

Edgar Filing: MAXIMUS INC - Form 4

| Derivative Security | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|---------------------------------------|--|------------|---|-----|-----|------------------|-----------------|--------------|----------------------------|
| Restricted Stock Units ⁽¹⁾ | \$ 39.04 | 12/04/2007 | A | 128 | | <u>(2)</u> | <u>(2)</u> | Common Stock | 128 |
| Restricted Stock Units ⁽¹⁾ | \$ 38.86 | 12/05/2007 | A | 128 | | <u>(4)</u> | <u>(4)</u> | Common Stock | 128 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| POND PETER | | X | | |

Signatures

David R. Francis: As Attorney-In-Fact for: Peter Pond
 12/06/2007

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) Each RSU represents a contingent right to receive one share of common stock.

(2) 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 12/04/2008 0 12/04/2009 128 12/04/2010 Expiration date not applicable to RSUs.

(3) Reporting person also holds restricted stock units with respect to an additional 18,699 shares of common stock with varying vesting schedules.

(4) 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 12/05/2008 0 12/05/2009 128 12/05/2010 Expiration date not applicable to RSUs.

(5) Reporting person also holds restricted stock units with respect to an additional 18,827 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.

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.