

**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                                 |           |
|--|-----------|
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|  |         |          |   |  |  |   |  |  |
|--|---------|----------|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person*<br><u>Werner Frederick W</u>              |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><u>AECOM TECHNOLOGY CORP [ ACM ]</u> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>President, Corp Development</u> |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>04/09/2012</u>               |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person                                       |  |  |
| <u>C/O AECOM TECHNOLOGY CORPORATION</u><br><u>555 S. FLOWER STREET, SUITE 3700</u> |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                            |  |  |   |  |  |
| (Street)<br><u>LOS ANGELES CA</u> <u>90071</u>                                     |         |          |   |  |  |   |  |  |
| (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                    | 04/09/2012                           |  | s <sup>(1)</sup>               |   | 10,000  | D          | \$21.62 | 72,405  | D  |  |
| Common Stock                    |                                      |  |                                |   |   |            |         | 64,931.036  | 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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  |
| Restricted Stock Unit                      | (2)  |                                      |  |                                |   |  |     | (4)  | (4)             | Common Stock  | 7,158                                      | 7,158  | D   |  |
| Restricted Stock Unit                      | (2)  |                                      |  |                                |   |  |     | (5)  | (5)             | Common Stock  | 9,986                                      | 9,986  | D   |  |
| Restricted Stock Unit                      | (2)  |                                      |  |                                |   |  |     | (3)  | (3)             | Common Stock  | 23,845                                     | 23,845   | D   |  |
| Employee Stock Option                      | \$23.94  |                                      |  |                                |   |  |     | (6)  | 12/01/2015      | Common Stock  | 12,286                                     | 12,286   | D   |  |
| Employee Stock Option                      | \$24.45  |                                      |  |                                |   |  |     | (7)  | 12/02/2016      | Common Stock  | 20,349                                     | 20,349   | D   |  |
| Employee Stock Option                      | \$27.54  |                                      |  |                                |   |  |     | (8)  | 12/08/2017      | Common Stock  | 29,287                                     | 29,287   | D   |  |

**Explanation of Responses:**

- The sales in this Form 4 were effected pursuant to a 10b5-1 trading plan adopted on March 7, 2012.
- Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- The restricted stock units vest in December 2012.
- The restricted stock units vest in December 2013.
- The restricted stock units vest in December 2014.
- The option vests in three equal annual installments beginning on December 1, 2009.
- The option vests in three equal annual installments beginning on December 2, 2010.
- The option vests in three equal annual installments beginning on December 8, 2011.

/s/ Preston Hopson, Attorney- 04/11/2012

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.**