

ACCENTURE LTD
Form 4
August 12, 2008

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 *
ROHLEDER STEPHEN J

(Last) (First) (Middle)
C/O ACCENTURE, 5221 N.
O'CONNOR BLVD.
(Street)

IRVING, TX 75039

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ACCENTURE LTD [ACN]

3. Date of Earliest Transaction
(Month/Day/Year)
08/08/2008

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
Chief Operating Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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)	
				(A) or (D)	Price			
				Code	V	Amount		
Class X common shares	08/08/2008		J ⁽¹⁾	58,315	D	\$ 0 ⁽²⁾	106,383	D
Class A common shares	08/08/2008		M ⁽⁵⁾	26,886	A	\$ 24.73	175,103	D
Class A common shares	08/08/2008		S ⁽⁵⁾	26,886	D	\$ 41.7233 ⁽⁶⁾	148,217	D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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 or Number of Shares
Class I common shares	\$ 0 ⁽³⁾	08/08/2008		D ⁽⁴⁾	58,315	⁽³⁾	⁽³⁾	Class A common share	58,315
Employee stock options (right to buy)	\$ 24.73	08/08/2008		M ⁽⁵⁾	26,886	08/31/2007	08/15/2015	Class A common shares	26,886

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROHLEDER STEPHEN J C/O ACCENTURE 5221 N. O'CONNOR BLVD. IRVING, TX 75039			Chief Operating Officer	

Signatures

/s/ Brian J. O'Neil, attorney-in-fact for Stephen J. Rohleder
08/12/2008

****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) Reflects the redemption of Class X Common Shares by and at the Election of Accenture Ltd.
- (2) Redemption price per share equal to par value of \$0.0000225.

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- Accenture SCA is a subsidiary of Accenture Ltd. Subject to certain contractual restrictions, Accenture SCA is obligated, at the option of the Reporting Person, to redeem any outstanding Accenture SCA Class I common shares at a redemption price per share generally equal to the market price of an Accenture Ltd Class A common share at the time of the redemption, subject to an adjustment. Accenture SCA may, at its option, pay the redemption price with cash or by delivering Accenture Ltd Class A common shares.
- (3)
 - (4) Planned disposition of Accenture SCA Class I common shares pursuant to Accenture SCA Plan of Disposition.
 - (5) Planned exercise of employee stock options and disposition of underlying shares pursuant to Accenture Plan of Disposition.

- This transaction was executed in multiple trades at prices ranging from \$41.68 to \$41.73. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (6)

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.