Coleman Robert A Form 4 June 18, 2007

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 Form 5

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

Coleman Robert A

2. Issuer Name and Ticker or Trading Symbol

MANTECH INTERNATIONAL CORP [MANT]

(Last) (First) (Middle)

(Month/Day/Year) 12015 LEE JACKSON HIGHWAY 06/15/2007

(Street)

Filed(Month/Day/Year)

3. Date of Earliest Transaction

4. If Amendment, Date Original

Form filed by More than One Reporting Person

X Form filed by One Reporting Person

5. Relationship of Reporting Person(s) to

(Check all applicable)

President & COO

6. Individual or Joint/Group Filing(Check

10% Owner

_ Other (specify

Issuer

below)

_X__ Director

Applicable Line)

X_ Officer (give title

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

FAIRFAX, VA 22033

(City)	(State)	(Zip) Tab	le I - Non-I	Derivative	Secur	ities Acq	uired, Disposed o	of, or Benefici	ally Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securitin(A) or Dis (Instr. 3, 4)	posed	of (D)	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)
Class A Common Stock	06/15/2007		M	35,744	A	\$ 15.56	50,744	D	
Class A Common Stock	06/15/2007		S <u>(1)</u>	35,744	D	\$ 31.9	15,000	D	
Class A Common Stock							246	I	By the ManTech Employee Stock Ownership Plan

Edgar Filing: Coleman Robert A - Form 4

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 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. Transactic Code (Instr. 8)	5. Number of orDerivative 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
Employee Stock Option (right to buy)	\$ 15.56	06/15/2007		M	35,744	(2)	09/10/2014	Class A Common Stock	35,744

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Coleman Robert A

12015 LEE JACKSON HIGHWAY X President & COO

FAIRFAX, VA 22033

Signatures

/s/Michael R. Putnam, by Power of Attorney 06/18/2007

**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) The sales reported on the Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on March 15, 2007.
- (2) The options were granted on September 10, 2004, with one-third of the total grant vesting on September 10, 2005, one-third of the grant vesting on September 10, 2006 and the remaining one-third vesting on September 10, 2007.

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.

Reporting Owners 2