

MANTECH INTERNATIONAL CORP

Form 3

August 09, 2006

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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 *

Â FITZGERALD JOHN J

(Last) (First) (Middle)

12015 LEE JACKSON
HIGHWAY

(Street)

FAIRFAX,Â VAÂ 22033

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

07/31/2006

3. Issuer Name **and** Ticker or Trading Symbol

MANTECH INTERNATIONAL CORP [MANT]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other

(give title below) (specify below)

Principal Accounting Officer

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Class A Common Stock

122

I (1)By the ManTech International
Employee Stock Ownership Plan.Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (2)	04/18/2014	Class A Common Stock	5,000	\$ 22.19	D	Â
Employee Stock Option (right to buy)	Â (3)	11/07/2014	Class A Common Stock	6,666	\$ 22.5	D	Â
Employee Stock Option (right to buy)	Â (4)	03/14/2015	Class A Common Stock	3,333	\$ 23.95	D	Â
Employee Stock Option (right to buy)	Â (5)	03/06/2011	Class A Common Stock	5,000	\$ 30.07	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FITZGERALD JOHN J 12015 LEE JACKSON HIGHWAY FAIRFAX, VA 22033	Â	Â	Â Principal Accounting Officer	Â

Signatures

/s/ Michael R. Putnam, by Power of Attorney 08/08/2006

__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) Restricted stock grant pursuant to the ManTech International Employee Stock Ownership Plan.
- (2) Pursuant to this option, 15,000 shares were granted on April 19, 2004. Two-thirds of the grant have vested and been exercised. The remaining 5,000 shares will vest on April 19, 2007.
- (3) Pursuant to this option, 10,000 shares were granted on November 8, 2004. One-third of the grant has vested and has been exercised. The remaining 6,666 shares will vest in equal annual installments on November 8, 2006 and November 8, 2007.
- (4) Pursuant to this option, 5,000 shares were granted on March 15, 2005. One-third of the grant has vested and has been exercised. The remaining 3,333 shares will vest in equal annual installments on March 15, 2007 and March 15, 2008.
- (5) The option vests in three equal annual installments, beginning on March 7, 2007.

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.