

MAXIMUS INC  
Form 8-K  
March 21, 2011

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

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report: March 21, 2011**

**Date of Earliest Event Reported: March 18, 2011**

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**MAXIMUS, INC.**

(Exact name of registrant as specified in its charter)

**Virginia**                      **1-12997**              **54-1000588**  
(State or other jurisdiction) (Commission (I.R.S. Employer  
of incorporation)              File Number) Identification No.)

**11419 Sunset Hills  
Road,**

**Reston, Virginia**              **20190-5207**

(Address of principal  
executive offices)              (Zip Code)

Registrant's telephone number, including area code: **(703) 251-8500**

**Not Applicable**

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

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Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.07 Submission of Matters to a Vote of Security Holders.**

At our Annual Meeting of Shareholders held on March 18, 2011, our shareholders voted as follows:

- (a) To elect Russell A. Beliveau, John J. Haley and Marilyn R. Seymann as Class II Directors of the Company for a three-year term.

<b>Nominee</b>	<b>Total Votes For</b>	<b>Total Votes Withheld</b>
Russell A. Beliveau	14,931,941	747,050
John J. Haley	8,258,852	7,420,139
Marilyn R. Seymann	14,103,914	1,575,077

Paul R. Lederer, Richard A. Montoni, Peter B. Pond, Raymond B. Ruddy, James R. Thompson, Jr. and Wellington E. Webb continued their terms in office after the meeting.

- (b) To approve, on an advisory basis, the compensation of the named executive officers, as disclosed in the Compensation Discussion and Analysis, the compensation tables and any related material contained in the Company's Proxy Statement ("Say-on-Pay").

Total Votes For	15,036,879
Total Votes Against	640,756
Abstentions	1,356

- (c) To vote, on an advisory basis, whether future Say-on-Pay votes will occur every one, two or three years.

One Year	11,037,115
Two Years	68,409
Three Years	4,572,182
Abstentions	1,285

- (d) To ratify the appointment of Ernst & Young LLP as our independent public accountants for our 2011 fiscal year.

Total Votes For	16,059,478
Total Votes Against	95,219
Abstentions	462

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MAXIMUS, Inc.

Date: March 21, 2011 By: /s/ David R. Francis  
David R. Francis  
General Counsel and Secretary