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CKEY PAUL K m 4 :il 16, 2003					
UNITED STATES SECURITIES AND Washington, D.C. 20549	EXCHANGE COMMISS	SION			
FORM 4 STATEMENT OF CHANGES IN BENEF	ICIAL OWNERSHIP				
 Check this box if no long Form 4 or Form 5 obligati Name and Address of Report Lackey, Paul K. 4502 East 41st Street, Sui 	ons may continue ing Person(s)				
Tulsa, OK 74135 2. Issuer Name and Ticker or Matrix Service Company (MT 3. I.R.S. Identification Numb	'RX)	Person, if a	an entity	(Voluntary)	
 4. Statement for Month/Year 04/03 5. If Amendment, Date of Orig 6. Relationship of Reporting [X] Director [] Officer (give title be 	Person(s) to Iss [] 10% Own	suer (Check a ner		able)	
7. Individual or Joint/Group [X] Form filed by One Repo [] Form filed by More that	rting Person	-	ne)		
Table I Non-Derivative Secu	rities Acquired,	Disposed of	f, or Bene	ficially Owned	d
1)Title of Security		2)Trans- action Date (Month/		4.Securities or Disposed	
		Day/Year)	Code V	Amount	D Price
Table II (PART 1) Derivative					
1)Title of Derivative Security	2)Conversion or Exercise Price of Derivative	3)Trans- action	4)Tr acti Code	ans- 5)Number on Securit or Dispo	r of Derivative ies Acquired (A) osed of (D)
	Security			V A	D
Non-Qualified Stock Option (right to buy) Non-Qualified Stock Option	\$6.050 \$7.400				
(right to buy)	Ŷ1.400				

Phantom Shares

(right to buy) Phantom Shares (1)

Non-Qualified Stock Option \$4.250

04/15/03 A 131

1

Table II (PART 2)	Derivative	Securities	Acquired	, Disposed	of, or	Beneficially	Owned	(Columns 1
1)Title of Derivati Security	ive	3)Trans- action Date	of Under	4 2		Amount		8)Price of Deri- vative Security
-	_		Title			Number Shares	of	
Non-Qualified Stock (right to buy)	<pre> Option</pre>		Common S	tock		5,000		
Non-Qualified Stock (right to buy)	< Option		Common S	tock		5,000		
Phantom Shares			Common S	tock		5,340		
Non-Qualified Stock (right to buy)	< Option		Common S	tock		5,000		
Phantom Shares (1)		04/15/03	Common S	tock		131		

SIGNATURE OF REPORTING PERSON /S/ Lackey, Paul K. DATE 04/16/03