

Caswell Bruce
Form 4
March 02, 2011

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
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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Caswell Bruce

(Last) (First) (Middle)

11419 SUNSET HILLS ROAD

(Street)

RESTON, VA 20190-5207

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MAXIMUS INC [MMS]

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

02/28/2011

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 ____X____ Other (specify
below) below)

President - Health Svcs

6. Individual or Joint/Group Filing(Check
Applicable Line)
X 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	03/01/2011		M		6,600	A	\$ 27.94 13,390.33
Common Stock	03/01/2011		S		6,600	D	\$ 73.491 6,790.33

(2) (3)

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. 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Dividend Equivalent Rights	<u>(1)</u>	02/28/2011		A		104.76		<u>(1)</u>	<u>(1)</u>	Common Stock	104.76
Stock Options	\$ 27.94	03/01/2011		M		6,600		<u>(4)</u>	<u>(4)</u>	Common Stock	6,600

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Caswell Bruce 11419 SUNSET HILLS ROAD RESTON, VA 20190-5207				President - Health Svcs

Signatures

David R. Francis: As Attorney-In-Fact for: Bruce Caswell 03/02/2011

**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) Dividend equivalent rights accrued on previously-awarded restricted stock units ("RSUs") which vest proportionately with the RSUs to which they relate. Each dividend equivalent right is the economic equivalent of one share of MAXIMUS common stock.
- Weighted average sale price for prices ranging from \$73.24 to \$73.95. 200 shares were sold at \$73.24 per share; 200 shares were sold at \$73.30 per share; 200 shares were sold at \$73.32 per share; 300 shares were sold at \$73.33 per share; 100 shares were sold at \$73.34 per share; 100 shares were sold at \$73.36 per share; 100 shares were sold at \$73.369 per share; 300 shares were sold at \$73.37 per share; 200 shares were sold at \$73.38 per share; 200 shares were sold at \$73.39 per share; 400 shares were sold at \$73.40 per share; 300 shares were sold at \$73.41 per share; 100 shares were sold at \$73.411 per share; 300 shares were sold at \$73.42 per share; 200 shares were sold at \$73.44 per share; 200 shares were sold at \$73.45 per share; 300 shares were sold at \$73.46 per share; 300 shares were sold at \$73.48 per share; 100 shares were sold at \$73.495 per share; 109 shares were sold at \$73.51 per share; (continued in following footnote)
- (2) (continued from previous footnote) 200 shares were sold at \$73.53 per share; 100 shares were sold at \$73.535 per share; 91 shares were sold at \$73.55 per share; 300 shares were sold at \$73.57 per share; 200 shares were sold at \$73.60 per share; 200 shares were sold at \$73.605 per share; 100 shares were sold at \$73.62 per share; 200 shares were sold at \$73.63 per share; 100 shares were sold at \$73.65 per share; 100 shares were sold at \$73.67 per share; 200 shares were sold at \$73.69 per share; 99 shares were sold at \$73.76 per share; 1 shares were sold at \$73.78 per share; 200 shares were sold at \$73.83 per share; 200 shares were sold at \$73.84 per share; 100 shares were sold at \$73.95 per share.

Edgar Filing: Caswell Bruce - Form 4

Effective 10/18/2004 - Non Qualified Stock Options to acquire 50,000 shares of common stock were issued with the following vesting
(4) schedules Shares Vest Date 12,500 10/18/2005 12,500 10/18/2006 12,500 10/18/2007 12,500 10/18/2008 These options expire on
10/18/2014

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.