AECOM TECHNOLOGY CORP Form 8-K March 11, 2009

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): March 5, 2009

AECOM TECHNOLOGY CORPORATION

(Exact name of Registrant as specified in its charter)

Delaware (State or Other Jurisdiction of Incorporation) 1-33447 (Commission File Number) **61-1088522** (I.R.S. Employer Identification No.)

555 South Flower Street, Suite 3700

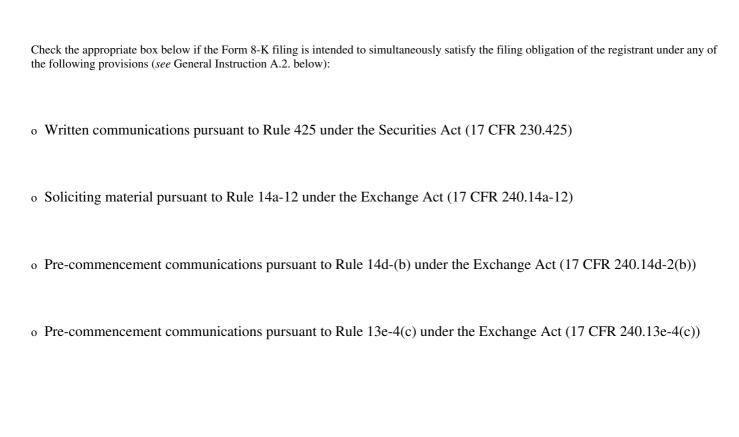
Los Angeles, California 90071

(Address of Principal Executive Offices, including Zip Code)

Registrant s telephone number, including area code (213) 593-8000

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)



Departure of Directors or Certain Officers; Election of Directors; Appointment of Officers; Compensatory Arrangements of Certain Officers.	Certain
doption of Change in Control Severance Policy for Key Executives	
ne Board of Directors of AECOM Technology Corporation (the Company) has adopted a Change in Control Severance Policy for Executives (the Policy). Pursuant to the Policy, in the event of a change of control of the Company, each covered executive is entitle esting acceleration of equity awards if the surviving entity does not continue or substitute such awards after the change in control; and deemed satisfaction of Performance Earnings Program (PEP) award targets based on actual performance through the change in control of the PEP awards to unvested restricted stock units that will continue to vest based on continued employment.	ed to (i) full
a qualifying termination occurs within eighteen months following or within ninety days prior to a change in control, the terminated entitled to a lump sum cash severance payment (equal to a multiple of the executive s base salary and average bonus over the three y termination), full vesting acceleration of all equity awards and continued health coverage, as outlined in the Policy.	
ne description of the Policy set forth above is qualified in its entirety by reference to the full and complete terms contained in the Policifiled as Exhibit 10.1 to this Form 8-K and incorporated into this Item 5.02 by reference.	cy, which
em 9.01 Financial Statements and Exhibits.	
) Exhibits	
0.1 Change in Control Severance Policy for Key Executives.	
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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereto duly authorized.

AECOM TECHNOLOGY CORPORATION

Dated: March 10, 2009 By: /s/ DAVID Y. GAN

David Y. Gan

Vice President, Assistant General Counsel

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EXHIBIT INDEX

Exhibit

10.1 Change in Control Severance Policy for Key Executives.

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