

MONTONI RICHARD A  
Form 4  
June 22, 2006

**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 \*  
MONTONI RICHARD A

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)  
C/O MAXIMUS INC, 11419  
SUNSET HILLS RD

3. Date of Earliest Transaction (Month/Day/Year)  
06/20/2006

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

(Street)  
RESTON, VA 20190

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 Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)		
				(A) or (D)	Code	V	Amount	(D)	Price

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

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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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount
				Code	V				
Restricted Stock Units (RSU) <sup>(1)</sup>	\$ 29.66	06/20/2006	A	18,079 <u>(2)</u>		<u>(3)</u>	<u>(4)</u>	Common Stock	18
Stock Options (Right to Buy)	\$ 29.66	06/20/2006	A	225,500		06/20/2007 <sup>(6)</sup>	06/20/2010	Common Stock	225

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MONTONI RICHARD A C/O MAXIMUS INC 11419 SUNSET HILLS RD RESTON, VA 20190	X		CEO and Director	

## Signatures

David R. Francis: As Attorney-In-Fact for Richard A. Montoni 06/22/2006

\*\*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) Each RSU represents a contingent right to receive one share of common stock.  
These awards are being issued pursuant to the Executive Employment, Non-Compete and Confidentiality Agreement between Mr. Montoni and MAXIMUS dated April 21, 2006, to replace awards that Mr. Montoni forfeited or would forfeit if not exercised prior to June 30, 2006 as a result of the termination of his employment with the company on March 31, 2006.
- (3) Restricted stock units vest based on the following schedule: Shares Vest Date 3,792 03/31/2007 3,791 03/31/2008 3,208 03/31/2009 3,207 03/31/2010 2,582 30/31/2011 1,499 03/31/2012
- (4) Expiration date not applicable to RSU's.  
Of this amount, 130,579 shares are restricted and subject to future vesting pursuant to the terms of the grant of restricted stock previously made by the issuer to the reporting person. The reporting person does not have voting or dispositive power over these shares of restricted stock.
- (6) Options vest as follows: Shares Vest Date 56,375 06/20/2007 56,375 06/20/2008 56,375 06/20/2009 56,375 06/20/2010

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