

AECOM
Form 4
November 18, 2015

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 *
Burke Michael S

(Last) (First) (Middle)

C/O AECOM, 1999 AVENUE OF THE STARS, SUITE 2600

(Street)

LOS ANGELES, CA 90067

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
11/16/2015

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)
Chairman & CEO

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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/16/2015		M		41,770	A	\$ 23.94
Common Stock	11/16/2015		F		36,241	D	\$ 30.38
Common Stock					37,530.6767	I	

by Merrill Lynch under AECOM Retirement & Savings Plan (RSP)

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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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount of Number of Shares
Employee Stock Option	\$ 23.94	11/16/2015		M	41,770	(1) 12/01/2015	Common Stock 41,770
Employee Stock Option	\$ 24.45					(2) 12/02/2016	Common Stock 58,140
Employee Stock Option	\$ 27.54					(3) 12/08/2017	Common Stock 66,561
Employee Stock Option	\$ 31.62					(4) 03/05/2024	Common Stock 638,570
Restricted Stock Units	(5)					(6) (6)	Common Stock 64,691
Restricted Stock Units	(5)					(7) (7)	Common Stock 50,651
Restricted Stock Units	(5)					(7) (7)	Common Stock 17,711
Restricted Stock Units	(5)					(8) (8)	Common Stock 111,070
Restricted Stock Units	(5)					(9) (9)	Common Stock 154,270

Reporting Owners

Reporting Owner Name / Address

Relationships

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Director 10% Owner Officer Other

Burke Michael S
C/O AECOM
1999 AVENUE OF THE STARS, SUITE 2600
LOS ANGELES, CA 90067

X

Chairman & CEO

Signatures

/s/ Preston Hopson, Attorney-in-Fact for Michael S.
Burke

11/18/2015

__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) The option vested in three equal annual installments beginning on December 1, 2009.
- (2) The option vested in three equal annual installments beginning on December 2, 2010.
- (3) The option vested in three equal annual installments beginning on December 8, 2011.
- (4) The option vests on March 9, 2019.
- (5) Each restricted stock unit represents a contingent right to receive one share of AECOM common stock.
- (6) The restricted stock units vest in December 2015.
- (7) The restricted stock units vest in December 2016.
- (8) The restricted stock units vest in December 2017.
- (9) The restricted stock units vest in three equal annual installments beginning on November 19, 2017.

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.