Edgar Filing: DAVIS VANCE REGAN - Form 4

DAVIS VA Form 4	NCE REGAN									
October 28	, 2004									
FOR	ЛЛ							PPROVAL	_	
	UNITED			CS AND EXCHANGE COMMISSION ton, D.C. 20549			OMB Number:	3235-0	287	
Check i if no lo subject Section Form 4 Form 5 obligati	16. or Filed put	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,							Expires: January 31, 2005 Estimated average burden hours per response 0.5	
may co <i>See</i> Ins 1(b).	ntinue. Section 17(truction		•	lding Compar t Company A	•	of 1935 or Section 940	on			
(Print or Type	(Responses)									
	Address of Reporting ANCE REGAN	Symbol		d Ticker or Trad	-	5. Relationship of Reporting Person(s) to Issuer				
			MATRIX SERVICE CO [mtrx]			(Check all applicable)				
(Last) 10701 E U	(Month	 Date of Earliest Transaction (Month/Day/Year) 10/26/2004 			Director 10% Owner X_ Officer (give title Other (specify below) below) VP Eastern Operations					
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 				
TULSA, C	OK 74116					Person	More than One R	eporting		
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative Secu	irities A	cquired, Disposed o	of, or Beneficia	lly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities onAcquired (A) of Disposed of (E (Instr. 3, 4 and (A) or Amount (D)	0) . 5)	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)		
Reminder: R	eport on a separate line	e for each class of se	curities bene	ficially owned d	lirectly (or indirectly				
Kenninger, K			curries ben	Persons w informatio required to	vho res on cont o respe	spond to the colle ained in this form and unless the for ntly valid OMB co	are not rm	SEC 1474 (9-02)		

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Se

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 3		Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option	\$ 4.6	10/26/2004		А		5,000		(2)	10/26/2014	Common Stock (1)	5,000

Reporting Owners

Reporting Owner Name / Addre	SS	Relationships							
	Director	10% Owner	Officer	Other					
DAVIS VANCE REGAN 10701 E UTE STREET TULSA, OK 74116			VP Eastern Operations						
Signatures									
Vance Davis	10/26/2004								
<u>**</u> Signature of	Date								

Explanation of Responses:

- * 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).
- (1) Matrix Service Company Common Stock
- (2) The stock options become exercisable in five equal annual installments, commencing one year after date of grant, which was October 26, 2004.
- (3) Not applicable

Reporting Person

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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