

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

|   |           |
|---|-----------|
| OMB Number:                                     | 3235-0287 |
| Estimated average burden<br>hours per response: | 0.5       |

☐ 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

|   |  |   |
|---|--|---|
| <b>1. Name and Address of Reporting Person *</b><br><u>COLSON JOHN R</u><br><br>(Last) (First) (Middle)<br><u>1360 POST OAK BLVD., SUITE 2100</u><br><br>(Street)<br><u>HOUSTON TX 77056-3023</u><br><br>(City) (State) (Zip) | <b>2. Issuer Name and Ticker or Trading Symbol</b><br><u>QUANTA SERVICES INC [ PWR ]</u> | <b>5. Relationship of Reporting Person(s) to Issuer</b><br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>Chief Executive Officer</u> |
|   | <b>3. Date of Earliest Transaction (Month/Day/Year)</b><br><u>05/14/2009</u>             |   |
| <b>4. If Amendment, Date of Original Filed (Month/Day/Year)</b>   |  |   |

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                    | 05/14/2009                           |  | S                              |   | 15,000  | D          | \$21.85 | 1,597,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 20,000  | D          | \$21.87 | 1,577,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 15,000  | D          | \$21.9  | 1,562,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 20,000  | D          | \$21.91 | 1,542,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 35,000  | D          | \$21.92 | 1,507,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 5,000   | D          | \$22    | 1,502,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 20,000  | D          | \$22.01 | 1,482,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 25,000  | D          | \$22.06 | 1,457,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 20,000  | D          | \$22.09 | 1,437,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 10,000  | D          | \$22.1  | 1,427,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 5,000   | D          | \$22.11 | 1,422,294   | D  |   |
| Common Stock                    | 05/14/2009                           |  | S                              |   | 10,000  | D          | \$22.14 | 1,412,294   | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |         | 13,500  | I  | By General Partnership                                |

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 |   |  |  |   |  |

Explanation of Responses:

Remarks:

/s/ John R. Colson

05/18/2009

\*\* 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.