SEC Form 4

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

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

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1. Name and Address of Reporting Person [*] OUCHI WILLIAM G			2. Issuer Name and Ticker or Trading Symbol <u>AECOM</u> [ACM]		tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner				
(Last) C/O AECOM) AECOM		3. Date of Earliest Transaction (Month/Day/Year) 02/02/2015	A	Officer (give title below)	Other (specify below)			
1999 AVENUE OF THE STARS, SUITE 2600			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) LOS ANGELES	CA	90067		X	Form filed by One Repo Form filed by More thar Person	Ŭ			
(City)	(State)	(Zip)							

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction 2A. Deemed 3. 4. Securities Acquired (A) o Date Execution Date, Transaction Disposed Of (D) (Instr. 3, 4 a) (Month/Day/Year) if any Code (Instr. 5)		3, 4 and Securities Beneficially		6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial				
		(Month/Day/Year)	8) Code	v	Amount	(A) or (D)	Price	Owned Following Reported Transaction(s) (Instr. 3 and 4)	(l) (Instr. 4)	Ownership (Instr. 4)
Common Stock	02/02/2015		М		10,000	A	\$21.01	10,000	D	
Common Stock	02/02/2015		S ⁽¹⁾		10,000	D	\$25.59	0	D	
Common Stock								59,000	I	William G Ouchi TR UA 11/01/1980 Money Purchase Plan Trust

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. Transa Code (8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option	\$21.01	02/02/2015		м			10,000	03/05/2010	03/05/2016	Common Stock	10,000	\$0	0	D	
Stock Option	\$28.67							03/05/2011	03/05/2017	Common Stock	4,956		4,956	D	
Stock Option	\$28.44							03/03/2012	03/03/2018	Common Stock	5,160		5,160	D	
Restricted Stock Unit	(2)							(3)	(3)	Common Stock	4,112		4,112	D	

Explanation of Responses:

1. The sales in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted on March 2, 2012.

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

3. The restricted stock units vest on March 5, 2015.

/s/ Preston Hopson, Attorney-02/04/2015 in-Fact for William G. Ouchi

** 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.