

MAXIMUS INC
Form 4
September 18, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
THOMPSON JAMES R

(Last) (First) (Middle)

C/O MAXIMUS,INC. ATTN:
TREASURY DEPT., 1891 METRO
CENTER DRIVE

(Street)

RESTON, VA 20190

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
09/16/2014

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)		
				(A) or (D)	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.

SEC 1474
(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction Number	5.	6. Date Exercisable and Expiration Date	7. Title and Amount of Underlying Securities	8. Price of Derivative
------------------------	---------------	--------------------------------------	-------------------------------	-----------------------	----	---	--	------------------------

Edgar Filing: MAXIMUS INC - Form 4

Table with columns for Security (Instr. 3), or Exercise Price of Derivative Security, any (Month/Day/Year), Code (Instr. 8), of Derivative Securities Acquired (A) or Disposed of (D), (Month/Day/Year), (Instr. 3, 4, and 5), (Instr. 3 and 4), Security (Instr. 5), Code, V, (A), (D), Date Exercisable, Expiration Date, Title, Amount or Number of Shares.

Reporting Owners

Table with columns for Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other).

Signatures

David R. Francis: As Attorney-In-Fact for: James R Thompson
09/18/2014

**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 Restricted Stock Unit 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 individual,
(2) as permitted by the terms of the award: Shares Vest Date 0 09/16/2015 0 09/16/2016 60 09/16/2017 Expiration date not applicable to RSUs
(3) Reporting person also holds restricted stock units with respect to an additional 129,165 shares of common stock with varying vesting schedules.
Restricted Stock Units vest based upon the following schedule, subject to deferred vesting for a longer period at the election of individual,
(4) as permitted by the terms of the award: Shares Vest Date 0 09/17/2015 0 09/17/2016 61 09/17/2017 Expiration date not applicable to RSUs
(5) Reporting person also holds restricted stock units with respect to an additional 129,215 shares of common stock with varying vesting schedules.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Edgar Filing: MAXIMUS INC - Form 4

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.