

MAXIMUS INC
Form 4
February 06, 2012

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 *
SEYMANN MARILYN R

(Last) (First) (Middle)

2813 E CAMELBACK ROAD, SUITE 480

(Street)

PHOENIX, AZ 85016

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
02/03/2012

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 or Price		
Common stock ⁽¹⁾	02/03/2012		M		15,000 A \$ 14.8	36,122.698	D
Common Stock	02/03/2012		S		15,000 D \$ 45.08 ⁽²⁾	21,122.698	D
Common Stock ⁽¹⁾	02/03/2012		M		15,000 A \$ 14.8	36,122.698	D
Common Stock ⁽¹⁾	02/03/2012		M		240 A \$ 15.235	36,362.698	D
Common Stock	02/03/2012		S		240 D \$ 45.06	36,122.698	D

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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 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	\$ 14.8	02/03/2012		M	15,000	(3)	(3)	Common Stock	15,000
Stock Options	\$ 14.8	02/03/2012		M	15,000	(3)	(3)	Common Stock	15,000
Stock Options	\$ 15.235	02/03/2012		M	240	04/29/2002	04/29/2012	Common Stock	240

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SEYMANN MARILYN R 2813 E CAMELBACK ROAD SUITE 480 PHOENIX, AZ 85016	X			

Signatures

David R. Francis: As Attorney-In-Fact for: Marilyn Seymann 02/06/2012

__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 grants had previously been reported on Table II.

(2) Weighted average sales price for prices ranging from \$44.525 to \$45.060. 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

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issuer.

- (3) Effective 4/2/2002 - Non Qualified Stock Options to acquire 30,000 shares of common stock were issued with the following vesting schedules
- | Shares | Vest Date |
|--------|-----------|
| 10,000 | 4/2/2002 |
| 10,000 | 3/18/2003 |
| 10,000 | 3/18/2004 |
- These options expire on 4/4/2012

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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