

AECOM TECHNOLOGY CORP  
 Form 4  
 December 10, 2010

**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 \*  
 Osborne Ronald E

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)  
 12/08/2010

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 Vice President, Controller

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-----------------------------------|
|                                 |                                      |                                                    | Code                           | V Amount (D) Price                                                |                                                                                               |                                                          |                                   |
| Common Stock                    | 12/10/2010                           |                                                    | S <sup>(1)</sup>               | 15,000 D \$ 28                                                    | 5,222                                                                                         | D                                                        |                                   |

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)**

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| 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 Security (Instr. 3 and 4) | Amount of Underlying Security |                               |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|-------------------------------|-------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable                                         | Expiration Date                                             | Title                         | Amount of Underlying Security |
| Employee Stock Option                      | \$ 10.335                                              | 12/10/2010                           |                                                    | M                              |                                                                                         | 09/30/2006                                               | 03/01/2011                                                  | Common Stock                  | 15,000                        |
| Restricted Stock Unit                      | (2)                                                    | 12/08/2010                           |                                                    | A                              | 2,724                                                                                   | (3)                                                      | (3)                                                         | Common Stock                  | 2,724                         |
| Restricted Stock Unit                      | (2)                                                    |                                      |                                                    |                                |                                                                                         | (4)                                                      | (4)                                                         | Common Stock                  | 1,000                         |
| Restricted Stock Unit                      | (2)                                                    |                                      |                                                    |                                |                                                                                         | (5)                                                      | (5)                                                         | Common Stock                  | 2,000                         |
| Employee Stock Option                      | \$ 10.39                                               |                                      |                                                    |                                |                                                                                         | 09/30/2006                                               | 12/02/2011                                                  | Common Stock                  | 8,000                         |
| Common Stock Unit                          | (6)                                                    |                                      |                                                    |                                |                                                                                         | (6)                                                      | (6)                                                         | Common Stock                  | 364                           |

## Reporting Owners

| Reporting Owner Name / Address                                                                                    | Relationships |           |                            |       |
|-------------------------------------------------------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
|                                                                                                                   | Director      | 10% Owner | Officer                    | Other |
| Osborne Ronald E<br>C/O AECOM TECHNOLOGY CORPORATION<br>555 S. FLOWER STREET, SUITE 3700<br>LOS ANGELES, CA 90071 |               |           | Vice President, Controller |       |

## Signatures

/s/ David Y. Gan, Attorney-in-Fact for Ronald E. Osborne  
12/10/2010

\_\_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 on this Form 4 were made pursuant to a 10b5-1 trading plan adopted on September 15, 2010.
- (2) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (3) The restricted stock units vest in December 2013.
- (4) The restricted stock units vest in December 2011.

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- (5) The restricted stock units vest in December 2012.
- (6) 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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