

AECOM TECHNOLOGY CORP

Form 4

December 22, 2008

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB  
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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 \*  
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)  
12/18/20084. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
EVP, CFO & CCO6. Individual or Joint/Group Filing(Check  
Applicable Line)  
☒ 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	12/18/2008		S <sup>(1)</sup>		2,000	D	\$ 30.5	13,000	I	by Burke Living Trust
Common Stock	12/18/2008		S <sup>(1)</sup>		200	D	\$ 30.5	12,800	I	by Burke Living Trust
Common Stock	12/18/2008		S <sup>(1)</sup>		3,000	D	\$ 30.25	9,800	I	by Burke Living Trust
Common Stock	12/18/2008		S <sup>(1)</sup>		2,000	D	\$ 30.3	7,800	I	by Burke Living Trust
	12/18/2008		S <sup>(1)</sup>		2,800	D	\$ 29.65	5,000	I	

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Common Stock								by Burke Living Trust
Common Stock	12/18/2008	S <sup>(1)</sup>	2,000	D	\$ 29.0059	3,000	I	by Burke Living Trust
Common Stock	12/18/2008	S <sup>(1)</sup>	3,000	D	\$ 28.7866	0	I	by Burke Living Trust
Common Stock						31,404.489	I	by Fidelity Management Trust Company under AECOM Retirement & Savings Plan (RSP)
Common Stock						12,614	D	

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
Common Stock Unit	(2)							(2)	(2)	Common Stock	65,140.331
Restricted Stock Unit	(3)							(4)	(4)	Common Stock	14,203
Employee Stock Option	\$ 12.405							09/30/2006	10/03/2012	Common Stock	20,000

Employee					
Stock	\$ 23.94	(5)	12/01/2015	Common	41,770
Option				Stock	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	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 & CCO	

## Signatures

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

12/22/2008

\_\_\_\_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 in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted on November 18, 2008.
- (2) Each common stock unit is the economic equivalent of one share of AECOM common stock.
- (3) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (4) The restricted stock units vest in December 2011.
- (5) The option vests in three equal annual installments beginning on December 1, 2009.

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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