

POND PETER
Form 4
August 17, 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 *
POND PETER

(Last) (First) (Middle)

C/O MAXIMUS, INC, 11419
SUNSET HILLS ROAD

(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)
08/15/2011

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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	08/15/2011		M		9,064	A	\$ 17.88 9,064 D
Common Stock	08/15/2011		S		9,064	D	\$ 38.49 (1) 0 D
Common Stock	08/15/2011		M		378	A	\$ 21.49 378 D
Common Stock	08/15/2011		S		378	D	\$ 38.6 (2) 0 D
Common Stock	08/15/2011		M		378	A	\$ 20.78 378 D

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Common Stock	08/15/2011	S	378	D	\$ <u>(3)</u>	38.63 0	D
Common Stock	08/15/2011	M	348	A	\$	18.01 348	D
Common Stock	08/15/2011	S	348	D	\$ <u>(4)</u>	38.69 0	D
Common Stock	08/15/2011	M	342	A	\$	18.32 342	D
Common Stock	08/15/2011	S	342	D	\$ <u>(5)</u>	38.66 0	D
Common Stock	08/15/2011	M	206	A	\$	18.13 206	D
Common Stock	08/15/2011	S	206	D	\$	38.61 0	D
Common Stock	08/15/2011	M	202	A	\$	18.55 202	D
Common Stock	08/15/2011	S	202	D	\$	38.6 0	D
Common Stock	08/15/2011	M	204	A	\$	18.45 204	D
Common Stock	08/15/2011	S	204	D	\$ <u>(6)</u>	38.62 0	D
Common Stock	08/15/2011	M	206	A	\$	18.27 206	D
Common Stock	08/15/2011	S	206	D	\$	38.63 0	D
Common Stock	08/15/2011	M	342	A	\$	18.27 342	D
Common Stock	08/15/2011	S	342	D	\$ <u>(7)</u>	38.64 0	D

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

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(9-02)

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

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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. Amount or Number of Shares
Stock Options	\$ 17.88	08/15/2011		M	9,064	10/01/2001 10/01/2011	Common Stock	9,064
Stock Options	\$ 21.49	08/15/2011		M	378	11/13/2001 11/13/2011	Common Stock	378
Stock Options	\$ 20.78	08/15/2011		M	378	12/20/2001 12/20/2011	Common Stock	378
Stock Options	\$ 18.01	08/15/2011		M	348	09/26/2005 09/26/2011	Common Stock	348
Stock Options	\$ 18.32	08/15/2011		M	342	09/27/2005 09/27/2011	Common Stock	342
Stock Options	\$ 18.13	08/15/2011		M	206	10/31/2005 10/31/2011	Common Stock	206
Stock Options	\$ 18.55	08/15/2011		M	202	11/17/2005 11/17/2011	Common Stock	202
Stock Options	\$ 18.45	08/15/2011		M	204	12/05/2005 12/05/2011	Common Stock	204
Stock Options	\$ 18.27	08/15/2011		M	206	12/06/2005 12/06/2011	Common Stock	206
Stock Options	\$ 18.27	08/15/2011		M	342	12/06/2005 12/06/2011	Common Stock	342

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
POND PETER C/O MAXIMUS, INC 11419 SUNSET HILLS ROAD RESTON, VA 20190		X		

Signatures

Peter Pond

08/17/2011

**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 \$38.37 to \$38.66. 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 \$38.59 to \$38.61. 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 \$38.62 to \$38.64. 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 \$38.68 to \$38.69. 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.
 - Weighted average sales price for prices ranging from \$38.64 to \$38.68. The reporting person will provide full information regarding the
(5) 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 \$38.61 to \$38.63. The reporting person will provide full information regarding the
(6) 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 \$38.63 to \$38.64. The reporting person will provide full information regarding the
(7) 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.

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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