

FORM 4
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[] Check this box if no longer subject to Section 16.
Form 4 or Form 5 obligations may continue.

1. Name and Address of Reporting Person(s)
Hall, Michael J.
10701 East Ute Street

Tulsa, OK 74116-1517
2. Issuer Name and Ticker or Trading Symbol
Matrix Service Company (MTRX)
3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)
4. Statement for Month/Year
03/03
5. If Amendment, Date of Original (Month/Year)
03/11/03
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
SVP Finance/CFO
7. 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 | 2)Trans- action Date (Month/ Day/Year) | 3.Trans- action Code Code V | 4.Securities Acquired(A) or Disposed of (D) Amount | A or D Price | 5)Amount of Securities Beneficially Owned at End of Month | 6) D or I | 7)Nature of Indirect Beneficial Ownership |
|---------------------|----------------------------------------------------|--------------------------------------|----------------------------------------------------------|--------------------|-----------------------------------------------------------------------|--------------------|----------------------------------------------------|
| Common Stock (1) | 03/10/03 | S | 2,000 | D \$10.350 | | I | by Trust |
| Common Stock (1) | 03/13/03 | S | 6,000 | D \$10.117 | 105,772 | I | by Trust |

Table II (PART 1) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

| 1)Title of Derivative Security | 2)Conversion or Exercise Price of Derivative Security | 3)Trans- action Date | 4)Trans- action Code Code V | 5)Number of Derivative Securities Acquired (A) or Disposed of (D) A D | 6)Date Exercisable and Expiration Date Exercisable Expiration |
|-------------------------------------------|-------------------------------------------------------------------|----------------------------|--------------------------------------|--------------------------------------------------------------------------------|---------------------------------------------------------------------|
| Incentive Stock Option (right to buy) | \$4.250 | | | | 10/18/10 |
| Incentive Stock Option (right to buy) | \$3.781 | | | | 04/21/09 |
| Incentive Stock Option (right to buy) | \$6.050 | | | | 10/23/11 |
| Incentive Stock Option (right to buy) | \$7.400 | | | | 10/22/12 |
| Non-Qualified Stock Option (right to buy) | \$3.781 | | | | 04/21/09 |
| Non-Qualified Stock Option (right to buy) | \$4.250 | | | | 10/18/10 |

Table II (PART 2) Derivative Securities Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

| 1)Title of Derivative Security | 3)Trans- action Date | 7)Title and Amount of Underlying Securities Title | Amount or Number of Shares | 8)Price of Deri- vative Security | 9)Number of Derivative Securities Beneficially Owned at End of Month | 10) D or I | 11)Nature of Indirect Beneficial Ownership |
|-------------------------------------------|----------------------------|------------------------------------------------------------|----------------------------------|-------------------------------------------|-------------------------------------------------------------------------------------|---------------------|-----------------------------------------------------|
| Incentive Stock Option (right to buy) | | Common Stock | 16,000 | | 16,000 | D | Direct |
| Incentive Stock Option (right to buy) | | Common Stock | 12,000 | | 12,000 | D | Direct |
| Incentive Stock Option (right to buy) | | Common Stock | 20,000 | | 20,000 | D | Direct |
| Incentive Stock Option (right to buy) | | Common Stock | 20,000 | | 20,000 | D | Direct |
| Non-Qualified Stock Option (right to buy) | | Common Stock | 9,228 | | 9,228 | D | Direct |
| Non-Qualified Stock Option (right to buy) | | Common Stock | 4,000 | | 4,000 | D | Direct |

Explanation of Responses:

(1)
Matrix Service Company Common Stock

SIGNATURE OF REPORTING PERSON
/S/ Hall, Michael J.
DATE 03/14/03