SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 OMB Number: 3235-0287

Estimated average burden hours per response: 0.5

1. Name and Address of Reporting Person [*] <u>Kadenacy Stephen M</u>			2. Issuer Name and Ticker or Trading Symbol <u>AECOM</u> [ACM]		ionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner		
(Last) C/O AECOM 1999 AVENUE ((First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 06/30/2017	X	Officer (give title below) President and	Other (specify below)	
(Street) LOS ANGELES (City)		90067 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filin Form filed by One Rep Form filed by More tha Person	orting Person	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	06/30/2017		М		58,880	A	\$32.33 ⁽¹⁾	115,489	D	
Common Stock	06/30/2017		F		26,882	D	\$32.33	88,607	D	
Common Stock	06/30/2017		A ⁽²⁾		45,701	A	\$32.33 ⁽³⁾	134,308	D	
Common Stock								1,246.9363	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. 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				
Restricted Stock Unit	(1)	06/30/2017		м			33,478	06/30/2017	(1)	Common Stock	33,478	(1)	0	D	
Restricted Stock Unit	(1)	06/30/2017		м			25,402	06/30/2017	(1)	Common Stock	25,402	(1)	0	D	

Explanation of Responses:

1. Each restricted stock unit represented a contingent right to receive one (1) share of AECOM common stock. On June 30, 2017, 58,880 of the reporting person's restricted stock units vested and were settled for an equal number of shares of AECOM common stock.

2. Shares acquired pursuant to AECOM's Performance Earnings Program under 2006 Stock Incentive Plan.

3. Pursuant to the terms of AECOM's Performance Earnings Program, the calculation to determine the number of shares awarded under the Program was performed using a per share value equal to the closing price on June 30, 2017.

<u>/s/ Preston Hopson, Attorney-</u> <u>in-Fact for Stephen M.</u> 07/05/2017 <u>Kadenacy</u>

** 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.