

MAXIMUS INC

Form 4

September 22, 2016

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

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(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)

09/20/2016

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)

President

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 Ownership (Instr. 4)
Common Stock ⁽¹⁾	09/20/2016		M	7,000 A	\$ 6.818	36,386	D
Common Stock	09/20/2016		S	7,000 D	\$ 56.62 ⁽²⁾	29,386	D
Common Stock ⁽¹⁾	09/21/2016		M	7,000 A	\$ 6.818	36,386	D
Common Stock	09/21/2016		S	7,000 D	\$ 56.81 ⁽³⁾	29,386	D

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Common Stock <u>(1)</u>	09/22/2016	M	6,000	A	\$ 6.818	35,386	D
Common Stock	09/22/2016	S	6,000	D	\$ 57.64 <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 (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. Price or Value of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	Amount or Number of Shares
Common Stock <u>(1)</u>	\$ 6.818	09/20/2016		M	7,000	<u>(5)</u> <u>(5)</u>	Common Stock	7,000
Common Stock <u>(1)</u>	\$ 6.818	09/21/2016		M	7,000	<u>(5)</u> <u>(5)</u>	Common Stock	7,000
Common Stock <u>(1)</u>	\$ 6.818	09/22/2016		M	6,000	<u>(5)</u> <u>(5)</u>	Common Stock	6,000

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

09/22/2016

__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 \$56.37 to \$56.74. 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 \$56.35 to \$57.43. 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 \$57.24 to \$58.04. 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 10/18/2006 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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