

MANTECH INTERNATIONAL CORP  
 Form 4  
 November 07, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
 Fox Joseph R

2. Issuer Name and Ticker or Trading Symbol  
 MANTECH INTERNATIONAL CORP [MANT]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 12015 LEE JACKSON HIGHWAY  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 11/05/2007

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_X\_\_\_ Officer (give title below) \_\_\_\_\_ Other (specify below)  
 President of business unit

FAIRFAX, VA 22033

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 \_\_\_X\_\_\_ 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 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		
Class A Common Stock	11/05/2007		S		400 D \$ 41.78	D	
Class A Common Stock	11/05/2007		S		1,700 D \$ 41.79	D	
Class A Common Stock	11/05/2007		S		1,900 D \$ 41.8	D	
Class A Common	11/05/2007		S		1,100 D \$ 41.81	D	

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Stock							
Class A Common Stock	11/05/2007	S	400	D	\$ 41.82	23,161	D
Class A Common Stock	11/05/2007	S	100	D	\$ 41.83	23,061	D
Class A Common Stock	11/05/2007	S	300	D	\$ 41.84	22,761	D
Class A Common Stock	11/05/2007	S	100	D	\$ 41.85	22,661	D
Class A Common Stock	11/05/2007	S	800	D	\$ 41.86	22,361	D
Class A Common Stock	11/05/2007	S	400	D	\$ 41.87	21,961	D
Class A Common Stock	11/05/2007	S	663	D	\$ 41.89	21,298	D
Class A Common Stock	11/05/2007	S	100	D	\$ 41.9	21,198	D
Class A Common Stock	11/05/2007	S	200	D	\$ 41.93	20,998	D
Class A Common Stock	11/05/2007	S	100	D	\$ 41.95	20,898	D
Class A Common Stock	11/05/2007	S	300	D	\$ 41.98	20,598	D
Class A Common Stock	11/05/2007	S	200	D	\$ 41.99	20,398	D
Class A Common Stock	11/05/2007	S	3,742	D	\$ 42	16,656	D
Class A Common Stock	11/05/2007	S	200	D	\$ 42.01	16,456	D

Class A  
Common Stock 11/05/2007 S 50 D \$ 42.03 16,406 D

Class A  
Common Stock 232 I By the ManTech Employee Stock Ownership Plan

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A) (D)		

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

Fox Joseph R  
12015 LEE JACKSON HIGHWAY  
FAIRFAX, VA 22033

President of business unit

## Signatures

/s/ Michael R. Putnam, by Power of Attorney

11/07/2007

\_\_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).

### Remarks:

This reporting person is filing three Forms 4, this filing is the second of three.

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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