#### ABM INDUSTRIES INC /DE/

Form 4

January 15, 2014

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

OMB Number:

3235-0287

Expires:

January 31, 2005

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**OMB APPROVAL** 

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

Check this box

if no longer

subject to

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* FARWELL DAVID L

(First)

(Street)

2. Issuer Name and Ticker or Trading

Symbol

ABM INDUSTRIES INC /DE/

[ABM]

(Month/Day/Year)

551 FIFTH AVENUE, SUITE 300 01/13/2014

(Middle)

4. If Amendment, Date Original

3. Date of Earliest Transaction

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Director 10% Owner X\_ Officer (give title Other (specify below)

Senior Vice President

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

NEW YORK, NY 10176

(City)	(State)	(Zip) Tab	le I - Non-	Derivativo	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			ties A sed of 4 and (A) or (D)		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)
Common Stock	01/13/2014		M	2,500	A	\$ 18.3	37,962	D	
Common Stock	01/13/2014		S	2,500	D	\$ 27.9229 (1)	35,462	D	
Common Stock	01/14/2014		M	742	A	\$ 17.9	36,204	D	
Common Stock	01/14/2014		S	1,486	D	\$ 27.8441 (2)	34,718 (3)	D	

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

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SEC 1474 (9-02)

8. I De Sec (In

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. Transactic Code (Instr. 8)	Transaction Derivative Code Securities		cisable and vate '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
Stock Options	\$ 18.3	01/13/2014		M	2,500	<u>(5)</u>	06/14/2015	Common Stock	2,500
Stock Options	\$ 17.9	01/14/2014		M	742	<u>(7)</u>	01/12/2016	Common Stock	742

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

FARWELL DAVID L 551 FIFTH AVENUE SUITE 300

Senior Vice President

NEW YORK, NY 10176

### **Signatures**

By: Barbara L. Smithers, by power of attorney 01/15/2014

\*\*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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.75 to \$28.22, inclusive. The reporting person undertakes to provide to ABM Industries Incorporated, any security holder of ABM Industries

Reporting Owners 2

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Incorporated, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 1 of this Form 4.

- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.71 to \$27.95, inclusive. The reporting person undertakes to provide to ABM Industries Incorporated, any security holder of ABM Industries Incorporated, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote 2 of this Form 4.
- Includes 7,984 RSUs and DERs relating to the RSUs, adjusted to reflect the cumulative effect of fractional shares, 741 performance
- (3) shares earned but not vested with respect to performance shares granted on 3/8/2012, 804 performance shares earned but not vested with respect to performance shares granted on 1/14/2013, and DERs related thereto.
- (4) Stock options granted under the 2002 Price-Vested Plan.
- (5) Exercisable over the first four years in percentages tied to the price of ABM common stock and after eight years from the date of grant, if not previously vested.
- (6) Stock options granted under the 2006 Equity Incentive Plan.
- (7) 25% on 1/12/2010 and 25% on the anniversary of each of the following three years.

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.