FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
l	Estimated average burd	en
l	hours per response:	0.5

D

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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 Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Instr. 8)  5. Number of Derivative Securities (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  6. Date Exercisable and Expiration Date (Month/Day/Year)  7. Title and Amount of Securities Securities Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 3)  8. Price of Derivative Securities Securities Underlying Derivative Securities Underlying Derivative Security (Instr. 4)  8. Price of Derivative Securities Securities Underlying Derivative Securities Deneficially Owned (Instr. 4)  8. Price of Derivative Securities Securities Underlying Derivative																						
(Last) (First) (Middle)  160 PACIFIC AVE STE.222  4. If Amendment, Date of Original Filed (Month/Day/Year)  (City) (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year)  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  1. Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (Signature) Disposed of (D) (Instr. 3, 4 and 5)  3. Amount (A) or (D) Price (D) or Indirect (D) or															all appl Direct	ll applicable) Director		10% O	vner			
Common Stock(1)   Sale   Common Stock(1)   Com	` '	`												X	below	) ``	ice I	below)	<b>греспу</b>			
2. Transaction Date (Month/Day/Year)   3. Transaction Date (Month/Day/Year)   4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 4)   5. Amount of Securities (D) (Instr. 4)   6. Ownership Form: Direct (D) or Indirect (D) (Instr. 4)   6. Ownership Securities (D) (Ins	SAN CA 94111 FRANCISCO					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										ne)	Form filed by One Reporting Person Form filed by More than One Reporting				
Date (Month/Day/Year) (	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
Common Stock(1)  Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)  Conversion of Exercise Price of Derivative Security (Instr. 3)  Derivative Security (Instr. 3)  Amount (A) or (D) Price (Transaction(s) (Instr. 3 and 4)  Derivative Securities (Month/Day/Year)  Securities Of (D) (Instr. 3, 4 and 5)  Amount (A) or (D) Price (Transaction(s) (Instr. 3 and 4)  Derivative Securities (Month/Day/Year)  Securities Or Derivative Security (Instr. 3 and 4)  Amount of Securities (Month/Day/Year)  Amount of Securities (Instr. 4)  Amount of Amount of Securities (Instr. 4)  Amount of Amount of Securities (Instr. 4)	Date						Execution ay/Year) if any				Transaction Dispose Code (Instr. 5)						ıd	Securities Beneficially Owned Following		Form: Direct (D) or Indirect		of Indirect Beneficial Ownership
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 (Instr. 3)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Instr. 3)  4. Transaction Date (Month/Day/Year)  5. Number of Exercise Derivative Securities (Month/Day/Year)  9. Number of Exercise Derivative Securities (Month/Day/Year)  9. Number of Derivative Securities Securities (Month/Day/Year)  9. Number of Derivative Securities Securities (Instr. 5)  9. Number of Exercise Derivative Securities Securities (Instr. 5)  9. Number of Derivative Security (Instr. 5)  9. Number of Derivative Securities Securities (Month/Day/Year)  9. Number of Derivative Securities Securities (Instr. 4)  9. Number of Derivative Securities (Instr. 5)  9. Number of Derivative Securities Securities (Instr. 4)  9. Number of Derivative Securities (Instr. 5)  9. Number of Derivative Securities (Instr. 4)  9. Number of Derivative Securities (Instr. 4)  9. Number of Derivative Security (Instr. 5)  9. Number of Derivative Security (Instr. 4)											Code	Code V Am		t (A) or Pr		Price		Transaction(s)				(IIISU. 4)
(e.g., puts, calls, warrants, options, convertible securities)  1. Title of Derivative Security (Instr. 3)  Or Derivative Security Security  Security  Or Derivative Security  Security  Or Derivative Security  Security  Securities  Or Derivative Security  Securities  Or Derivative Security  (Instr. 3)  Or Derivative Securities  Or Derivative Security  Or Derivative Security  (Instr. 3, 4 and 5)  Or Indirect (D) Or Indirect (I) (Instr. 4)  Or Disposed of (D) (Instr. 3, 4 and 5)  Or Indirect (D) Or Indirect (I) (Instr. 4)  Or Derivative Security  Ownership Form:  Direct (D) Or Indirect (I) (Instr. 4)  Ownership Securities  Ownership Form:  Direct (D) Or Indirect (I) (Instr. 4)  Ownership Form:  Direct (D) Or Indirect (I) (Instr. 4)  Ownership Form:  Direct (D) Or Indirect (I) (Instr. 4)	Common	Stock <sup>(1)</sup>	5/2007	7				A		26		A \$2		19	11,373			D				
Derivative Security (Instr. 3) Price of Derivative Security Securities Security Securities Securities Securities Securities Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)  Amount of Securities Securities Securities Securities Securities Securities (Instr. 3) Securities (Instr. 4)  Amount of Securities Securities Securities Securities (Instr. 5) Securities Securities Securities Securities (Instr. 4)  Amount of Securities Securities Securities Securities (Instr. 4)  Amount of Securities Securities Securities (Instr. 5)  Amount of Securities Securities Securities (Instr. 4)  Amount of Securities Securities Securities (Instr. 5)  Amount of Securities Securities Securities (Instr. 4)  Amount of Securities Securities Securities (Instr. 5)  Amount of Securities Securities (Instr. 4)  Amount of Securities Securities (Instr. 5)  Amount of Securities Securities (Instr. 4)  Amount of Securities Securities (Instr. 5)  Amo			Т															wned				
ı ı ı ı I I I I I I Number I I I	Derivative Security	rivative Conversion curity or Exercise (Month/Day/Year) Execution Date, if any (Month/Day/Year) Execution Date, if any (Month/Day/Year) 8)					ransaction of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4				Expiration Date Month/Day/Year)  Amount of Securities Underlying Derivative Securities (Instr. 3 and 4					4)	De Se	rivative curity	derivative Securities Beneficially Owned Following Reported Transaction	у	Ownership Form: Direct (D) or Indirect	Beneficial Ownership (Instr. 4)

## **Explanation of Responses:**

Dividend Equivalent

Rights<sup>(2)</sup>

1. Dividend equivalent rights (DERs) accrued on the restricted stock units granted on 10/02/2006 under the 2006 Equity Incentive Plan, exercisable proportionately with the restricted stock units to which they relate. Each DER is the economic equivalent of one share of ABM common stock.

(3)

(3)

- 2. Dividend equivalent rights (DERs) accrued on the performance shares granted on 10/02/2006 under the 2006 Equity Incentive Plan. Each DER is the economic equivalent of one share of ABM common stock
- 3. These DERs are exercisable proportionately in the same manner as the performance shares to which they relate.

s/ Steven M. Zaccagnini 02/07/2007

\$0

51

\*\* Signature of Reporting Person Date

51

Stock

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

 $^{\star}$  If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

02/05/2007

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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

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 Number.

51