

**Policy of the ManTech Nominating and Corporate Governance Committee  
Regarding the Consideration of Director Candidates Recommended by Stockholders**

The Nominating and Corporate Governance Committee, which is responsible for the nomination of candidates for appointment or election to the ManTech Board of Directors, has adopted this policy to describe (i) the circumstances pursuant to which it will consider candidates for the Board of Directors who are recommended by ManTech's stockholders, and (ii) the procedures to be followed by such stockholders in submitting their recommendations.

The Nominating and Corporate Governance Committee will consider candidates recommended by ManTech stockholders who beneficially own at the time of the recommendation not less than 1% of the Company's outstanding stock ("*Qualifying Stockholders*").

The Nominating and Corporate Governance Committee generally employs the same evaluation process for all potential director nominees, including candidates for director recommended by a Qualifying Stockholder. However, with respect to a candidate recommended by a Qualifying Stockholder, the Nominating and Corporate Governance Committee will seek and consider information concerning the relationship between the candidate and the recommending Qualifying Stockholder to ensure that the director candidate can effectively represent the interests of all stockholders.

Qualifying Stockholders wishing to recommend candidates to the Nominating and Corporate Governance Committee for its consideration may do so by submitting a completed *Stockholder Recommendation of Candidate for Director Form* by regular mail addressed as follows: ManTech International Corporation Nominating and Corporate Governance Committee c/o ManTech Legal Department, 12015 Lee Jackson Highway, Fairfax, VA 22033-3300. The *Stockholder Recommendation of Candidate for Director Form* is attached at the end of this policy, or may be obtained by mailing a request for a copy of the form to the Corporate Secretary at the address above. In addition to the form, Qualifying Stockholders wishing to make a recommendation must attach a recent and current resume for the candidate that outlines the candidate's (i) educational background, (ii) work experience, (iii) past experience as a board member, (iv) current boards on which the candidate serves, (v) financial training or experience, (vi) leadership experience, and (vii) other business experience and accomplishments, and in addition details the candidate's date of birth, place of residence and citizenship.

The Nominating and Corporate Governance Committee may also request that Qualifying Stockholders provide additional information regarding a recommended candidate, including all of the information regarding the candidate that would be required to be disclosed in ManTech's proxy statement for its annual meeting of stockholders if the candidate were nominated for election as a director, as well as all information regarding the candidate that would be necessary to determine whether the candidate would be deemed independent under the applicable listing standards of the Nasdaq Stock Market.

The Nominating and Corporate Governance Committee requires adequate time to consider a stockholder recommendation and the associated information regarding a candidate. Accordingly, stockholders who wish to recommend a nominee for election as director at the next annual meeting of stockholders should submit a completed form not later than 120 days prior to the one-year anniversary of the date the proxy statement for the preceding annual meeting was released to stockholders.

Candidates recommended by Qualifying Stockholders will generally be evaluated by the Nominating and Corporate Governance Committee pursuant to the same process used for evaluation of all other director candidates, as described in our public filings with the SEC and on our website. However, the Nominating and Corporate Governance Committee will not evaluate a candidate recommended by a Qualifying Stockholder unless and until the Qualifying Stockholder advises the Company that the potential candidate has indicated a willingness to serve as a director, comply with the expectations and requirements for Board service (as publicly disclosed by the Company), and provide all of the information required to conduct an evaluation. Furthermore, the Nominating and Corporate Governance Committee may consider the extent to which the Qualifying Stockholder intends to continue holding its interest in the Company, including, in the case of nominees recommended for election at an annual meeting of stockholders, whether the recommending Qualifying Stockholder intends to continue holding its interest at least through the time of such annual meeting.

In addition to making a recommendation to the Nominating and Corporate Governance Committee, stockholders who wish to nominate a person for election as a director at the next annual meeting may do so in accordance with the procedures contained in Section 2.6(e) of the Company's bylaws (such provisions are also described in the Company's most recent proxy statement), either in addition to, or in lieu of, making a recommendation to the Nominating and Corporate Governance Committee.

*Last modified in January 2012*

**Qualifying Stockholder Recommendation of Candidate for Director**

Name of Stockholder:

Number of Shares Held by the Stockholder:

*Note: If the shares are not held in the stockholder's name, evidence that the stockholder is the beneficial owner of the shares must be provided.*

Name of Candidate the Stockholder wants the Nominating and Corporate Governance Committee to consider:

Date of Submission:

Has the Candidate agreed to have his/her name submitted for consideration and to provide the Nominating and Corporate Governance Committee all information needed to conduct its evaluation:

Has the Candidate agreed to abide by all of the requirements for Board membership established by ManTech's Nominating and Corporate Governance Committee:

Candidate's Contact Information:

Mailing Address:

E-mail address:

Phone Number:

Fax number:

Please attach a recent and current biography/resume of the Candidate, outlining (at a minimum), the Candidate's (i) educational background, (ii) work experience, (iii) past experience as a board member, (iv) current boards on which the candidate serves, (v) financial training or experience,

(vi) leadership experience, and (vii) other business experience and accomplishments, and that, in addition, details the Candidate's date of birth, place of residence and citizenship.

Please describe why the Stockholder believes the Candidate should be elected as a director of ManTech:

Please describe in detail all past and current relationships between the Candidate and the Stockholder, including any family relationship, any business relationship, any employment relationship, any charitable relationship, any investment relationship, etc.

**Please mail the completed form and attached information to the ManTech International Corporation Nominating and Corporate Governance Committee c/o ManTech Legal Department, 12015 Lee Jackson Highway, Fairfax, VA 22033-3300.**