

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

☐ 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

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

OMB Number: 3235-0287
Expires: December 31, 2014
Estimated average burden
hours per response: 0.5

1. Name and Address of Reporting Person * FIRST RESERVE GP IX INC (Last) (First) (Middle) (Street) (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol QUANTA SERVICES INC [PWR]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) X Form filed by More than One Reporting Person
	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2003	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/22/2003		A		12,245 ⁽¹⁾	A	0	42,258,630 ⁽²⁾	I	See Footnote 3 ⁽³⁾
Common Stock	05/22/2003		A		12,245 ⁽¹⁾	A	0	42,258,630 ⁽²⁾	I	See Footnote 3 ⁽³⁾

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person * FIRST RESERVE GP IX INC (Last) (First) (Middle) (Street) (City) (State) (Zip)
1. Name and Address of Reporting Person * FIRST RESERVE GP IX L P (Last) (First) (Middle) (Street) (City) (State) (Zip)
1. Name and Address of Reporting Person * FIRST RESERVE FUND IX L P (Last) (First) (Middle) (Street) (City) (State) (Zip)

1. Name and Address of Reporting Person *		
GUILL BEN A		
(Last)	(First)	(Middle)
(Street)		
(City)	(State)	(Zip)

1. Name and Address of Reporting Person *		
SIKORSKI THOMAS		
(Last)	(First)	(Middle)
(Street)		
(City)	(State)	(Zip)

Explanation of Responses:

1. The common stock reported on this Form 4 was granted to Messrs. Guill and Sikorski under the issuer's 2001 Stock Incentive Plan.
2. The Fund Entities are the record holder of 42,175,204 shares of common stock. In addition, the Fund Entities may be deemed to beneficially own 33,445 shares of common stock held of record by Mr. Guill, and 49,981 shares of common stock held of record by Mr. Sikorski, for an aggregate of 42,258,630 shares of common stock.
3. This Form 4 is being filed on behalf of First Reserve GP IX, Inc. (GP IX, Inc), First Reserve GP IX, L.P. (GP IX), and First Reserve Fund IX, L.P. (Fund IX), each as 10% beneficial owners (collectively, the Fund Entities), and by Ben A. Guill and Thomas J. Sikorski, directors of the issuer. GP IX is the general partner of Fund IX, and GP IX, Inc. is the general partner of GP IX. The Fund Entities are entitled to a portion of the profits from any sale of stock held by Messrs. Guill and Sikorski, and therefore share beneficial ownership of such common stock. Messrs. Guill and Sikorski disclaim any beneficial ownership of any securities of the issuer held by the Fund Entities.

[First Reserve GP IX, Inc. for itself
as well as in the capacity of
general partner of GP IX. GP IX is
signing for Fund IX, as its general
partner By Thomas R. Denison,
Managing Director of First
Reserve GP IX, Inc.
Ben A. Guill By Thomas R.
Denison, as attorney-in-fact \(see
previously filed power of attorney\)
Thomas J. Sikorski by Thomas R.
Denison, as attorney-in-fact \(see
previously filed power of attorney\)](#) [05/27/2003](#) [05/27/2003](#) [05/27/2003](#)

** 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.