AECOM TECHNOLOGY CORP Form 8-K March 04, 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 3, 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

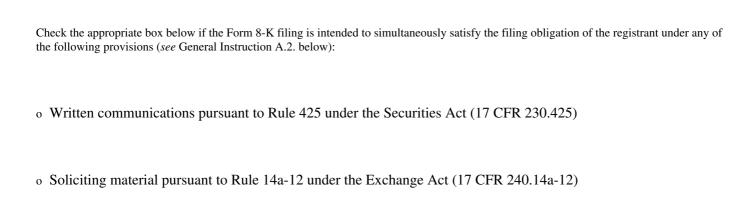
Los Angeles, California 90071

(Address of Principal Executive Offices, including Zip Code)

Registrant	s telephone	number.	including are	a code	(213)	593-8000

Not Applicable

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



- o Pre-commencement communications pursuant to Rule 14d-(b) under the Exchange Act (17 CFR 240.14d-2(b))
- o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01.	Other Events.
	9, AECOM Technology Corporation (the Company) conducted a public offering of 4,000,000 shares of its common stock at a \$20.20, for gross proceeds of approximately \$80.8 million.
	timates net proceeds from the offering to be approximately \$79.6 million after deducting underwriting discounts and the associated with the offering. The Company has granted the underwriters an option to purchase up to an additional 600,000 shares attments, if any.
J.P. Morgan Secu	h this offering, the Company, Morgan Stanley & Co. Incorporated, Merrill Lynch, Pierce, Fenner & Smith Incorporated and rities Inc. have entered into an Underwriting Agreement, a copy of which is filed as Exhibit 10.1 to this current report and is eference into this report.
Item 9.01	Financial Statements and Exhibits.
(d) Exhibits	
The exhibits to th	is Current Report are listed in the Exhibit Index set forth elsewhere herein.
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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 4, 2009 By: /s/ DAVID Y. GAN

David Y. Gan

Vice President, Assistant General Counsel

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EXHIBIT INDEX

Exhibit

5.1 Opinion of Gibson, Dunn & Crutcher LLP.99.1 Underwriting Agreement, dated March 3, 2009.

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