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# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL           |           |  |  |  |  |  |  |  |  |  |  |
|------------------------|-----------|--|--|--|--|--|--|--|--|--|--|
| OMB Number:            | 3235-0287 |  |  |  |  |  |  |  |  |  |  |
| Estimated average burg | den       |  |  |  |  |  |  |  |  |  |  |
| hours per response.    | 0.5       |  |  |  |  |  |  |  |  |  |  |

| 1. Name and Addre                  | 1 0                | Person*  | 2. Issuer Name <b>and</b> Ticker or Trading Symbol ABM INDUSTRIES INC /DE/ [ ABM ] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |  |  |  |  |
|------------------------------------|--------------------|----------|--|---|--|--|--|--|--|
| MCCLUKE                            | JAMES P            |          |  | Director 10% Owner  |  |  |  |  |  |
|                                    |                    |          | 2 Data of Earliest Transaction (Month/Dau/Maar)                                    | X Officer (give title Other (specify below) below)                      |  |  |  |  |  |
| (Last)<br>ONE LIBERTY<br>7TH FLOOR | (First)<br>Z PLAZA | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>08/03/2017                     | Executive Vice President  |  |  |  |  |  |
| <u>,</u>                           |                    |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                           | 6. Individual or Joint/Group Filing (Check Applicable                   |  |  |  |  |  |
| (Street)                           |                    |          |  | Line)   |  |  |  |  |  |
| NEW YORK                           | NY                 | 10006    |  | X Form filed by One Reporting Person                                    |  |  |  |  |  |
|                                    |                    | 10000    |  | Form filed by More than One Reporting<br>Person                         |  |  |  |  |  |
| (City)                             | (State)            | (Zip)    |  |   |  |  |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities<br>Disposed Of<br>5) |               |         | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------------------|---|------------------------------------|---------------|---------|---|---|---|
|                                 |  |   | Code                         | v | Amount                             | (A) or<br>(D) | Price   | Transaction(s)<br>(Instr. 3 and 4)  |   |   |
| Common Stock                    | 08/03/2017                                 |   | <b>S</b> <sup>(1)</sup>      |   | 1,963                              | D             | \$44.44 | 124,343 <sup>(2)</sup>  | D   |   |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Nu<br>of<br>Deriv<br>Secu<br>Acqu<br>(A) or<br>Dispo<br>of (D)<br>(Instr<br>and 5 | ative<br>rities<br>ired<br>osed<br>. 3, 4 | Expiration Date<br>(Month/Day/Year)<br>s |                    | Amount of<br>Securities |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---|---|--|---|------------------------------|---|--|---|--|--------------------|-------------------------|--|---|--|--|--|
|   |   |  |   | Code                         | v | (A)  | (D)                                       | Date<br>Exercisable                      | Expiration<br>Date | Title                   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |

#### Explanation of Responses:

1. All sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan entered into by the reporting person.

2. Includes 21,324 unvested RSUs, 83,149 vested RSUs, the receipt of which has been deferred and DERs relating to the RSUs, adjusted to reflect the cumulative effect of fractional shares, 10,205 performance shares earned but not vested with respect to TSR performance shares granted on 9/8/2014, 1,560 performance shares earned but not vested with respect to performance shares granted on 1/15/2015, and DERs related thereto.

### By: Barbara L. Smithers, by power of attorney

08/04/2017

\*\* Signature of Reporting Person

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.

Date