

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

**CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): **March 10, 2015**

AECOM

(Exact name of Registrant as specified in its charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-33447
(Commission
File Number)

61-1088522
(I.R.S. Employer
Identification No.)

**1999 Avenue of the Stars, Suite 2600
Los Angeles, California 90067**
(Address of Principal Executive Offices, including Zip Code)

Registrant's telephone number, including area code **(213) 593-8000**

Not Applicable
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01. Regulation FD Disclosure.

A copy of materials that will be used in investor meetings beginning March 10, 2015 is attached to this Current Report on Form 8-K as Exhibit 99.1. These materials are dated March 10, 2015 and the Company disclaims any obligation to correct or update these materials in the future.

The information contained in this Current Report Form 8-K that is furnished under this Item 7.01 is being furnished pursuant to Item 7.01 of Form 8-K and shall not be deemed to be "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

99.1 Investor Presentation dated March 10, 2015.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereto duly authorized.

Dated: March 10, 2015

By: /s/ DAVID Y. GAN

David Y. Gan

Senior Vice President, Assistant General Counsel

3

EXHIBIT INDEX

Exhibit

99.1 Investor Presentation dated March 10, 2015.

4

AECOM
March 2015



The Crescent, Baku, Azerbaijan

AECOM

Safe Harbor

Except for historical information contained herein, this presentation contains "forward-looking statements." All statements other than statements of historical fact are "forward-looking statements" for purposes of federal and state securities laws, including any projections of earnings, revenue or other financial items; any statements of the plans, strategies and objectives of management for future operations; any statements concerning proposed new services or developments; any statements regarding future economic conditions or performance; any statements of belief, and any statements of assumptions underlying any of the foregoing. Forward-looking statements may include the words "may," "will," "estimate," "intend," "continue," "believe," "expect" or "anticipate" and other similar words.

Although we believe that the expectations reflected in any of our forward-looking statements are reasonable, actual results could differ materially from those projected or assumed in any of our forward-looking statements. Our future financial condition and results of operations, as well as any forward-looking statements, are subject to change and to inherent risks and uncertainties, such as those disclosed in this presentation. Important factors that could cause our actual results, performance and achievements, or industry results to differ materially from estimates or projections contained in forward-looking statements include, among others, the following:

- uncertainties related to appropriations for funding of, or issuing notices to proceed under, government contracts;
- our relationships with governmental agencies that may modify, curtail or terminate our contracts;
- delays in the completion of the budget process of the U.S. government could delay procurement of our services;
- potential adjustments to government contracts which are subject to audits to determine reimbursable contract costs;
- adverse results from losses under fixed-price contracts;
- limited control over operations run through our joint venture entities;
- misconduct by our employees or consultants or our failure to comply with laws or regulations applicable to our business;
- current deficits in our defined benefit plans could grow in the future and create additional costs;
- exposure to legal, political and economic risks in different countries as well as currency exchange rate fluctuations;
- risks related to security in international locations;
- failure to successfully execute our merger and acquisition strategy;
- the need to retain the continued services of our key technical and management personnel and to identify and hire additional qualified personnel;
- uncertainties about security clearances for our employees;
- the competitive nature of our business;
- our liability and insurance policies may not provide adequate coverage;
- our leveraged position and ability to service our debt;
- unexpected adjustments and cancellations related to our backlog;
- dependence on other contractors or subcontractors who could fail to satisfy their obligations;
- systems and information technology interruption;
- changing client preferences/demands, fiscal position and payment patterns; and
- the continuing economic downturn in the U.S. and international markets and tightening of the global credit markets.

Additional factors that could cause actual results to differ materially from our forward-looking statements are set forth in our Quarterly Report on Form 10-Q for the period ended December 31, 2014, and our other filings with the Securities and Exchange Commission. We do not intend, and undertake no obligation, to update any forward-looking statement.

Non-GAAP Measures

Certain measures contained in these slides and related presentation are not measures calculated in accordance with generally accepted accounting principles (GAAP). They should not be considered a replacement for GAAP results. Non-GAAP financial measures appearing in these slides are identified in the footnotes. A reconciliation of these non-GAAP measures to the most directly comparable GAAP financial measures is incorporated in our press release on the Investors section of our Web site at: <http://investors.aecom.com>.

A Leading Global Engineering and Construction Services Company

Vision: Become the world's leading fully integrated infrastructure firm.

- Leading provider of infrastructure services with skillsets enhanced through the URS combination.
- Services span the life-cycle of a project from **conception and financing through design, construction, and management services.**
- **Global** footprint to deliver services to our 25,000 clients and support multinational clients anywhere in the world.
- **Lower risk** contract mix and **widely diversified** end-market exposure lowers earnings volatility and produces consistent cash flow.
- Proven track record of disciplined **capital allocation** priorities.



Grand Central Terminal East Side Access
New York, New York, U.S.A.

Q1 FY15 Operational Achievements

Delivered on cash and debt reduction:

- Generated \$253 million of free cash flow and reduced debt by ~\$350 million¹.

Returned to positive organic growth:

- Delivered 3% constant currency organic revenue growth led by Construction Services (+25%) and improved DCS performance.

Americas Design recovery progressing.

- Organic backlog grew QoQ and YoY.
- End-market trends remain supportive of a continued recovery.

Private sector construction remains strong.

- Building Construction backlog increased QoQ and YoY.

APAC backlog increased by double digits YoY.

- Markets including Hong Kong remain committed to infrastructure development.

Federal diversification continued.

- \$5+ billion of bids being evaluated by customers.



¹ Subsequent to the URS acquisition.

URS Integration Update

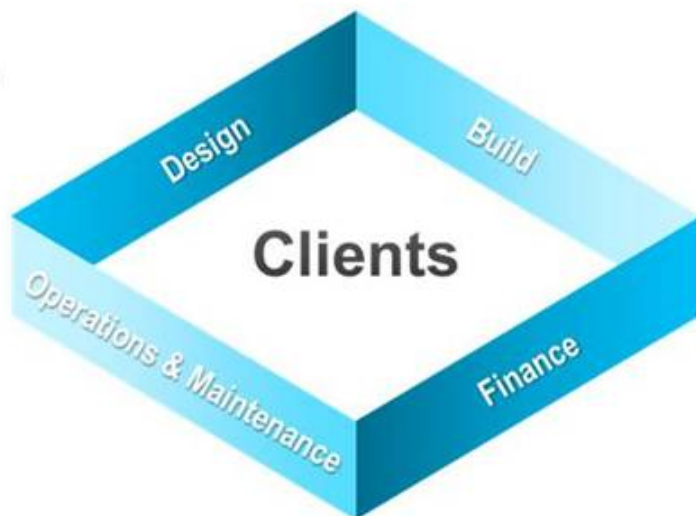
We are executing against our plan to deliver synergies, leverage growth opportunities, and reduce our debt.

\$275 million total synergy target on track.

- Making progress on labor, non-labor, and real estate savings.
- Accelerating real estate synergies.
- Attractive financial returns on cash outlays to achieve synergies.
- Expect to deliver \$110 million of synergy savings in FY2015.

Pursuing substantial growth opportunities.

- Expanded private sector offering.
- Enhanced capabilities to leverage global platform.



Cash Generation and Capital Allocation Highlights

Q1 FY15 Highlights

- Closed financing of URS transaction.
- Generated \$253 million of FCF¹ in Q1 FY15.
- Repaid approximately \$350 million in debt subsequent to closing the URS transaction in October.

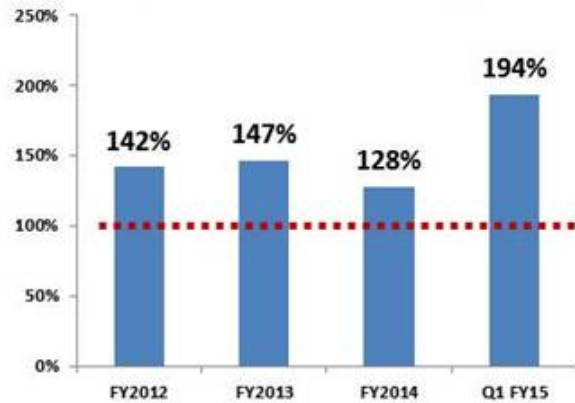
FY2012-FY2014 Highlights

- Repurchased \$660 million of stock.
- Cumulative FCF¹ of \$1 billion; in excess of net income.

FY2015+ Priorities

- Expect to generate \$600-\$800 million of FCF/year.
- Target exiting FY17 approaching 2x debt to EBITDA².
- Maintain flexibility to respond to changes in financial market conditions.

Free Cash Flow¹ Conversion



¹ Free cash flow is defined as cash flow from operations less capital expenditures and is a non-GAAP measure. Free cash flow conversion = free cash flow divided by net income; for Q1 FY15, net income excludes acquisition and integration-related expenses, transaction-related financing reported in interest expense, and the amortization of intangible assets. ² EBITDA is a non-GAAP measure.

Positioned for Domestic Infrastructure Growth

AECOM holds the leading position in several market categories.

- An estimated \$3.6 trillion¹ is needed to maintain domestic infrastructure.
- Congress working towards a funding solution to support a multi-year highway authorization.
- Power & chemical opportunities increasing due to lower natural gas prices.
- Private spending improving; still below prior peak levels.
- AECOM holds a top ranking² in key markets:
 - #1 in Facilities
 - #1 in Sports Arena
 - #1 in Transportation
 - #1 in Water
 - #1 in Chemical & Soil Remediation
 - #1 in Site Assessment & Compliance
 - #2 in Power
 - #2 in Hazardous Waste
 - #3 in Autos



¹ Per American Society of Civil Engineers. ² Per *Engineering News-Record*.

Design and Consulting Services (~45% of Revenue)

#1 global design firm¹ with top rankings in key end markets: Facilities; Transportation; Water & Environmental; Power & Energy.

- Strengthened competitive position in the Americas.
 - Concentrated in regions with strong funding (e.g., New York, Los Angeles, and Miami.)
 - Enhanced capabilities in late-cycle markets that benefit from improving economic trends.
- Public sector market outlook.
 - Increasing opportunities in core civil infrastructure market.
 - Longer-term P3 market opportunity is promising.
- Improving pipeline of opportunities.
 - Increased private sector spend in industrial, freight, and power.
 - Growth markets, including EMEA and APAC, continue to develop new infrastructure.
 - Recently proposed infrastructure stimulus in China underscores ongoing urbanization trend.



Second Penang Bridge, Malaysia

¹ Per *Engineering News-Record*.

Construction Services (~35% of Revenue)

Leading vertical construction platform enhanced with the addition of legacy URS Oil & Gas and Energy & Construction businesses.

- Built on a heritage of delivering large, complex, and often unique projects.
- Managing the business to respond to commodity price volatility.
- Focused on risk management and execution excellence across EIC businesses.
- Opportunities to leverage our leading design capabilities into larger design-build construction roles.
- AECOM Capital provides a differentiated path to pursue projects in closer partnerships with customers.



Management Services (~20% of Revenue)

Management Services extends AECOM's integrated model beyond design and construction through life-cycle management and support for government and commercial clients.

- Expanded federal capabilities.
 - Minimal overlap.
 - AECOM's diversification strategy accelerated with leading DOE, DOD, and intelligence capabilities.
- Long-term growth driven by leveraging MS's site management strength into commercial operations and maintenance opportunities across AECOM's global platform.
- Leading nuclear remediation capabilities provide a strong resume for global nuclear decommissioning & decontamination work.
- Recent wins and \$5+ billion of bids under evaluation by our clients provide strong backdrop for the combined enterprise.



Kennedy Space Center, Cape Canaveral, Florida, U.S.A.

Fiscal 2015 Financial Outlook

- ✓ Adjusted EPS¹ of \$2.75-\$3.35.
- ✓ Assumptions:
 - Effective tax rate² of approximately 30%.
 - FY15 share count of approximately 151 million.
 - 50 weeks of URS contribution.
 - Approximately \$210 million in depreciation expense.
 - Capital expenditures of approximately \$170 million.
 - Approximately \$220 million in interest expense.
- Approximately \$110 million of gross synergies realized in FY15.

FY15 anticipated expenses:

Approximately
\$220 million
of amortization
of intangible
assets.³

Approximately
\$340 million
of acquisition
and integration-
related
expenses.

¹ Adjusted EPS excludes acquisition and integration-related expenses, transaction-related financing reported in interest expense, and the amortization of intangible assets.

² Inclusive of non-controlling interest deduction; adjusted for acquisition and integration expenses, transaction-related financing reported in interest expense, and the amortization of intangible assets.

³ Amortization of intangible assets expense includes the impact of amortization included in equity in earnings of joint ventures and non-controlling interests.

Q1 FY15 Business Highlights & Outlook

Design & Consulting Services

- Delivered Americas design backlog growth.
- Encouraged by federal support for infrastructure spending.
- EMEA market continues to benefit from large-scale infrastructure developments.
- Double-digit growth in China backlog.



Construction Services

- Private construction activity driving growth.
- Recent Hunt acquisition performing ahead of plan.
- Larger international opportunities emerging.
- O&G pressured by reductions to capex within the NA market.



Management Services

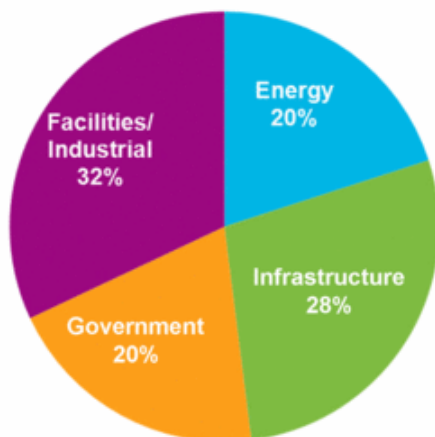
- Legacy operations performed well on continued diversification efforts.
- \$5+ billion of bids in evaluation and \$3 billion of active pursuits.
- Recent omnibus bill and budget proposal are supportive of growth.



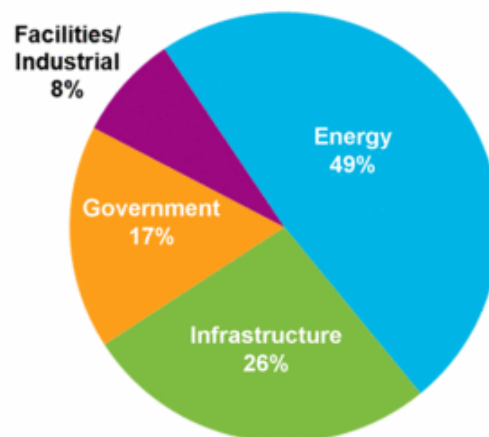
Executing Our Strategy – Diversified Platform

Company Diversification

AECOM



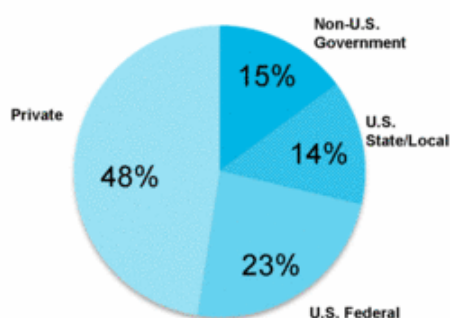
Peer Average¹



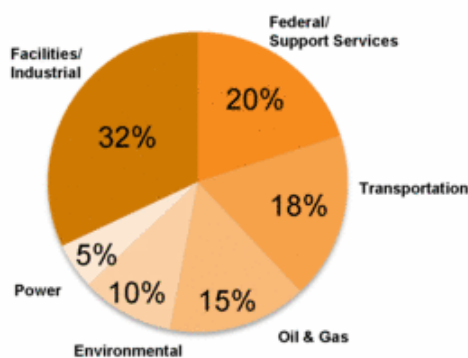
¹The average represents 8 industry peers, including AECOM.

Diversified, Lower Risk Business Model

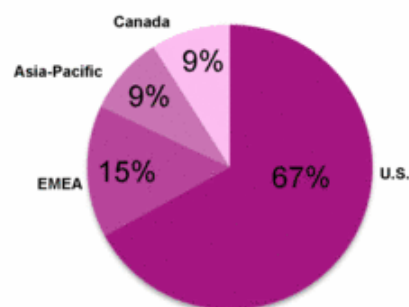
Funding Sources



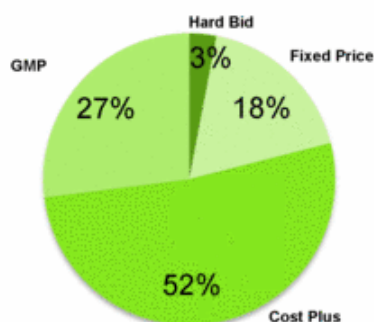
End Markets



Geographies



Contract Type



Note: End Markets, Geographies and Funding Sources estimates based on Q1 FY15 pro forma revenue where work is performed and including full-quarter results for URS. Contract Type estimate based on Q1 FY15 backlog.

Appendix: Free Cash Flow Reconciliation

Reconciliation of Net Cash Provided by Operating Activities to Free Cash Flow

\$ millions	Twelve months ended			Three months ended
	September 30, 2012	September 30, 2013	September 30, 2014	December 31, 2014
Net cash provided by operating activities	\$433.4	\$408.6	\$360.6	\$282.6
Capital expenditures	(62.9)	(52.1)	(62.8)	(29.7)
Free cash flow	\$370.5	\$356.5	\$297.8	\$252.9

Reconciliation of Free Cash Flow Conversion

\$ millions	Twelve months ended			Three months ended
	September 30, 2012	September 30, 2013	September 30, 2014	December 31, 2014
Free cash flow	\$370.5	\$356.5	\$297.8	\$252.9
Net income	(56.9)	243.2	232.8	(80.3)
FY12 goodwill impairment, net of tax	317.2			
FY12 net income excl. goodwill impairment	260.3			
Acquisition and integration expenses				138.5
Amortization of intangible assets				60.3
Acquisition-related financing expenses reported in interest expense				68.0
Tax effect of the above adjustments				(56.3)
Q1 FY15 adjusted net income				130.2
Free cash flow/net income ¹	142%	147%	128%	194%

¹ For FY12, net income excludes the goodwill impairments for purposes of the conversion. For Q1 FY15, net income is adjusted to exclude acquisition and integration related expenses, transaction costs related to financing reported in interest expense, and the amortization of intangible assets.

Thank you!



Note: Figures include pro-forma estimates for URS and Hunt Construction Group.