MAXIMUS INC Form 4 June 20, 2006

FORM 4

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

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Form 5 obligations may continue. See Instruction

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(b).

(Last)

(City)

1. Title of

Security

(Instr. 3)

1. Name and Address of Reporting Person * **POND PETER**

(Zip)

(First) (Middle)

MAXIMUS, INC. ATTN: TREASURY SERVICES, 11419 SUNSET HILLS ROAD

(Street)

(State)

RESTON, VA 20190

2. Issuer Name and Ticker or Trading

Symbol

MAXIMUS INC [MMS] 3. Date of Earliest Transaction

(Month/Day/Year) 06/19/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date 2A. Deemed 3. 4. Securities (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Code (Month/Day/Year)

Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

(A)

or

Transaction(s) (Instr. 3 and 4)

Owned

Issuer

below)

X_ Director

Applicable Line)

5. Amount of

Securities

Following

Reported

Beneficially

Officer (give title

Code V Amount (D) Price

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative

Conversion

3. Transaction Date 3A. Deemed

5. (Month/Day/Year) Execution Date, if TransactionNumber

6. Date Exercisable and **Expiration Date**

7. Title and Amount of 8. Price Underlying Securities Derivati

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3235-0287

January 31,

2005

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Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

6. Ownership

Form: Direct

X Form filed by One Reporting Person Form filed by More than One Reporting

(I)

(Instr. 4)

(Check all applicable)

10% Owner

Other (specify

7. Nature of

Ownership (Instr. 4)

Indirect

SEC 1474

(9-02)

(D) or Indirect Beneficial

Estimated average

burden hours per

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8))]	of (Month/Day/Year) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Year)	(Instr. 3 and	3 and 4)		
				Code V	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (RSU) (1)	\$ 29.54	06/19/2006		A		85		<u>(2)</u>	(2)	Common Stock	85	\$ 0
Restricted Stock Units (RSU) (1)	\$ 29.66	06/20/2006		A		84		<u>(4)</u>	<u>(4)</u>	Common Stock	84	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
POND PETER MAXIMUS, INC. ATTN: TREASURY SERVICES 11419 SUNSET HILLS ROAD RESTON, VA 20190	X					

Signatures

David R. Francis: As Attorney-In-Fact for:Peter Pond 06/20/2006

**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) Each RSU represents a contingent right to receive one share of common stock.
- Restricted stock units vest based upon the following schedule, subject to deferred vesting for a longer period at the election of the individual, as permitted by the terms of the award: Shares Vest Date 0 06/19/2007 0 06/19/2008 85 06/19/2009 Expiration date not applicable to RSU's
- (3) Of this amount, these shares are restricted and subject to future vesting pursuant the terms of the grant of restricted stock previously made by the issuer to the reporting person. The reporting person does not have voting or dispositive power over these shares of restricted stock.
- Restricted stock units vest based upon the following schedule, subject to deferred vesting for a longer period at the election of the (4) individual, as permitted by the terms of the award: Shares Vest Date 0 6/20/2007 0 6/20/2008 84 6/20/2009 Expiration date not applicable to RSU's.

Reporting Owners 2

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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.