

A man in a blue shirt is seen from behind, walking away from the camera in a large, modern building. The ceiling is a complex, geometric structure with many recessed lights. The floor is polished and reflects the lights. The overall atmosphere is clean and professional.

Appendix - Unaudited Reconciliation of non-GAAP Financial Measures

Unaudited Reconciliation of non-GAAP Financial Measures

ABM INDUSTRIES INCORPORATED AND SUBSIDIARIES RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (UNAUDITED)

(in millions)

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2015	2014	2015	2014
Reconciliation of Adjusted Net Income to Net Income				
Adjusted net income	\$ 26.8	\$ 26.9	\$ 69.6	\$ 59.8
Items impacting comparability:				
CEO/CFO Change (a)	-	-	(4.6)	-
Litigation and other settlements	(1.2)	-	(3.5)	(3.4)
Strategic review and restructuring	(1.7)	-	(1.7)	-
Acquisition costs	(0.2)	(0.3)	(0.9)	(0.6)
Onsite realignment	(0.5)	(0.6)	(1.3)	(2.2)
Rebranding (b)	-	(1.4)	(0.1)	(3.2)
U.S. Foreign Corrupt Practices Act investigation (c)	-	(0.2)	(0.2)	(1.1)
Insurance adjustment	(39.5)	(10.5)	(42.5)	(10.5)
Total items impacting comparability	(43.1)	(13.0)	(54.8)	(21.0)
Benefit from income taxes	17.8	5.5	22.7	8.9
Items impacting comparability, net of taxes	(25.3)	(7.5)	(32.1)	(12.1)
Net income	\$ 1.5	\$ 19.4	\$ 37.5	\$ 47.7

(a) Represents severance and other costs related to the departure of our former CEO and CFO.

(b) Represents costs related to the Company's branding initiative.

(c) Includes legal and other cost incurred in connection with an internal investigation into a foreign entity affiliated with a former joint venture partner.

Unaudited Reconciliation of non-GAAP Financial Measures

ABM INDUSTRIES INCORPORATED AND SUBSIDIARIES RECONCILIATIONS OF NON-GAAP FINANCIAL MEASURES (UNAUDITED)

(in millions, except per share amounts)

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2015	2014	2015	2014
Reconciliation of Adjusted Operating Profit to Operating (Loss) Profit				
Adjusted operating profit	\$ 35.8	\$ 46.7	\$ 97.5	\$ 106.5
Total items impacting comparability	(43.1)	(13.0)	(54.8)	(21.0)
Operating (loss) profit	<u>\$ (7.3)</u>	<u>\$ 33.7</u>	<u>\$ 42.7</u>	<u>\$ 85.5</u>
Reconciliation of Adjusted EBITDA to Net Income				
Adjusted EBITDA	\$ 53.3	\$ 62.4	\$ 147.1	\$ 153.3
Items impacting comparability	(43.1)	(13.0)	(54.8)	(21.0)
Benefit (provision) for income taxes	8.6	(13.2)	(3.9)	(34.0)
Interest expense	(2.4)	(2.7)	(7.6)	(8.1)
Depreciation and amortization	(14.9)	(14.1)	(43.3)	(42.5)
Net income	<u>\$ 1.5</u>	<u>\$ 19.4</u>	<u>\$ 37.5</u>	<u>\$ 47.7</u>

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2015	2014	2015	2014
Reconciliation of Adjusted Net Income per Diluted Share to Net Income per Diluted Share				
Adjusted net income per diluted share	\$ 0.47	\$ 0.47	\$ 1.21	\$ 1.05
Items impacting comparability, net of taxes	(0.44)	(0.13)	(0.56)	(0.21)
Net income per diluted share	<u>\$ 0.03</u>	<u>\$ 0.34</u>	<u>\$ 0.65</u>	<u>\$ 0.84</u>
Diluted shares	57.5	57.0	57.4	57.0