

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

## OMB APPROVAL

OMB Number: 3235-0287  
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1. Name and Address of Reporting Person *			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
<u>Dionisio John M</u>			<u>AECOM</u> [ <u>ACM</u> ]			<input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Executive Chairman</u>		
(Last) (First) (Middle)			3. Date of Earliest Transaction (Month/Day/Year)					
<u>C/O AECOM</u>			<u>01/08/2015</u>					
<u>1999 AVENUE OF THE STARS, SUITE 2600</u>								
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
<u>LOS ANGELES CA 90067</u>						<input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
(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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/08/2015		s <sup>(1)</sup>		185	D	\$30	154,948	I	by John M Dionisio Family Irrevocable Trust
Common Stock								71,352	D	
Common Stock								87,859.2665	I	by Merrill Lynch under AECOM Retirement & Savings Plan (RSP)

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 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)
							Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$23.94						(2)	12/01/2015	Common Stock	98,281		98,281	D	
Employee Stock Option	\$24.45						(3)	12/02/2016	Common Stock	145,349		145,349	D	
Employee Stock Option	\$27.54						(4)	12/08/2017	Common Stock	4,083		4,083	D	
Restricted Stock Unit	(5)						(6)	(6)	Common Stock	107,903		107,903	D	
Restricted Stock Unit	(5)						(7)	(7)	Common Stock	84,209		84,209	D	

## Explanation of Responses:

- The sales in this Form 4 were made pursuant to a 10b5-1 trading plan adopted on December 4, 2014.
- The options vested in three equal annual installments beginning on December 1, 2009.
- The options vested in three equal annual installments beginning on December 2, 2010.
- The options vested in three equal annual installments beginning on December 8, 2011.
- Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- The restricted stock units vest in December 2015.
- The restricted stock units vest in December 2016.

/s/ Preston Hopson, Attorney- 01/13/2015

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.**