

MAXIMUS INC
Form 4
August 18, 2016

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Caswell Bruce

(Last) (First) (Middle)

C/O MAXIMUS INC. ATTN:
TREASURY DEPT, 1891 METRO
CENTER DRIVE

(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)
08/16/2016

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 below) Other (specify below)
President

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock ⁽¹⁾	08/16/2016		M		10,000	A	\$ 6.818
Common Stock	08/16/2016		S		10,000	D	\$ 59.83 ⁽²⁾
Common Stock ⁽¹⁾	08/17/2016		M		10,000	A	\$ 6.818
Common Stock	08/17/2016		S		10,000	D	\$ 58.53 ⁽³⁾

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Common Stock <u>(1)</u>	08/18/2016	M	10,000	A	\$ 6.818	39,386	D
Common Stock	08/18/2016	S	10,000	D	\$ 58.59 <u>(4)</u>	29,386	D

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. P
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Common Stock <u>(1)</u>	\$ 6.818	08/16/2016		M	10,000	<u>(5)</u> <u>(5)</u>	Common Stock	10,000
Common Stock <u>(1)</u>	\$ 6.818	08/17/2016		M	10,000	<u>(5)</u> <u>(5)</u>	Common Stock	10,000
Common Stock <u>(1)</u>	\$ 6.818	08/18/2016		M	10,000	<u>(5)</u> <u>(5)</u>	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Caswell Bruce
C/O MAXIMUS INC. ATTN: TREASURY DEPT
1891 METRO CENTER DRIVE
RESTON, VA 20190-5207

President

Signatures

David R. Francis: As Attorney-In-Fact for: Bruce Caswell

08/18/2016

__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) These sales were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 20, 2016.

Weighted average sales price for prices ranging from \$59.421 to \$59.97. The reporting person will provide full information regarding the

(2) number of shares purchased or sold at each separate price upon request by the Commission staff, the issuer, or a security holder of the issuer.

Weighted average sales price for prices ranging from \$58.00 to \$59.14. The reporting person will provide full information regarding the

(3) number of shares purchased or sold at each separate price upon request by the Commission staff, the issuer, or a security holder of the issuer.

Weighted average sales price for prices ranging from \$58.41 to \$58.93. The reporting person will provide full information regarding the

(4) number of shares purchased or sold at each separate price upon request by the Commission staff, the issuer, or a security holder of the issuer.

(5) These options were part of an award made on 10/18/2005 which vested on 10/18/2007, 10/18/2008, 10/18/2009, 10/18/2010 and 10/18/2011. The options were scheduled to expire on 10/18/2016

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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