**Statement of Changes in Beneficial Ownership**

1. **Name and Address of Reporting Person**
   - PORTER STEPHEN W
     - (Last) PORTER
     - (First) STEPHEN
     - (Middle) W
     - 12015 LEE JACKSON HIGHWAY
     - FAIRFAX VA 22033-3300

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

3. **Date of Earliest Transaction (Month/Day/Year)**
   - 08/15/2003

4. **If Amendment, Date of Original Filed (Month/Day/Year)**
   - 08/18/2003

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Transaction Code (Instr. 8)</th>
<th>4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>7. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Stock</td>
<td>08/15/2003</td>
<td>A</td>
<td>5,000</td>
<td>$20.97</td>
<td>D</td>
<td>Class A Common Stock</td>
</tr>
<tr>
<td>Class A Stock</td>
<td>02/06/2003</td>
<td>D</td>
<td>7,000</td>
<td>$20.97</td>
<td>D</td>
<td>Class A Common Stock</td>
</tr>
</tbody>
</table>

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. **Title of Derivative Security (Instr. 3)**
2. **Conversion or Exercise Price of Derivative Security**
3. **Transaction Date (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. **Expiration Date (Month/Day/Year)**
7. **Title and Amount of Underlying Derivative Security (Instr. 3 and 4)**
8. **Price of Underlying Derivative Security (Instr. 5)**
9. **Number of shares beneficially owned following reported transaction(s) (Instr. 4)**
10. **Ownership Form: Direct (D) or Indirect (I) (Instr. 4)**
11. **Nature of Indirect Beneficial Ownership (Instr. 4)**

**Explanation of Responses:**

1. This non-qualified stock option was granted on 8/15/03 with one-third of the total grant vesting on each of the first three anniversaries of the grant date.
2. This non-qualified stock option was granted on 2/6/02 with one-third of the total grant vesting on each of the first three anniversaries of the grant date.

/s/ Stephen W. Porter 08/18/2003

**Signature of Reporting Person**

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

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.