

AECOM TECHNOLOGY CORP
 Form 4
 May 05, 2008

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 *
 Royer James R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 05/01/2008

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 EVP, Chief Operating Officer

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

(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

LOS ANGELES, CA 90071

(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				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	Price			
Common Stock	05/01/2008		M		30,000	A \$ 4.99	279,837	D	
Common Stock	05/01/2008		M		40,000	A \$ 8.36	319,837	D	
Common Stock	05/01/2008		S ⁽¹⁾		500	D \$ 28.05	319,337	D	
Common Stock	05/01/2008		S ⁽¹⁾		100	D \$ 28.04	319,237	D	
	05/01/2008		S ⁽¹⁾		100	D	319,137	D	

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Common Stock						\$ 28.03		
Common Stock	05/01/2008	S ⁽¹⁾	100	D		\$ 28.02	319,037	D
Common Stock	05/01/2008	S ⁽¹⁾	400	D		\$ 28.01	318,637	D
Common Stock	05/01/2008	S ⁽¹⁾	68,800	D		\$ 28	249,837	D
Common Stock							23,738.877	I

by U.S. Trust 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 Number Shares
Employee Stock Option	\$ 4.99	05/01/2008		M	30,000	08/20/2003	08/20/2008	Common Stock	30,000
Employee Stock Option	\$ 8.36	05/01/2008		M	40,000	12/31/2005	11/15/2008	Common Stock	40,000
Employee Stock Option	\$ 5.455					08/19/2004	08/19/2009	Common Stock	30,000
Employee Stock Option	\$ 7.84					12/31/2005	11/21/2009	Common Stock	40,000

Employee Stock Option	\$ 9.755	09/30/2006	11/20/2010	Common Stock	50,0
Common Stock Unit	(2)	(2)	(2)	Common Stock	333,66

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Royer James R C/O AECOM TECHNOLOGY CORPORATION 555 S. FLOWER STREET, SUITE 3700 LOS ANGELES, CA 90071			EVP, Chief Operating Officer	

Signatures

/s/ David Y. Gan, Attorney-in-Fact for James R.
Royer

05/05/2008

__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 reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 10, 2008.
- (2) Each common stock unit is the economic equivalent of one share of AECOM 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.