

AECOM TECHNOLOGY CORP
 Form 3
 March 30, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â GSO CAPITAL PARTNERS LP			(Month/Day/Year)	AECOM TECHNOLOGY CORP [N/A]	
(Last)	(First)	(Middle)	03/30/2007		
280 PARK AVENUE, 11TH FLOOR,Â			4. Relationship of Reporting Person(s) to Issuer		5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)		
NEW YORK,Â NYÂ 10017			<input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (give title below) (specify below) See Remarks		6. Individual or Joint/Group Filing(Check Applicable Line) <input type="checkbox"/> Form filed by One Reporting Person <input checked="" type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
------------------------------------	--	---	--

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title	Amount or Number of		

				Shares		or Indirect (I) (Instr. 5)	
Class F Convertible Pref. Stock, par value \$0.01 per share	03/30/2007	03/30/2007 ⁽¹⁾	Common Stock	3,998,831	\$ 25.07 ⁽²⁾	I ⁽³⁾	See Footnotes <u>(3)</u> <u>(4)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GSO CAPITAL PARTNERS LP 280 PARK AVENUE, 11TH FLOOR NEW YORK, NY 10017	Â X	Â X	Â	See Remarks
Goodman Bennett J 280 PARK AVENUE 11TH FLOOR NEW YORK, NY 10017	Â	Â X	Â	Â
Ostrover Douglas I 280 PARK AVENUE 11TH FLOOR NEW YORK, NY 10017	Â	Â X	Â	Â
Smith J Albert III 280 PARK AVENUE 11TH FLOOR NEW YORK, NY 10017	Â	Â X	Â	Â
GSO LLC 280 PARK AVENUE 11TH FLOOR NEW YORK, NY 10017	Â	Â X	Â	Â

Signatures

/s/ George Fan, Chief Legal Officer/Chief Compliance Officer of GSO Capital Partners, LP

03/30/2007

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) There is no expiration date. The Class F Convertible Preferred shares (the "Preferred Shares") may be converted upon the affirmative written election of a majority of the Preferred Shares then outstanding. As of March 7, 2007, the GSO Funds (as defined below) owned 85.11% of the outstanding Preferred Shares. In addition, the Preferred Shares are convertible without any vote on the business day preceding the sixth anniversary of the initial issue date (such sixth anniversary to occur on February 9, 2012) or on the business day preceding a sale of substantially all of AECOM's assets. The Preferred Shares will automatically convert upon an initial public offering of AECOM common stock.

(2) The Preferred Shares convert into AECOM common stock, par value \$0.01 per share, based on a liquidation preference of \$2,500 per share divided by a conversion price of \$25.07 per share, subject to certain anti-dilution adjustments.

Edgar Filing: AECOM TECHNOLOGY CORP - Form 3

- GSO Capital is deemed to hold the shares indirectly as the beneficial owner. These Preferred Shares are held by GSO Credit Opportunities Fund (Helios), L.P. ("GSO Helios"), GSO Special Situations Overseas Benefit Plan Fund Ltd. ("GSO Overseas Benefit"),
- (3) GSO Special Situations Overseas Fund Ltd. ("GSO Overseas") and GSO Special Situations Fund LP ("GSO SS" and, together with GSO Helios, GSO Overseas Benefit and GSO Overseas, the "GSO Funds"). GSO Capital serves as investment manager to the GSO Funds. GSO Capital disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

- GSO LLC (the "General Partner") is the general partner of GSO Capital. Bennett J. Goodman ("Mr. Goodman"), J. Albert Smith III ("Mr. Smith") and Douglas I. Ostrover ("Mr. Ostrover" and together with Mr. Goodman and Mr. Smith, the "GSO Managing Members")
- (4) are the managing members of the General Partner. The General Partner and the GSO Managing Members (collectively, the "GSO Persons") disclaim beneficial ownership of such securities, and this report shall not be deemed an admission that the GSO Persons are the beneficial owners of the securities for the purpose of Section 16 or for any other purpose, except to the extent of the GSO Persons' pecuniary interest therein.

Â

Remarks:

GSO Capital Partners LP ("GSO Capital") may be deemed a director by virtue of the fact that a Capital (Lee D. Stern) currently serves on the board of directors of AECOM Technology Corporation.

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.