

---

---

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

---

**FORM 8-K**

---

**CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): March 8, 2017

---

**ABM Industries Incorporated**

---

(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-8929**  
(Commission File  
Number)

**94-1369354**  
(IRS Employer  
Identification No.)

**One Liberty Plaza, 7<sup>th</sup> Floor**  
**New York, New York**  
(Address of principal executive offices)

**10006**  
(Zip Code)

Registrant's telephone number, including area code (212) 297-0200

---

**N/A**  
(Former name or former address if changed since last report)

---

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
- 
-

**Item 5.07. Submission of Matters to a Vote of Security Holders**

(a) The Annual Meeting of Shareholders of ABM Industries Incorporated was held on March 8, 2017.

(b) The following directors were elected by a vote of shareholders, each to serve for a term ending at the annual meeting of shareholders in the year 2020: Anthony G. Fernandes, Thomas M. Gartland and Winifred Markus Webb.

The following directors remained in office: Linda Chavez, J. Philip Ferguson, Art A. Garcia, Sudhakar Kesavan, Lauralee E. Martin, Filippo Passerini, and Scott Salmirs.

The following matters were voted upon at the meeting:

(1) Proposal 1 - Election of Directors

<b>Nominees</b>	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
Anthony G. Fernandes	46,146,411	1,253,342	32,011	4,284,591
Thomas M. Gartland	47,316,613	62,193	52,958	4,284,591
Winifred Markus Webb	46,819,271	591,069	21,424	4,284,591

(2) Proposal 2 – Advisory Vote to Approve Executive Compensation

<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
44,536,412	2,829,931	65,421	4,284,591

(3) Proposal 3 – Advisory Vote on Frequency of Advisory Vote to Approve Executive Compensation

<b>1 Year</b>	<b>2 Years</b>	<b>3 Years</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
36,959,441	300,758	10,101,979	69,586	4,284,591

(4) Proposal 4 – Ratification of the Selection of KPMG LLP as Independent Registered Public Accounting Firm

<b>For</b>	<b>Against</b>	<b>Abstain</b>
50,063,104	1,612,898	40,353

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ABM INDUSTRIES INCORPORATED

Dated: March 8, 2017

By: /s/ Barbara L. Smithers  
Barbara L. Smithers  
Vice President, Deputy General Counsel and Assistant Secretary

---