

MANTECH INTERNATIONAL CORP  
Form 8-K  
March 05, 2007

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

**Form 8-K**

**Current Report**

**Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): 03/05/2007**

**ManTech International Corporation**

(Exact name of registrant as specified in its charter)

**Commission File Number: 000-49604**

**DE**  
(State or other jurisdiction of  
incorporation)

**22-1852179**  
(IRS Employer  
Identification No.)

**12015 Lee Jackson Highway, Fairfax, VA 22033**  
(Address of principal executive offices, including zip code)

**703-218-6000**  
(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Information to be included in the report

**Item 8.01. Other Events**

On March 5, 2007, Mr. George J. Pedersen, ManTech International Corporation's Chairman of the Board and Chief Executive Officer, entered into a written Rule 10b5-1 Plan to affect the orderly sale of approximately \$6 million worth of shares currently held by Mr. Pedersen over the next four months (the "Plan"). Under the Plan, the stock will be sold by Mr. Pedersen's broker according to the pre-arranged, written terms of the Plan. The aggregate amount of shares to be sold under the plan represents just over 1% of Mr. Pedersen's total holdings.

The Plan was adopted in accordance with the guidelines specified under Rule 10b5-1 of the Securities Exchange Act of 1934 and ManTech's policies and procedures regarding stock transactions. The transactions affected under the Plan will be disclosed publicly through Form 144 and Form 4 filings with the SEC.

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**Signature(s)**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ManTech International Corporation

Date: March 05, 2007

By: /s/ Kevin M. Phillips

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Kevin M. Phillips  
Chief Financial Officer