

AECOM TECHNOLOGY CORP
Form 4
March 07, 2014

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
NEWMAN RICHARD G

(Last) (First) (Middle)

C/O AECOM TECHNOLOGY CORPORATION, 555 S. FLOWER STREET, SUITE 3700

(Street)

LOS ANGELES, CA 90071

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AECOM TECHNOLOGY CORP [ACM]

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---------|---|-------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/06/2014 | | M | | 3,537 | A | (1) | 265,117 | I | by R&C Newman Revocable Trust |
| Common Stock | 03/07/2014 | | S(2) | | 45,000 | D | \$ 32.0264 (3) | 95,160 | I | by RGN 2012 Spousal Trust |
| Common Stock | 03/07/2014 | | G(4) | V | 5,636 | D | \$ 0 | 11,272 | I | by R&C Newman |

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| | | | | | | | | | |
|--------------|------------|------------------|---|-------|---|------|--------|---|--|
| Common Stock | 03/07/2014 | G | V | 5,636 | D | \$ 0 | 5,636 | I | Partnership LP by R&C Newman Partnership LP |
| Common Stock | 03/07/2014 | G | V | 5,636 | D | \$ 0 | 0 | I | by R&C Newman Partnership LP |
| Common Stock | 03/07/2014 | G ⁽⁴⁾ | V | 5,636 | A | \$ 0 | 15,636 | I | by John E. Newman (son) |
| Common Stock | | | | | | | 14,931 | I | by C&R Newman Family Foundation |
| Common Stock | | | | | | | 39,145 | I | by Richard G Newman TTEE U/A DTD 8/15/2011 Richard G Newman 2011 GRAT |
| Common Stock | | | | | | | 39,145 | I | by Christine H Newman TTEE U/A DTD 8/15/2011 Christine H Newman 2011 GRAT |
| Common Stock | | | | | | | 43,777 | I | by Christine H Newman TTEE U/A DTD 12/15/2010 Christine H Newman 2010 GRAT |
| | | | | | | | 43,777 | I | |

Common
Stock

by Richard
G Newman
TTEE U/A
DTD
12/15/2010
Richard G
Newman
2010
GRAT

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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 Underlying Security (Instr. 3 and 4) | Amount or Number of Shares | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|----------------------------|--------------|----------------------------|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Restricted Stock Units | <u>(1)</u> | 03/06/2014 | | M | | 3,537 | | <u>(1)</u> | <u>(1)</u> | Common Stock | 3,537 |
| Restricted Stock Units | <u>(5)</u> | 03/05/2014 | | A | | 4,112 | | <u>(6)</u> | <u>(6)</u> | Common Stock | 4,112 |
| Employee Stock Option | \$ 23.94 | | | | | | | <u>(7)</u> | 12/01/2015 | Common Stock | 49,112 |
| Employee Stock Option | \$ 24.45 | | | | | | | <u>(8)</u> | 12/02/2016 | Common Stock | 15,900 |
| Employee Stock Option | \$ 25.38 | | | | | | | 03/31/2011 | 05/28/2017 | Common Stock | 14,500 |
| Employee Stock Option | \$ 28.44 | | | | | | | 03/03/2012 | 03/03/2018 | Common Stock | 13,400 |

Employee
 Stock
 Option

Common
 Stock

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NEWMAN RICHARD G C/O AECOM TECHNOLOGY CORPORATION 555 S. FLOWER STREET, SUITE 3700 LOS ANGELES, CA 90071 | X | | | |

Signatures

/s/ David Y. Gan, Attorney-in-Fact for Richard G.
 Newman

03/07/2014

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock. On March 6, 2014, 3,537 of the reporting person's restricted stock units vested and were settled for an equal number of shares of AECOM common stock.
- (2) The sales in this Form 4 were made pursuant to a 10b5-1 trading plan adopted on December 13, 2013.
 This transaction was executed in multiple trades at prices ranging from \$32.00 to \$ 32.12. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This transaction involved a gift of securities by the reporting person to his son, who shares the reporting person's household. The reporting person disclaims beneficial ownership of the shares held by his son, and this report should not be deemed an admission that the reporting person is the beneficial owner of his son's shares for purposes of Section 16 or for any other purpose.
- (4) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (5) The restricted stock units vest on March 7, 2015.
- (6) The option vested in three equal annual installments beginning on December 1, 2009.
- (7) The option vested in three equal annual installments beginning on December 2, 2010.
- (8)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.