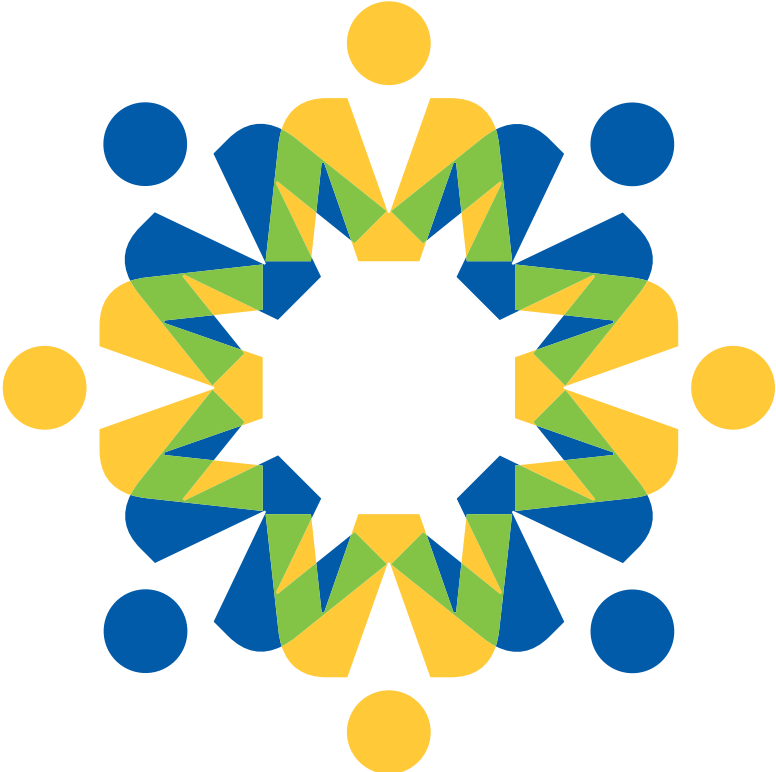


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FROM Service Lines TO Solutions

ABM's 103-year success story

has been shaped through our ability to adapt to the ever-changing demands of the marketplace. Over the course of the past century, we have listened closely to our clients, expanding ABM's service lines to meet the growing needs of the market, no matter how large or small. As global demand for our services has increased, we have expanded geographically.

However, ABM, operating through its subsidiaries, does not simply provide a service. What makes ABM unique is we not only listen to our clients but we leverage our deep industry expertise and vertical market knowledge to develop customized solutions to meet their specific facility needs rather than simply providing off-the-shelf services. For instance, our Integrated Facility Solutions were developed to meet the growing demand for cost-effective, bundled services with a single point of contact from a single-source provider.

Today, the challenges facility managers and owners face are unprecedented — a prolonged economic downturn, growing industry regulations, healthcare legislation, new energy technologies, sustainability

objectives and more. They need a true partner that has the experience and skill to deliver solutions that help them make the right decisions when solving complex problems.

ABM stands poised to meet this demand like no other service provider. In fact, in early 2012, we underwent a rebranding initiative to illustrate the transformation that had taken place at ABM. The tagline we developed, Building Value[®], was intended to demonstrate that each and every day our **100,000+ employees** are dedicated to preserving the assets we maintain and building value for our clients through innovative solutions.

Throughout this report, we will outline ABM's vast array of solutions designed to meet the diverse needs of the facility services marketplace and exemplify how we are truly Building Value for our clients. From innovations in technology and energy efficiency to scalability for multi-location and rural clients, ABM is building for the future. Our legacy has been forged through understanding how to best meet the needs of our clients, and the steps we continue to take to enhance ABM's solutions ensure that we will remain at the forefront of market demands.

FROM THE President



Dear Stockholders, Employees and other Friends of ABM:

Fiscal 2012 marked another exciting year for ABM. We expanded the breadth of ABM's solutions to meet the diverse needs of our clients and to drive our continued market leadership. We invested in our brand, reached new records for revenue, and we laid the foundation for future growth through changes in our organizational structure and investments in key initiatives.

For over a century, we have successfully grown our business by expanding ABM's service lines to adapt to the demands of the marketplace. From our humble beginnings in 1909 as a small window washing company with one employee, we have developed organically and through strategic acquisitions into a leading provider of commercial cleaning, facility solutions, parking, security, energy solutions and other services across broad geographies and multiple facility types. Our service lines have now reached critical mass throughout the U.S., something we could have only imagined years ago.

Now, we are breaking down historical organization walls and transforming into OneABM — a truly unified workforce. Through OneABM, collaboration will be central to our daily operations, across all levels of our company. We are encouraging our employees to reach out to their colleagues in other business units and work together on new ways to serve our clients. Oftentimes, our clients are unaware of the breadth of services and solutions that ABM offers, and our goal with OneABM is to enable our employees in the field to better educate our clients on our full capabilities. To this end, we developed and launched our Metropolis tool (abm.com/metropolis), which provides a vehicle to explore in greater detail ABM's breadth of services and unique capabilities.

Overview and Accomplishments

In 2012, we underwent a transformational rebranding initiative designed to communicate that ABM is about building value for our clients. ABM has an unmatched level of deep domain expertise, breadth of services and solutions, and technical and operational knowledge. By collaborating across service lines, we are able to deliver a suite of services beyond just building maintenance. ABM works diligently to demonstrate to our clients our commitment to extend the life of their assets and to continually add new value with a goal of becoming the global leader in Integrated Facility Solutions.

Despite significant economic headwinds, we navigated steadily, kept a long-term perspective, and made investments in our business and in our brand over the past year.

In fiscal 2012, we achieved record revenue of \$4.3 billion.

By carefully managing our expenses and working capital, we generated cash flow from operations of \$151 million and free cash flow of \$123 million in fiscal 2012.

As a result of this strong cash generation, we are pleased to report that we reduced our net long-term debt by \$85 million to \$215 million at year-end, and we returned over \$31 million to shareholders in the form of dividends. We also authorized a share repurchase program for up to \$50 million of the Company's stock.

At the beginning of fiscal 2013, we closed several strategic acquisitions, including Air Serv and HHA Services, which will enable ABM to increase our presence in two key verticals. The acquisition of Air Serv, which provides facility services in airports throughout the United States and in the United Kingdom, strengthens ABM's position in the aviation vertical and their European operations will serve as a strategic base as we seek to expand our global presence in other verticals. With the HHA Services transaction, we consolidated our healthcare capabilities. HHA provides ABM with a broader portfolio of services and an entry point into the \$64 billion hospital market for housekeeping and food service, which is only 24% and 28% penetrated, based on independent research.

This past year we expanded our Mechanical and Electrical Mobile Service footprint as well as our newly minted ABM On-Demand platform, which enables ABM to expand the scale and scope of services to clients in urban, suburban and rural locations.

ABM On-Demand has a network of over 7,000 pre-screened, certified contractors that can deliver a variety of services for clients not requiring full-time ABM staffing, across the entire building trades spectrum of services.

We acquired businesses to help expand our ABM On-Demand and Mobile Service capabilities, including TEGG Franchise Operations, which enhances ABM's electrical expertise and reach, and recently Calvert-Jones, which expands our energy and HVAC capabilities.

Now we offer an end-to-end service delivery system for all markets. This enables us to serve the largest facilities in urban cities that require extensive full-time staffing to clients in rural communities that require less frequent service, and everything in between.



Henrik C. Slipsager
President and Chief Executive Officer

Streamlining and Enhancing Organizational Structure

With the groundwork in place for our new brand, we recently made some exciting organizational changes to facilitate our transition to OneABM, which we believe will allow ABM to better sell and deliver as a national provider of local services. We have realigned the operational structure to integrate all on-site service lines, including Janitorial, Security, Parking, and Engineering Services under the leadership of Jim McClure, Executive Vice President. Jim has done an outstanding job leading the janitorial organization since November 2000 and is a very talented operational expert. Jim's abilities will be focused on leveraging execution excellence in geographic markets, maximizing value through the integration of several back office functions and office locations, and driving collaboration locally to fuel growth and provide an enhanced service experience for our clients.

Tracy Price, Executive Vice President, will continue to lead our ABM Mobile Services and Franchise Platform, ABM On-Demand venture and Government Services businesses. In addition to these areas and Corporate Marketing, Tracy will take responsibility for Corporate Sales, our evolving vertical market strategy, and several key growth initiatives. We intend to appoint a market leader in key metropolitan areas, each of whom will have operational performance accountability and to deploy subject matter experts, who will optimize our service offerings and ensure that standardized services are offered to our diverse client base. We will also maximize our vertical market expertise to drive organic revenue growth through targeted vertical segments that offer higher growth and margin profiles than our commercial based business.

Over the past few years, we have made a number of critical investments in our infrastructure, such as upgrading our information technology systems, consolidating back office operations, improving business analytics, and introducing bio metric time keeping programs.

To create additional efficiencies leading to improved productivity and integrated, scalable systems and processes, we will be centralizing and consolidating various back office operations and implementing new systems that will deliver meaningful savings over the next couple years.

Promising Outlook for the Future

As we enter Fiscal 2013, we are in a strong financial position, with the flexibility to continue pursuing strategic acquisitions and returning capital to shareholders.

While we continue to face a challenging economy and market pressures, we believe that this provides an opportunity for ABM to capitalize on its scale and distinguish itself in the marketplace by delivering solutions that are building value for our clients in new and innovative ways.

We will continue to utilize ABM's significant cash flow to make investments that broaden our services, improve our technology and expand into vertical markets with attractive growth rates. By leveraging the geographic footprint and skill set that we developed over the course of the past century, we believe that ABM is uniquely positioned to enhance its leadership position within integrated facility solutions.

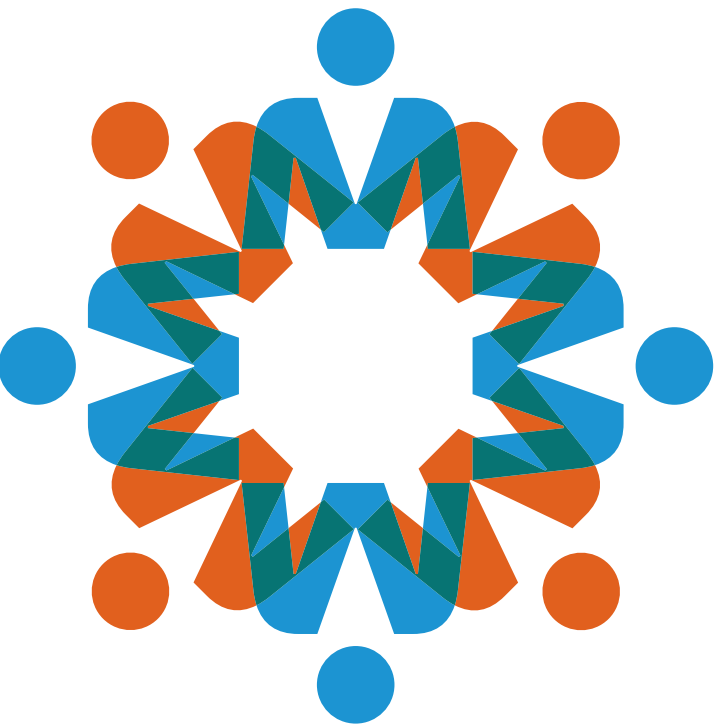
As always, I would like to thank our employees, clients, shareholders and our Board of Directors for their continued commitment to ABM and our shared success.



Henrik C. Slipsager
President and Chief Executive Officer
ABM



OUR **Employees**
MAKE US **Successful**



BUILDING VALUE THROUGH

Innovative Solutions



For more than a century, ABM has focused on improving business practices, enhancing our product and service offerings, and being a trusted advisor to our clients — in fact, these are the foundational pillars of our business. This relentless drive — through good economic times and bad — defines us as a true thought leader in an industry that is traditionally slow to change and leverage new technology.

2012 has proven to be no exception. From continuing breakthroughs in energy and sustainability programs, to new apps and infrastructure support for electric vehicles, this was truly one of our most progressive and impactful years ever. And, we've only just begun.

Bundled Energy Solutions

Today's building owners and managers are constantly challenged with rising operating costs and shrinking budgets. Yet the pressure to revitalize their energy infrastructure continues to escalate. ABM offers Bundled Energy Solutions (BES) to remove the barriers to funding and implementing these critical sustainability upgrades.

The BES approach is unique in the industry because it packages energy retrofit services and costs into a turnkey offering with guaranteed energy savings that are then used to finance the project. Clients receive maximum energy and facility improvements with zero budget impact, no need to secure upfront capital, and no negative effect on debt ratios.

BES projects continue to be a growth service line for ABM. 2012 was our most successful BES year to date with revenue up 18% from 2011. We enabled our clients to reduce their energy spend by an average of 28.6%, we helped them receive nearly \$5 million in government and utility rebates, and 100% of our clients will reference the quality and energy savings we delivered.

Some of our new BES clients include:

- > **Madison County Schools (GA)** – Their BES initiative will allow for critical infrastructure improvements of the schools through an estimated \$5.5 million in energy and operational cost savings
- > **Fayette County Career & Technical Institute (PA)** – FCCTI is expected to receive \$4.9 million in cost savings over the next 20 years through energy savings
- > **Southgate Community Schools (MI)** – The school district plans to reallocate \$2.7 million in energy management savings to go towards critical asset modernization for eleven schools and buildings in the district

This momentum is continuing in 2013 with existing and new clients expressing a strong need to implement energy and capital improvements that reduce total operating costs without impacting their budgets. We expect the demand for BES projects to continue to accelerate.

Janitorial Solutions

CLIENT PORTAL

Clients continue to consolidate their service programs to achieve efficiencies and cost savings. These demands also require close visibility into the operations of their account. Providing instant access to account portfolio data continues to be a focus as we streamline our service platform across all ABM service lines. The ABM Client Portal for national and multi-regional janitorial accounts is a web-based interface where clients can view metrics and reports in a secure environment 24/7. Our automated client reporting package includes the following:

- > Cleaning Specifications
- > Contract
- > Contact Personnel
- > Work Order Activity
- > Billing and Invoice information
- > Account Spend Data

ABM clients benefit from streamlined transparency and access into their building portfolio activity. ABM continues to invest in technology enhancements to automate additional reports and provide a centralized location for accessing work order and inspection systems.

ABM GREEN CARE®

By the close of fiscal 2012, ABM Green Care®, our sustainable service offerings program had surpassed more than 360 million square feet of implementation, 185 million square feet of which is LEED certified. ABM continues to enhance and improve our sustainable service offerings, working closely with our vendor partners to implement new technologies. This includes Electrically Activated Water Systems that produce general cleaning and sanitizing solutions from water, salt and electricity. These allow ABM to produce safe, non-toxic daily cleaning solutions on-site and reduce the packaging, transportation and storage issues associated with traditional chemicals.

Additionally, the ABM Green Care program has been expanded to cover our Electric Vehicle (EV) charging station installation and maintenance program. Now our clients can install EV charging stations at their facility sites and ensure the units remain clean and in proper working condition. This year nearly 500 locations have been added to the program throughout the U.S.

SUSTAINABLE PRACTICES AND PRODUCTS

ABM continues to identify new products and methods to operate more efficiently for our clients and stay on the forefront of sustainable practices and new innovations in cleaning methods and equipment. Through our strong, established relationships with industry-leading supply, chemical and raw material manufacturers we are actively implementing new solutions such as:

- > Bio-based cleaning alternatives
- > Specialized cleaning solutions for various surface types that increase productivity
- > Hygiene Intervention Programs



This affords us cost-control advantages over our competitors and provides our clients several distinct advantages for how we can deliver new cleaning processes, products and technologies quickly, and at the best possible price.



Parking Solutions

As the second largest parking company in the country, ABM Parking (formerly Ampco System Parking) is always developing new ways to improve parking operations, maximize revenue, and provide first-class service for our clients and for drivers. In 2012, ABM took further advantage of the web, the popularity of mobile phones, and the explosion of data now available online to launch several new smart parking solutions to enhance the ABM parking experience.

CUSTOMIZED MOBILE APP

ABM partnered with Park-Me, a Los Angeles-based mobile parking information app provider to create a mobile application for smartphones and tablets. The free mobile app gives clients access to our comprehensive parking database and helps them find real-time parking availability based on their location, price, vehicle type, and garage occupancy — all from a mobile phone.

Available to download for free on iTunes, the mobile app also estimates costs, gives door-to-door route guidance, recommends preferred parking spots and more. The app even provides drivers with a photo of the building's entrance so they have a visual to help get them to their parking destination more quickly and easily.

PAY BY PHONE

We also introduced pay by phone capabilities so drivers can quickly, conveniently, and securely use their mobile phones to pay for parking at ABM-operated facilities. Drivers can receive text message alerts when time is running out, and they can also add time remotely, without having to return to their vehicle. They are also able to view parking history and receipts online.



And for facility operators, this capability supports their green initiatives with less paper, provides better visibility into transactions, and improves reporting accuracy and timeliness. This offering can also generate revenue for our clients if they decide to charge for it.

QR CODE WAY FINDING

ABM's new mobile app also includes QR code way finding to reduce driver confusion and help them easily find their way back to their parking spot. By scanning a displayed QR code using their mobile phone, drivers are guided back to the building and floor where vehicles are located.

For facility operators, improving passenger flow helps reduce congestion, optimizes operations, and improves customer service.

CONSUMER WEBSITE

ABM also recently launched a consumer parking based web site that includes all 2,000 ABM-operated parking locations across the country. Now drivers are able to research ABM-operated parking locations and make reservations and transactions from their computers.

Through the website, each ABM parking facility has its own page with location, photos, rates, operating hours, entrance points, payment types, coupons, special event rates, and amenities. Drivers can easily find parking locations, make reservations, download coupons, and sign up for monthly parking and e-invoicing.

Business owners can highlight the best parking near their buildings in real time and ABM parking operators can promote locations, parking coupons, and frequent parker programs. Web data is quickly and easily managed through an operator dashboard, and with just a few clicks, drivers can view updated rates, hours of operation, accepted payment type and more.

EV Charging Station Solutions

'Green' and sustainable solutions provide an enormous opportunity for ABM and our clients, and are at the heart of our commitment to innovation. Evidencing this commitment is our dedication to rapid deployment of electric vehicle (EV) infrastructure, and our leadership position in installing EV charging stations.

As of 2012, ABM has installed hundreds of EV charging stations at commercial facilities and performed hundreds of residential assessments across the country. Clients include cities, counties, schools, businesses, and sports facilities.

We have also partnered with the top electric vehicle supply equipment (EVSE) vendors such as ChargePoint® to create even greater access to next-generation charging stations for drivers of these eco-friendly, no emission electric vehicles.

Two of our latest EVSE success stories include AT&T Park in San Francisco and the City of Oakland, CA.

AT&T

AT&T Park, home of the San Francisco Giants, prides itself on cutting edge sustainability. In 2010, with the help of ABM, it became the first Major League baseball park to receive LEED Silver Certification for Existing Buildings, Operations and Maintenance. Now, again with the help of ABM, AT&T Park has hit another sustainability home run — it is the first ballpark in California to offer public access to Level 2 EV charging stations.

ABM installed and maintains several ChargePoint charging stations, which can charge an EV in four hours, or about the length of a baseball game. Fans of the world champion San Francisco Giants can now attend a game at AT&T Park and have their plug-in electric vehicles recharged during the game.



OAKLAND

Oakland, CA is implementing one of the country's most ambitious energy and climate action plans, aiming to reduce building energy use in 2020 to 36 percent below its 2005 levels. To help accomplish this goal and simultaneously transform an antiquated parking garage into an ultramodern, energy efficient facility, the City of Oakland partnered with ABM and SmartLights, a commercial energy efficiency program.

The result of the lighting and energy retrofit was a dramatic 45% energy savings. These energy saving enhancements allowed for the installation of ChargePoint EV charging stations without the need to upgrade the facility's existing electrical system. Leveraging Federal and local incentives, and low-interest financing from ABM, the city was able to pay for the entire project with its utility cost savings — all with net zero impact on the city's budget.



Security Solutions

Another exciting new technology trend we were able to capitalize on this year originated from our security division. Virtual Guarding is an interactive video service that includes two-way audio and live monitoring, and delivers high-level security and surveillance around the clock for far less than the cost of uniform or patrol guard services.

Virtual Guard services are gaining popularity because they offer a safe, effective, and cost-efficient alternative to traditional guard forces. While Virtual Guarding does not completely replace traditional security guards, it can greatly enhance a security program with its automated features that can provide these value-added benefits:

- > Operates 24/7
- > Removes threat of injury or loss of life of guards
- > Intercepts suspicious activity and helps stop crime before it starts
- > Provides eyewitness testimony through recorded videos, reducing risk of liability and aiding prosecution of offenders
- > Offers extra safety to staff and clients
- > Reduces theft



Internal Innovations

ABM continues to invest internally in technology and quality to serve our clients better. In 2012, we implemented new technologies to help us improve client responsiveness, increase operational efficiency and reduce costs.

SUSTAINABLE IT INNOVATIONS

Our in-house Information Technology (IT) department continued to unify all disparate systems and applications, streamline communications, and expedite internal services in 2012.

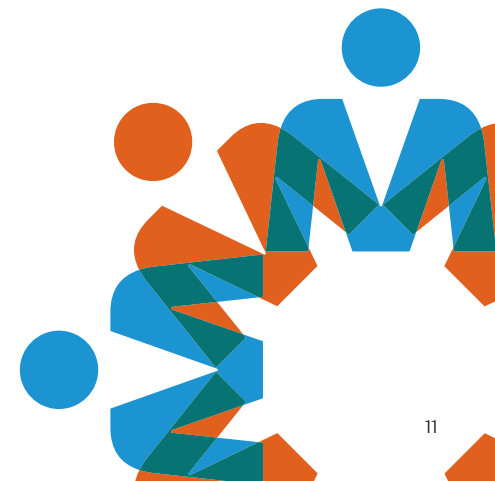
This initiative has transformed our infrastructure and put in its place a new 100% virtualized VMware environment that reduces costs and improves sustainability, IBM XIV high performance storage for database reporting, and new ISeries systems for our JD Edwards platform.

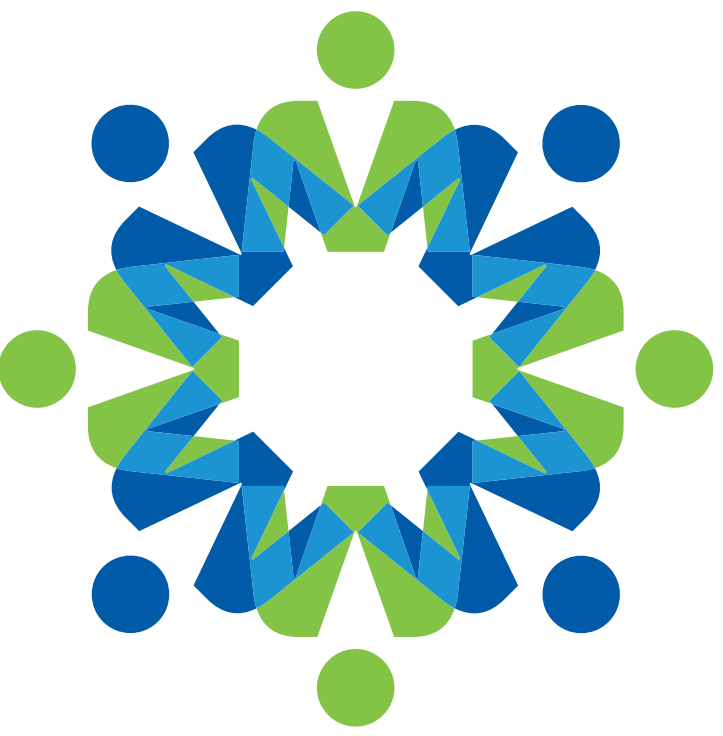
Since its launch, we have reduced our physical server footprint by nearly 90%. By adopting virtualization, reporting performance improved by an average of 800% with high speed storage, and server processing times improved by 28% through new server technologies.

LEARNING & QUALITY

ABM's Learning & Quality Department has been deploying a wide variety of state-of-the-art tools and concepts to enrich the knowledge of our diverse workforce. This is a vital element of our operations since one of our primary differentiators is our 100,000+ workforce who have incredible experience and skill in their job specialties. The challenge historically has been determining how to share and leverage this acquired knowledge amongst all employees across the country and abroad.

One approach we've used to further educate our workforce is through a program we call 'OurVoice'. The concept of OurVoice entails an employee at a client or branch location posting a "Challenge" they are facing and then other employees at that location post their most innovative "Solution". The best Solution is voted on by employees and this in turn is posted to a company-wide website so other locations can also compete with their best solutions. Ultimately, ABM ensures the top solutions meet standard control and consistency requirements before disseminating company-wide.





BUILDING VALUE THROUGH

Deep Industry Expertise

Industries Served

Aviation and Transportation
Banking and Financial Services
BioPharma
Commercial Buildings
Education
Golf Courses and Country Clubs
Government
Healthcare
High-Tech
Hospitality
Improvement Districts
Industrial and Manufacturing
Residential
Retail
Sports and Entertainment



As more companies look to outsource their non-core facility services, they are demanding providers that have experience in their industry and have the proven expertise to meet their unique needs. They want specialists, not generalists. This need is heightened when companies look away from individual services and towards a single-source provider for integrated facility solutions.

ABM's deep industry expertise in its core vertical markets — aviation & transportation, commercial real estate, education, government, healthcare, and sports & entertainment — to name a few — resides within each of our service lines as well. Combining expertise across service lines is general practice at ABM, but bringing significant vertical expertise for specialized environments enables us to truly grow our 'client service ecosystem'. This expertise enables us to step into an array of facility types and quickly begin improving operational efficiency and lowering costs rather than spending time learning the specialized environments of a particular industry. To provide a more comprehensive look at ABM's 'client ecosystem', we have developed our "Metropolis" tool — which offers users an interactive platform to view ABM's full array of services and solutions for our various industry clients. See "Metropolis" at abm.com/metropolis.

We understand the unique operational, safety and regulatory framework that can impact various industry-specific facility services requirements, helping provide clients peace of mind and reduced risk when they outsource these critical functions. Additionally, we continue to make substantial investments to enhance our technological capabilities across our service lines to ensure we can scale with our clients' businesses. Clients are provided consolidated work-order systems for their multiple locations, on-line inspection systems, billing and much more.

To ensure we are a leader in each of the vertical markets we serve, ABM will continue to invest in industry-specific solutions and may acquire service providers that build value for our clients. Recently, ABM made significant investments to upgrade our expertise in two key vertical markets, acquiring Air Serv and HHA Services. Air Serv is a leading end-to-end aviation services provider, and HHA Services specializes in comprehensive solutions for a wide range of health care facility types. Both acquisitions augment ABM's already stellar services in these verticals while delivering additional services and in the case of Air Serv, helping ABM expand its presence overseas with Air Serv's operations in the United Kingdom.

Air Serv Acquisition Furthers Aviation Expertise

On November 1, 2012, ABM announced the closing of the acquisition of Air Serv, a leading provider of aviation facility services for the world's leading airlines and freight companies at airports throughout the United States and in the United Kingdom.

Combined with ABM's existing janitorial, facility solutions, security and parking aviation businesses, we have created an integrated aviation operations structure with over \$650 million in annual revenues. Air Serv's core janitorial, passenger, security and transportation services at 50 airports, including 27 of the top 40 aviation markets in the U.S. and 12 of the top 20 airports globally, nicely complements ABM's ability to provide end-to-end aviation services for clients.

Air Serv's current leadership will serve as the foundation for ABM's new and expanded aviation operations structure. This combined entity is well-equipped to efficiently handle everything from janitorial to parking services as well as passenger services that include wheelchair transport, baggage handling and skycap services.

Additionally, Air Serv's Omniserv subsidiary in the United Kingdom enables ABM to establish a strong presence in the UK and will serve as a starting point for us to grow our aviation business, along with other key verticals.



HEATHROW AIRPORT LIMITED

Winning the Heathrow Airport Limited bid in 2010 marked a significant milestone in Air Serv's UK operations. Air Serv won the bid against two of the UK's largest aviation service providers (both incumbents) based on Air Serv's tremendous reputation for productivity, customer service and transferability of technology. Under the contract, Air Serv provides aviation services for 81 airlines in a complex hub operation, including:

- > **Passengers with Reduced Mobility (PRM) Services** – Provide passengers with reduced mobility assistance whether they are departing, arriving or transitioning at Heathrow Airport Limited. We are handling approximately 900,000 passengers annually. The activities under the PRM scope include wheelchair operations, buggy driving and ramp activity involving mini-bussing and ambulance lift, among others
- > **Help Bus** – Assists passengers who need help transitioning from the central bus station to the terminals or between terminals
- > **Other services** consist of Check-in, CUSS Service (self check-in), Passport and Visa checks, unaccompanied minors and VIP assist (meet and greet)

Since 2010, Air Serv has assisted Heathrow Airport Limited in reducing variable labor rate by 15% due to improved productivity through improved technology. Also over that time, flight delays are down 51% and client complaints are down 9% while compliments are up 51%.

Air Serv Operating Statistics

- > 41 mm Square Feet Cleaned Daily
- > 1,610 Aircrafts Cleaned Daily
- > 8,900 Wheelchairs Pushed Daily
- > Air Serv brings 11,900 employees into the ABM Family



HHA Services Acquisition Enhances ABM's Healthcare Services

Also on November 1, 2012, ABM announced the acquisition of HHA Services, a leading provider of food and facility management services to hospitals, healthcare systems, long-term care facilities and retirement communities.

Servicing healthcare facilities requires highly specialized expertise to meet rigorous standards for cleanliness and safety in various facility types. HHA Services has been focused on the healthcare market since 1974 and brings an abundance of expertise into the ABM family.

HHA, when combined with ABM's existing healthcare services, which include Healthcare Parking Systems of America, environmental services, clinical engineering, energy solutions, facility services and security, creates a healthcare operations structure with \$200 million in annual revenues that offers healthcare clients a robust suite of services. The move increases ABM's service offerings and expands ABM's geographic footprint in this segment.

ABM's healthcare segment now offers clients food and nutrition services as well as in-facility patient transport — primarily wheelchairs. Our food services include patient dining, senior dining and nutrition, and food service consulting. Importantly, adding the food and nutrition services component to the business will enable ABM to bid on contracts that require these services for the first time in our history.

HHA PROVIDES FULL RANGE OF HEALTHCARE SERVICES FOR MT. CARMEL

Since 2007, HHA has overseen Facility Management, Environmental Services, Food and Nutrition and Patient Transportation services for Mount Carmel Health System, part of Trinity Health, in Columbus, OH. The system is comprised of five hospitals including Mount Carmel West, Mount Carmel East, Mount Carmel St. Ann's, Mount Carmel New Albany Surgical Hospital and Diley Ridge Medical Center. Mount Carmel serves more than 500,000 patients annually, and is the second-largest healthcare system in Central Ohio.

A few of the many benefits Mt. Carmel has realized include:

- > Improved patient satisfaction and associate engagement scores
- > Unified housekeeping practices, training and customer service at each facility
- > 100% of department staff was ServSafe* certified within six months
- > Increased annual retail profits by 15%
- > Realized a 300% increase in annual food rebates through improved purchasing practices and product specification compliance

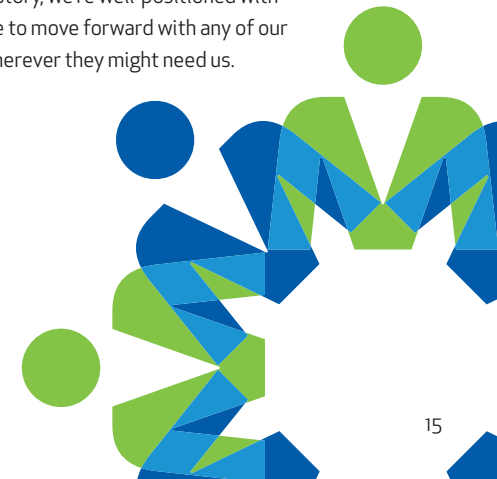
*ServSafe is a food and beverage training and certificate program administered by the National Restaurant Association. The program is accredited by the American National Standards Institute (ANSI) and the Conference for Food Protection.

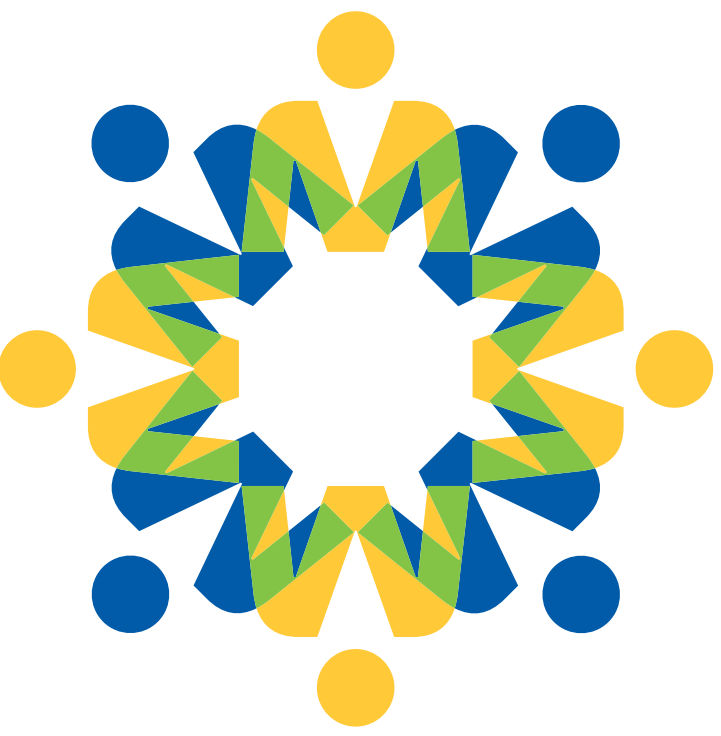
ABM's Sports & Entertainment Expands into Europe with AEG

In fiscal 2012, we announced a global partnership with one of the leading sports and entertainment presenters in the world, the Anschutz Entertainment Group, Inc. ("AEG").

ABM has been successfully performing cleaning services for AEG venues in the United States, and most recently, we expanded our partnership into Europe as ABM began services for Germany's O2 World Hamburg Arena. ABM is poised to perform any number of facility services, including parking and security, for AEG as we cultivate our partnership.

Expanding our services internationally with one of the sports and entertainment market leaders marks a significant point in ABM's history, and is among ABM's long-term goals. Like no time in our 103-year history, we're well-positioned with the appropriate expertise to move forward with any of our vertical market clients wherever they might need us.





BUILDING VALUE THROUGH

Scalable Solutions



Many of ABM's existing and potential clients have diverse building portfolios across the U.S. and abroad that range from high-rise structures in urban areas to satellite locations in rural towns — this is all a part of the 'client service ecosystem' we are focused on servicing. These multi-location companies are in need of a single-source facility services provider who can service their assets across urban, suburban and rural geographic areas.

While ABM already provides comprehensive facility solutions for thousands of locations encompassing billions of square feet across the United States and abroad, we still found challenges in providing services for many suburban and rural locations.

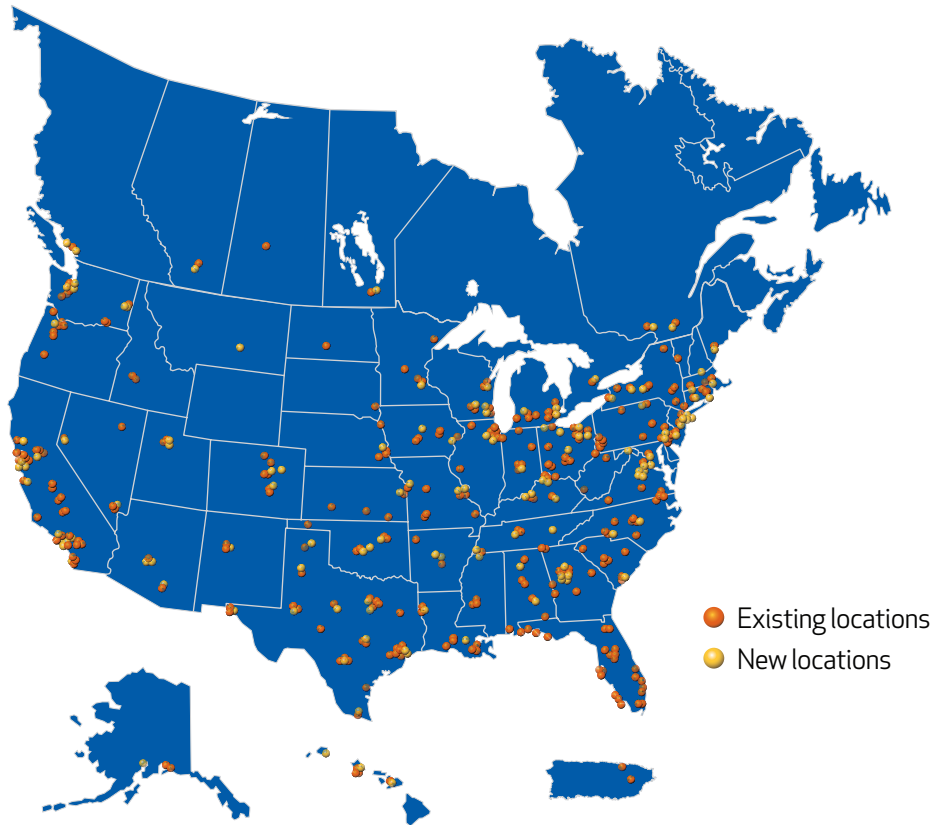
To overcome these challenges and meet growing demand, we continue to ensure we can dynamically scale our scope of services and geographic capabilities in the U.S. and abroad. We have a simple goal with our clients in mind of "Being Where You Are". In 2012, we made significant strides towards achieving this goal and we will continue to deliver the facility services our clients need, regardless of geographic location with consistent, quality performance.

ABM On-Demand Expands Services and Reach

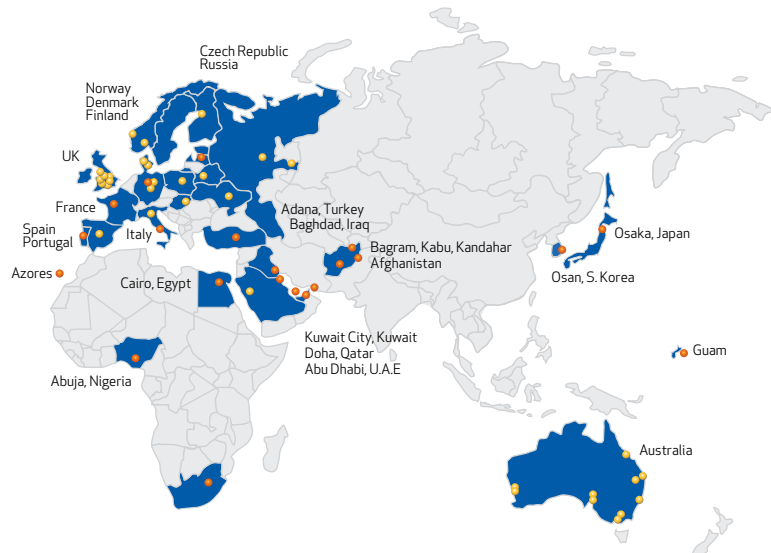
In fiscal 2012, ABM significantly expanded its scale and scope of services for suburban and rural facilities by announcing the launch of ABM On-Demand, a joint venture delivering a wide range of high-quality facility services to multi-location clients. The joint venture draws on resources from ABM and A. Anthony Corporation.

ABM On-Demand has a network of more than 7,000 pre-screened, certified contractors that can deliver a wide variety of services, including HVAC, electrical, plumbing, pest control, handyman services and more with a single point of contact. The ABM On-Demand service network augments our urban service platform and complements ABM's mobile service platform in urban, suburban and rural markets.

ABM On-Demand integrates our comprehensive facility services resources with a 24/7 smart service center staffed with: knowledgeable, experienced dispatchers; a proprietary "FLEX" automated Knowledge Center technology that manages complex portfolio information; and a range of other client-centered technology resources including cost capture tools, recurring contract management and more.



- Existing locations
- New locations



TEGG® Franchise Operations Acquisition Increases Electrical Capabilities

To increase ABM's electrical capabilities footprint, the ABM Franchising Group added TEGG Franchise Operations in fiscal 2012, an expansive network that delivers comprehensive electrical service and preventive maintenance solutions to commercial and industrial facilities.

The ABM Franchising Group, an operating unit of ABM, consists of ABM's four franchise brands, Linc Service®, TEGG, Green-Homes America®, and CurrentSAFE®. The international network of franchisees is comprised of more than 300 mechanical and electrical contractors located in over twenty countries.

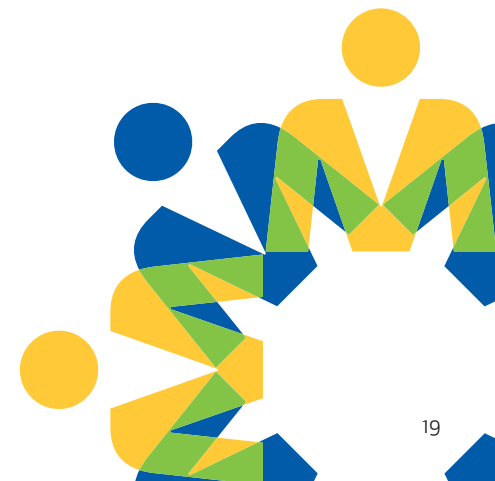
TEGG Corporation, concentrated mainly in North America, also operates in 19 international locations — expanding ABM's international reach. TEGG brings 20 years of electrical expertise into the ABM family, having built a reputation around protecting commercial and industrial facilities from electrical system failures, electrical fires and resultant business interruptions and property damage over that time. TEGG's franchisees offer guaranteed services with an extensive list of features including infrared thermography and ultrasonic inspections, de-energized services and electrical systems analysis and reporting. Additionally, a number of TEGG's franchisees also offer mechanical services, which further expands our service offerings, geographic presence and value for clients. ABM now has over 130 locations delivering electrical and lighting solutions.



Acquisition of Calvert-Jones Expands Energy and HVAC Capabilities

Recently, we expanded our energy and mechanical/HVAC services footprint through the Mid-Atlantic region of the United States. ABM's Building Services Group is poised for continued growth in the coming years due to the increasing need for energy efficient services clients are demanding. ABM now has over 150 locations providing energy and HVAC solutions.

On November 1, 2012, we acquired the business of Calvert-Jones, a leading provider of mechanical and energy efficient products and services in the greater Washington, D.C., Virginia and Maryland commercial markets. Calvert-Jones joined ABM's Building and Energy Solutions group. Calvert-Jones has been a mid-Atlantic leader for 65 years, specializing in HVAC, electrical and plumbing, automated controls, and energy efficiency services. Calvert-Jones provides a full line of specialty mechanical services to a number of regional companies and government agencies with a focus on healthcare and government security clients.





BUILDING VALUE THROUGH
Service Excellence



Service excellence is timeless. If ABM had been allowed to maintain the Seven Wonders of the Ancient World, we believe today's tourists would be visiting operational structures instead of just ruins. For over a century, we have been maintaining buildings with utmost care so future generations will be able to utilize them.

Our dedication to extending the life of our clients' assets is unprecedented. We've leveraged industry best practices and combined these with our years of technical expertise to develop Proactive Maintenance programs. These programs not only prolong the useful life of assets but also lower the total ownership and operational costs of the building.

At ABM, service excellence doesn't just entail performing routine tasks. It goes beyond this. Whether we are helping our clients find ways to improve tenant satisfaction, lower net operating expenses or extending the life of a particular asset, we are their trusted facility advisors.

Awards and Honors

Our commitment to service excellence is recognized by our clients and the industry alike; in 2012, a few of the many awards we received include:

NY/NJ PORT AUTHORITY CUSTOMER CARE AWARD

ABM Parking Services was honored with a Customer Care Award by the Port Authority of New York and New Jersey's (PANYNJ) Aviation Department for "Best Performance by a Port Authority Contractor." In addition to the team award, the PANYNJ honored an ABM Parking Services Supervisor with LaGuardia Airport's Employee of the Year Award for going "above and beyond" based on his assistance of an ailing airport patron. Awards are given

based on exceptional ratings from patrons. This was the second consecutive year ABM received this honor and the sixth time since 2005 we have received an award.

TOBY AWARDS

Each year, a significant number of buildings that ABM maintains are bestowed the prestigious TOBY Award, recognizing properties that exemplify superior building management practices. The Outstanding Building of the Year (TOBY) Award is the highest mark of excellence for office building management awarded by the Building Owners and Managers Association (BOMA). A few of the many buildings receiving this award that ABM maintains are One Datran Center in Ohio, along with City National Plaza and Century Plaza Towers in Los Angeles.

Trusted Facility Advisors

Over the last 100 years, we have accumulated an unmatched level of deep domain expertise, breadth of services and solutions, and technical and operational knowledge. Because of this, many of our clients view ABM as their trusted facility advisor, not just another contractor. However, there are clients who only recognize this expertise for a particular service line.

To overcome this lack of awareness, we began to formalize an initiative to help our employees “Solve One More” problem for our clients. We are developing enterprise-wide training content, tools and systems designed to enable our employees to better identify client opportunities and have ease of access to subject matter experts from across ABM to identify, troubleshoot, and solve even the most elusive client challenges. Further, ABM employees are encouraged to make clients aware that we’re here to meet their facilities’ full range of needs. In many cases, our clients simply aren’t aware of the breadth of services and solutions we offer that can reduce frustration and improve their bottom line.

We have even developed a standardized sales application to assist our Janitorial Services operators in selling additional ABM Janitorial capabilities on the spot when meeting with clients. This tool enables ABM employees to feature various work tasks through ABM branded videos to demonstrate our capability to perform services, along with giving clients a pricing estimate for the selected services. This will provide for more efficient delivery of one-time, additional service offerings for our client base.

Some clients who have recently benefitted from of our “Solve One More” initiative include:



USAA PROPERTIES

Long-time Janitorial, Security and Facility Services client USAA Properties continues to expand the national services performed by ABM. Most recently, they turned to us to help drive sustainability by installing almost 20 electric vehicle (EV) charging stations across three USAA owned and operated facilities in: Arlington, Virginia; Sacramento, California; and Tampa, Florida.

ABM’s early involvement in the EV infrastructure market served as a major factor in us securing a grant for USAA from the U.S. Department of Energy. The EV charging stations at all three sites are fully operational and open to drivers of plug-in electrical vehicles. Each EV charging station is part of the ChargePoint® Network, which offers EV drivers a variety of smart phone applications and in-car navigation systems. EV drivers can see the location, status and price of each charging station and get turn-by-turn navigation assistance to the site. Once there, they can get SMS or email alerts when their car is fully charged or if there is a charging interruption. The trip tools can show drivers charging stations along their route and can track greenhouse gas and gasoline savings.



AMERICAN CAREER COLLEGE & WEST COAST UNIVERSITY

When an American Career College & West Coast University decision maker noticed what he would later describe as ‘ABM’s fancy parking shuttle’ driving by him on the road one afternoon, he reached out to his ABM Facility Services contact to ask about ABM’s breadth of services. The private college was already under contract with ABM Facility Solutions for its electrical and lighting services, but also had a need for a new parking services provider. ABM’s Facility Solutions’ on-site representative referred the school’s Building Services Department to ABM’s Parking Services division and soon a three-year deal was signed with ABM for shuttle services, enabling us to help one of our valued clients in a key vertical market ‘Solve One More’ problem.



Integrated Facility Solutions

The culmination of delivering years of innovations, deep industry expertise, scalability, and service excellence has resulted in being asked to provide Integrated Facility Solutions by our clients. And we are beginning to see more clients coming to ABM for this type of solution.

Delivering Integrated Facility Solutions (IFS) is a core strategy and provides numerous benefits to ABM. IFS clients are a springboard for new product and solution innovations as we've seen with BES, Green Cleaning and ABM On-Demand. These clients commit to larger and longer-term contracts, represent a strong reference base and become very collaborative partners.

Integrated Facility Solutions also become a key differentiator for ABM. Providing IFS clients with a single point of contact and a single invoice along with the service and financial benefits expected from clients requires comprehensive systems, procedures and diverse facility experience that few companies aside from ABM can actually deliver.

This is why the strategy behind the "Solve One More" initiative is to make our clients aware of the breadth of services and solutions we provide and to encourage them to acquire these solutions from us. As we have discovered, once clients begin using ABM for more than one facility service, they are much more likely to request a bundled, integrated facility solution.

ABM will continue to pursue our vision of being the global leader in Integrated Facility Solutions and we are excited to share two of our client stories from 2012.



OAKLAND MUSEUM

In late 2011, the Oakland Museum of California (OMCA) awarded ABM Janitorial a contract to provide cleaning services. Despite a limited budget, ABM discovered the museum wanted to upgrade the level of building and equipment maintenance it was receiving from the city through outsourcing in hopes of finding more consistent, reliable service.

Because ABM Janitorial already had personnel on-site, ABM Facility Services was brought in and developed a creative resource planning solution that increased the head count to operate and run the facility while still meeting the museum's budget criteria.

After the museum did its due diligence, ABM Facility Services was selected to take over all museum maintenance and operations. In addition, ABM is now managing the museum's art warehouse, which includes sophisticated humidity and temperature controls that protect the art currently not on display. The museum now has a single point of contact for all of its facility needs and receiving improved service.



DELTA

For nearly the past decade, ABM has provided multiple facility services for aviation giant Delta Air Lines. Recently, Delta renewed a multi-year maintenance and operations extension with ABM Facility Services at five major locations. ABM will provide full maintenance and operations services for Delta's general offices in Atlanta, along with general maintenance, baggage handling and jet bridge services at Boston Logan International Airport, Cincinnati/Northern Kentucky International Airport, Salt Lake City International Airport and San Francisco International Airport.

Future Outlook

As we enter fiscal 2013, ABM is keenly focused on providing solutions that enhance our clients' bottom lines and allow them to focus on what matters most — their core businesses. We remain invigorated by our new brand and the overwhelming support it has received, and that new identity will continue to underscore our commitment of OneABM to ensure our workforce operates harmoniously.

At ABM, our 100,000+ employees are our greatest asset, and each of us is committed to leveraging our deep industry expertise to provide traditional and cutting edge solutions for clients across many markets, no matter where they may be located. Fiscal 2012 marked the beginning of a new journey for ABM, and we're proud of the tremendous strides we made towards becoming the global leader in integrated facility solutions. Yet we're confident the best is yet to come, and we look forward to continuing to pave the way as an industry leader in the facility services arena.



Factors That May Affect Future Results

This Annual Report contains forward-looking statements that set forth management's anticipated results based on management's current plans and assumptions. Any number of factors could cause the Company's actual results to differ materially from those anticipated. These factors include but are not limited to the following: (1) risks relating to our acquisition strategy may adversely impact our results of operations; (2) our strategy of moving to an integrated facility solutions provider platform, focusing on vertical market strategy, may not generate the growth in revenues or profitability that we expect; (3) we are subject to intense competition that can constrain our ability to gain business, as well as our profitability; (4) increases in costs that we cannot pass on to clients could affect our profitability; (5) we have high deductibles for certain insurable risks and, therefore, are subject to volatility associated with those risks; (6) we primarily provide our services pursuant to agreements which are cancelable by either party upon 30 to 90 days' notice; (7) our success depends on our ability to preserve our long-term relationships with clients; (8) our international business exposes us to additional risks; (9) we conduct some of our operations through joint ventures and our ability to do business may be affected by the failure of our joint venture partners to perform their obligations or the improper conduct of joint venture employees, joint venture partners or agents; (10) significant delays or reductions in appropriations for our government contracts as well as changes in government and client priorities and requirements may negatively affect our business, and could have a material adverse effect on our financial position, results of operations or cash flows; (11) we are subject to a number of procurement rules and regulations relating to our business with the U.S. Government and if we fail to comply with those rules, our business and our reputation could be adversely affected; (12) negative or unexpected tax consequences could adversely affect our results of operations; (13) we are subject to business continuity risks associated with centralization of certain administrative functions; (14) a decline in commercial office building occupancy and rental rates could affect our revenues

and profitability; (15) deterioration in economic conditions in general could further reduce the demand for facility services and, as a result, could reduce our earnings and adversely affect our financial condition; (16) a variety of factors could adversely affect the results of operations of our building and energy services business; (17) financial difficulties or bankruptcy of one or more of our major clients could adversely affect our results; (18) our ability to operate and pay our debt obligations depends upon our access to cash; (19) future declines in the fair value of our investments in auction rate securities could negatively impact our earnings; (20) uncertainty in the credit markets may negatively impact our costs of borrowing, our ability to collect receivables on a timely basis and our cash flow; (21) we incur accounting and other control costs that reduce profitability; (22) sequestration under the Budget Control Act of 2011 or alternative measures that may be adopted in lieu of sequestration may negatively impact our business; (23) any future increase in the level of debt or in interest rates can negatively affect our results of operations; (24) an impairment charge could have a material adverse effect on our financial condition and results of operations; (25) we are defendants in a number of class and representative actions or other lawsuits alleging various claims that could cause us to incur substantial liabilities; (26) federal health care reform legislation may adversely affect our business and results of operations; (27) changes in immigration laws or enforcement actions or investigations under such laws could significantly adversely affect our labor force, operations and financial results; (28) labor disputes could lead to loss of revenues or expense variations; (29) we participate in multi-employer pension plans which under certain circumstances could result in material liabilities being incurred; and (30) natural disasters or acts of terrorism could disrupt services.

Additional information regarding these and other risks and uncertainties the Company faces is contained in the Company's Annual Report on Form 10-K for the year ended October 31, 2012 and in other reports the Company files from time to time with the Securities and Exchange Commission. We undertake no obligation to update these forward-looking statements.

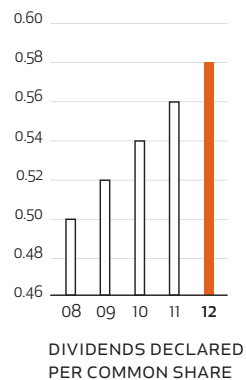
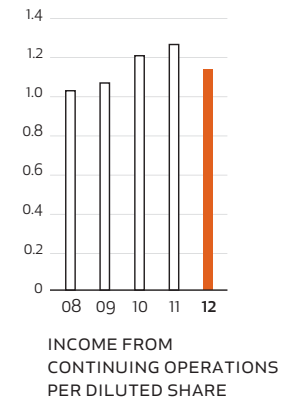
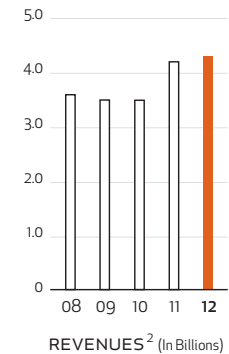
Financial Reports

Five-Year Selected Financial Data

Years ended October 31, (in thousands, except per share data)	2012	2011	2010	2009	2008
Revenues	\$4,300,265	\$4,246,842	\$3,495,747	\$3,481,823	\$3,623,590
Adjusted EBITDA ⁽¹⁾	176,353	184,023	155,892	145,482	133,456
Income from continuing operations	62,718	68,698	63,870	55,490	52,731
Income from continuing operations					
Basic	\$ 1.16	\$ 1.29	\$ 1.23	\$ 1.08	\$ 1.04
Diluted	\$ 1.14	\$ 1.27	\$ 1.21	\$ 1.07	\$ 1.03
Weighted-average common and common equivalent shares outstanding					
Basic	53,987	53,121	52,117	51,373	50,519
Diluted	54,914	54,103	52,908	51,845	51,386
Dividends declared per common share	\$ 0.58	\$ 0.56	\$ 0.54	\$ 0.52	\$ 0.50
Total assets	\$ 1,869,251	\$ 1,879,598	\$1,548,670	\$ 1,521,153	\$ 1,575,944
Trade accounts receivable, net of allowances	561,317	552,098	450,513	445,241	473,263
Insurance recoverables	64,500	70,610	76,098	72,117	71,617
Goodwill	751,610	750,872	593,983	547,237	535,772
Other intangibles, net of accumulated amortization	109,138	128,994	65,774	60,199	62,179
Investments in auction rate securities	17,780	15,670	20,171	19,531	19,031
Investments in unconsolidated affiliates, net	14,863	14,423	-	-	-
Line of credit	215,000	300,000	140,500	172,500	230,000
Insurance claims	343,804	341,401	348,314	346,327	346,157

(1) The Company has presented earnings before interest, taxes, depreciation and amortization and excluding discontinued operations and items impacting comparability ("Adjusted EBITDA") for fiscal years 2008 through 2012. Adjusted EBITDA is among the indicators management uses as a basis for planning and forecasting future periods. The presentation of these non-GAAP financial measures is not meant to be considered in isolation or as substitute for financial statements prepared in accordance with generally accepted accounting principles in the United States. Refer to the accompanying financial table for supplemental financial data and the corresponding reconciliations of this non-GAAP financial measure to the GAAP financial measure.

(2) Revenues in 2011 include amounts associated with The Linc Group of approximately \$512.9 million, which was acquired on December 1, 2010. Revenues in the year ended October 31, 2010 include approximately \$43.0 million associated with the acquisitions of Five Star Parking, Network Parking Company Ltd., and System Parking, Inc. (collectively, this asset acquisition is referred to as "L&R") and Diversco, Inc., which were acquired on October 1, 2010 and June 30, 2010, respectively. Revenues in the year ended October 31, 2008 include \$836.6 million associated with the acquisition of OneSource Services Inc. ("One Source") and Healthcare Parking Services America, which were acquired on November 14, 2007 and April 2, 2007, respectively.



Condensed Consolidated Balance Sheets

October 31, (in thousands, except share and per share amounts)	2012	2011
Assets		
Current assets		
Cash and cash equivalents	\$ 43,459	\$ 26,467
Trade accounts receivable, net of allowances of \$11,125 and \$13,485 at October 31, 2012 and 2011, respectively	561,317	552,098
Notes receivable and other	62,053	54,748
Prepaid expenses	46,672	41,823
Prepaid income taxes	385	7,205
Deferred income taxes, net	43,671	40,565
Insurance recoverables	9,870	10,851
Total current assets	767,427	733,757
Insurance deposits	31,720	35,974
Other investments and long-term receivables	5,666	5,798
Investments in unconsolidated affiliates, net	14,863	14,423
Investments in auction rate securities	17,780	15,670
Property, plant and equipment, net of accumulated depreciation of \$107,771 and \$97,819 at October 31, 2012 and 2011, respectively	59,909	60,009
Other intangible assets, net of accumulated amortization of \$100,180 and \$78,669 at October 31, 2012 and 2011, respectively	109,138	128,994
Goodwill	751,610	750,872
Noncurrent deferred income taxes, net	17,610	30,948
Noncurrent insurance recoverables	54,630	59,759
Other assets	38,898	43,394
Total assets	\$1,869,251	\$1,879,598

October 31, (in thousands, except share and per share amounts)	2012	2011
Liabilities and Stockholders' Equity		
Current liabilities		
Trade accounts payable	\$ 130,410	\$ 130,464
Accrued liabilities		
Compensation	121,855	112,233
Taxes - other than income	19,437	19,144
Insurance claims	80,192	78,828
Other	113,566	102,220
Income taxes payable	8,450	307
Total current liabilities	473,910	443,196
Noncurrent income taxes payable	27,773	38,236
Line of credit	215,000	300,000
Retirement plans and other	38,558	39,707
Noncurrent insurance claims	263,612	262,573
Total liabilities	1,018,853	1,083,712
Commitments and Contingencies		
Stockholders' Equity		
Preferred stock, \$0.01 par value; 500,000 shares authorized; none issued	-	-
Common stock, \$0.01 par value; 100,000,000 shares authorized; 54,393,907 and 53,333,071 shares issued and outstanding at October 31, 2012 and 2011, respectively	544	533
Additional paid-in capital	234,636	211,389
Accumulated other comprehensive loss, net of taxes	(2,154)	(2,661)
Retained earnings	617,372	586,625
Total stockholders' equity	850,398	795,886
Total liabilities and stockholders' equity	\$1,869,251	\$1,879,598

Condensed Consolidated Statements of Income

Year ended October 31, (in thousands, except per share data)	2012	2011	2010
Revenues	\$4,300,265	\$4,246,842	\$3,495,747
Expenses			
Operating	3,854,380	3,781,264	3,134,018
Selling, general and administrative	327,855	324,762	241,526
Amortization of intangible assets	21,464	23,248	11,364
Total expenses	4,203,699	4,129,274	3,386,908
Operating profit	96,566	117,568	108,839
Other-than-temporary impairment credit losses on auction rate security recognized in earnings	(313)	-	(127)
Income from unconsolidated affiliates, net	6,395	3,915	-
Interest expense	(9,999)	(15,805)	(4,639)
Income from continuing operations before income taxes	92,649	105,678	104,073
Provision for income taxes	(29,931)	(36,980)	(40,203)
Income from continuing operations	62,718	68,698	63,870
(Loss) income from discontinued operations, net of taxes	(136)	(194)	251
Net income	\$ 62,582	\$ 68,504	\$ 64,121
Net income per common share - diluted			
Income from continuing operations	\$ 1.14	\$ 1.27	\$ 1.21
Loss from discontinued operations, net of taxes	-	-	-
Net income	\$ 1.14	\$ 1.27	\$ 1.21

Unaudited Reconciliation of non-GAAP Financial Measures

Years ended October 31, (in thousands)	2012	2011	2010	2009	2008
Adjusted EBITDA	\$176,353	\$184,023	\$155,892	\$145,482	\$133,456
Items impacting comparability	(22,566)	(9,636)	(10,865)	(22,066)	(5,872)
(Loss) income from discontinued operations, net of taxes	(136)	(194)	251	(1,197)	(7,297)
Provision for income taxes	(29,931)	(36,980)	(40,203)	(29,170)	(31,585)
Interest expense	(9,999)	(15,805)	(4,639)	(5,881)	(15,193)
Depreciation and amortization	(51,139)	(52,904)	(36,315)	(32,875)	(28,075)
Net income	\$ 62,582	\$ 68,504	\$ 64,121	\$ 54,293	\$ 45,434

Condensed Consolidated Statements of Stockholders' Equity and Comprehensive Income

(in thousands)	Common Stock		Additional Paid-in Capital	Accumulated Other Comprehensive Loss, net of taxes	Retained Earnings	Total
	Shares	Amount				
Balance October 31, 2009	51,688	\$ 517	\$ 176,480	\$(2,423)	\$ 512,476	\$ 687,050
Comprehensive income:						
Net income	-	-	-	-	64,121	64,121
Unrealized gain on auction rate securities, net of taxes of \$179	-	-	-	461	-	461
Reclass adjustment for credit losses recognized in earnings, net of taxes of \$53	-	-	-	74	-	74
Foreign currency translation	-	-	-	68	-	68
Actuarial loss - Adjustments to pension and other post-retirement benefit plans, net of taxes of \$108	-	-	-	(381)	-	(381)
Unrealized gain on interest rate swaps, net of taxes of \$230	-	-	-	338	-	338
Comprehensive income	-	-	-	-	-	64,681
Dividends:						
Common stock	-	-	-	-	(28,152)	(28,152)
Tax effect from exercise of stock options	-	-	383	-	-	383
Stock issued under employees' stock purchase and option plans	947	9	11,484	-	(501)	10,992
Share-based compensation expense	-	-	4,071	-	-	4,071
Balance October 31, 2010	52,635	\$526	\$ 192,418	\$(1,863)	\$ 547,944	\$739,025
Comprehensive income:						
Net income	-	-	-	-	68,504	68,504
Foreign currency translation	-	-	-	214	-	214
Unrealized gain on auction rate securities, net of taxes of \$193	-	-	-	306	-	306
Net unrealized gain on interest rate swaps, net of taxes of \$76	-	-	-	115	-	115
Actuarial loss - Adjustments to pension and other post-retirement benefit plans, net of taxes of \$996	-	-	-	(1,433)	-	(1,433)
Comprehensive income	-	-	-	-	-	67,706
Dividends:						
Common stock	-	-	-	-	(29,744)	(29,744)
Tax effect from exercise of stock options	-	-	(467)	-	-	(467)
Stock issued under employees' stock purchase and option plans	698	7	10,247	-	(79)	10,175
Share-based compensation expense	-	-	9,191	-	-	9,191
Balance October 31, 2011	53,333	\$533	\$ 211,389	\$(2,661)	\$586,625	\$795,886
Comprehensive income:						
Net income	-	-	-	-	62,582	62,582
Foreign currency translation	-	-	-	(85)	-	(85)
Unrealized gain on auction rate securities, net of taxes of \$866	-	-	-	1,244	-	1,244
Reclassification adjustment for credit losses recognized in earnings, net of taxes of \$126	-	-	-	187	-	187
Net unrealized gain on interest rate swaps, net of taxes of \$16	-	-	-	23	-	23
Actuarial loss - Adjustments to pension and other post-retirement benefit plans, net of taxes of \$594	-	-	-	(862)	-	(862)
Comprehensive income	-	-	-	-	-	63,089
Dividends:						
Common stock	-	-	-	-	(31,309)	(31,309)
Tax effect from exercise of stock options	-	-	(156)	-	-	(156)
Stock issued under employees' stock purchase and option plans	1,061	11	13,167	-	(526)	12,652
Share-based compensation expense	-	-	10,236	-	-	10,236
Balance October 31, 2012	54,394	\$544	\$234,636	\$(2,154)	\$ 617,372	\$850,398

Condensed Consolidated Statements of Cash Flows

Year ended October 31, (in thousands)	2012	2011	2010
Cash Flows from Operating Activities:			
Net income	\$ 62,582	\$ 68,504	\$ 64,121
Loss (income) from discontinued operations, net of taxes	136	194	(251)
Income from continuing operations	62,718	68,698	63,870
Adjustments to Reconcile Income from Continuing Operations to Net Cash Provided by Continuing Operating Activities:			
Depreciation and amortization	50,897	52,658	36,315
Deferred income taxes	9,772	24,227	17,654
Share-based compensation expense	10,236	9,191	4,071
Provision for bad debt	2,551	3,142	2,636
Discount accretion on insurance claims	715	874	912
Auction rate security credit loss impairment	313	-	127
Gain on sale of assets	(2,015)	(150)	(1,059)
Income from unconsolidated affiliates, net	(6,395)	(3,915)	-
Distributions from unconsolidated affiliates	5,802	2,539	-
Changes in operating assets and liabilities, net of effects of acquisitions:			
Trade accounts receivable	(11,359)	(18,432)	1,976
Prepaid expenses and other current assets	(14,188)	(7,786)	(297)
Insurance recoverables	6,110	5,488	(3,981)
Other assets and long-term receivables	9,390	5,962	3,856
Income taxes payable	4,542	4,396	22,629
Retirement plans and other non-current liabilities	(1,584)	(4,085)	(317)
Insurance claims	1,688	(11,950)	(247)
Trade accounts payable and other accrued liabilities	19,754	25,943	(7,399)
Total adjustments	86,229	88,102	76,876
Net cash provided by continuing operating activities	148,947	156,800	140,746
Net cash provided by discontinued operating activities	1,665	3,190	9,118
Net cash provided by operating activities	150,612	159,990	149,864
Cash Flows from Investing Activities:			
Additions to property, plant and equipment	(28,052)	(22,124)	(23,942)
Proceeds from sale of assets and other	4,177	912	1,512
Purchase of businesses, net of cash acquired	(5,963)	(290,985)	(65,430)
Investments in unconsolidated affiliates	-	(215)	-
Proceeds from redemption of auction rate securities	-	5,000	-
Net cash used in investing activities	(29,838)	(307,412)	(87,860)

Year ended October 31, (in thousands)	2012	2011	2010
Cash Flows from Financing Activities:			
Proceeds from exercises of stock options (including income tax benefit)	\$ 12,496	\$ 9,708	\$ 11,376
Dividends paid	(31,309)	(29,744)	(28,152)
Deferred financing costs paid	(14)	(5,021)	-
Borrowings from line of credit	773,000	885,500	448,000
Repayment of borrowings from line of credit	(858,000)	(726,000)	(480,000)
Changes in book cash overdraft	45	-	(7,935)
Net cash (used in) provided by financing activities	(103,782)	134,443	(56,711)
Net increase (decrease) in cash and cash equivalents	16,992	(12,979)	5,293
Cash and cash equivalents at beginning of year	26,467	39,446	34,153
Cash and Cash Equivalents at End of Year	\$ 43,459	\$ 26,467	\$ 39,446
Supplemental Data:			
Cash paid for income taxes, net of refunds received	\$ 15,545	\$ 9,651	\$ (108)
Tax effect from exercise of options	(156)	(467)	383
Cash received from exercise of options	12,652	10,175	10,993
Interest paid on line of credit	5,331	10,055	3,398



ABM employees celebrate our new brand by ringing the NYSE closing bell on October 23, 2012.

Segment Information

Years ended October 31, (in thousands)	2012	2011	2010
Revenues			
Janitorial	\$2,394,344	\$ 2,380,195	\$2,306,098
Facility Solutions	924,415	899,381	382,629
Parking	615,132	615,679	469,398
Security	365,926	350,377	336,249
Corporate	448	1,210	1,373
	\$4,300,265	\$4,246,842	\$ 3,495,747
Operating Profit			
Janitorial	135,967	140,621	140,007
Facility Solutions	31,965	33,384	22,931
Parking	26,189	24,257	22,738
Security	7,835	7,968	7,487
Corporate	(105,390)	(88,662)	(84,324)
Operating profit	96,566	117,568	108,839
Other-than-temporary impairment credit losses on auction rate security recognized in earnings	(313)	-	(127)
Income from unconsolidated affiliates, net	6,395	3,915	-
Interest expense	(9,999)	(15,805)	(4,639)
Income from continuing operations before income taxes	\$ 92,649	\$ 105,678	\$ 104,073
Total Assets*			
Janitorial	\$ 863,831	\$ 859,318	\$ 902,541
Facility Solutions	464,729	469,807	68,710
Parking	153,593	149,052	145,801
Security	111,293	111,304	112,194
Corporate	275,406	287,909	313,772
	\$1,868,852	\$ 1,877,390	\$ 1,543,018

During the year ended October 31, 2012, the Company changed the name of its Engineering segment to Facility Solutions to better reflect the variety of end-to-end integrated facility solutions services, building operation and maintenance, and bundled energy solutions services provided to its clients.

*Excludes assets of discontinued operations of \$0.4 million, \$2.2 million and \$5.7 million as of October 31, 2012, 2011 and 2010, respectively.

Report of Independent Registered Public Accounting Firm

The Board of Directors and Stockholders
ABM Industries Incorporated:

We have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States), the consolidated balance sheets of ABM Industries Incorporated and subsidiaries as of October 31, 2012 and 2011, and the related consolidated statements of income, stockholders' equity and comprehensive income, and cash flows for each of the years in the three-year period ended October 31, 2012 (not presented herein); and in our report dated December 20, 2012, we expressed an unqualified opinion on those consolidated financial statements.

In our opinion, the information set forth in the accompanying condensed consolidated balance sheets of ABM Industries Incorporated and subsidiaries as of October 31, 2012 and 2011, and the related condensed consolidated statements of income, stockholders' equity and comprehensive income, and cash flows for each of the years in the three-year period ended October 31, 2012 is fairly stated, in all material respects, in relation to the consolidated financial statements from which it has been derived.

KPMG LLP

KPMG LLP

New York, New York
December 20, 2012

Board of Directors

MARYELLEN C. HERRINGER [A,B]

Non-Executive Chairman of the Board,
Attorney at Law

LINDA CHAVEZ [B,D,E]

Chairman of the Board,
Center for Equal Opportunity

J. PHILIP FERGUSON [C,D,E]

Former Vice Chairman,
University of Texas Management Company

ANTHONY G. FERNANDES [C]

Former Chairman, Chief Executive Officer
and President of Phillip Services Corporation

LUKE S. HELMS [A,B,C,D]

Managing Director,
Sonata Capital Management

SUDHAKAR KESAVAN [B,C]

Chairman and Chief Executive Officer
ICF International

HENRIK C. SLIPSAGER [A]

President and Chief Executive Officer

WILLIAM W. STEELE [A,E]

Former President and Chief Executive Officer,
ABM Industries Incorporated

[a] Executive Committee

[b] Compensation Committee

[c] Audit Committee

[d] Governance Committee

[e] Corporate Citizenship
and Communications Committee

Executive Officers

HENRIK C. SLIPSAGER

President and
Chief Executive Officer

JAMES S. LUSK

Executive Vice President
and Chief Financial Officer

JAMES P. MCCLURE

Executive Vice President
and President, Janitorial Services

TRACY K. PRICE

Executive Vice President
and President, Facility Solutions

ANGELIQUE M. CARBO

Senior Vice President,
Human Resources

DEAN A. CHIN

Senior Vice President, Controller
and Chief Accounting Officer

DAVID L. FARWELL

Senior Vice President,
Investor Relations

SARAH M. MCCONNELL

Senior Vice President,
General Counsel and Secretary

D. ANTHONY SCAGLIONE

Senior Vice President,
Treasurer, Mergers & Acquisitions

Special Notices

LISTING

New York Stock Exchange

TICKER SYMBOL

ABM

REGISTRAR AND TRANSFER AGENT

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Providence, RI 02940-3006

Tel.: 1-800-850-3292

website: www-us.computershare.com/investor/contact/enquiry

AUDITORS

KPMG LLP

345 Park Avenue

New York, NY 10154

ANNUAL REPORT ON FORM 10-K

Additional copies available to stockholders at
no charge upon request to:

ABM Investor Relations

551 Fifth Avenue, Suite 300

New York, NY 10176 or www.abm.com

ANNUAL MEETING

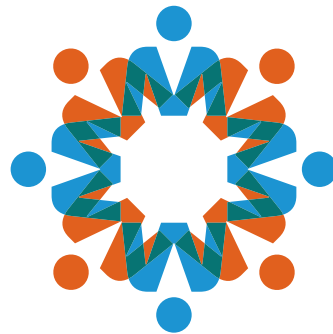
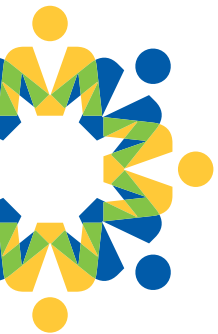
The Annual Meeting of Stockholders of ABM Industries
will be held on Tuesday, March 5, 2013 at 10:00 a.m. at
Hotel Sofitel New York, 45 West 44th Street, New York, NY 10036.

DIVIDENDS

The Company has paid quarterly cash dividends on its Common Stock
without interruption since 1965. The Board of Directors considers the
payment of cash dividends on a quarterly basis, subject to the Company's
earnings, financial condition and other factors.



ABM Corporate Headquarters
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