

Keefe Daniel J  
 Form 3  
 February 12, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *<br>Â Keefe Daniel J<br>(Last) (First) (Middle)<br><br>MANTECH INTERNATIONAL CORPORATION,Â 12015 LEE JACKSON MEMORIAL HWY<br>(Street)<br><br>FAIRFAX,Â VAÂ 22033<br>(City) (State) (Zip) | 2. Date of Event Requiring Statement<br>(Month/Day/Year)<br>02/04/2013 | 3. Issuer Name and Ticker or Trading Symbol<br>MANTECH INTERNATIONAL CORP [MANT] | 4. Relationship of Reporting Person(s) to Issuer<br><br>(Check all applicable)<br><br><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below) (specify below)<br>Business Group President | 5. If Amendment, Date Original Filed(Month/Day/Year) | 6. Individual or Joint/Group Filing(Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person |
|---|--|--|--|--|---|

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Class A Common Stock               | 44   | I   | By the ManTech Employee Stock Ownership Plan             |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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|                                      | Date Exercisable | Expiration Date | (Instr. 4)<br>Title     | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) |   |
|--------------------------------------|------------------|-----------------|-------------------------|----------------------------|------------------------------|--|---|
| Employee Stock Option (right to buy) | Â (1)            | 11/06/2017      | Class A<br>Common Stock | 10,000                     | \$ 26.24                     | D  | Â |
| Employee Stock Option (right to buy) | Â (2)            | 03/15/2017      | Class A<br>Common Stock | 3,000                      | \$ 33.78                     | D  | Â |
| Employee Stock Option (right to buy) | Â (3)            | 11/04/2016      | Class A<br>Common Stock | 7,000                      | \$ 33.53                     | D  | Â |
| Employee Stock Option (right to buy) | Â (4)            | 08/01/2016      | Class A<br>Common Stock | 15,000                     | \$ 39.81                     | D  | Â |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                            |       |
|--|---------------|-----------|----------------------------|-------|
|  | Director      | 10% Owner | Officer                    | Other |
| Keefe Daniel J<br>MANTECH INTERNATIONAL CORPORATION<br>12015 LEE JACKSON MEMORIAL HWY<br>FAIRFAX, VA 22033 | Â             | Â         | Â Business Group President | Â     |

## Signatures

/s/ Michael R. Putnam, by power of attorney  
Date: 02/12/2013

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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) The options were granted on November 6, 2012, with one-third of the total grant vesting on November 6, 2013, one-third of the total grant vesting on November 6, 2014, and the remaining one-third vesting on November 6, 2015.
- (2) The options were granted on March 15, 2012, with one-third of the total grant vesting on March 15, 2013, one-third of the total grant vesting on March 15, 2014, and the remaining one-third vesting on March 15, 2015.
- (3) The options were granted on November 4, 2011, with one-third of the total grant vesting on November 4, 2012, one-third of the total grant vesting on November 4, 2013 and the remaining one-third vesting on November 4, 2014.
- (4) The options were granted on August 1, 2011, with one-third of the total grant vesting on August 1, 2012, one-third of the total grant vesting on August 1, 2013, and the remaining one-third vesting on August 1, 2014.

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### Remarks:

Exhibit 24.1 Power of Attorney filed herewith

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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.