



## **Imperial Capital's Global Opportunities Conference**

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# Agenda

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## Forward-Looking Statements and Non-GAAP Financial Information:

Our discussions during this conference call will include forward-looking statements. Actual results could differ materially from those projected in the forward-looking statements. The factors that could cause actual results to differ are discussed in the Company's 2011 Annual Report on Form 10-K and in our 2012 reports on Form 10-Q and Form 8-K. These reports are available on our website at <http://investor.abm.com/> under "SEC Filings". A description of factors that could cause actual results to differ is also set forth at the end of this presentation.

Also, the discussion during this conference call will include certain financial measures that were not prepared in accordance with U.S. generally accepted accounting principles ("U.S. GAAP"). Reconciliations of those non-GAAP financial measures to the most directly comparable U.S. GAAP financial measures can be found on the Investor Relations portion of our website at <http://investor.abm.com> and at the end of this presentation.

# Key Metrics - Summary



# ABM's Evolution – Key Metrics

2000

2007

2012

Revenue: \$1.8B  
 Adj. EBITDA: \$61M  
 Free Cash Flow: \$200K  
 Dividends: \$.31/share  
 Employee Base: 60,000  
 Operating Units: 8

Revenue: \$2.8B  
 Adj. EBITDA: \$91M  
 Free Cash Flow: \$32M  
 Dividends: \$.48/share  
 Employee Base: 75,000  
 Operating Units: 5

Revenue: \$4.3B  
 Adj. EBITDA: \$176M  
 Free Cash Flow: \$123M  
 Dividends: \$.58/share  
 Employee Base: 100,000  
 Operating Units: 4

Electronic Pay: 12,000 (20%)  
 E-Time-Keeping: 0  
 E-Pay Advices: 0  
 EDI (Billing): No platform  
 Client Portal: No platform

Electronic Pay: 17,000 (23%)  
 E-Time-Keeping: Developing  
 E-Pay Advices: No platform  
 EDI (Billing): No platform  
 Client Portal: Developing

Electronic Pay: 54,000 (54%)  
 E-Time-Keeping: 46%  
 E-Pay Advices: 12%  
 EDI (Billing): Active  
 Client Portal: Live

Integrated, Well-Positioned for Growth

# Operations Review



# End-to-End Service Delivery System

## ABM On-Site Business



Drives Demand

## ABM Mobile Network



- HVAC
- Energy Solutions
- Electrical
- Day Porters

Drives Demand

## ABM On-Demand

Intelligent Service Center

- Electrical
- HVAC
- Janitorial
- Landscape
- Plumbing
- Other Building Trades



Multi-location utilizing local labor

# Onsite - Janitorial

- U.S. janitorial leader providing cleaning services for thousands of commercial, industrial, institutional and retail facilities

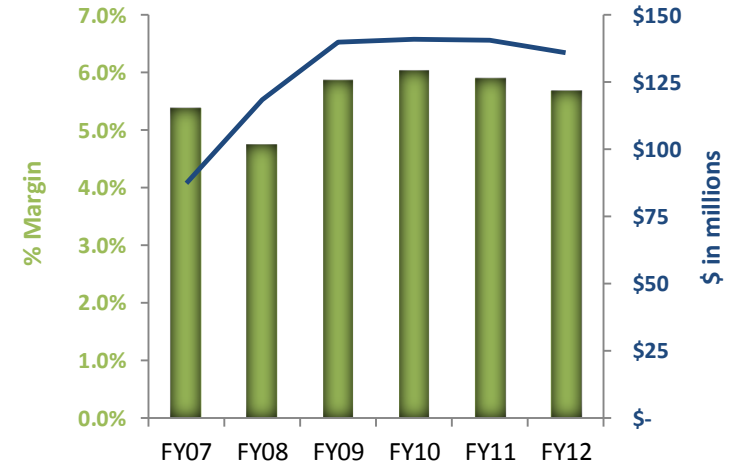
- Market share less than 10%
- ~ 5 times larger than nearest competitor
- Compete against regional and local providers
- Average length of client contract is > 12 years\*
- Clients comprised of the Fortune 1000

- FY12 operating profit of \$136 million
  - Operating profit margin of 5.7%
  - Fixed pricing is over 60% of revenue
  - Tag revenue is single digits

- Unmatched national footprint
  - Operate in all 50 states under 4 super regions
  - Geographically dispersed business
- Expanding Green Care Services
  - 360 million square feet

\*Most contracts are cancelable upon 30 to 90 days' notice. This number represents average duration of customer relationships.

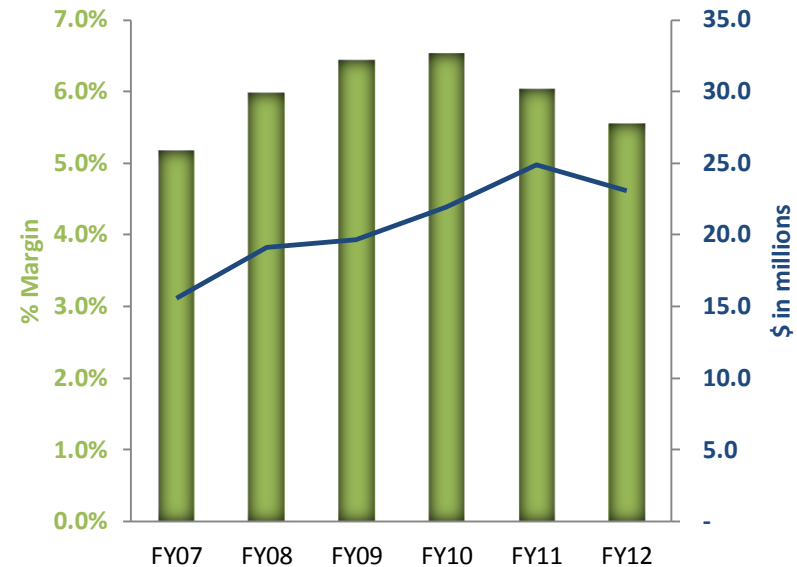
Operating Margin & Operating Profit



# Onsite – Facility Services

- Provides onsite mechanical engineering and technical services for a variety of facilities, including corporate office buildings, schools, museums, airports, data centers
- Historical revenue growth rates ranging between 7% to 12%
- Historical operating profit margins ranging from 5% to 7%
  - Acquired the Linc Group in December 2010
  - Amortization of \$4.2 million in Fiscal 2012

Operating Margin & Operating Profit



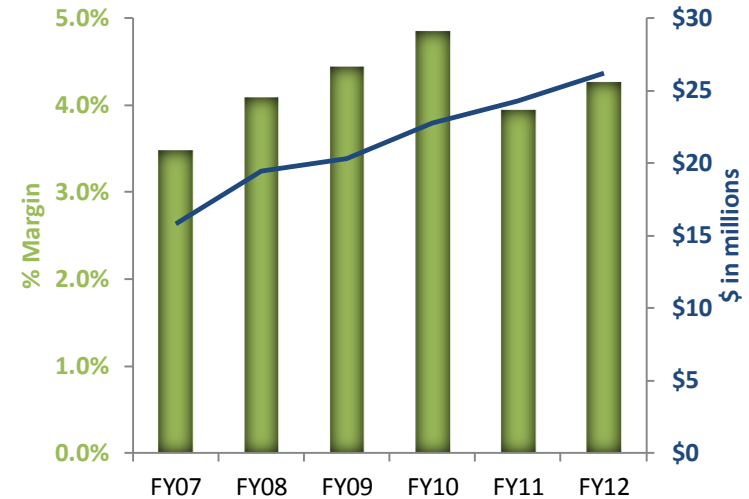


# Onsite - Parking

- Operate approximately 2,000 parking lots and garages: airports, universities, commercial complexes, hotels, hospitals, medical centers, municipalities, entertainment complexes, transportation shuttle services, and special events
  - Allowance/leased-lot (33%) and Management (67%) contracts with average duration of approximately 14 years<sup>2</sup>
- Market share of ~ 10%
- Expertise in Commercial Airports
- Acquired select assets of the L&R Group in September 2010



Operating Margin & Operating Profit

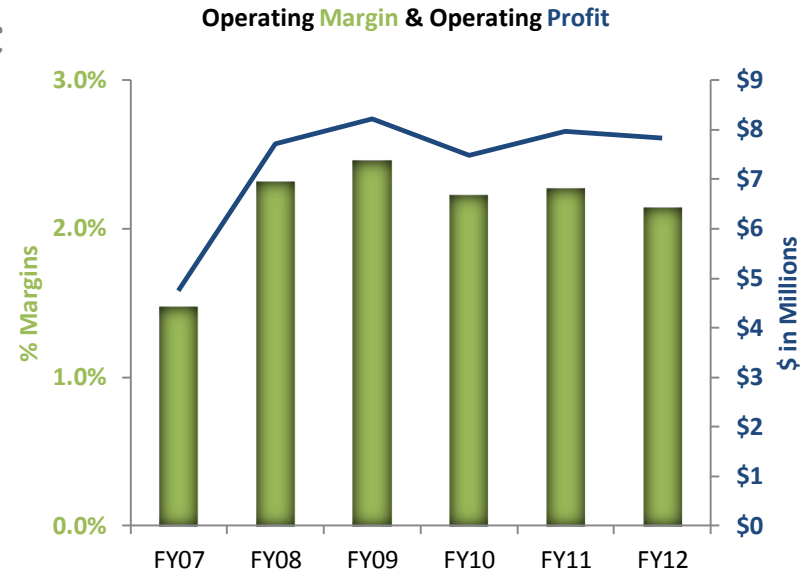


<sup>1</sup> Excludes \$5.0M gain in FY07

<sup>2</sup> Managed contracts are cancelable upon 30 days' notice. This number represents average duration of customer relationships

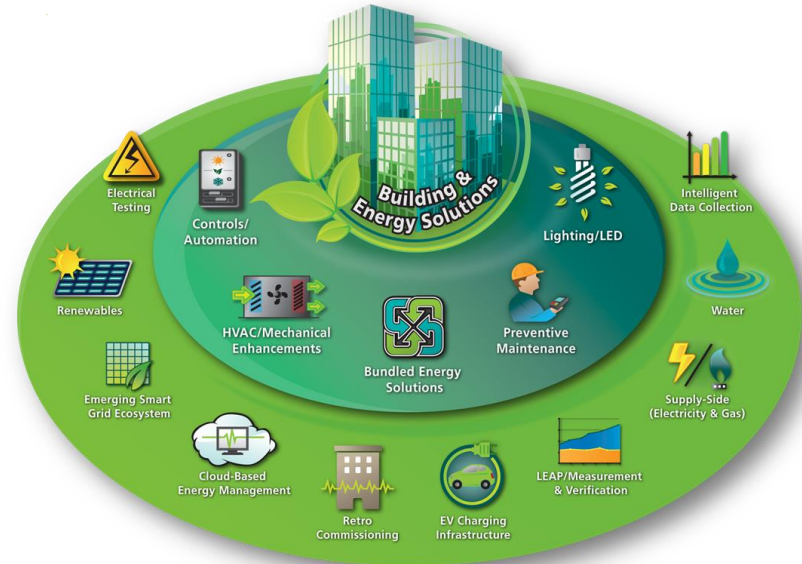
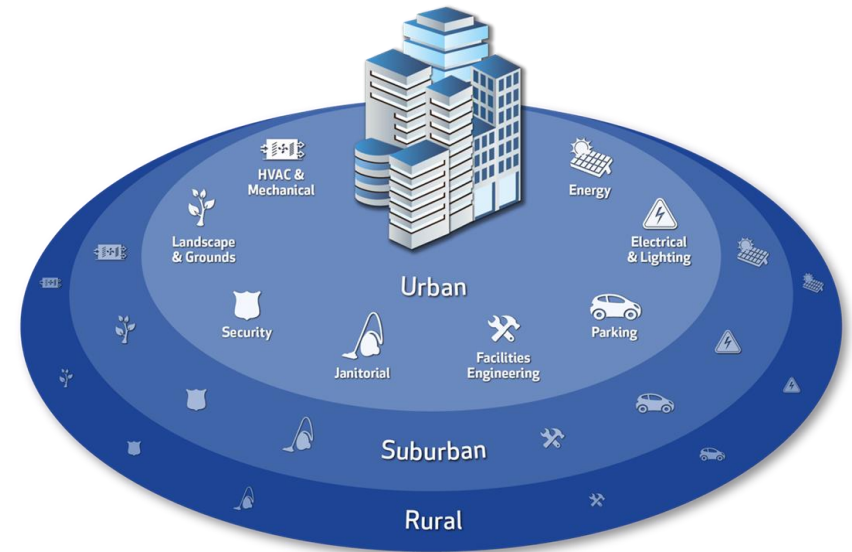
# Onsite – Security

- Provide security officers; investigative services; electronic monitoring of fire, life safety systems and access control devices; and security consulting services
  - Wide range of client facilities: high rise Class A buildings, high-tech corporate campuses, financial institutions, data center facilities, and industrial sites
  - SAFETY Act Certification
- Achieved 4% top-line growth in FY12
- Market share of ~ 2%
- Operate in 40 states



# Building & Energy Services

- Provides services related to mechanical retrofits, preventative maintenance, electric service, energy updates as well as support and services to U.S. Government entities. The segment also includes the Company's franchised operations. **All of these services were part of the Linc Group.**
- Amortization (SOYD) of ~\$54 million over 18 years
  - FY12 amortization was \$7.0 million
- ~33% of revenues from Government and Government related work
- ESCO market for energy efficiency project installations & services exceeded \$5.0 billion in 2011
  - \$16 billion market estimate by 2020
  - Started largest job: Wright State ~ \$28 million
- Acquired Health Care Services



# Aviation Market

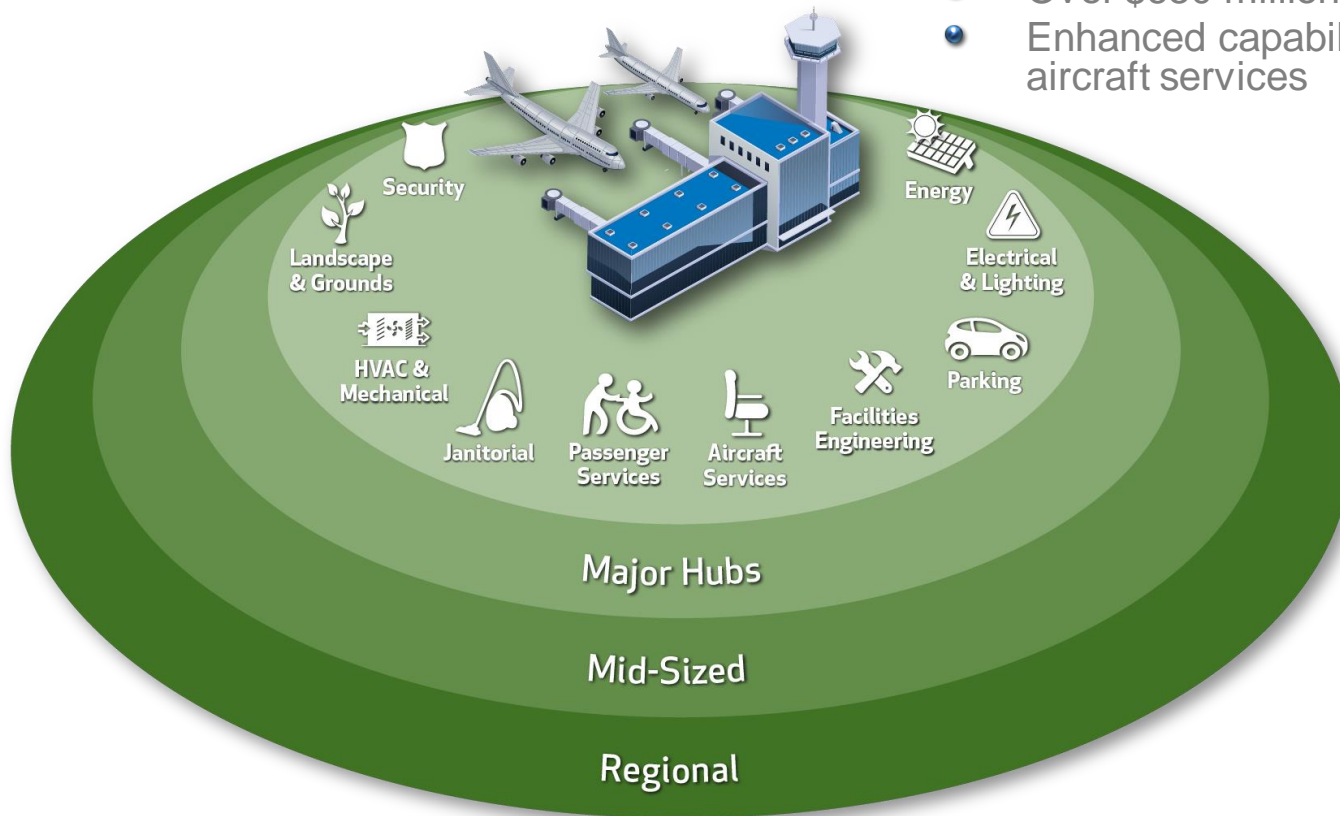
## Mega-Carriers' Ecosystem

### Air Serv ("Other" Segment):

- YTD Revenue of \$250.6 million
- YTD operating profit of \$8.7 million
- YTD Adjusted EBITDA of \$18.7million

### Aviation Vertical:

- Service 27 of the top 40 airports
- Over \$650 million in revenue
- Enhanced capabilities, including passenger & aircraft services



# Strategy Review



# Leading the way to Integrated Facility Solutions

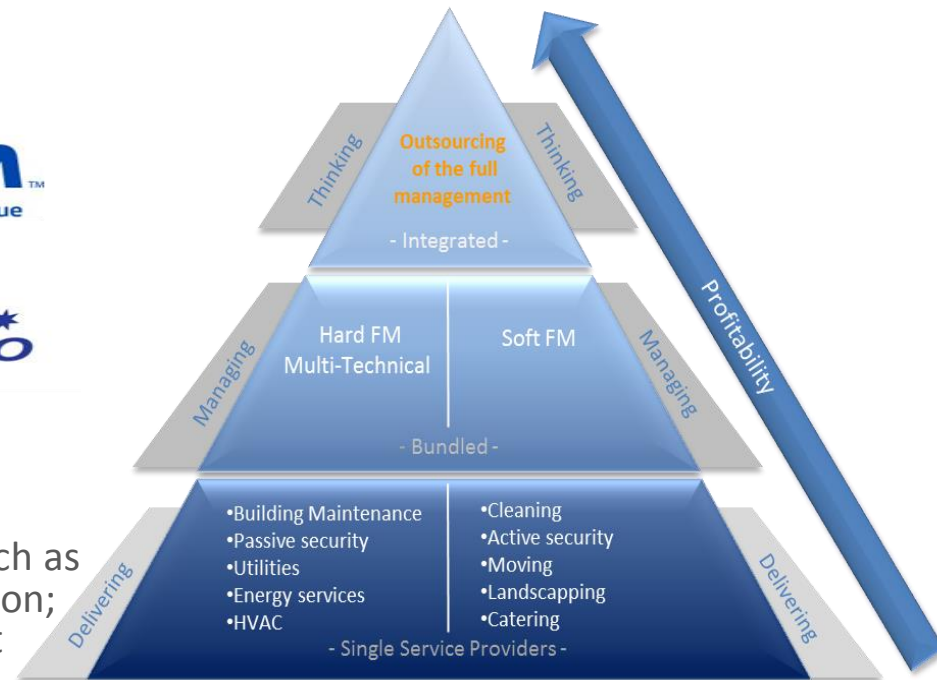
## From Single To Integrated Facility Solutions

- Outsourcing of Facility Services is being delivered by:
  - Single Services providers: limited to one service line
  - Facility Managers: primarily outsource the services they deliver
  - Integrated Facility Solutions: self-perform all hard and soft services to reduce costs and improve performance

## Consolidation Into Integrated Providers



- ABM is demonstrating to clients our IFS capabilities:
  - By** continuing investments in key initiatives, such as OneABM, Solve One More, & Client Collaboration;
  - By** focusing resources on and providing subject matter experts to vertical markets; and
  - By** expanding our client service ecosystem through ABES (Energy, Mobile & On-demand)



# Operational & Enterprise Convergence



Operational  
Convergence  
(Driving Growth &  
Margins)

**OneABM**  
**2013 – 2014**  
**Implementation**

Enterprise  
Consolidation &  
Optimization  
(Enhancing Expense  
to Revenue Ratio)



# Onsite Cost Saving Opportunities

000's (Cumulative)	Category	Description	FY 2013	FY 2014	FY 2015
Synergies	Management	Organization streamlining of redundant management positions	~50%	~50%	~50%
	Back-of-the-House	Field Accounting Center consolidation resulting from centralization of transaction processing	~25%	~25%	~30%
	Real Estate	Office consolidations in key markets and space re-engineering	~25%	~25%	~20%
	<b>Cumulative Synergy Total</b>		<b>\$3.5M - \$4.0M</b>	<b>\$9.0M - \$10.0M</b>	<b>\$11.5M - \$12.5M</b>
Headcount Impact	Cumulative FTE Reductions		50-60	110-130	110-130



# Third Quarter 2013 Review of Financial Results



# Fiscal Q3 2013 Overview

- Achieved revenue of \$1.22 billion, up 12.8% Y-o-Y for the third quarter
  - Organic growth in Janitorial, Facility Services, and Security businesses of 3.2%, 6.3%, and 5.0%, respectively
  - Consolidated organic growth of approximately 3.0%
- Reported EPS of \$0.29; adjusted EPS \$0.41 up 10.8% compared to Q3 2012
- Adjusted EBITDA growth of 14.9% compared to Q3 2012
- Strong Sales activity is expected to fuel revenue growth in Q4 and into fiscal 2014
- Reduced outstanding debt by \$36 million
- Free cash flow<sup>1</sup> of \$63 million for the nine months ended July 31<sup>st</sup> 2013, up \$3 million compared to 2012
- Announced 190<sup>th</sup> consecutive quarterly dividend

<sup>1</sup> Free cash flow is net cash provided by operating activities less additions to property, plant and equipment.

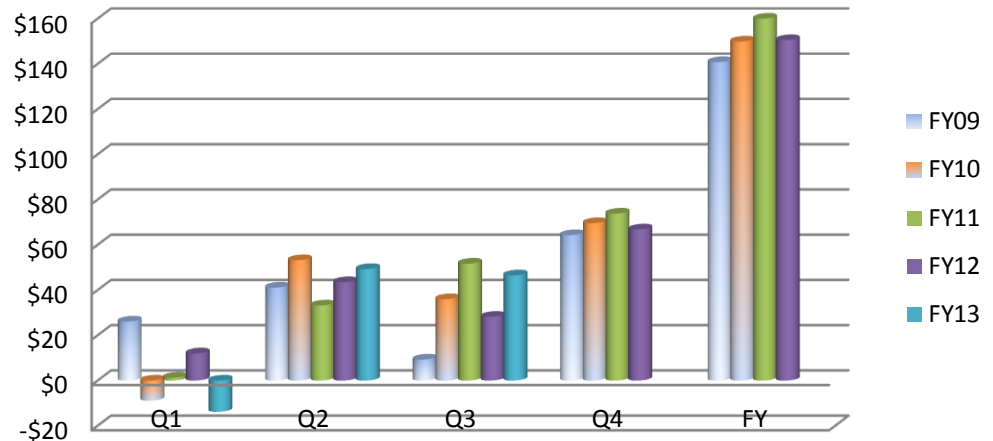
# Select Balance Sheet Items

- Days sales outstanding (DSO) for the third quarter were 51 days
- DSO was flat year-over-year and up 1 day sequentially

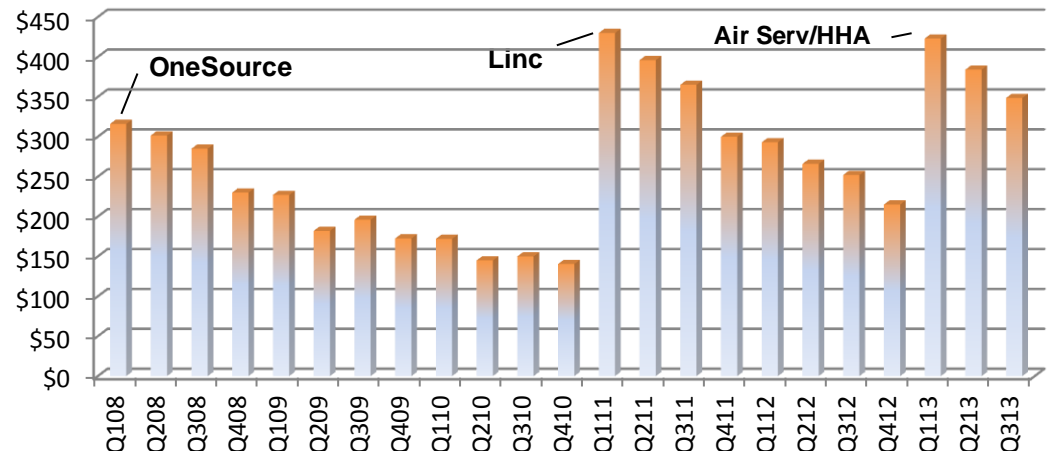
Insurance Claims – Balance Sheet & Claims Paid Data  
(in thousands)

	<b>July 31, 2013</b>	<b>October 31, 2012</b>
Short-term Insurance claim liabilities	\$ 83,779	\$ 80,192
Long-term Insurance claim liabilities	276,035	263,612
<b>Total insurance claims</b>	<b>\$ 359,814</b>	<b>\$ 343,804</b>
	<b>July 31, 2013</b>	<b>July 31, 2012</b>
Self-insurance claims paid	\$ 23,509	\$ 20,364

Cash Flows from Operating Activities  
(in millions)



Line of Credit  
(in millions)



# Q3 2013 Results Synthesis - Revenues

## • Consolidated revenues up 12.8% at \$1.22 billion - A Q3 Record

### Janitorial Services

- Revenues of \$621.8 million, up \$19.4 million or 3.2% compared to 2013 Q3
- Significant improvement in South Central region; modest improvement in Midwest

### Facility Services

- Revenues of \$152.8 million, up \$9.1 million or 6.3% compared to 2012 Q3
- Growth in new business and increases in the scope of work for existing clients

### Parking Services

- Revenues of \$154.0 million, flat compared to 2012 Q3
- Management reimbursement revenues were essentially flat at \$75.4 million

### Security Services

- Revenues of \$96.2 million, up \$4.6 million or 5.0% compared to 2012 Q3
- New client wins continue to drive solid revenue growth

### Building & Energy Solutions

- Revenues of \$104.9 million, up \$18.7 million or 21.6% compared to 2012 Q3
- ABES revenues and HHA/Calvert Jones acquisitions contributed \$23.9 million

### Other

- Revenues of \$86.8 million from Air Serv, which was acquired on November 1, 2012
- Sequentially revenues were up \$7.1 million or 8.9%

**Note:** In the first fiscal quarter of 2013, ABM revised its reportable segments. The previous Facility Solutions segment has been separated into two new segments: Facility Services, and Building & Energy Solutions (includes energy services, government services, and the franchise network). The recently acquired HHA Services, Inc. and Calvert-Jones Company business are included in the Building & Energy Solutions segment. In addition, Building & Energy Solutions includes the results of certain investments in unconsolidated affiliates that provide facility solutions primarily to the U.S. Government. Air Serv Corporation, which was acquired in November 2012, is reported in the new segment "Other".

# Q3 2013 Results Synthesis - Total Profits<sup>1</sup>

(in thousands)	Third Quarter		
	2013	2012	Change
Janitorial	\$ 34,400	\$ 34,850	(1.3)%
Facility Services	7,029	5,787	21.5 %
Parking	8,104	7,768	4.3 %
Security	4,049	2,962	36.7 %
Building & Energy Solutions	6,734	3,689	82.5 %
Other	3,776	-	*NM
<b>Total Profit</b>	<b>\$ 64,092</b>	<b>\$ 55,056</b>	<b>16.4 %</b>

<sup>1</sup>Excludes Corporate

\* Not meaningful



- Janitorial's profit of \$34.4 million, decreased \$0.5 million or 1.3%. Higher expenses associated with new jobs led to a small year-over-year decline
- Profit for Facility Services increased 21.5% to \$7.0 million, primarily from new business
- Parking's profit of \$8.1 million was up \$0.3 million from prior year comparable period
- Profit for Security was up by \$1.1 million or 36.7% to \$4.0 million from higher revenues and cost control measures
- Building & Energy Solutions profit of \$6.7 million, an increase of 82.5% was the result of new projects, contributions from acquisitions, and improved margins on certain government business
- Other profit, which represents the results of the Air Serv acquisition, includes \$1.5 million of amortization expense and \$1.6 million of depreciation

**Q&A**

**Thank You**





# Appendix - Unaudited Reconciliation of non-GAAP Financial Measures

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

## ABM Industries Incorporated and Subsidiaries

	Three Months Ended July 31,		Nine Months Ended July 31,	
	2013	2012	2013	2012
<b>Reconciliation of Adjusted Income from Continuing Operations to Net Income</b>				
Adjusted income from continuing operations	\$ 23,161	\$ 20,355	\$ 58,012	\$ 48,392
Items impacting comparability, net of taxes	(7,085)	(7,729)	(9,280)	(13,379)
Income from continuing operations	16,076	12,626	48,732	35,013
Loss from discontinued operations, net of taxes	-	(49)	-	(94)
Net income	\$ 16,076	\$ 12,577	\$ 48,732	\$ 34,919
<b>Reconciliation of Adjusted Income from Continuing Operations to Income from Continuing Operations</b>				
Adjusted income from continuing operations	\$ 23,161	\$ 20,355	\$ 58,012	\$ 48,392
Items impacting comparability:				
Corporate initiatives and other (a)	-	(84)	-	(2,455)
Rebranding (b)	(1,440)	(593)	(2,149)	(2,083)
U.S. Foreign Corrupt Practices Act investigation (c)	-	(594)	(356)	(3,322)
Gain from equity investment (d)	-	61	-	2,988
Auction rate security credit loss	-	-	-	(313)
Self-insurance adjustment	(9,949)	(9,460)	(9,949)	(9,460)
Acquisition costs	(252)	(172)	(1,000)	(319)
Litigation and other settlements	-	(2,170)	(63)	(7,560)
Restructuring (e)	(74)	-	(1,796)	-
Total items impacting comparability	(11,715)	(13,012)	(15,313)	(22,524)
Benefit from income taxes	4,630	5,283	6,033	9,145
Items impacting comparability, net of taxes	(7,085)	(7,729)	(9,280)	(13,379)
Income from continuing operations	\$ 16,076	\$ 12,626	\$ 48,732	\$ 35,013

(a) Corporate initiatives and other includes the integration costs associated with The Linc Group acquisition on December 1, 2010 and data center consolidation costs.

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

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

(d) The Company's share of a gain associated with property sales completed by one of its investments in a low income housing partnership.

(e) Restructuring costs associated with realignment of our infrastructure and operations.



# Unaudited Reconciliation of non-GAAP Financial Measures (in thousands, except per share data)

## ABM Industries Incorporated and Subsidiaries

	<u>Three Months Ended July 31,</u>		<u>Nine Months Ended July 31,</u>	
	<u>2013</u>	<u>2012</u>	<u>2013</u>	<u>2012</u>
<b>Reconciliation of Adjusted EBITDA to Net Income</b>				
Adjusted EBITDA	\$ 57,171	\$ 49,751	\$ 147,778	\$ 126,164
Items impacting comparability	(11,715)	(13,012)	(15,313)	(22,524)
Loss from discontinued operations, net of taxes	-	(49)	-	(94)
Provision for income taxes	(10,883)	(8,887)	(27,135)	(22,204)
Interest expense	(3,335)	(2,407)	(9,678)	(7,682)
Depreciation and amortization	(15,162)	(12,819)	(46,920)	(38,741)
Net income	<u>\$ 16,076</u>	<u>\$ 12,577</u>	<u>\$ 48,732</u>	<u>\$ 34,919</u>

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

	<u>Three Months Ended July 31,</u>		<u>Nine Months Ended July 31,</u>	
	<u>2013</u>	<u>2012</u>	<u>2013</u>	<u>2012</u>
Adjusted income from continuing operations per diluted share	\$ 0.41	\$ 0.37	\$ 1.04	\$ 0.88
Items impacting comparability, net of taxes	(0.12)	(0.14)	(0.17)	(0.24)
Income from continuing operations per diluted share	<u>\$ 0.29</u>	<u>\$ 0.23</u>	<u>\$ 0.87</u>	<u>\$ 0.64</u>
Diluted shares	56,281	55,000	55,861	54,819

# 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, 2013

	<u>Year Ending October 31, 2013</u>	
	<u>Low Estimate</u>	<u>High Estimate</u>
	(per diluted share)	
Adjusted income from continuing operations per diluted share	\$ 1.45	\$ 1.50
Adjustments to income from continuing operations (a)	\$ (0.19)	\$ (0.19)
Income from continuing operations per diluted share	<u>\$ 1.26</u>	<u>\$ 1.31</u>

(a) Adjustments to income from continuing operations include rebranding costs, restructuring costs associated with realignment of our infrastructure and operations, certain legal settlements, adjustments to self-insurance reserves pertaining to prior year's claims and other unique items impacting comparability.