

MCCLURE JAMES P
Form 4
September 08, 2010

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 *
MCCLURE JAMES P

2. Issuer Name and Ticker or Trading Symbol
ABM INDUSTRIES INC /DE/ [ABM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
551 FIFTH AVENUE, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/07/2010

____ Director
 Officer (give title below) _____ 10% Owner
_____ Other (specify below)
Executive Vice President

NEW YORK, NY 10176

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 Ownership (Instr. 4)	
			Code	V	Amount or Price			
Common Stock	09/07/2010		M		\$ 32,694	A	173,578	D
Common Stock	09/07/2010		S		\$ 21.42	D	173,304	D
Common Stock	09/07/2010		S		\$ 21.4	D	172,141	D
Common Stock	09/07/2010		S		\$ 21.41	D	171,321	D
Common Stock	09/07/2010		S		\$ 21.39	D	170,384	D

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Common Stock	09/07/2010	S	700	D	\$ 21.38	169,684	D
Common Stock	09/07/2010	S	800	D	\$ 21.37	168,884	D
Common Stock	09/07/2010	S	2,800	D	\$ 21.36	166,084	D
Common Stock	09/07/2010	S	600	D	\$ 21.35	165,484	D
Common Stock	09/07/2010	S	1,100	D	\$ 21.33	164,384	D
Common Stock	09/07/2010	S	200	D	\$ 21.31	164,184	D
Common Stock	09/07/2010	S	400	D	\$ 21.32	163,784	D
Common Stock	09/07/2010	S	600	D	\$ 21.34	163,184	D
Common Stock	09/07/2010	S	1,400	D	\$ 21.29	161,784	D
Common Stock	09/07/2010	S	600	D	\$ 21.27	161,184	D
Common Stock	09/07/2010	S	200	D	\$ 21.26	160,984	D
Common Stock	09/07/2010	S	1,100	D	\$ 21.25	159,884	D
Common Stock	09/07/2010	S	100	D	\$ 21.24	159,784	D
Common Stock	09/07/2010	S	600	D	\$ 21.22	159,184	D
Common Stock	09/07/2010	S	800	D	\$ 21.2	158,384	D
Common Stock	09/07/2010	S	685	D	\$ 21.17	157,699	D
Common Stock	09/07/2010	S	100	D	\$ 21.16	157,599	D
Common Stock	09/07/2010	S	200	D	\$ 21.15	157,399	D
Common Stock	09/07/2010	S	1,715	D	\$ 21.14	155,684	D
Common Stock	09/07/2010	S	1,800	D	\$ 21.11	153,884 ⁽¹⁾	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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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)	8. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					Code	V	(A)	(D)	
Stock Options ⁽²⁾	\$ 15.375	09/07/2010		M	32,694	<u>(3)</u> 12/19/2010	Common Stock	32,694	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCLURE JAMES P 551 FIFTH AVENUE SUITE 300 NEW YORK, NY 10176			Executive Vice President	

Signatures

By: Barbara L. Smithers, by power of attorney 09/08/2010

**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) Includes 47,768 RSUs and DERs relating to the RSUs, adjusted to reflect the cumulative effect of fractional shares, and 9,366 performance shares earned but not vested with respect to performance shares granted on 1/12/2009 and DERs related thereto.
- (2) Price-vested options, with vesting rate tied to designated closing prices.
- (3) 20,000 shares became exercisable on 1/3/2001; 10,000 shares became exercisable on 6/25/2001; and 2,694 shares became exercisable on 9/29/2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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