FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

1. Name and Address of Reporting Person:
GOLDEN MICHAEL D
C/O MANTECH INTERNATIONAL CORPORATION
12015 LEE JACKSON HIGHWAY
FAIRFAX VA 22033

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

3. Date of Earliest Transaction (Month/Day/Year):
08/13/2003

4. If Amendment, Date of Original Filed:

5. Relationship of Reporting Person(s) to Issuer:
X Director

Form filed by One Reporting Person
Form filed by More than One Reporting Person

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

Form filed by More than One Reporting Person

7. Nature of Indirect Beneficial Ownership (Instr. 4):

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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>2. Transaction Date (Month/Day/Year)</th>
<th>2A. Deemed Execution Date, if any (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 Common Stock</td>
<td>08/13/2003</td>
<td>S</td>
<td>500 D</td>
<td>$23.03 37,653 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td>S</td>
<td>500 D</td>
<td>$23.1 37,153 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td>S</td>
<td>500 D</td>
<td>$23.07 36,653 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td>S</td>
<td>500 D</td>
<td>$23.5 36,153 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td>S</td>
<td>300 D</td>
<td>$23.17 35,853 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/13/2003</td>
<td>S</td>
<td>300 D</td>
<td>$23.2 35,553 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/14/2003</td>
<td>S</td>
<td>300 D</td>
<td>$23.1 35,253 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/15/2003</td>
<td>S</td>
<td>100 D</td>
<td>$23.05 35,153 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Class A Common Stock</td>
<td>08/15/2003</td>
<td>S</td>
<td>600 D</td>
<td>$23.03 34,553 D</td>
<td>D</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>3A. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3 and 4)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Non-Qualified Stock Option (right to buy)</td>
<td>$20.97</td>
<td>08/15/2003</td>
<td>A</td>
<td>5,000</td>
<td>08/15/2003(1) 08/14/2013</td>
<td>Class A Common Stock 5,000</td>
<td>$20.97 5,000 D</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Non-Qualified Stock Option (right to buy)</td>
<td>$16</td>
<td></td>
<td></td>
<td></td>
<td>02/06/2003(2) 02/05/2012</td>
<td>Class A Common Stock 7,000</td>
<td>7,000 7,000 D</td>
<td>D</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

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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 2/06/02 with one-third of the total grant vesting on each of the first three anniversaries of the grant date.

\[\text{/s/ Michael D. Golden} \quad 08/15/2003\]
** Signature of Reporting Person    Date

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.

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