

MONTONI RICHARD A
Form 4
March 24, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MONTONI RICHARD A

(Last) (First) (Middle)
C/O MAXIMUS INC, 11419
SUNSET HILLS RD
(Street)

RESTON, VA 20190

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MAXIMUS INC [MMS]

3. Date of Earliest Transaction
(Month/Day/Year)
03/22/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or Price (D) | | |
| Common Stock ⁽¹⁾ | 03/22/2011 | | M | | 8,000 A \$ 29.57 | D | 126,126.174 |
| Common Stock | 03/22/2011 | | S | | 8,000 D \$ 77.943 ⁽²⁾ | D | 118,126.174 |
| Common Stock ⁽¹⁾ | 03/23/2011 | | M | | 8,000 A \$ 29.57 | D | 126,126.174 |
| Common Stock | 03/23/2011 | | S | | 8,000 D \$ 77.43 ⁽³⁾ | D | 118,126.174 |
| Common Stock ⁽¹⁾ | 03/24/2011 | | M | | 8,000 A \$ 29.57 | D | 126,126.174 |

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Common Stock 03/24/2011 S 8,000 D \$ 77.79₍₄₎ 118,126.174 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 Underlying Securities (Instr. 3 and 4) | 8. Price or Derivative Security (Instr. 3) | | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--------------|----------------------------|------|
| | | | | Code | V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Options | \$ 29.57 | 03/22/2011 | | M | | 8,000 | <u>(5)</u> | <u>(5)</u> | Common Stock | 8,000 | \$ 0 |
| Stock Options | \$ 29.57 | 03/23/2011 | | M | | 8,000 | <u>(5)</u> | <u>(5)</u> | Common Stock | 8,000 | \$ 0 |
| Stock Options | \$ 29.57 | 03/24/2011 | | M | | 8,000 | <u>(5)</u> | <u>(5)</u> | Common Stock | 8,000 | \$ 0 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MONTONI RICHARD A C/O MAXIMUS INC 11419 SUNSET HILLS RD RESTON, VA 20190 | | | CEO | |

Signatures

David R. Francis: As Attorney-In-Fact for: Richard A. Montoni

03/24/2011

__Signature of Reporting Person

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) These sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on Feb 18, 2011.

Weighted average sales price for prices ranging from \$77.62 to \$78.17. The reporting person will provide full information regarding the

(2) number of shares purchased or sold at each separate price upon request by the Commission staff, the issuer, or a security holder of the issuer.

Weighted average sales price for prices ranging from \$76.815 to \$77.97. The reporting person will provide full information regarding the

(3) number of shares purchased or sold at each separate price upon request by the Commission staff, the issuer, or a security holder of the issuer.

Weighted average sales price for prices ranging from \$77.05 to \$78.09. The reporting person will provide full information regarding the

(4) number of shares purchased or sold at each separate price upon request by the Commission staff, the issuer, or a security holder of the issuer.

(5) Effective 6/20/2006 - Non Qualified Stock Options to acquire 225,500 shares of common stock were issued with the following vesting schedules
Shares Vest Date 56,375 6/20/2007 56,375 6/20/2008 56,375 6/20/2009 56,375 6/20/2010 These options expire on 6/20/2012

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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