

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

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

1. Name and Address of Reporting Person* <u>Dionisio John M</u>  (Last) (First) (Middle) <u>C/O AECOM TECHNOLOGY CORPORATION</u> <u>555 S. FLOWER STREET, SUITE 3700</u>  (Street) <u>LOS ANGELES CA 90071</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>AECOM TECHNOLOGY CORP [ ACM ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><b>President &amp; CEO</b></p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/13/2009</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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								342,726	D		
Common Stock								86,608.147	I	by Fidelity Management Trust Company under AECOM Retirement & Savings Plan	

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock Unit	\$26.18	02/13/2009		S <sup>(1)</sup>		295,365.866		(2)	(2)	Common Stock	295,365.866	\$26.18	0	D	
Restricted Stock Unit	(3)							(4)	(4)	Common Stock	33,417		33,417	D	
Employee Stock Option	\$7.84							12/31/2005	11/21/2009	Common Stock	50,000		50,000	D	
Employee Stock Option	\$9.755							09/30/2006	11/20/2010	Common Stock	100,000		100,000	D	
Employee Stock Option	\$10.39							09/30/2006	12/02/2011	Common Stock	100,000		100,000	D	
Employee Stock Option	\$23.94							12/01/2011	12/01/2015	Common Stock	98,281		98,281	D	

**Explanation of Responses:**

- Transaction within AECOM's Deferred Compensation Plan (the Plan) consisting of sale of AECOM stock units and concurrent purchase of mutual funds offered within the Plan. The transaction was undertaken to diversify Mr. Dionisio's investments, substantially all of which had been concentrated in AECOM securities. No amounts were withdrawn from the Plan as a result of this transaction and therefore there were no cash proceeds to Mr. Dionisio.
- Each common stock unit is the economic equivalent of one share of AECOM common stock.
- Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- The restricted stock units vest on January 2, 2012.

/s/ David Y. Gan, Attorney-in-Fact for John M. Dionisio 02/13/2009

\*\* 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.