

Caswell Bruce
Form 4
March 02, 2011

FORM 4

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

OMB APPROVAL

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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 *
Caswell Bruce

(Last) (First) (Middle)
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)
02/28/2011

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)
President - Health Svcs

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V Amount (A) or (D) Price | | | |
| Common Stock | 03/01/2011 | | M | 6,600 A \$ 27.94 | 13,390.33 | D | |
| Common Stock | 03/01/2011 | | S | 6,600 D \$ 73.491 | 6,790.33 | D | |
| | | | | (2) (3) | | | |

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

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SEC 1474
(9-02)

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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 |
| Dividend Equivalent Rights | Ⓛ | 02/28/2011 | | A | 104.76 | (1) (1) | Common Stock 104.76 |
| Stock Options | \$ 27.94 | 03/01/2011 | | M | 6,600 | (4) (4) | Common Stock 6,600 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Caswell Bruce 11419 SUNSET HILLS ROAD RESTON, VA 20190-5207 | | | President - Health Svcs | |

Signatures

David R. Francis: As Attorney-In-Fact for: Bruce Caswell
Date: 03/02/2011

__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).
- (1) 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.
Weighted average sale price for prices ranging from \$73.24 to \$73.95. 200 shares were sold at \$73.24 per share; 200 shares were sold at \$73.30 per share; 200 shares were sold at \$73.32 per share; 300 shares were sold at \$73.33 per share; 100 shares were sold at \$73.34 per share; 100 shares were sold at \$73.36 per share; 100 shares were sold at \$73.369 per share; 300 shares were sold at \$73.37 per share; 200 shares were sold at \$73.38 per share; 200 shares were sold at \$73.39 per share; 400 shares were sold at \$73.40 per share; 300 shares were sold at \$73.41 per share; 100 shares were sold at \$73.411 per share; 300 shares were sold at \$73.42 per share; 200 shares were sold at \$73.44 per share; 200 shares were sold at \$73.45 per share; 300 shares were sold at \$73.46 per share; 300 shares were sold at \$73.48 per share; 100 shares were sold at \$73.495 per share; 109 shares were sold at \$73.51 per share; (continued in following footnote)
- (3) (continued from previous footnote) 200 shares were sold at \$73.53 per share; 100 shares were sold at \$73.535 per share; 91 shares were sold at \$73.55 per share; 300 shares were sold at \$73.57 per share; 200 shares were sold at \$73.60 per share; 200 shares were sold at \$73.605 per share; 100 shares were sold at \$73.62 per share; 200 shares were sold at \$73.63 per share; 100 shares were sold at \$73.65 per share; 100 shares were sold at \$73.67 per share; 200 shares were sold at \$73.69 per share; 99 shares were sold at \$73.76 per share; 1 shares were sold at \$73.78 per share; 200 shares were sold at \$73.83 per share; 200 shares were sold at \$73.84 per share; 100 shares were sold at \$73.95 per share.

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Effective 10/18/2004 - Non Qualified Stock Options to acquire 50,000 shares of common stock were issued with the following vesting
(4) schedules Shares Vest Date 12,500 10/18/2005 12,500 10/18/2006 12,500 10/18/2007 12,500 10/18/2008 These options expire on
10/18/2014

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