

MAXIMUS INC  
Form 8-K  
March 20, 2014

**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 20, 2014  
Date of Earliest Event Reported: March 19, 2014**

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**MAXIMUS, INC.**  
(Exact name of registrant as specified in its charter)

<b>Virginia</b> (State or other jurisdiction of incorporation)	<b>1-12997</b> (Commission File Number)	<b>54-1000588</b> (I.R.S. Employer Identification No.)
<b>1891 Metro Center Drive, Reston, Virginia</b> (Address of principal executive offices)	<b>20190-5207</b> (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)

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 19, 2014, 64,887,432 shares, or 95.4% of the Company's outstanding common stock entitled to vote were represented in person or by proxy. 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 Against</b>	<b>Abstentions</b>
Russell A. Beliveau	61,900,402	618,675	105,863
John J. Haley	60,945,940	1,609,289	69,711
Marilyn R. Seymann	61,671,816	886,290	66,834

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	59,325,946
Total Votes Against	3,126,571
Abstentions	172,423

- (c) To ratify the appointment of Ernst & Young LLP as our independent public accountants for our 2013 fiscal year.

Total Votes For	64,071,571
Total Votes Against	752,265
Abstentions	63,596

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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 20, 2014 By: /s/ David R. Francis  
David R. Francis  
General Counsel and Secretary