

Corporate Citizenship and Communications Committee

Adopted January 14, 2013

Purpose and Scope

The Corporate Citizenship and Communications Committee (the “Committee”) is created by the Board of Directors (the “Board”) of ABM Industries Incorporated (the “Company”) to discharge the responsibilities set forth in this Charter. The purpose of the Committee is to act in an advisory capacity to the Board and management with respect to policies, strategies and practices that impact the Company’s effectiveness, employees, clients and shareholders in the areas listed below. The Committee shall perform such other duties and responsibilities enumerated in and consistent with this Charter. As it is management’s responsibility to operate the Company, management retains authority for communications with employees, clients, the public, shareholders, and government and self regulatory entities relating to these issues.

Membership

The Committee shall consist of no fewer than three directors, comprised solely of non-management directors of the Company. The members will be appointed by and serve at the pleasure of the Board. Committee members shall serve until they are replaced, they resign, or their successors are duly elected and qualified.

Meetings

The Committee shall meet as often as may be deemed necessary or appropriate, but no fewer than three times annually. The Committee may ask members of management or others to attend meetings or to provide relevant information. The Committee periodically shall meet in executive session without management.

Duties and Responsibilities

In addition to any other responsibilities which may be assigned from time to time by the Board, the Committee shall be responsible for providing board-level oversight and advice on matters including but not limited to the following matters:

- Equal opportunity employer
- Crisis management planning and communications
- Sustainability and environmental and green energy issues
- Health and safety issues
- Public affairs, public policy and government relations
- Political action committee activities, if any
- Marketing, branding and communications
- Corporate philanthropy

In order to fulfill its responsibilities, the Committee will:

- Monitor the Company's policies and procedures in relationship to each of the foregoing matters.
- Assist the Board and management in identifying, anticipating and evaluating how public policy trends might impact the Company's business activities and performance in the United States and in foreign countries in which the Company has operations.
- Be the Board liaison to the Company's Investor Relations function with particular emphasis on reviewing shareholder feedback and relaying shareholders' concerns to the Board.
- Review the Company's public policy activities and positions to assure that they are consistent with Company goals.
- Review at least annually the government relations activities of organizations of which the Company is a member, such as trade associations and similar associations, as well as the Company's government relations priorities and activities in order to assure consistency.
- Assist the Board and management to enhance and promote the Company's role and reputation as a good corporate citizen.
- Review Company marketing and communications efforts to assure that, collectively, they effectively and consistently communicate the business advantages, culture, ethics and values of the Company.

Self-Evaluation and Charter Review

The Committee will annually conduct a self-evaluation of this Committee to review the Committee's performance, including its effectiveness and compliance with this Charter. In addition, periodically, the Committee will review and reassess the adequacy of this Charter and recommend to the Board any appropriate changes.

Reports

The Chair of the Committee will report orally to the Board when appropriate on the matters considered by the Committee. The Committee will, to the extent deemed appropriate, record its summaries of recommendations to the Board in written form.

Committee Authority and Delegations

The Committee shall undertake any other action or exercise such other powers, authority and responsibilities as necessary or appropriate to the discharge of its responsibilities and duties set forth in this Charter or the Company's Bylaws, or as shall otherwise be determined by the Board.

In discharging its responsibilities and duties, the Committee is empowered to investigate any matter brought to its attention that it determines to be within the scope of its authority with full access to all books, records, facilities and personnel of the Company. The Committee has the power to retain outside counsel or other consultants or experts as the Committee may deem appropriate in its sole discretion, have sole authority to approve related fees and retention terms,

and shall receive funding from the Company for such advisors and for the ordinary administrative expenses of the Committee.

The Committee may delegate authority to a subcommittee or Committee member when it deems appropriate and in the best interests of the Company unless otherwise prohibited by law, regulation or New York Stock Exchange listing standard. However, in delegating authority it shall not absolve itself from the responsibilities it bears under the terms of this Charter.

Posting

This Charter will be posted on the Company's website to be available to all shareholders.