

MAXIMUS INC
Form 4
May 20, 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 *
BELIVEAU RUSSELL A

(Last) (First) (Middle)

MAXIMUS, INC. ATTN:
TREASURY OPERATIONS, 11419
SUNSET HILLS ROAD

(Street)

RESTON, VA 20190-5207

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
05/18/2011

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)

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 Indirect Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | | Code | V | Amount | | |
| Common Stock | 05/18/2011 | | M | 10,000 | A | \$ 22.17 | 40,826 | D |
| Common Stock | 05/18/2011 | | S | 10,000 | D | \$ 81.13 (1) | 30,826 | D |
| Common Stock | 05/18/2011 | | M | 358 | A | \$ 34.9 | 31,184 | D |
| Common Stock | 05/18/2011 | | S | 358 | D | \$ 81.4 (2) | 30,826 | D |
| | 05/18/2011 | | M | 1,329 | A | | 32,155 | D |

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| | | | | | | | | |
|--------------|------------|--|---|-------|-------|-----|-------|--------|
| Common Stock | | | | | \$ | | | |
| | | | | | 34.21 | | | |
| Common Stock | 05/18/2011 | | S | 1,329 | D | \$ | 81.23 | 30,826 |
| | | | | | | (3) | | D |

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

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 control number.

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(9-02)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount or Number of Shares |
| Stock Options | \$ 22.17 | 05/18/2011 | | M | 10,000 | (4) (4) | Common Stock 10,000 |
| Stock Options | \$ 34.9 | 05/18/2011 | | M | 358 | 10/20/2003 10/20/2013 | Common Stock 358 |
| Common Stock | \$ 34.21 | 05/18/2011 | | M | 1,329 | 03/18/2004 03/18/2014 | Common Stock 1,329 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BELIVEAU RUSSELL A
MAXIMUS, INC. ATTN: TREASURY OPERATIONS
11419 SUNSET HILLS ROAD
RESTON, VA 20190-5207

X

Signatures

David R. Francis: As Attorney-In-Fact for: Russell Beliveau

05/20/2011

**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).

Weighted average sales price for prices ranging from \$81 to \$81.49. The reporting person will provide full information regarding the
(1) 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 \$81.37 to \$81.47. 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 \$80.94 to \$81.47. 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.

(4) Effective 10/25/2002 - Non Qualified Stock Options to acquire 15,000 shares of common stock were issued with the following vesting schedules
Shares Vest Date 5000 10/25/2002 5000 10/25/2003 5000 10/25/2004 These options expire on 10/25/2012

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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