) [A) Or (D) Date (Month/Day/Year) [B) Derivative Securities Acquired (Month/Day/Year) [Code V Amount Disposed of (D)	Conversion or Exercise Price of Date (Month/Day/Year) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Conversion or Exercise Price of Derivative Security (Instr. 3) Code (Instr. 3)	2. Issuer Name and Ticker or Trading Symbol MATRIX SERVICE CO [MTRX] S. Relati (Check a X X MATRIX SERVICE CO [MTRX] S. TSKELLY DRIVE O5/12/2016 OK 74135 OK 74135 OK OK OK OK OK OK OK O	Address of Reporting Person* (First) (Middle) (First) (Middle) OK 74135 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) OSTOCK(I) OSTOC	Address of Reporting Person Addr	Address of Reporting Person* IJIM W (First) (Middle) OK 74135 OK 74135	

Explanation of Responses:

- 1. MATRIX SERVICE COMPANY COMMON STOCK
- 2. THE PRICE REPORTED IS A WEIGHTED AVERAGE PRICE. THESE SHARES WERE PURCHASED IN MULTIPLE TRANSACTIONS AT PRICES RANGING FROM \$14.98 TO \$15.35, INCLUSIVE. THE REPORTING PERSON UNDERTAKES TO PROVIDE TO MATRIX SERVICE COMPANY, ANY SECURITY HOLDER OF MATRIX SERVICE COMPANY, OR THE STAFF OF THE SECURITIES AND EXCHANGE COMMISSION, UPON REQUEST, FULL INFORMATION REGARDING THE NUMBER OF SHARES PURCHASED AT EACH SEPARATE PRICE WITHIN THE RANGE SET FORTH.

Date

Exercisable

(D)

3. INCLUDES 10,000 SHARES OF MATRIX SERVICE COMPANY COMMON STOCK OWNED OUTRIGHT.

Remarks:

Jim W. Mogg

Title

Number

Shares

05/13/2016

** Signature of Reporting Person

Expiration

Date

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

- * 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).

Code

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.