AECOM TECHNOLOGY CORP
Form 4
December 17, 2010

FORM 4

OMB APPROVAL

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

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 *
RUTLEDGE WILLIAM P

(Last) (First) (Middle)

C/O AECOM TECHNOLOGY CORPORATION, 555 S. FLOWER STREET, SUITE 3700

(Street)

LOS ANGELES, CA 90071

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
AECOM TECHNOLOGY CORP [ACM]

3. Date of Earliest Transaction (Month/Day/Year)
12/15/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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			
Common Stock	12/15/2010		A (1)		64,351	A	(2)	84,118	I	by William Rutledge Trust
Common Stock	12/15/2010		S (3)		156	D	$ 28.24	83,962	I	by William Rutledge Trust
Common Stock	12/15/2010		S (3)		307	D	$ 28.23	83,655	I	by William

									Rutledge Trust
Common Stock	12/15/2010		S(3)	86	D	$ 28.22	83,569	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	459	D	$ 28.21	83,110	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	259	D	$ 28.19	82,851	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	193	D	$ 28.18	82,658	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	583	D	$ 28.17	82,075	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	1,030	D	$ 28.16	81,045	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	941	D	$ 28.15	80,104	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	486	D	$ 28.14	79,618	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	455	D	$ 28.13	79,163	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	255	D	$ 28.12	78,908	I	by William Rutledge Trust
Common Stock	12/15/2010		S(3)	741	D	$ 28.11	78,167	I	by William Rutledge

									Trust
Common Stock	12/15/2010		S[(3)]	178	D	$ 28.1	77,989	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	766	D	$ 28.09	77,223	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	359	D	$ 28.08	76,864	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	436	D	$ 28.07	76,428	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	180	D	$ 28.06	76,248	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	152	D	$ 28.05	76,096	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	664	D	$ 28.04	75,432	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	180	D	$ 28.03	75,252	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	688	D	$ 28.02	74,564	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	257	D	$ 28.01	74,307	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]	178	D	$ 28	74,129	I	by William Rutledge Trust

Common Stock	12/15/2010		S[(3)]		52	D	$ 27.99	74,077	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]		435	D	$ 27.98	73,642	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]		638	D	$ 27.97	73,004	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]		515	D	$ 27.95	72,489	I	by William Rutledge Trust
Common Stock	12/15/2010		S[(3)]		848	D	$ 27.94	71,641	I	by William Rutledge Trust

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

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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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock	[(2)]	12/15/2010		M			64,351	12/15/2010	12/15/2010	Common Stock	64,351

Reporting Owners

Reporting Owner Name / Address	Relationships

	Director	10% Owner	Officer	Other
RUTLEDGE WILLIAM P C/O AECOM TECHNOLOGY CORPORATION 555 S. FLOWER STREET, SUITE 3700 LOS ANGELES, CA 90071	X			

Signatures

/s/ David Y. Gan, Attorney-in-Fact	12/17/2010
**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)	On December 15, 2010, all of the reporting person's common stock units were settled for shares of AECOM common stock in connection with the termination of the AECOM Deferred Compensation Plan. The amount reported reflects the number of shares received by the reporting person after applicable tax withholding.
(2)	Each common stock unit was the economic equivalent of one share of AECOM common stock.
(3)	The sales in this Form 4 were made pursuant to an election to sell shares to assist with the tax liability associated with the settlement of the common stock units.

Remarks:

1 of 2

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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