Form 5

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

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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(f) of the Investment Company Act of 1940

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

[ ] Form 3 Holdings Reported

[ ] Form 4 Transactions Reported

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### 1. Name and Address of Reporting Person

Renzi, Eugene C.

12015 Lee Jackson Highway

Fairfax, VA 22033-3300

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### 2. Issuer Name and Ticker or Trading Symbol

ManTech International Corporation

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### 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)

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### 4. Statement for Month/Year

12/31/2002

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### 6. Relationship of Reporting Person(s) to Issuer

Director

10% Owner

X Officer (give title below)

Other (specify below)

Description: Executive Vice President

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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Transaction Date</th>
<th>Deemed Execution Date</th>
<th>Transaction Code</th>
<th>Securities Acquired (A) or Disposed Of (D)</th>
<th>Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>/</td>
<td>/</td>
<td>/</td>
<td>/</td>
<td>1,500</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>/</td>
<td>/</td>
<td>/</td>
<td>/</td>
<td>618(1)</td>
</tr>
</tbody>
</table>

By ESOP

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

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date</th>
<th>Deemed Execution Date, if any</th>
<th>Transaction Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed Of (D)</th>
<th>Date Exercisable (DE) and Expiration Date (ED)</th>
<th>Title and Amount of Underlying Securities</th>
<th>Price of Derivative Security at End of Year Reported Transaction(s)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Incentive Stock Option</td>
<td>$</td>
<td>02/07/2003/2(2)</td>
<td>02/05/2012</td>
<td>Class A Common Stock / 18,750</td>
<td>$16.00</td>
<td>18,750</td>
<td>D</td>
<td></td>
</tr>
<tr>
<td>Non-Qualified Stock Option</td>
<td>$</td>
<td>02/07/2003/2(2)</td>
<td>02/05/2012</td>
<td>Class A Common Stock / 31,250</td>
<td>$16.00</td>
<td>31,250</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

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Explanation of Responses:
Restricted stock grant pursuant to the ManTech International Corporation Employee Stock Ownership Plan.

One-third of the total grant vested on 02/07/2003, another one-third will vest on 02/07/2004 and the final one-third will vest on 02/07/2005.

By:     Date:     
/s/ Eugene C. Renzi       02/14/2003
Eugene C. Renzi

** 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).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001
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.