Check

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.	C. 20549
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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

OMB APPROVAL								
OMB Number: 3235-0287								
Estimated average burden								
hours per response:	0.5							

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* UPDYKE ALAN R					2. Issuer Name and Ticker or Trading Symbol MATRIX SERVICE CO [MTRX]									Director Officer (give title		10% Own		wner
ST SKELL	,	Middle)		3. Date of Earliest Transaction (Month/Day/Year) 08/26/2020								71	below) below) Chief Operating Officer					
				4. If A	Line) X Form filed by One Reporting Per										oorting Pers	on		
1. Title of Security (Instr. 3) 2. T			2. Transac	saction 2A. Exe /Day/Year) if ar		2A. Deemed Execution Date, if any		3. Transaction Code (Instr. 8)		4. Securities Acquired (A Disposed Of (D) (Instr. 3)			A) or 5. Ar Secu Bene Own		ount of ties cially I Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)
								Code	v	Amount	(A) (D)	or Pi	rice	Transa	ction(s)			(111501.4)
COMMON STOCK ⁽¹⁾ 08/				2020				F		1,076(2)) D S		88.69	8	89,603		D	
COMMON STOCK ⁽¹⁾ 08/26/2					2020			F		3,363(2)) D \$8		88.69	69 86,240		D		
COMMON STOCK ⁽¹⁾ 08/27/2					2020			F	F 822		D :		8.85	85,418(3)		D		
	Tal													Owne	d			
1. Title of Derivative Security (Instr. 3) 1. Title of Conversion or Exercise Price of Derivative Security 2. Conversion Date (Month/Day/Year) 3A. Deemed Execution Date, if any (Month/Day/Year) 4				Code (8)	saction of Deriv Secu Acqu (A) o Disp of (D (Inst and		vative irities iired r osed) r. 3, 4	Expiration Da (Month/Day/Y		te ear)	Amount of Securities Underlying Derivative Security (Ir 3 and 4) Amount of Manager of M		De Se (In	Derivative Security	derivative Securities Beneficiall Owned Following Reported	Owne Form Direc or Inc (I) (In:	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Fir AST SKELL 100) OF (State 100) OF (State 100) ON STOCK(CON	(First) (I AST SKELLY DRIVE 100 OK 7 (State) (3 Table Security (Instr. 3) ON STOCK(1) ON STOCK(1) ON STOCK(1) Tal 2. Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) AST SKELLY DRIVE 100 OK 74135 (State) (Zip) Table I - Not Security (Instr. 3) ON STOCK(1) ON STOCK(1) ON STOCK(1) Table II - 2. Conversion or Exercise Price of Derivative Price of Derivative AST SKELLY DRIVE (Middle) Table II - 3. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year)	(First)	Security (Instr. 3) Canonic	Conversion of Exercise Price of Derivative Security (Month/Day/Year) Security (Month/Day/Year) Conversion of Exercise Price of Derivative Security (Month/Day/Year) Conversion Of Exercise Price	(First) (Middle) AST SKELLY DRIVE 1000 Table I - Non-Derivative Securities Security (Instr. 3) 2. Transaction Date (Month/Day/Year) ON STOCK(1) ON STOCK(1) ON STOCK(1) ON STOCK(1) Table II - Derivative Securities (e.g., puts, calls, warrance) (e.g., puts, calls, warrance) (month/Day/Year) ATALLY DRIVE 3. Date of Earliest 08/26/2020 2. Transaction Date (Month/Day/Year) (month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warrance) (g.g., puts, calls, warrance)	(First) (Middle) AST SKELLY DRIVE 100 OK 74135 (State) (Zip) Table I - Non-Derivative Securities Acq Security (Instr. 3) 2. Transaction Date (Month/Day/Year) ON STOCK(1) ON STOCK((First) (Middle) AST SKELLY DRIVE 100 Table I - Non-Derivative Securities Acquired, (Month/Day/Year) Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) DN STOCK(1) 08/26/2020 F Table II - Derivative Securities Acquired, (e.g., puts, calls, warrants, option or Exercise Price of Derivative Security Security 3. Date of Earliest Transaction (No/8/26/2020) 4. If Amendment, Date of Original Securities Acquired, Securities Acquired, Price of Derivative Securities Acquired, Instruction Date (e.g., puts, calls, warrants, option Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Date Date	(First) (Middle) AST SKELLY DRIVE 100 Table I - Non-Derivative Securities Acquired, Disposed of (D) (Month/Day/Year) Non STOCK(I) ON STOCK(II) ON STOCK(II)	MATRIX SERVICE CO [MTRX] (First) (Middle) AST SKELLY DRIVE 100 OK 74135 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Security (Instr. 3) DN STOCK(I) ON STOCK(I)	ATRIX SERVICE CO MTRX	MATRIX SERVICE CO MTRX SATRING MATRIX SERVICE CO MTRX	(Check (First) (Middle) (State) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Instr. 3) (State) (Zip) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) Table II - Derivative Securities Acquired (A) or Derivative Securities Acquired (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Y	MATRIX SERVICE CO [MTRX] (Check all app Direc	MATRIX SERVICE CO [MTRX] (First) (Middle) (First) (Middle) (First) (Middle) (ST SKELLY DRIVE 1000 OK 74135 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Execution Date, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (State) (Zip) Table II - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Securities Acquired (D) Price (D) Pr	MATRIX SERVICE CQ MTRX Check all applicables Director	MATRIX SERVICE CO [MTRX] (First) (Middle) OK 74135 (State) (ZIp) Table I - Non-Derivative Securities Acquired, Month/Day/Year) OR STOCK(1) O

Explanation of Responses:

- 1. MATRIX SERVICE COMPANY COMMON STOCK.
- 2. RESTRICTED STOCK UNIT AWARD SHARES DISPOSED TO SATISFY TAX OBLIGATION DUE ON VEST DATE FOR TIME-BASED GRANT.
- 3. INCLUDES 34,520 SHARES OF MATRIX SERVICE COMPANY COMMON STOCK OWNED OUTRIGHT.

Remarks:

Alan R. Updyke

08/28/2020

** Signature of Reporting Person

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).

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.