

AECOM TECHNOLOGY CORP

Form 4

November 25, 2014

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
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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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, 1999 AVENUE
OF THE STARS, SUITE 2600

(Street)

LOS ANGELES, CA 90067

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
AECOM TECHNOLOGY CORP
[ACM]

3. Date of Earliest Transaction
(Month/Day/Year)
11/21/2014

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 | 11/21/2014 | | S(1) | | 10,000 | D | \$ 33.9 |
| | | | | | | | 191,427 |
| | | | | | | | I |
| Common Stock | | | | | | | 22,422 |
| | | | | | | | I |
| | | | | | | | by R&C Newman Revocable Trust |
| | | | | | | | by Richard G Newman TTEE U/A DTD 8/15/2011 Richard G |

Newman
2011
GRAT

by Christine
H Newman
TTEE U/A
DTD
8/15/2011
Christine H
Newman
2011
GRAT

Common
Stock

22,422

I

Common
Stock

15,636 (2)

I

by John E.
Newman
(son)

Common
Stock

60,000

I

Richard G
Newman
2014
GRAT

Common
Stock

60,000

I

Christine H
Newman
2014
GRAT

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) | 8. Fair Value of Derivative Security (Instr. 3) | |
|---|--|---|---|--------------------------------------|--|--|---|---|-------------------------------------|
| | | | | Code | V | (A) | (D) | | |
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Employee Stock | \$ 23.94 | | | | | (3) | 12/01/2015 | Common Stock | 49,141 |

Option

| | | | | | |
|-----------------------------|----------|------------|------------|-----------------|--------|
| Employee Stock Option | \$ 24.45 | (4) | 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 | (5) | (6) | (6) | Common Stock | 4,112 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|--------------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NEWMAN RICHARD G C/O AECOM TECHNOLOGY CORPORATION 1999 AVENUE OF THE STARS, SUITE 2600 LOS ANGELES, CA 90067 | X | | | |

Signatures

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

11/25/2014

**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 August 24, 2014.
 - (2) 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.
 - (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 5, 2015.

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.