

AECOM TECHNOLOGY CORP

Form 4

January 19, 2011

FORM 4**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Burke Michael S

(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)
01/14/2011

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
EVP, CFO

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)
Common Stock	01/14/2011		S ⁽¹⁾	20,000 D	\$ 27.47 68,094	D	
Common Stock	01/18/2011		S ⁽¹⁾	10,000 D	\$ 28 58,094	D	
Common Stock					23,187.837	I	by Merrill Lynch under AECOM Retirement & Savings

Plan (RSP)

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

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	(2)					(3)	(3)	Common Stock	14,203
Restricted Stock Unit	(2)					(4)	(4)	Common Stock	20,450
Restricted Stock Unit	(2)					(5)	(5)	Common Stock	22,695
Employee Stock Option	\$ 12.405					09/30/2006	10/03/2012	Common Stock	20,000
Employee Stock Option	\$ 23.94					(6)	12/01/2015	Common Stock	41,770
Employee Stock Option	\$ 24.45					(7)	12/02/2016	Common Stock	58,140
Employee Stock Option	\$ 27.54					(8)	12/08/2017	Common Stock	66,561

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

Burke Michael S
C/O AECOM TECHNOLOGY CORPORATION
555 S. FLOWER STREET, SUITE 3700
LOS ANGELES, CA 90071

EVP,
CFO

Signatures

/s/ David Y. Gan, Attorney-in-Fact for Michael S.
Burke

01/19/2011

__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) The sales in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted on December 14, 2010.
- (2) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (3) The restricted stock units vest in December 2011.
- (4) The restricted stock units vest in December 2012.
- (5) The restricted stock units vest in December 2013.
- (6) The option vests in three equal annual installments beginning on December 1, 2009.
- (7) The option vests in three equal annual installments beginning on December 2, 2010.
- (8) The option vests in three equal annual installments beginning on December 8, 2011.

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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