



## Unaudited Reconciliation of non-GAAP Financial Measures

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

	<u>Three Months Ended April 30,</u>		<u>Six Months Ended April 30,</u>	
	<u>2011</u>	<u>2010</u>	<u>2011</u>	<u>2010</u>
<b>Reconciliation of Adjusted Income from Continuing Operations to Net Income</b>				
Adjusted Income from Continuing Operations	\$ 14,967	\$ 11,925	\$ 26,715	\$ 25,965
Items Impacting Comparability, net of taxes	(767)	(3,302)	(4,110)	(4,506)
Income from Continuing Operations	<u>14,200</u>	<u>8,623</u>	<u>22,605</u>	<u>21,459</u>
Loss from Discontinued Operations	<u>(8)</u>	<u>(46)</u>	<u>(24)</u>	<u>(107)</u>
Net Income	<u>\$ 14,192</u>	<u>\$ 8,577</u>	<u>\$ 22,581</u>	<u>\$ 21,352</u>
<b>Reconciliation of Adjusted Income from Continuing Operations to Income from Continuing Operations</b>				
Adjusted Income from Continuing Operations	\$ 14,967	\$ 11,925	\$ 26,715	\$ 25,965
Items Impacting Comparability:				
Corporate Initiatives (a)	-	(1,005)	-	(2,975)
Acquisition Costs	(803)	-	(4,927)	-
Linc Purchase Accounting Adjustment	(418)	-	(698)	-
Litigation Contingency	-	(4,400)	(920)	(4,400)
Total Items Impacting Comparability	<u>(1,221)</u>	<u>(5,405)</u>	<u>(6,545)</u>	<u>(7,375)</u>
Income Taxes Benefit	<u>454</u>	<u>2,103</u>	<u>2,435</u>	<u>2,869</u>
Items Impacting Comparability, net of taxes	<u>(767)</u>	<u>(3,302)</u>	<u>(4,110)</u>	<u>(4,506)</u>
Income from Continuing Operations	<u>\$ 14,200</u>	<u>\$ 8,623</u>	<u>\$ 22,605</u>	<u>\$ 21,459</u>

(a) Corporate initiatives 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)

	<u>Three Months Ended April 30,</u>		<u>Six Months Ended April 30,</u>	
	<u>2011</u>	<u>2010</u>	<u>2011</u>	<u>2010</u>
<b>Reconciliation of Adjusted EBITDA to Net Income</b>				
Adjusted EBITDA	\$ 42,046	\$ 29,378	\$ 77,747	\$ 62,047
Items Impacting Comparability	(1,221)	(5,405)	(6,545)	(7,375)
Discontinued Operations	(8)	(46)	(24)	(107)
Income Tax	(8,814)	(5,622)	(14,066)	(13,777)
Interest Expense	(4,317)	(1,177)	(8,363)	(2,392)
Depreciation and Amortization	<u>(13,494)</u>	<u>(8,551)</u>	<u>(26,168)</u>	<u>(17,044)</u>
Net Income	<u>\$ 14,192</u>	<u>\$ 8,577</u>	<u>\$ 22,581</u>	<u>\$ 21,352</u>

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

	<u>Three Months Ended April 30,</u>		<u>Six Months Ended April 30,</u>	
	<u>2011</u>	<u>2010</u>	<u>2011</u>	<u>2010</u>
Adjusted Income from Continuing Operations per Diluted Share	\$ 0.28	\$ 0.23	\$ 0.50	\$ 0.49
Items Impacting Comparability, net of taxes	<u>(0.02)</u>	<u>(0.07)</u>	<u>(0.08)</u>	<u>(0.08)</u>
Income from Continuing Operations per Diluted Share	<u>\$ 0.26</u>	<u>\$ 0.16</u>	<u>\$ 0.42</u>	<u>\$ 0.41</u>
Diluted Shares	54,159	52,719	54,026	52,633

# 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, 2011

	Year Ending October 31, 2011	
	Low Estimate	High Estimate
	(per diluted share)	
Adjusted Income from Continuing Operations per Diluted Share	\$ 1.43	\$ 1.53
Adjustments to Income from Continuing Operations (a)	(0.20)	(0.20)
Income from Continuing Operations per Diluted Share	<u>\$ 1.23</u>	<u>\$ 1.33</u>

(a) Adjustments to income from continuing operations are expected to include transaction and integration costs associated with the acquisition of The Linc Group (TLG) and other unique items impacting comparability.