

AECOM TECHNOLOGY CORP
 Form 4
 January 19, 2012

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 *
OUCHI WILLIAM G

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)
01/17/2012

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

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 (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)		
				(A) or (D)	Price				
				Code	V	Amount			
Common Stock	01/17/2012		M		6,000	A	\$ 11.29 7,744	D	
Common Stock	01/17/2012		M		10,000	A	\$ 12.535 17,744	D	
Common Stock	01/17/2012		S ⁽¹⁾		16,000	D	\$ 21.95 1,744	D	
Common Stock							59,000	I	William G Ouchi TR UA

11/01/1980
Money
Purchase
Plan Trust

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
Stock Option	\$ 11.29	01/17/2012		M		6,000		09/03/2005	03/03/2012	Common Stock	6,000
Stock Option	\$ 12.535	01/17/2012		M		10,000		09/02/2006	03/02/2013	Common Stock	10,000
Stock Option	\$ 15.405							09/02/2007	03/02/2014	Common Stock	10,000
Stock Option	\$ 27							08/28/2008	02/28/2015	Common Stock	10,000
Common Stock	\$ 21.01							03/05/2010	03/05/2016	Common Stock	10,000
Stock Option	\$ 28.67							03/05/2011	03/05/2017	Common Stock	4,956
Stock Option	\$ 28.44							03/03/2012	03/03/2018	Common Stock	5,160
Restricted Stock Unit	(2)							(3)	(3)	Common Stock	1,759

Reporting Owners

Relationships

Reporting Owner Name / Address

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

X

Signatures

/s/ Preston Hopson, Attorney-in-Fact for William G.
Ouchi

01/19/2012

__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 made pursuant to a 10b5-1 trading plan adopted on December 14, 2011.
- (2) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (3) The restricted stock units vest on March 3, 2012.

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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