

Caswell Bruce  
Form 4  
March 02, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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)  
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 below)  Other (specify below)  
President - Health Svcs

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 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.

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SEC 1474 (9-02)

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**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	Ⓐ	02/28/2011		A	104.76	(1) (1)	Common Stock 104.76
Stock Options	\$ 27.94	03/01/2011		M	6,600	(4) (4)	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  
Date: 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)
- (3) (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.

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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.  
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