SEC Form 4	ŀ
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Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1034
Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940
of Section 50(n) of the investment Company Act of 1940

I I Name and Address of Reporting Leson		J Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>AECOM</u> [ACM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner					
(Last) C/O AECOM	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 12/14/2023	X Officer (give title Other (specify below) below) CHIEF EXECUTIVE OFFICER					
13355 NOEL RD, SUITE 400		00	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X Form filed by One Reporting Person					
DALLAS	TX	75240		Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication	·					
			Check this box to indicate that a transaction was made pursua satisfy the affirmative defense conditions of Rule 10b5-1(c). S	this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Title of Security (Instr. 3) 2 Transaction 2A Deemed 4 Securities Acquired (A) or 5. Amount of 6. Ownership 7. Nature of

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)					5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(instr. 4)	(Instr. 4)
Common Stock	12/14/2023		G		640	D	\$ <u>0</u>	184,502	D	
Common Stock ⁽¹⁾	12/15/2023		A		41,180	A	\$0	225,682	D	
Common Stock	12/15/2023		A ⁽²⁾		101,310	A	\$0 ⁽²⁾	326,992	D	
Common Stock	12/15/2023		F ⁽³⁾		42,824	D	\$92.28	284,168	D	
Common Stock	12/15/2023		S		24,874	D	\$92.76 ⁽⁴⁾	259,294	D	
Common Stock	12/15/2023		S		126	D	\$ 93.19 ⁽⁵⁾	259,168	D	
Common Stock								1,273	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 c Derivati Security (Instr. 3)		3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of		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				

Explanation of Responses:

1. Represents annual grant of restricted stock units. Each restricted stock unit represents a contingent right to receive, upon vesting, one share of the Issuer's common stock in accordance with the Issuer's 2020 Stock Incentive Plan. The restricted stock units vest in full on December 15, 2026, subject to continued service through the vesting date.

2. Represents shares acquired pursuant to AECOM's Performance Earnings Program under the 2020 Stock Incentive Plan.

3. Represents shares of common stock withheld by the Issuer to satisfy certain tax withholding obligations in connection with the shares acquired under the Performance Earnings Program.

4. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$92.16 to \$93.13. The Reporting Person undertakes to provide to the Issuer, any security holder, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the range noted in this footnote. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2023.

5. The price reported is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$93.16 to \$93.21. The Reporting Person undertakes to provide to the Issuer, any security holder, or the staff of the Securities Exchange Commission, upon request, full information regarding the number of shares sold at each separate price with the range noted in this footnote. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on February 22, 2023.

Matt Benson, Attorney-in-Fact 12/18/2023 for Troy Rudd

Date

** Signature of Reporting Person

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.