

AECOM TECHNOLOGY CORP
 Form 4
 February 19, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL
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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 *
 Holdsworth Raymond W Jr

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 Vice Chairman, Corp Develop

(Last) (First) (Middle)
 C/O AECOM TECHNOLOGY CORPORATION, 555 S. FLOWER STREET, SUITE 3700
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 02/14/2008

LOS ANGELES, CA 90071
 (City) (State) (Zip)

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

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)
				(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
	02/14/2008		S	300	D	462,317	D

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Common Stock					\$ 28.26		
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
	02/14/2008	S	1,227	D		432,817	D

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Common Stock						\$ 28.03		
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

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

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(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 Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock	\$ 4.99	02/14/2008		M	70,000	08/20/2003	08/20/2008	Common Stock	70,000
Employee Stock	\$ 8.36	02/14/2008		M	40,200	12/31/2005	11/15/2008	Common Stock	40,200
Employee Stock	\$ 8.36	02/15/2008		M	9,800	12/31/2005	11/15/2008	Common Stock	9,800
Stock Option	\$ 5.455					08/19/2004	08/19/2009	Common Stock	50,000
Stock Option	\$ 7.84					12/31/2005	11/21/2009	Common Stock	50,000
Stock Option	\$ 9.755					09/30/2006	11/20/2010	Common Stock	50,000
	(1)					(1)	(1)		573,620

Common
Stock UnitCommon
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Holdsworth Raymond W Jr C/O AECOM TECHNOLOGY CORPORATION 555 S. FLOWER STREET, SUITE 3700 LOS ANGELES, CA 90071			Vice Chairman, Corp Develop	

Signatures

/s/ David Y. Gan,
Attorney-in-Fact

02/19/2008

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

Remarks:

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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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