

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

OMB APPROVAL	
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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>Holdsworth Raymond W Jr</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)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Vice Chairman, Corp Develop</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/14/2008</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year) <u>02/19/2008</u>	6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

**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	02/14/2008		M		70,000	A	\$4.99	422,817	D	
Common Stock	02/14/2008		M		40,200	A	\$8.36	463,017	D	
Common Stock	02/14/2008		S		200	D	\$28.33	462,817	D	
Common Stock	02/14/2008		S		200	D	\$28.28	462,617	D	
Common Stock	02/14/2008		S		300	D	\$28.26	462,317	D	
Common Stock	02/14/2008		S		100	D	\$28.25	462,217	D	
Common Stock	02/14/2008		S		200	D	\$28.24	462,017	D	
Common Stock	02/14/2008		S		200	D	\$28.23	461,817	D	
Common Stock	02/14/2008		S		4,800	D	\$28.22	457,017	D	
Common Stock	02/14/2008		S		600	D	\$28.21	456,417	D	
Common Stock	02/14/2008		S		700	D	\$28.2	455,717	D	
Common Stock	02/14/2008		S		100	D	\$28.17	455,617	D	
Common Stock	02/14/2008		S		300	D	\$28.15	455,317	D	
Common Stock	02/14/2008		S		100	D	\$28.14	455,217	D	
Common Stock	02/14/2008		S		100	D	\$28.13	455,117	D	
Common Stock	02/14/2008		S		500	D	\$28.12	454,617	D	
Common Stock	02/14/2008		S		700	D	\$28.11	453,917	D	
Common Stock	02/14/2008		S		500	D	\$28.1	453,417	D	
Common Stock	02/14/2008		S		773	D	\$28.09	452,664	D	
Common Stock	02/14/2008		S		700	D	\$28.08	451,944	D	
Common Stock	02/14/2008		S		500	D	\$28.07	451,444	D	
Common Stock	02/14/2008		S		200	D	\$28.06	451,244	D	
Common Stock	02/14/2008		S		6,700	D	\$28.05	444,544	D	
Common Stock	02/14/2008		S		10,500	D	\$28.04	434,044	D	
Common Stock	02/14/2008		S		1,227	D	\$28.03	432,817	D	
Common Stock	02/14/2008		S		26,400	D	\$28.02	406,417	D	
Common Stock	02/14/2008		S		1,000	D	\$28.01	405,417	D	
Common Stock	02/14/2008		S		52,600	D	\$28	352,817	D	
Common Stock	02/15/2008		M		9,800	A	\$8.36	362,617	D	
Common Stock	02/15/2008		S		9,800	D	\$28	352,817	D	

**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				
Employee Stock	\$4.99	02/14/2008		M			70,000	08/20/2003	08/20/2008	Common Stock	70,000	\$0	0	D	
Employee Stock	\$8.36	02/14/2008		M			40,200	12/31/2005	11/15/2008	Common Stock	40,200	\$0	0	D	
Employee Stock	\$8.36	02/15/2008		M			9,800	12/31/2005	11/15/2008	Common Stock	9,800	\$0	0	D	
Stock Option	\$5.455							08/19/2004	08/19/2009	Common Stock	50,000		50,000	D	
Stock Option	\$7.84							12/31/2005	11/21/2009	Common Stock	50,000		50,000	D	
Stock Option	\$9.755							09/30/2006	11/20/2010	Common Stock	50,000		50,000	D	
Common Stock Unit	(1)							(1)	(1)	Common Stock	573,629.478		573,629.478	D	

**Explanation of Responses:**

1. Each common stock unit is the economic equivalent of one share of AECOM common stock.

**Remarks:**

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/s/ David Y. Gan, Attorney-in-Fact for Raymond W. Holdsworth, Jr.      02/19/2008

\*\* 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.

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