



Unaudited Reconciliation of non-GAAP Financial Measures

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

	Quarter Ended January 31,	
	2011	2010
Reconciliation of Adjusted Income from Continuing Operations to Net Income		
Adjusted Income from Continuing Operations	\$ 11,682	\$ 14,040
Items Impacting Comparability, net of taxes	<u>(3,277)</u>	<u>(1,204)</u>
Income from Continuing Operations	8,405	12,836
Loss from Discontinued Operations	<u>(15)</u>	<u>(61)</u>
Net Income	<u>\$ 8,390</u>	<u>\$ 12,775</u>
Reconciliation of Adjusted Income from Continuing Operations to Income from Continuing Operations		
Adjusted Income from Continuing Operations	\$ 11,682	\$ 14,040
Items Impacting Comparability:		
Corporate Initiatives (a)	-	(864)
Acquisition Costs	(4,124)	(1,106)
Linc Purchase Accounting Adjustment	(280)	-
Litigation Contingency	<u>(920)</u>	<u>-</u>
Total Items Impacting Comparability	(5,324)	(1,970)
Income Taxes Benefit	<u>2,047</u>	<u>766</u>
Items Impacting Comparability, net of taxes	<u>(3,277)</u>	<u>(1,204)</u>
Income from Continuing Operations	<u>\$ 8,405</u>	<u>\$ 12,836</u>

(a) Corporate initiatives include: (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>Quarter Ended January 31,</u>	
	<u>2011</u>	<u>2010</u>
Reconciliation of Adjusted EBITDA to Net Income		
Adjusted EBITDA	\$ 35,701	\$ 32,669
Items Impacting Comparability	(5,324)	(1,970)
Discontinued Operations	(15)	(61)
Income Tax	(5,252)	(8,155)
Interest Expense	(4,046)	(1,215)
Depreciation and Amortization	<u>(12,674)</u>	<u>(8,493)</u>
Net Income	<u>\$ 8,390</u>	<u>\$ 12,775</u>

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

	<u>Quarter Ended January 31,</u>	
	<u>2011</u>	<u>2010</u>
Adjusted Income from Continuing Operations per Diluted Share	\$ 0.22	\$ 0.27
Items Impacting Comparability, net of taxes	<u>(0.06)</u>	<u>(0.03)</u>
Income from Continuing Operations per Diluted Share	<u>\$ 0.16</u>	<u>\$ 0.24</u>
Diluted Shares	53,893	52,548

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 items impacting comparability.