

AECOM TECHNOLOGY CORP
 Form 4
 March 05, 2014

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 *
 NEWMAN RICHARD 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)
 03/03/2014

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 Ownership (Instr. 4) | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-------------------------------|
| | | | | (A) or (D) | Price | | | | |
| | | | | Code | V | Amount | | | |
| Common Stock | 03/03/2014 | | S ⁽¹⁾ | 10,000 | D | \$ 31.2829 (2) | 140,160 | I | by RGN 2012 Spousal Trust |
| Common Stock | | | | | | | 261,423 | I | by R&C Newman Revocable Trust |
| Common Stock | | | | | | | 14,931 | I | by C&R Newman |

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| | | | |
|--------------|-----------------------|---|--|
| Common Stock | 39,145 | I | Family Foundation by Richard G Newman TTEE U/A DTD 8/15/2011 Richard G Newman 2011 GRAT |
| Common Stock | 39,145 | I | by Christine H Newman TTEE U/A DTD 8/15/2011 Christine H Newman 2011 GRAT |
| Common Stock | 17,065 | I | by R&C Newman Partnership LP |
| Common Stock | 43,777 | I | 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 | 10,000 ⁽³⁾ | I | by John E. Newman (son) |

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option | \$ 23.94 | | | | | (4) 12/01/2015 | Common Stock | 49,141 |
| Employee Stock Option | \$ 24.45 | | | | | (5) 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 | (6) | | | | | (7) (7) | Common Stock | 3,537 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--------------------------------|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| | X | | | |

NEWMAN RICHARD G
C/O AECOM TECHNOLOGY CORPORATION
555 S. FLOWER STREET, SUITE 3700
LOS ANGELES, CA 90071

Signatures

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

03/05/2014

__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 13, 2013.
This transaction was executed in multiple trades at prices ranging from \$31.00 to \$ 31.50. The price reported above reflects the weighted
(2) 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 reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (4) The option vested in three equal annual installments beginning on December 1, 2009.
- (5) The option vested in three equal annual installments beginning on December 2, 2010.
- (6) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (7) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.