

AECOM TECHNOLOGY CORP

Form 4

March 27, 2013

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
NEWMAN RICHARD G

(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)
03/25/2013

4. 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)

6. 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	03/25/2013		S <u>(1)</u>		55,000	D	\$ 32.6778 <u>(2)</u>	89,931	I	by C&R Newman Family Foundation
Common Stock	03/25/2013		S <u>(1)</u>		30,000	D	\$ 32.6778 <u>(2)</u>	27,065	I	by R&C Newman Partnership LP
Common Stock	03/25/2013		S <u>(1)</u>		40,000	D	\$ 32.6778	317,997	I	by R&C Newman

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(2)

				Revocable Trust
				by Christine H Newman TTEE U/A DTD 12/15/2010 Christine H Newman 2010 GRAT
Common Stock	43,777	I		
				by Richard G Newman TTEE U/A DTD 12/15/2010 Richard G Newman 2010 GRAT
Common Stock	43,777	I		
				by Christine H Newman TTEE U/A DTD 8/15/2011 Christine H Newman 2011 GRAT
Common Stock	58,613	I		
				by Richard G Newman TTEE U/A DTD 8/15/2011 Richard G Newman 2011 GRAT
Common Stock	58,613	I		
				by RGN 2012 Spousal Trust
Common Stock	170,160	I		

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

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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)		8. F	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 23.94							<u>(3)</u>	12/01/2015	Common Stock	49,141
Employee Stock Option	\$ 24.45							<u>(4)</u>	12/02/2016	Common Stock	15,989
Employee Stock Option	\$ 25.38							03/31/2011	05/28/2017	Common Stock	14,558
Employee Stock Option	\$ 28.44							03/03/2012	03/03/2018	Common Stock	13,416
Restricted Stock Unit	<u>(5)</u>							<u>(6)</u>	<u>(6)</u>	Common Stock	3,537

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NEWMAN RICHARD G C/O AECOM TECHNOLOGY CORPORATION 555 S. FLOWER STREET, SUITE 3700	X			

LOS ANGELES, CA 90071

Signatures

/s/ David Y. Gan, Attorney-in-Fact for Richard G.
Newman

03/27/2013

__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 February 21, 2013.

This transaction was executed in multiple trades at prices ranging from \$32.30 to \$33.05. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.

(3) The option vested in three equal annual installments beginning on December 1, 2009.

(4) The option vested in three equal annual installments beginning on December 2, 2010.

(5) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.

(6) The restricted stock units vest on March 7, 2014.

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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