## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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	OMB APPROVAL								
l	OMB Number:	3235-0287							
	Estimated average burde	en							
l	hours per response:	0.5							

	Check this box if no longer subject to
١	Section 16. Form 4 or Form 5
J	obligations may continue. See
	Instruction 1(h)

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

							,				1 7										
Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol ABM INDUSTRIES INC /DE/ [ ABM ]								5 (0	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)						
LUSK JAMES S					1233	TADM INDUSTRIES INC /DE/ [ ADM ]									Direc	ctor	10	% O۱	wner		
														_	X Office below		er (give title w)		Other (specify below)		
(Last)	(F	irst) (	(Middle)			3. Date of Earliest Transaction (Month/Day/Year)										Evo	cutive Vice	o Drocidon	·/CEI	$\cap$	
551 FIFT	H AVENU	J <b>E</b>			02/	02/07/2011									LAC	cutive vice	c i icsideli	CI	O		
SUITE 3	00																				
JUILJ	00				4 16	4. If Amondment, Date of Original Filed (Month/Day/Mass)								- 6	6 Individual or Joint/Croup Filing (Chook Applicable						
-					-   4. "	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line)						
(Street)															X	Forn	n filed by One	e Renorting	Perso	nn	
NEW YO	ORK N	Y	10176												71		,				
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(City)	(6	tate) (	Zip)													. 0.0					
(City)	(3	iale)																			
		Tab	le I - Noi	n-Deriv	vative	Se	curitie	s Acc	quired,	Dis	posed o	of, o	r Ben	efici	ally (	Owne	ed				
1. Title of S	Security (Ins	tr. 3)		2. Trans	saction				3.	3. 4. Securities Acquired (A)							6. Ownersh		7. Nature		
	- `	,		Date	lDaylVa		Execution Date,					Disposed Of (D) (Instr. 3, 4		. 3, 4 a				Form: Dire (D) or Indir		of Indirect Beneficial	
(WON							if any (Month/Day/Year)				"	5)					Owned Following (i)			Ownership	
												(A) or Dri			Repor					(Instr. 4)	
		Code	l۷	Amount				(A) 01 (D)	' Price		Transaction(s) (Instr. 3 and 4)										
Common Stock 02/07/						(2011		<b>+</b> .		220(1)	1 4		фэ <u>с</u>	C C 4 F		C71(2)		_			
Common	Stock			02/0	7/2011	2011		A		238(1)	<u> </u>	A \$26.64		0.64	52,671 <sup>(2)</sup>		D				
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		10									onvertib					viieu					
1. Title of	2.	3. Transaction	3A. Deem	ed	4.		5. Nu	mber	6. Date E	xerci	sable and	7. T	itle and		8. Pri	ice of	9. Number o	of 10.		11. Nature	
Derivative	Conversion	Date	Execution		Transa	Transaction		on of		n Dat	te	Am	Amount of		Derivative		derivative	Owners		of Indirect	
Security (Instr. 3)	or Exercise Price of	(Month/Day/Year)	if any (Month/Da	av/Year)	Code ( 8)	Instr.	str. Derivative Securities		(Month/D	Day/Ye	ear)		Securities Underlying		Security (Instr. 5)		Securities Beneficially	Form: Direct (	D/	Beneficial Ownership	
(111311. 3)	Derivative		(Monthine)	ay, icai,	۱"			Acquired					Derivative		1		Owned			(Instr. 4)	
Security					l		(A) or Disposed						Security (Instr. and 4)		3		Following Reported	(I) (Inst	. 4)		
					l		of (D					ا	· <del></del> )				Transaction	(s)			
						(Instr. 3, 4									(Instr. 4)	``					
		and 5)		יו																	
													Amo		t		1				
													or Nu	mber				- 1			
						1	_,	Date		Expiration	L	of									
					Code	V	(A)	(D)	Exercisa	DIE	Date	Title	e   Sha	ares							

## **Explanation of Responses:**

- 1. Dividend equivalent rights (DERs) accrued on the restricted stock units granted under the 2006 Equity Incentive Plan. DERs vest in the same manner as the restricted stock units to which they relate. Each DER is the economic equivalent of one share of ABM common stock.
- $2. \ Includes \ 34,989 \ unvested \ RSUs, \ 1,588 \ vested \ RSUs, \ the \ receopt \ of \ which \ has been \ deferred \ and \ DERs \ relating \ to \ the \ RSUs, \ adjusted to \ reflect \ the \ cumulative \ effect \ of \ fractional \ shares, \ and \ 9,198 \ performance \ shares \ earned \ but \ not \ vested \ with \ respect \ to \ performance \ shares \ granted \ on \ 1/12/2009 \ and \ 1/11/2010, \ and \ DERs \ related \ thereto.$

## Remarks:

By: Barbara L. Smithers, by power of attorney

02/09/2011

\*\* Signature of Reporting Person

Data

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- \* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.