SEC Form 4

Common Stock

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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Section 16. Form 4 or Form 5	
bligations may continue. See	
nstruction 1(b).	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*				2. Issuer Name and Ticker or Trading Symbol <u>AECOM</u> [ACM]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
Rudd Troy			-		L				2	C Director	10%	owner	
(Last) (First) (Middle)				3. Date of Earliest Transaction (Month/Day/Year) 08/15/2023						C Officer (give title below)	e Othe belo	er (specify w)	
C/O AECOM			ľ							CHIEF EXECUTIVE OFFICER			
13355 NOEL RD, SUITE 400			4	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)			
(Street)									2	Form filed by O	ne Reporting Pe	erson	
DALLAS	TX	75240								Form filed by M Person	lore than One R	eporting	
(City)	(State)	(Zip)		Rule 10b5-1(c) Transaction Indication									
				X Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.									
		Table I - N	lon-Derivati	ive Securities Ac	quire	d, D	isposed of	f, or B	eneficially	y Owned			
Date			2. Transaction Date (Month/Day/Ye	Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 an					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150. 4)	
Common Stock	۲		08/15/2023	3	M ⁽¹⁾		49,071	A	\$0 ⁽¹⁾	232,308	D		
Common Stock	۲		08/15/2023	3	M ⁽²⁾		53,097	A	\$38.72	285,405	D		
Common Stock	r		08/15/202	2	F (3)		21 366	П	\$87.88	264 039	р		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Own	ed
(e.g., puts, calls, warrants, options, convertible securities)	

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G V

64,792

13.305

800

1. Title of 3. Transaction 3A. Deemed 5. Number 6. Date Exercisable and 7. Title and Amount 8. Price of 9. Number of 10. Ownership 11. Nature Conversion Transaction Execution Date. Derivative Date Expiration Date of Securities Derivative derivative of Indirect (Month/Dav/Year) Derivative Underlying Derivative Security (Instr. 3 and 4) (Month/Dav/Year) Security or Exercise if anv Code (Instr. Security Securities Form: Beneficial (Instr. 3) Price of Derivative (Month/Day/Year) 8) Securities Acquired (Instr. 5) Beneficially Owned Direct (D) Ownership (Instr. 4) or Indirect (A) or Security Following (I) (Instr. 4) Reported Transaction(s) Disposed of (D) (Instr 3. 4 and 5) (Instr. 4) Amount or Number Date Exercisable Expiration Shares Code v (A) (D) Date Title Restricted Commoi (1) 08/15/2023 М 49.071 (1) (1) 49,071 \$0⁽¹⁾ 0 D Stock Stock Units Employee Common \$38.72 08/15/2023 М 53,097 (2) 08/15/2027 53,097 \$0⁽²⁾ 106,194 D Stock Stock Option

Explanation of Responses:

1. Each restricted stock unit represented a contingent right to receive, upon vesting, one share of the Issuer's common stock. On August 15, 2023, the restricted stock units vested and were settled for an equal number of shares of the Issuer's common stock.

2. Represents the exercise of a stock option that was exercisable in equal tranches subject to (A) Mr. Rudd's continued employment with the Issuer through the first, second, third, fourth and fifth anniversaries of the 8/15/2020 option grant date, and (B) the volume-weighted average prices of AECOM's common stock on the New York Stock Exchange during any consecutive 20 trading day period exceeding certain price hurdles. The exercise of the stock options reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2023.

3. Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations in connection with the vesting of the restricted stock units.

08/15/2023

08/15/2023

12/22/2022

4. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$87.74 to \$88.73 the majority of which were sold to satisfy the option exercise price and related taxes. The Reporting Person undertakes to provide to the Issuer, any security holder, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the range noted in this footnote. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2023.

5. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$88.74 to \$89.42 the majority of which were sold to satisfy the option exercise price and related taxes. The Reporting Person undertakes to provide to the Issuer, any security holder, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the range noted in this footnote. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2023.

Matt Benson, Attorney-in-Fact for Troy Rudd

\$88.22(4)

\$88.89(5)

\$0

199,247

185.942

185.142

1,270

D

D

D

I

by Merrill Lynch under AECOM

Retirement & Savings Plan (RSP)

D

D

D

<u>ct</u> <u>08/17/2023</u>

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.