## FORM 4

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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**1. Name and Address of Reporting Person**
Snapper Kurt J

- **(Last)**
- **(First)**
- **(Middle)**

12015 LEE JACKSON HIGHWAY

- **(Street)**
- **(City)**
- **(State)**
- **(Zip)**

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

**3. Date of Earliest Transaction (Month/Day/Year)**
05/06/2004

**4. If Amendment, Date of Original Filed (Month/Day/Year)**
05/06/2004

**5. Relationship of Reporting Person(s) to Issuer**
- **(Check all applicable)**
  - **Director**
  - **Officer (give title below)**
  - **President business unit**

**6. Individual or Joint/Group Filing (Check Applicable Line)**
- **X Form filed by One Reporting Person**
- **X Form filed by More than One Reporting Person**

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

<table>
<thead>
<tr>
<th>Title of Security (Instr. 3)</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>Amount (A) or (D)</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Class A Common Stock</td>
<td>05/04/2004</td>
<td></td>
<td>M</td>
<td>20,000 A</td>
<td>$16</td>
<td>0</td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>05/04/2004</td>
<td></td>
<td>S</td>
<td>20,000 D</td>
<td>$26.19</td>
<td>0</td>
</tr>
</tbody>
</table>

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

<table>
<thead>
<tr>
<th>Title of Derivative Security (Instr. 3)</th>
<th>Conversion or Exercise Price of Derivative Security</th>
<th>Transaction Date (Month/Day/Year)</th>
<th>Deemed Execution Date, if any (Month/Day/Year)</th>
<th>Transaction Code (Instr. 8)</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)</th>
<th>Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>Title of Derivative Security (Instr. 5)</th>
<th>Price of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Employee stock option (right to buy)</td>
<td>$16</td>
<td>05/04/2004</td>
<td></td>
<td>M</td>
<td>20,000</td>
<td>02/06/2003$16 02/05/2012</td>
<td>Class A Common Stock</td>
<td>20,000 $0</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

**Explanation of Responses:**

1. One-third vests on each of the first, second, and third anniversaries of the grant date.

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**Signature of Reporting Person**

Michael R. Putnam, by Power of Attorney

05/06/2004

**Date**

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* Intentional misstatements or omissions of facts constitute Federal Criminal Violations (See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a)).

**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.