AECOM TECHNOLOGY CORP Form 8-K December 05, 2008

# 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): December 1, 2008

### **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

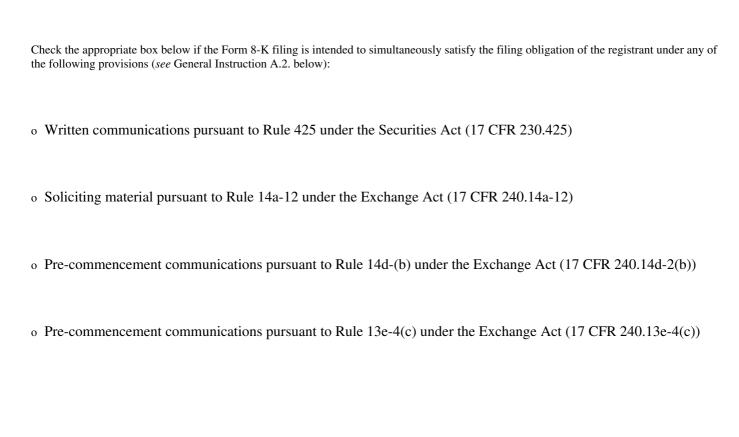
Los Angeles, California 90071

(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)



# Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.

The Compensation/Organization Committee of the Board of Directors of AECOM Technology Corporation ( AECOM ) has approved forms of stock option, restricted stock unit and performance earnings program standard terms and conditions to be used in connection with awards made under the AECOM Technology Corporation 2006 Stock Incentive Plan ( 2006 Plan ). The stock option, restricted stock unit and performance earnings program standard terms and conditions are expected to be used in connection with all stock option, restricted stock unit and performance earnings unit grants awarded under the 2006 Plan to executive officers. The December 1, 2008 grants of stock options and restricted stock units to executive officers John M. Dionisio, Richard G. Newman, James R. Royer and Michael S. Burke were previously reported on Forms 4 filed with the Securities and Exchange Commission on December 3, 2008. The foregoing description of the forms of stock option, restricted stock unit and performance earnings program standard terms and conditions is qualified in its entirety by reference to the copies of such forms attached hereto as Exhibits 10.1, 10.2 and 10.3, respectively, and are hereby incorporated by reference in this Item 5.02.

Item 9	2.01 Financial Statements and Exhibits.	
(d) Exhibits		
10.1	Form of Stock Option Standard Terms and Conditions under 2006 Stock Incentive Plan.	
10.2	Form of Restricted Stock Unit Standard Terms and Conditions under 2006 Stock Incentive Plan.	
10.3	Form of Performance Earnings Program Standard Terms and Conditions under 2006 Stock Incentive Plan.	
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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: December 5, 2008 By: /s/ DAVID Y. GAN

David Y. Gan

Vice President, Assistant General Counsel

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#### EXHIBIT INDEX

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