

MAXIMUS INC  
Form 4  
December 02, 2010

**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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
2813 E CAMELBACK ROAD, SUITE 480

3. Date of Earliest Transaction (Month/Day/Year)  
11/30/2010

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

(Street)

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

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

PHOENIX, AZ 85016

(City) (State) (Zip)

**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	12/01/2010		M		14,035 A \$ 34.29	16,671.976	D
Common Stock	12/01/2010		S		14,035 D \$ 62.324	2,636.976	D
Common Stock	12/01/2010		M		1,427 A \$ 34.29	4,063.976	D
Common Stock	12/01/2010		S		1,427 D \$ 62.287	2,636.976	D
	12/01/2010		M		396 A \$ 30.47	3,032.976	D

Common  
Stock

Common Stock	12/01/2010		S	396	D	\$ 62.331	2,636.976	D
						<u>(4)</u>		

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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of S
Stock Options	\$ 34.29	12/01/2010		M	14,035	<u>(5)</u> <u>(5)</u>	Common Stock 14,
Stock Options	\$ 34.29	12/01/2010		M	1,427	03/22/2005 03/22/2011	Common Stock 1,
Stock Options	\$ 30.47	12/01/2010		M	396	04/25/2005 04/28/2011	Common Stock 3
Dividend Equivalent Rights	<u>(6)</u>	11/30/2010		A	21.29	<u>(6)</u> <u>(6)</u>	Common Stock 21

## 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

12/02/2010

\_\_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) Weighted average sale price for prices ranging from \$62.25 to \$62.413. 500 shares were sold at \$62.25 per share; 100 shares were sold at \$62.256 per share; 100 shares were sold at \$62.259 per share; 888 shares were sold at \$62.26 per share; 300 shares were sold at \$62.27 per share; 100 shares were sold at \$62.27 per share; 100 shares were sold at \$62.273 per share; 100 shares were sold at \$62.276 per share; 300 shares were sold at \$62.28 per share; 199 shares were sold at \$62.283 per share; 601 shares were sold at \$62.29 per share; 100 shares were sold at \$62.297 per share; 500 shares were sold at \$62.30 per share; 3 shares were sold at \$62.304 per share; 400 shares were sold at \$62.305 per share; 735 shares were sold at \$62.31 per share; 36 shares were sold at \$62.312 per share; (continued in following footnote)

(2) (continued from previous footnote) 100 shares were sold at \$62.313 per share; 300 shares were sold at \$62.315 per share; 1057 shares were sold at \$62.32 per share; 1695 shares were sold at \$62.33 per share; 1585 shares were sold at \$62.34 per share; 100 shares were sold at \$62.344 per share; 100 shares were sold at \$62.345 per share; 797 shares were sold at \$62.35 per share; 100 shares were sold at \$62.355 per share; 1264 shares were sold at \$62.36 per share; 100 shares were sold at \$62.365 per share; 100 shares were sold at \$62.368 per share; 348 shares were sold at \$62.37 per share; 100 shares were sold at \$62.373 per share; 215 shares were sold at \$62.38 per share; 200 shares were sold at \$62.39 per share; 700 shares were sold at \$62.40 per share; 12 shares were sold at \$62.41 per share; 100 shares were sold at \$62.413 per share.

(3) Weighted average sale price for prices ranging from \$62.26 to \$62.35. 642 shares were sold at \$62.26 per share; 4 shares were sold at \$62.265 per share; 100 shares were sold at \$62.265 per share; 50 shares were sold at \$62.27 per share; 104 shares were sold at \$62.28 per share; 127 shares were sold at \$62.29 per share; 200 shares were sold at \$62.33 per share; 200 shares were sold at \$62.35.03 per share.

(4) Weighted average sale price for prices ranging from \$62.32 to \$62.36. 286 shares were sold at \$62.32 per share; 110 shares were sold at \$62.36 per share.

(5) Effective 3/22/2005 - Non Qualified Stock Options to acquire 15,000 shares of common stock were issued with the following vesting schedules Shares Vest Date 5,000 3/22/2005 5,000 3/22/2006 5,000 3/22/2007 These options expire on 3/22/2011

(6) Dividend equivalent rights accrued on previously-awarded restricted stock units ("RSUs") which vest proportionately with the RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one share of MAXIMUS common stock.

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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