MONTONI RICHARD A

Form 4 May 24, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue.

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

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

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

MAXIMUS INC [MMS]

(Check all applicable)

CEO

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director X_ Officer (give title 10% Owner

C/O MAXIMUS INC, 1891 METRO

(Street)

CENTER DRIVE

05/24/2012

(Month/Day/Year)

below)

_ Other (specify below)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

X Form filed by One Reporting Person

Form filed by More than One Reporting

Person

RESTON, VA 20190

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secur	rities Acqu	ired, Disposed of,	or Beneficiall	y 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) oper Disposed of (D) (Instr. 3, 4 and 5) (A) or			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock (1)	05/22/2012		M	10,000	A	\$ 14.785	292,735.915	D	
Common Stock	05/22/2012		S	10,000	D	\$ 45.93 (2)	282,735.915	D	
Common Stock (1)	05/23/2012		M	10,000	A	\$ 14.785	292,735.915	D	
Common Stock	05/23/2012		S	10,000	D	\$ 46.34 (3)	282,735.915	D	
Common Stock (1)	05/24/2012		M	10,000	A	\$ 14.785	292,735.915	D	

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Common S 05/24/2012 10,000 D 46.268 282,735.915 D Stock

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)

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 or 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. Pr. Deriv Secu (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Options	\$ 14.785	05/22/2012		M	10,000	(5)	(5)	Common Stock	10,000	\$
Stock Options	\$ 14.785	05/23/2012		M	10,000	(5)	(5)	Common Stock	10,000	\$
Stock Options	\$ 14.785	05/24/2012		M	10,000	(5)	<u>(5)</u>	Common Stock	10,000	\$

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner Officer Other

MONTONI RICHARD A

C/O MAXIMUS INC **CEO** 1891 METRO CENTER DRIVE

RESTON, VA 20190

Signatures

David R. Francis: As Attorney-In-Fact for: Richard A 05/24/2012 Montoni

> **Signature of Reporting Person Date

Reporting Owners 2

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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 February 06, 2012.
- Weighted average sales price for prices ranging from \$46.05 to \$46.503. The reporting person will provide full information regarding the 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 \$45.67 to \$46.30. The reporting person will provide full information regarding the 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 \$46.05 to \$46.59. 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.
- Effective 6/20/2006 Non Qualified Stock Options to acquire 451,000 shares of common stock were issued with the following vesting (5) schedules Shares Vest Date 112,750 6/20/2007 112,750 6/20/2008 112,750 6/20/2009 112,750 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.