

POND PETER  
Form 4  
February 17, 2011

**FORM 4**

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

OMB APPROVAL

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**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 \*  
POND PETER

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
02/15/2011

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)	
			Code	V	Amount or Price			
Common Stock	02/15/2011		M		86	A	\$ 33.98 86	D
Common Stock	02/15/2011		S		86	D	\$ 71.09 0	D
Common Stock	02/15/2011		M		84	A	\$ 34.99 84	D
Common Stock	02/15/2011		S		84	D	\$ 71.09 0	D
Common Stock	02/15/2011		M		2,568	A	\$ 34.29 2,568	D
	02/15/2011		S		2,568	D	0	D

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Common Stock						\$ 71.224 <u>(1)</u>	
Common Stock	02/15/2011	M	143	A	\$ 34.29	143	D
Common Stock	02/15/2011	S	143	D	\$ 71.09	0	D
Common Stock	02/15/2011	M	4,566	A	\$ 34.29	4,566	D
Common Stock	02/15/2011	S	4,566	D	\$ 71.221 <u>(2)</u>	0	D
Common Stock	02/15/2011	M	571	A	\$ 34.29	571	D
Common Stock	02/15/2011	S	571	D	\$ 71.09	0	D
Common Stock	02/15/2011	M	2,476	A	\$ 30.47	2,476	D
Common Stock	02/15/2011	S	2,476	D	\$ 71.221 <u>(3)</u>	0	D
Common Stock	02/15/2011	M	123	A	\$ 30.47	123	D
Common Stock	02/15/2011	S	123	D	\$ 71.09	0	D
Common Stock	02/15/2011	M	119	A	\$ 31.41	119	D
Common Stock	02/15/2011	S	119	D	\$ 71.09	0	D
Common Stock	02/15/2011	M	172	A	\$ 35.4	172	D
Common Stock	02/15/2011	S	172	D	\$ 71.09	0	D
Common Stock	02/15/2011	M	2,073	A	\$ 35	2,073	D
Common Stock	02/15/2011	S	2,073	D	\$ 71.221 <u>(4)</u>	0	D
Common Stock	02/15/2011	M	172	A	\$ 35	172	D
Common Stock	02/15/2011	S	172	D	\$ 71.09	0	D

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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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. Transaction Code (Instr. 8)	5. Number of Derivative 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)	8. Amount or Number of Shares
Stock Options	\$ 33.98	02/15/2011		M	86	03/11/2005 03/11/2011	Common Stock	86
Stock Options	\$ 34.99	02/15/2011		M	84	03/21/2005 03/21/2011	Common Stock	84
Stock Options	\$ 34.29	02/15/2011		M	2,568	03/22/2005 03/22/2011	Common Stock	2,568
Stock Options	\$ 34.29	02/15/2011		M	143	03/22/2005 03/22/2011	Common Stock	143
Stock Options	\$ 34.29	02/15/2011		M	4,566	03/22/2005 03/22/2011	Common Stock	4,566
Stock Options	\$ 34.29	02/15/2011		M	571	03/22/2005 03/22/2011	Common Stock	571
Stock Options	\$ 30.47	02/15/2011		M	2,476	04/28/2005 04/28/2011	Common Stock	2,476
Stock Options	\$ 30.47	02/15/2011		M	123	04/28/2005 04/28/2011	Common Stock	123
Stock Options	\$ 31.41	02/15/2011		M	119	05/02/2005 05/02/2011	Common Stock	119
Stock Options	\$ 35.4	02/15/2011		M	172	05/11/2001 05/11/2011	Common Stock	172
Stock Options	\$ 35	02/15/2011		M	2,073	05/16/2001 05/16/2011	Common Stock	2,073
Stock Options	\$ 35	02/15/2011		M	172	05/16/2001 05/16/2011	Common Stock	172

# 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 02/17/2011

\_\_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) Weighted average sale price for prices ranging from \$71.20 to \$71.28. 200 shares were sold at \$71.20 per share; 100 shares were sold at \$71.205 per share; 768 shares were sold at \$71.21 per share; 400 shares were sold at \$71.215 per share; 400 shares were sold at \$71.235 per share; 400 shares were sold at \$71.24 per share; 200 shares were sold at \$71.25 per share; 100 shares were sold at \$71.28 per share.
- (2) Weighted average sale price for prices ranging from \$71.099 to \$71.29. 166 shares were sold at \$71.099 per share; 100 shares were sold at \$71.16 per share; 34 shares were sold at \$71.165 per share; 166 shares were sold at \$71.17 per share; 100 shares were sold at \$71.19 per share; 100 shares were sold at \$71.195 per share; 100 shares were sold at \$71.20 per share; 100 shares were sold at \$71.205 per share; 1200 shares were sold at \$71.21 per share; 500 shares were sold at \$71.215 per share; 500 shares were sold at \$71.23 per share; 400 shares were sold at \$71.235 per share; 300 shares were sold at \$71.24 per share; 300 shares were sold at \$71.27 per share; 100 shares were sold at \$71.28 per share; 400 shares were sold at \$71.29 per share.
- (3) Weighted average sale price for prices ranging from \$71.20 to \$71.27. 200 shares were sold at \$71.20 per share; 100 shares were sold at \$71.205 per share; 300 shares were sold at \$71.21 per share; 876 shares were sold at \$71.215 per share; 200 shares were sold at \$71.223 per share; 400 shares were sold at \$71.23 per share; 200 shares were sold at \$71.235 per share; 100 shares were sold at \$71.25 per share; 100 shares were sold at \$71.27 per share.
- (4) Weighted average sale price for prices ranging from \$71.19 to \$71.25. 100 shares were sold at \$71.19 per share; 100 shares were sold at \$71.20 per share; 100 shares were sold at \$71.205 per share; 700 shares were sold at \$71.21 per share; 373 shares were sold at \$71.215 per share; 300 shares were sold at \$71.235 per share; 400 shares were sold at \$71.25 per share.

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.