Unaudited Reconciliation of non-GAAP Financial Measures

Unaudited Reconciliation of non-GAAP Financial Measures (in thousands)

	Quarter Ended October 31,		Year Ended October 31,	
	2011	2010	2011	2010
Reconciliation of Adjusted Income from Continuing Operations to Net Income				
Adjusted income from continuing operations	$ 20,377	$ 22,624	$ 74,962	$ 70,541
Items impacting comparability, net of taxes	(2,195)	(1,186)	(6,264)	(6,671)
Income from continuing operations	18,182	21,438	68,698	63,870
(Loss) income from discontinued operations	(134)	368	(194)	251
Net income	$ 18,048	$ 21,806	$ 68,504	$ 64,121
Reconciliation of Adjusted Income from Continuing Operations to Income from Continuing Operations				
Adjusted income from continuing operations	$ 20,377	$ 22,624	$ 74,962	$ 70,541
Items impacting comparability:				
Linc purchase accounting	-	-	(838)	-
Corporate initiatives and other (a)	(2,924)	-	(3,252)	(1,869)
Insurance adjustments	223	(1,216)	(856)	(1,216)
	-	-	-	-
Litigation and other settlements	355	-	1,402	(5,406)
Acquisition costs	(780)	(716)	(6,092)	(2,374)
Total items impacting comparability	(3,126)	(1,932)	(9,636)	(10,865)
Income taxes benefit	931	746	3,372	4,194
Items impacting comparability, net of taxes	(2,195)	(1,186)	(6,264)	(6,671)
Income from continuing operations	$ 18,182	$ 21,438	$ 68,698	$ 63,870

(a) Corporate initiatives for the three months and year ended October 2011 includes the integration costs associated with The Linc Group (TLG). Corporate initiatives for the year ended October 2010 includes: (i) costs associated with the implementation of a new payroll and human resources information system, (ii) the upgrade of the Company's accounting system, (iii) the completion of the corporate move from San Francisco, and (iv) the integration costs associated with OneSource.

Unaudited Reconciliation of non-GAAP Financial Measures (in thousands, except per share data)

	Quarter Ended October 31,		Year Ended October 31,	
	2011	2010	2011	2010
Reconciliation of Adjusted EBITDA to Net Income				
Adjusted EBITDA	$ 51,339	$ 47,933	$ 184,023	$ 155,892
Items impacting comparability	(3,126)	(1,932)	(9,636)	(10,865)
Discontinued operations	(134)	368	(194)	251
Income tax	(13,040)	(13,222)	(36,980)	(40,203)
Interest expense	(3,328)	(1,098)	(15,805)	(4,639)
Depreciation and amortization	(13,663)	(10,243)	(52,904)	(36,315)
Net income	$ 18,048	$ 21,806	$ 68,504	$ 64,121

Reconciliation of Adjusted Income from Continuing Operations per Diluted Share to Income from Continuing Operations per Diluted Share

	Quarter Ended October 31,		Year Ended October 31,	
	2011	2010	2011	2010
Adjusted income from continuing operations per diluted share	$ 0.37	$ 0.43	$ 1.39	$ 1.34
Items impacting comparability, net of taxes	(0.04)	(0.02)	(0.12)	(0.13)
Income from continuing operations per diluted share	$ 0.33	$ 0.41	$ 1.27	$ 1.21
Diluted shares	54,158	53,369	54,103	52,908

ABM Industries Incorporated

Unaudited Reconciliation of non-GAAP Financial Measures (in thousands)

	Years Ended				
	2011	2010	2009	2008	2007
Adjusted EBITDA	184,023	155,892	$ 145,482	$ 133,456	$ 91,514
Items Impacting Comparability	(9,636)	(10,865)	$ (22,066)	$ (5,872)	$ 2,879
Discontinued Operations	(194)	251	$ (1,197)	$ (7,297)	$ 1,793
Income Tax	(36,980)	(40,203)	$ (29,170)	$ (31,585)	$(26,088)
Interest Expense	(15,805)	(4,639)	$ (5,881)	$ (15,193)	$ (453)
Depreciation and Amortization	(52,904)	(36,315)	$ (32,875)	$ (28,075)	$(17,205)
Net Income	$ 68,504	$ 64,121	$ 54,293	$ 45,434	$ 52,440
Adjusted EBIT	$ 131,119	$ 119,577	$ 112,607	$ 105,381	$ 74,309
Items Impacting Comparability	(9,636)	(10,865)	$ (22,066)	$ (5,872)	$ 2,879
Discontinued Operations	(194)	251	$ (1,197)	$ (7,297)	$ 1,793
Income Tax	(36,980)	(40,203)	$ (29,170)	$ (31,585)	$(26,088)
Interest Expense	(15,805)	(4,639)	$ (5,881)	$ (15,193)	$ (453)
Net Income	$ 68,504	$ 64,121	$ 54,293	$ 45,434	$ 52,440

Unaudited Calculation of Adjusted EBITDA Leverage Ratio (in thousands)

LEVERAGE RATIO - Post Linc Acquisition		
(1) Outstanding borrowings *	$	452,461
(2) Adjusted EBITDA **	**$**	**184,023**
Ratio of (1) to (2)		**2.46**
LEVERAGE RATIO - October 31, 2011		
(1) Outstanding borrowings *	$	300,000
(2) Adjusted EBITDA **	**$**	**184,023**
Ratio of (1) to (2)		**1.63**

* Outstanding borrowings immediately following the acquisition of Linc on December 1, 2010.

** Adjusted EBITDA for trailing twelve months as of October 31, 2011 (for comparison purposes).

Unaudited Reconciliation of non-GAAP Financial Measures

ABM Industries Incorporated and Subsidiaries
Reconciliation of Estimated Adjusted Income from Continuing Operations per Diluted Share to Income from Continuing Operations per Diluted Share for the Year Ending October 31, 2012

	Year Ending October 31, 2012			
	Low Estimate		High Estimate	
	(per diluted share)			
Adjusted income from continuing operations per diluted share	$	1.40	$	1.50
Adjustments to income from continuing operations (a)	$	(0.14)	$	(0.14)
Income from continuing operations per diluted share	$	1.26	$	1.36

(a) Adjustments to income from continuing operations are expected to include rebranding costs and other unqiue items impacting comparability.

ABM Industries Incorporated®