

BREHM WILLIAM K  
Form 4  
May 10, 2006

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BREHM WILLIAM K

2. Issuer Name and Ticker or Trading Symbol  
SRA INTERNATIONAL INC  
[SRX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
04/30/2005

Director  10% Owner  
 Officer (give title below)  Other (specify below)

4350 FAIR LAKES COURT

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

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

FAIRFAX, VA 22033

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Class A Common Stock	04/30/2006		J	V 60,378 (1) D (2)	0 (2)	I	By GRAT II
Class A Common Stock	04/30/2006		J	V 60,378 (1) A (2)	0 (2)	I	By Trust
Class A Common Stock	04/30/2006		G	V 101,051 D (2)	0 (2)	I	By GRAT II
Class A Common	04/30/2006		G	V 101,051 D (2)	0	I	By GRAT II

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Stock									
Class A Common Stock	05/10/2006		M	59,764	A	\$ 3,9355	0 <sup>(2)</sup>	I	By Trust
Class A Common Stock	05/10/2006		M	39,422	A	\$ 4,7685	0 <sup>(2)</sup>	I	By Trust
Class A Common Stock	05/10/2006		M	26,282	A	\$ 4.25	0 <sup>(2)</sup>	I	By Trust
Class A Common Stock	05/10/2006		M	9,406	A	\$ 12.4	0 <sup>(2)</sup>	I	By Trust
Class A Common Stock	05/10/2006		M	5,000	A	\$ 16.795	0 <sup>(2)</sup>	I	By Trust
Class A Common Stock	05/10/2006		C	50,000 <sup>(3)</sup>	A	\$ 0 <sup>(2)</sup>	0 <sup>(2)</sup>	I	By Trust
Class A Common Stock	05/10/2006		F	69,171	D	\$ 32.51	197,391	I	By Trust
Class A Common Stock							1,503	I	By 401(k)

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

**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 control number.**

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(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (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. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title

Stock Option (Right to Buy)	\$ 3.9355	05/10/2006	M	59,764	<u>(4)</u>	06/30/2014	Class A Common Stock	59,764
Stock Option (Right to Buy)	\$ 4.7685	05/10/2006	M	39,422	<u>(4)</u>	06/30/2015	Class A Common Stock	39,422
Stock Option (Right to Buy)	\$ 4.25	05/10/2006	M	26,282	<u>(4)</u>	06/30/2016	Class A Common Stock	26,282
Stock Option (Right to Buy)	\$ 12.4	05/10/2006	M	9,406	<u>(5)</u>	08/15/2017	Class A Common Stock	12,540
Stock Option (Right to Buy)	\$ 16.795	05/10/2006	M	5,000	<u>(6)</u>	08/07/2013	Class A Common Stock	10,000
Class B Common Stock	<u>(7)</u>	05/10/2006	C	50,000	<u>(7)</u>	<u>(2)</u>	Class A Common Stock	50,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BREHM WILLIAM K 4350 FAIR LAKES COURT FAIRFAX, VA 22033	X	X		

## Signatures

/s/ Charles G. Crotty, attorney-in-fact for William K. Brehm 05/10/2006

        Signature of Reporting Person

Date

## Explanation of Responses:

\* 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 and 15 U.S.C. 78ff(a).

(1) Reflects a distribution from GRAT II to the Trust.

(2) Not applicable.

(3) Such shares were converted from Class B common stock to Class A common stock by the Reporting Party.

(4) This stock option is fully exercisable.

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- (5) The options exercised were fully exercisable. The remaining 3,134 options from this grant will vest on 8/15/2006.
- (6) The options exercised were fully exercisable. The remaining 5,000 options from this grant will vest in equal amounts of 2,500 on 8/7/2006 and 8/7/2007.
- (7) Each share of Class B common stock is convertible at any time into one share of Class A common stock.

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.