



**MATRIX SERVICE
COMPANY**

Move to a higher standard™

Investor Presentation

March 2013

Safe Harbor Statement

This presentation contains certain forward-looking statements concerning Matrix Service Company's operations, economic performance and management's best judgment as to what may occur in the future. The actual results for the current and future periods and other corporate developments will depend upon a number of economic, competitive and other influences, many of which are beyond the control of the Company, and any one of which, or a combination of which, could materially affect the results of the Company's operations. Such forward-looking statements are subject to a number of risks and uncertainties as identified in the Company's Annual Report on Form 10-K for the year ended June 30, 2012.

Business Profile

- Matrix Service Company is an industrial service contractor providing engineering, fabrication, construction & maintenance services
- Founded in 1984, we serve a diverse client base within energy & industrial markets across North America
- Headquartered in Tulsa, OK, Matrix Service Company has regional offices throughout North America
- Total employment varies between 2,500 and 4,500 people across merit and union subsidiaries
- We are publicly traded on the NASDAQ Global Market System under ticker 'MTRX' and are part of the S&P SmallCap 600
- Market capitalization of \$409 million as of February 28, 2013

Core Values

Commitment to safety

- Provide a safe and healthy work environment through effective leadership, training, planning and execution while striving for a “0” incident workplace

Integrity

- Do the right things every time, ethically and honestly

Relationships

- Embrace respect for the individual, promote teamwork, open communication and win-win relationships

Stewardship

- Provide sound project execution and cost-effective solutions while operating in an environmentally responsible manner

Community involvement

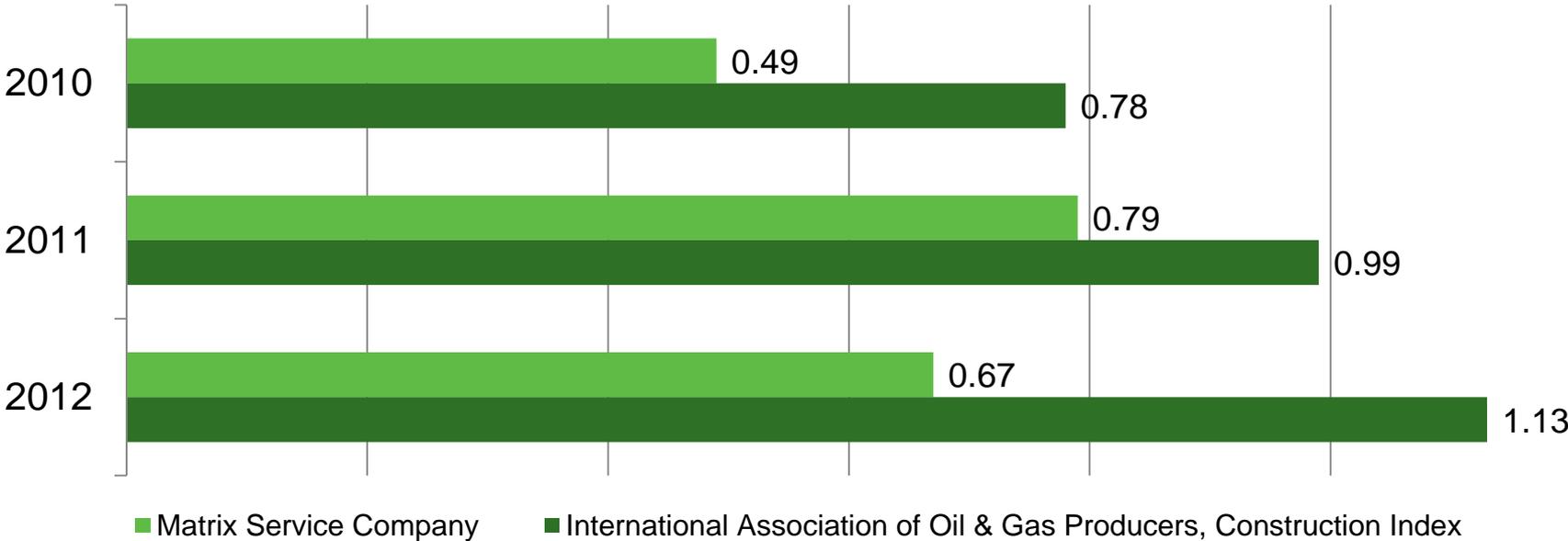
- Support the communities where we operate

Deliver the best

- Dedicated to doing the best at everything we do while expanding our capabilities

Safety Statistics

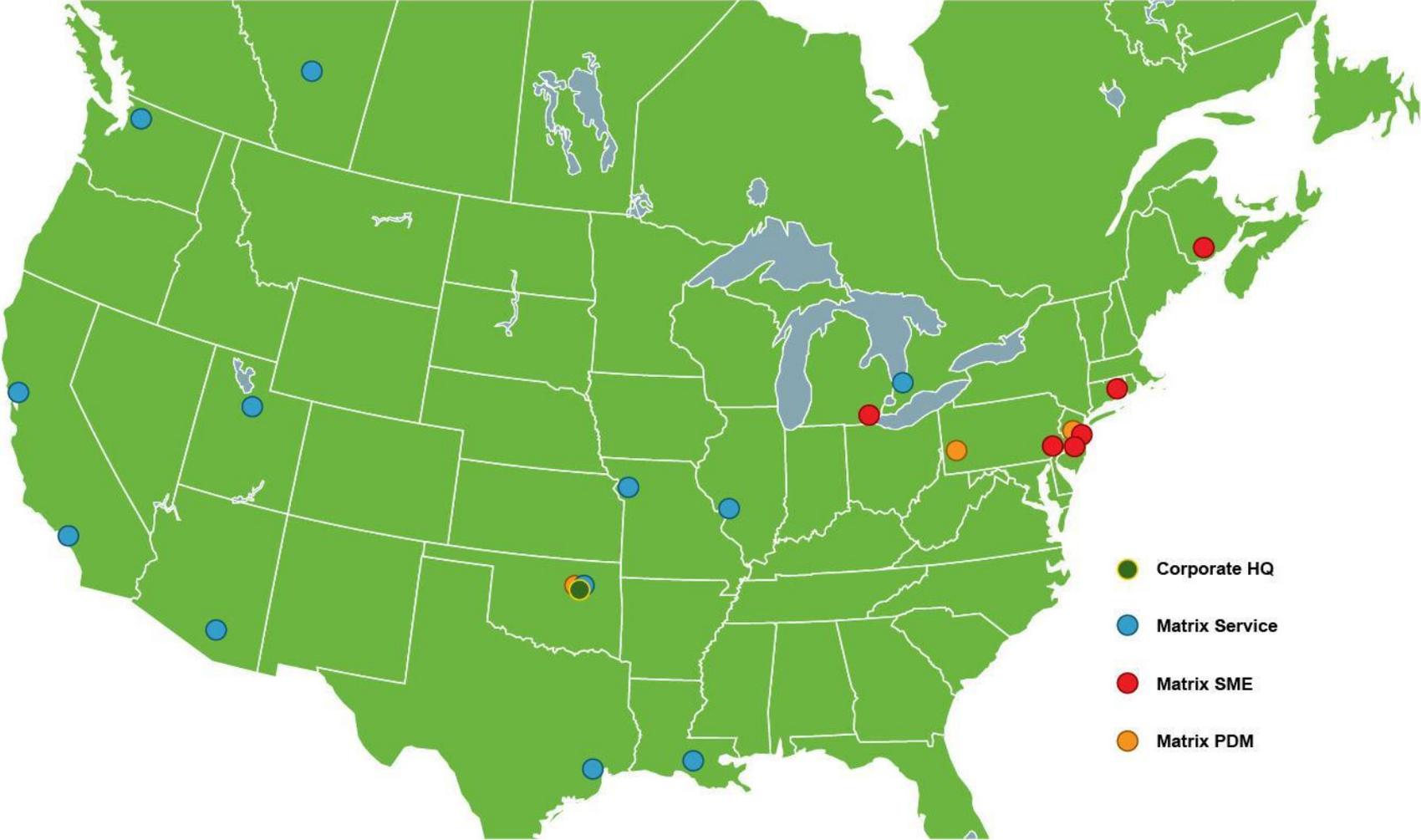
Total Recordable Incident Rate



Company safety statistics are well-below industry averages

Note: Calendar year-end statistics

Office Locations



Operating Segments

Electrical Infrastructure



- Power Generation
- Transmission & Distribution
- Substations
- Electrical & Instrumentation
- Storm Restoration

Oil, Gas, & Chemical



- Refinery Turnaround & Maintenance
- Plant Services
- Shale Energy Plays
- Chemical Plants
- Industrial Cleaning

Storage Solutions



- Aboveground Storage Tanks (EPC)
- Tank Terminals
- Spheres & Specialty Vessels
- LNG & Cryogenic Tanks

Industrial



- Mining & Minerals
- Material Handling C, EP, & EPC
- Environmental
- Industrial Projects C & EPC

Each Industry Sector Includes Capital Projects as well as Maintenance

Electrical Infrastructure



- Strategic Focus
 - Current business is focused on major population centers in the Northeast US
 - Strategic focus of gaining additional market share in the Northeast and expanding operations to Midwest states
 - Current reputation as top tier electrical contractor with excellent service offering
- Representative Clients
 - PPL Electric (Pennsylvania)
 - PSEG (New Jersey)
 - PECO (Philadelphia)
 - Unitil (Maine, Massachusetts, New Hampshire)
 - Iberdrola (New York, Maine)





Oil, Gas & Chemical



- Strategic Focus
 - Operations located in Western and Gulf Coast states in close proximity to major refining and petrochemical centers
 - Focused on growing recurring maintenance model and supplementing with value-added services
 - Build-out of regional operations hubs for industrial cleaning business unit
- Representative Clients
 - BP
 - Chevron
 - Valero
 - Shell
 - Motiva
 - HollyFrontier

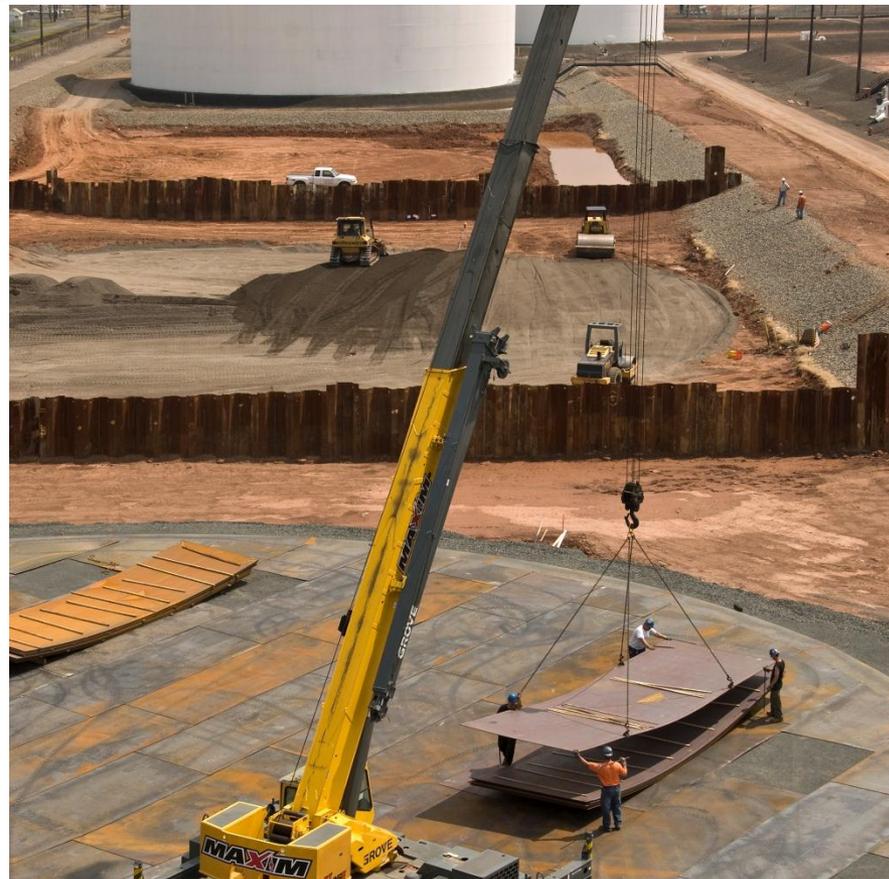




Storage Solutions



- Strategic Focus
 - Leading aboveground storage provider in North America with full EPC capability
 - Constructed majority of tankage currently in use in Cushing, Oklahoma the “Pipeline Crossroads of the World”
 - Experiencing significant growth outside Oklahoma, including Western Canada
 - Significant growth opportunities related to rewiring of North American oil delivery logistics
- North American Expanded Service Areas
 - Canada: Alberta, New Brunswick
 - US: Texas, Oklahoma, Louisiana, Wisconsin, North & South Dakota, California, Illinois
- Representative Clients
 - Enbridge
 - Magellan Midstream
 - Plains All American
 - TransCanada
 - Canadian Natural Resources, Ltd.





Industrial



- Strategic Focus
 - Segment consists of businesses servicing non-energy related industries
 - Established an engineering company focused on complex material handling systems in 2011
 - Mining & Minerals business unit established in 2012, focused on site and equipment maintenance opportunities
 - Miscellaneous C & EPC for industrial clients
- Representative Clients
 - Lockheed Martin
 - Kennecott / Rio Tinto
 - Freeport-McMoRan
 - Orascom



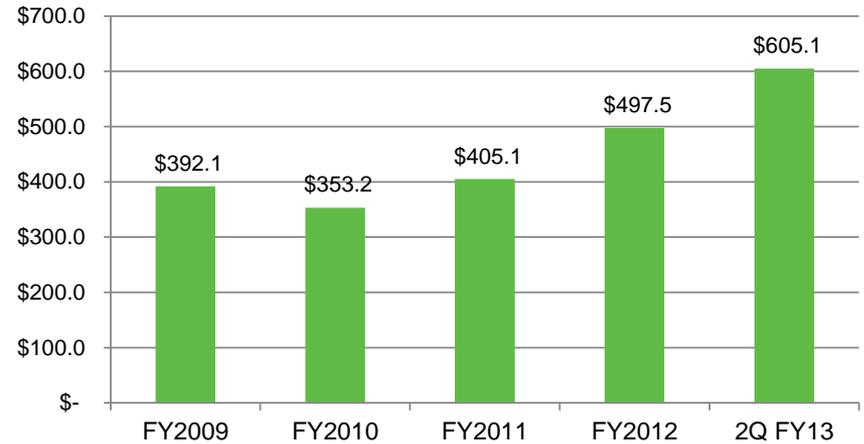


Financial Overview

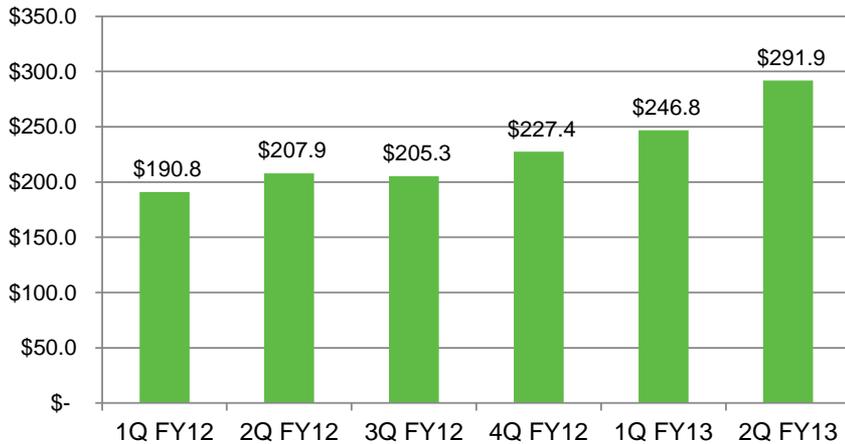
Revenue and EPS



Backlog



New Awards



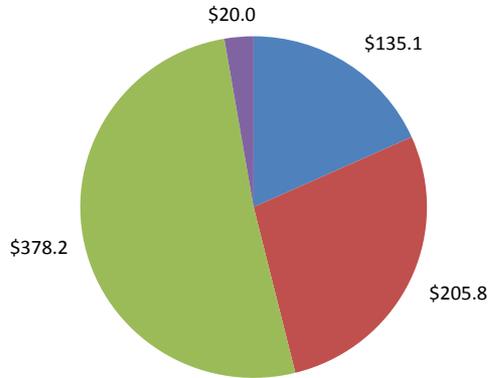
Historical Liquidity



■ Cash ■ Revolver Availability

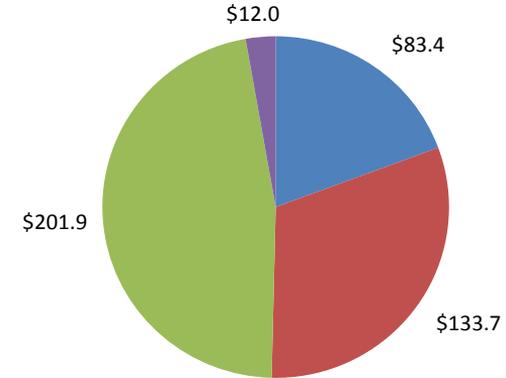
Financial Overview – Operating Segments

Segment Revenue - FY2012



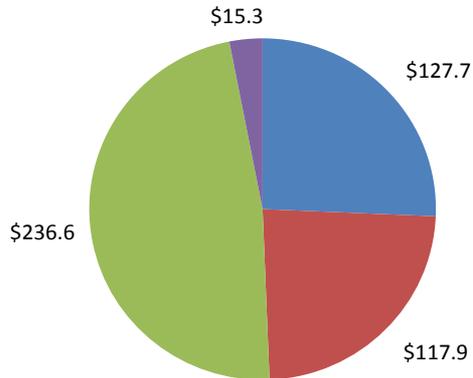
■ Electrical Infrastructure ■ Oil, Gas & Chemical ■ Storage Solutions ■ Industrial

Segment Revenue - 1H FY 2013



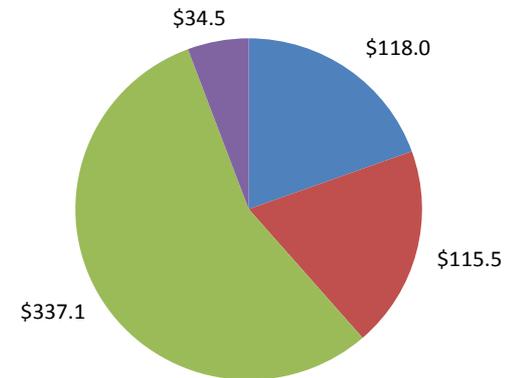
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Segment Backlog - FY2012



■ Electrical Infrastructure ■ Oil, Gas & Chemical ■ Storage Solutions ■ Industrial

Segment Backlog - 1H FY 2013



■ Electrical Infrastructure ■ Oil, Gas & Chemical ■ Storage Solutions ■ Industrial

Five-Year Strategy

- Continue to make safety our number one priority
- Leverage and expand our core competencies and markets
- Create a broader North American footprint
- Maintain a balanced risk portfolio
- Continue to build our business organically through the addition of key leadership
- Engage in an active and focused acquisition program
- Continuous improvement of back office operating systems and processes
- Achieve average annual revenue growth of 12% to 15%

Investment Highlights

Attractive end-market dynamics

- Electrical infrastructure (generation, transmission and distribution) spend in the US averaged ~\$62.9 billion^a per year from 2001 to 2010 with a cumulative investment spending need estimated at more than \$2.5 trillion^a by 2040
- North American refinery and petrochemical maintenance spending will reach ~\$7.9 billion^b and \$5.6 billion^b per year by 2020, respectively
- Storage demand driven in North America by new upstream resource discoveries, distribution bottlenecks, blending needs, export opportunities, etc
 - Storage opportunities includes crude oil, LNG, natural gas by-products, petrochemicals, etc
- Significant expenditures expected in diverse industrial markets throughout North America including maintenance of existing industrial complex
- Routine maintenance needs continue to grow worldwide with over 2,100 major active mining projects with a total installed value in excess of \$875 billion^c

a) American Society of Civil Engineers

b) PFC Energy

c) Industrial Info Resources mining database

Investment Highlights

Matrix Service Company Capabilities

- Strong, embedded safety culture throughout the organization
- Successful and growing electrical business – transmission, distribution, maintenance and storm response capabilities – located in Northeast US near major population centers
 - Nearly 60% of Canada’s population and 40% of the United States’ population lives within 750 miles (1,200 km) of our electrical infrastructure segment’s main offices
- Long track record of successful maintenance and turn-around projects in the refining and petrochemical markets
- Market leader in North America in aboveground storage tank design, fabrication, construction and maintenance
 - Constructed in excess of 135mm/bbl of crude storage from 1999 through 2011
- Entrepreneurial mindset with several start-up businesses within Matrix
 - Mining & minerals business currently bidding and winning work in the Western and Mountain West states
- Continual development and growth of our full EPC capability

(1) American Society of Civil Engineers

(2) PFC Energy



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