

AECOM TECHNOLOGY CORP

Form 4

May 05, 2008

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 *
Royer James R

(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)
05/01/2008

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 below) ____ Other (specify below)
EVP, Chief Operating Officer

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	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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SEC 1474
(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.
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