

MANTECH INTERNATIONAL CORP  
Form 8-K  
July 20, 2010

**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): July 19, 2010**

**ManTech International Corporation**

(Exact name of registrant as specified in its charter)

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

**000-49604**  
(Commission  
File Number)

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

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**12015 Lee Jackson Highway, Fairfax, VA**  
(Address of principal executive offices)

**22033**  
(Zip Code)

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

(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 (see General Instruction A.2.):

- 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))

**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

- (b) On July 19, 2010, Mr. Lawrence B. Prior, III, informed the Company of his decision to resign from his position as President and Chief Operating Officer of ManTech International Corporation and to resign from his position on the Company's Board of Directors.
- (c) Pending a decision on a potential successor by the Board of Directors, Mr. George Pedersen, the Company's Chairman of the Board and Chief Executive Officer, will perform the functions of the Company's President on an interim basis.  
A copy of a press release, dated July 19, 2010, announcing Mr. Prior's resignation is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

**Item 9.01 Financial Statements and Exhibits**

- (d) Exhibits

**Exhibit  
No.**

**Description of Exhibit**

- |      |   |
|------|---|
| 99.1 | ManTech International Corporation Press Release, dated July 19, 2010, announcing the resignation of Lawrence B. Prior, III as President and Chief Operating Officer of the Company and as a Director. |
|------|---|

**SIGNATURES**

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: July 20, 2010

By: */s/* MICHAEL R. PUTNAM  
**Michael R. Putnam**  
**SVP Corporate & Regulatory Affairs**