



ABM Industries Incorporated
Code of Business Conduct

How we achieve our results is as important as the results we achieve.

Dear ABM Team Member,

2020 will mark 111 years since our founder, Morris Rosenberg, first began washing windows of buildings in San Francisco with nothing more than a mop and bucket. Today, ABM is one of the largest facility solutions companies in the world with approximately 140,000 team members who service tens of thousands of locations across the US and internationally. We are privileged to touch the lives of millions of people every day.

With this success comes great responsibility, and it starts with you. How we conduct business, treat our clients and their customers, work with our vendors and stakeholders, and interact with each other is just as important as our results. Our Code provides critical guidelines that help all of us adhere to the highest levels of integrity. Specifically, our Code:

- Requires that we comply with applicable laws and regulations wherever we do business.
- Acts as a moral framework for achieving our goals by focusing on areas of ethical risk.
- Serves as an important tool to help all of us recognize and report unethical conduct and preserve and nurture our culture of honesty, integrity and accountability.



As a reminder, if you become aware of any activity that is or may be in violation of our Code or any law or regulation applicable to our business, it is your responsibility to report such violation. It is our policy that there will be no retaliation against any employee who reports what he or she believes in good faith to be a violation or assist others in making such reports. Also please remember that a failure to do so is itself a violation of this Code.

To report a violation or to discuss a concern, you can contact your Human Resources Business Partner and/or you may report it through the following channels:

- ABM's Compliance Hotline at 1-877-253-7804: this is a toll-free, completely anonymous, third party service set up for employees to report possible violations of the law, this Code or other ABM policies, and is available 24 hours a day, 7 days a week.
- Online at abmhotline.ethicspoint.com.
- By mail, addressed to ABM Ethics and Compliance, ABM Industries Incorporated, One Liberty Plaza, 7th Floor, New York, and NY 10006.

The Company takes all reports of possible misconduct seriously, and all concerns will be handled quickly, discreetly and professionally.

Our Code is just one of the tools that we use to support you in making the right choices when conducting business. All of our policies and procedures are fundamentally rooted in our Purpose, Vision and Mission and our Core Values. I strongly urge you to read the Code carefully and use it as a guide to make decisions that are consistent with our Purpose, Vision and Mission and our Core Values.

Sincerely,



Scott Salmirs

President and CEO

Code of Business Conduct

For more than 100 years, we have been working to gain our stakeholder's trust. In our Code of Business Conduct we ensure that our principles of respect, integrity, collaboration, innovation, trust and excellence are applied through our operations, and that these values are aligned with our vision to lead the industry in the delivery of integrated facility service solutions.



ABM Vision & Core Values

We continue to be dedicated to the following:

Our Commitment to Shared Values



RESPECT

Every person brings value and is acknowledged as an asset to our team.



INTEGRITY

We are sincere, trustworthy, and accountable. We tell the truth and do not tolerate behavior that breaches our values.



COLLABORATION

We believe that we can do better and achieve more when we work together and learn from our collective experiences.



INNOVATION

We bring fresh ideas and data-driven insights to solve business challenges. We say What if? Why not? What's next?



EXCELLENCE

We deliver consistent, reliable service, but we don't stop there. We are committed to exceeding expectations.



TRUST

We build confidence and demonstrate that we are worthy of keeping it.

Guidance and Administration

As you read this Code, bear in mind that it is not possible to capture every possible situation that could be a violation of the Code. You are expected to exercise good judgment in your decision-making and ask for help if you have questions or concerns that are not addressed in the Code. ABM's General Counsel administers and interprets our Code. In doing so, the General Counsel works with the Board and other Company leaders to adopt procedures to promote the effectiveness of the Code and to respond to questions relating to the Code and its application. Please see *Finding Assistance and Reporting Illegal or Unethical Behavior* on page 12 for information about how to get help with understanding the Code and reporting suspected illegal or unethical behavior.

Conflicts of Interest

It is important that our business decisions are made ethically and in the best interests of the Company. A "conflict of interest" occurs when a director, officer or employee's private interest interferes in any way, or even appears to interfere, with the interests of the Company. Any situation that creates or appears to create a conflict of interest between personal interests and the Company's interests must be avoided, terminated, resolved or appropriately disclosed. While it is not possible to list all situations which could give rise to a conflict of interest or potential conflict of interest, some examples of potential conflicts of interest include the following:

- You or your family member receives an improper personal benefit as a result of your position with the Company. “Family member” can include your child, stepchild, parent, stepparent, spouse, domestic partner, sibling, mother-in-law, father-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, aunt, uncle, niece, nephew or any person who lives in your household.
- A family member is employed by the Company in any position where either you or the family member is subject, directly or indirectly, to the management and/or control of the other.
- A personal or family relationship that overlaps with your professional life, for example, when you happen to be a manager with direct supervision over a close personal friend.
- You are employed by, or act as a consultant to, a competitor or potential competitor, regardless of the nature of the employment or consulting relationship.
- You have a second job or consulting arrangement outside of the Company with a company that is one of our suppliers, customers, competitors or subcontractors, or where the work interferes with your job at the Company.
- You own, or hold an interest in, any supplier, customer, subcontractor or other company that impairs your ability to make objective decisions on behalf of the Company.
- You purchase, or direct the purchase, of merchandise or services for the Company from, or placement of other business with, a company directly or beneficially owned or controlled by you or a family member.
- Borrowing or lending money or guaranteeing financial obligations between employees where one employee directly or indirectly has management or control of the other employee.

All situations that may involve a conflict of interest, or potential conflict of interest, should be reported immediately. Please see *Finding Assistance and Reporting Illegal or Unethical Behavior* on page 12 for information on how to report a conflict of interest or a potential conflict of interest. A conflict of interest may only be waived in accordance with the provisions set forth below under “Waivers”.

Corporate Opportunities and Duty of Loyalty

Employees have a common law duty of loyalty to the Company, which means that employees may not use their positions or the Company’s name, property, information or goodwill for personal gain or for the gain of others. An employee also may not take advantage of a personal opportunity that is discovered through the use of Company property, information or his or her position with the Company.

Directors are prohibited from taking for themselves or for their companies opportunities related to the Company's business, using the Company's property or information for personal gain, and competing with the Company for business opportunities.

Gifts and Gratuities

Gifts and entertainment are a common way we create goodwill and strengthen our business relationships, but they can also make it difficult to make objective decisions about business partners. For these reasons, we should avoid their use if it will create the appearance of compromising business decisions. We do not seek to gain any advantage through the improper use of business favors or gifts. No gift, favor or entertainment may be accepted or provided if it will obligate or appear to obligate the receiver.

In some cases, providing business gifts and entertainment may even be illegal, such as when the recipient is a government official. Gifts include any tangible item of value, any service of value, any purchase at a price lower than what is usually charged or any benefit or other thing of value (including cash or certificates) and any of which are given at less than usual and customary rates or fair market value.

Bribery and Corruption

We are dedicated to winning business based on merit. This means that we will not resort to offering improper benefits to others or paying bribes. As an international company, we adhere to those laws around the world that are designed to prevent corruption and bribery, such as the U.S. Foreign Corrupt Practices Act and the U.K. Bribery Act. We strictly prohibit the use of improper gifts, favors or entertainment and bribes, kickbacks, facilitation payments, or payoffs of any kind by our employees or by any third party working on our behalf.

You, and third parties working on our behalf, may not offer or pay, directly or indirectly, any “bribe” or “kickback” or “facilitation payment” or other payment of anything of value to any person for the purpose of influencing, obtaining or rewarding any favorable action in a commercial transaction, collective bargaining agreement or governmental matter involving the Company. You also may not solicit or accept any payment or receipt of anything of value from any person for any such purpose. Practices or procedures that might conceal or facilitate bribery, illegal or improper payments or any activity which might support an inference of wrongdoing are also not permitted.

For reference, a “kickback” is returning a portion of the money paid to ABM under a contract to a person or company as a reward for helping ABM secure the contract.

A “bribe” is paying anything of value (for example, cash, gifts, services, contributions, internships or vacations) for the purpose of improperly obtaining or retaining business.

A “facilitation payment” (also known as a “grease payment”) is modest amounts of money paid as an unofficial fee to low-level government employees to speed up or initiate the performance of routine and expected government services to which ABM is entitled. For example, paying a low-level official to expedite a permit application.

Antitrust/Competition

Federal antitrust laws exist to promote open and fair competition in the marketplace so that free enterprise can flourish. Certain conduct such as discussions or agreements between ABM and its competitors and/or suppliers may constitute an antitrust violation if it may have the effect of reducing or restricting competition. You may not agree with any actual or potential competitors or suppliers to fix prices on products or services to be bought or sold by the Company, divide or

allocate customers or markets, or refrain from competing in a market. Antitrust is a complex area of the law and the Code cannot address every possible issue. If you have any questions about whether certain conduct may raise an antitrust issue, you should contact our Legal Department.

Insider Trading and Speculation

ABM stock is publicly traded. In the course of your work, you may become aware of important information about our Company or another company that has not been publicly disclosed. U.S. federal and state laws refer to such information as “material, non-public information.” Material, non-public information can be information about contracts and pricing, strategic or marketing plans, major management changes, mergers, acquisitions or divestitures and financial data.

You are prohibited from directly or indirectly buying, selling or otherwise trading in ABM stock or the securities of another company (for example, a supplier or a customer) on the basis of material non-public information and from sharing that information with others.

We also believe it is improper and inappropriate for directors, officers and employees to engage in speculative transactions involving ABM securities. You therefore may not sell any ABM securities you do not own (i.e., a short sale) either directly, by sale of an option or other arbitrage transaction. You also may not engage in any hedging transaction involving ABM securities or a pledge of ABM securities. You are encouraged to contact our Legal Department if you have questions about insider trading or other speculative activity.

Compliance with Laws, Regulations and Policies

Compliance with laws, rules and regulations is core to our business. We comply with both the letter and the spirit of the law and we expect our business partners and suppliers to do the same. Fraud, theft, dishonesty, embezzlement, misappropriation or falsification in connection with your duties for the Company are never tolerated. In addition, we will not tolerate human trafficking or forced labor in any part of our business activities or anywhere within our supply chain around the world.

You are expected to obey and comply with all national, state, provincial and local laws, regulations and ordinances, including but not limited to:

- Immigration related laws concerning the hiring of legally documented workers;
- Employment laws concerning payment of minimum wage, overtime requirements, and general working conditions;
- Laws concerning harassment, discrimination and retaliation;
- Labor laws concerning worker organizing and bargaining activities;
- Laws and regulations concerning human trafficking, child labor and other responsible labor-sourcing, including the U.K. Modern Slavery Act;
- Health and safety laws concerning the workplace;
- Laws concerning racketeering, corrupt practices and the unlawful influence of foreign officials and falsification of records;

- Laws concerning the proper maintenance of books, records and internal controls, including data privacy; and
- Laws, regulations, and contract provisions in connection with the Company's government contracting activities.

In addition, you are expected to be familiar with and comply with the Company's various policies and procedures. Violation of Company policies and work rules may result in disciplinary action, up to and including termination.

Modern Slavery and Human Trafficking

ABM follows all international labor and immigration laws and does not tolerate the use of child labor, any acts of modern slavery, human trafficking, or other illegal, abusive, or forced labor practices. This includes compliance with internationally recognized laws and regulations in all locations where we operate, regardless of local business customs. We strive to provide safe and secure conditions for those working on the Company's behalf. Additionally, we expect all of our subcontractors and vendors to comply with this policy.

Fair Dealing

Fairness is one of our values and each employee is expected to deal fairly with the Company's customers, suppliers, competitors and other employees. You should not take unfair advantage of anyone through manipulation, concealment, abuse of confidential information, falsification, misrepresentation of material facts or any other unfair dealing practice. Unauthorized use of covert surveillance equipment, including video, photographic or recording devices, is strictly prohibited.

Protection and Proper Use of Company Assets

Employees are expected at all times to protect and assure the proper and efficient use of the Company's assets, property and facilities for the benefit of the Company and its stockholders. This includes taking appropriate precautions to protect information when using the internet or storing information on a computer. When using Company assets, you are expected to put the interests of the Company ahead of other interests and assure that such assets are used only for conducting legitimate Company business. Theft, carelessness and waste by an employee of any Company assets are strictly prohibited.

Political Contributions and Activities

Many Company employees participate in the political life of their respective communities. However, employees are prohibited from making any direct or indirect contribution of cash, merchandise, services or other property on behalf of the Company to any candidate for public office, or to any political party, political advocacy group or other political organization, except as explicitly permitted by Company policy. Employees may never use Company resources and assets for personal activities in support of their choice of political party, candidate or cause. Corporate expenditures of a nonpartisan nature may be made in support of legislative issues of concern to the Company, but only with prior written approval of the General Counsel

Health and Safety

We are committed to providing a safe and healthy work environment for our employees. We operate in compliance with applicable health and safety regulations and laws, and we expect our employees to comply with safety, health and environmental regulations and our own standards, which may be stricter. Any workplace accident and any unsafe working conditions or practices must be reported immediately.

The health and safety of our fellow employees and others require that each employee works free from the influence of any substance that could impact or prevent a safe working environment. To that end, you are prohibited from using or possessing alcohol or illegal drugs in violation of any national, state, provincial or local law, regulation or ordinance or Company policy at your workplace or in connection with your work, in a Company vehicle or in any motor vehicle when used in connection with Company business. Subject to the provisions of applicable laws and regulations, we prohibit the possession or use of any firearms, other weapons, explosive devices and/or dangerous materials while conducting Company business, at your workplace or in a Company vehicle.

Harassment, Discrimination and Workplace Violence.

The Company is committed to providing all employees with a workplace environment consistent with ABM's core values of Respect, Integrity, Collaboration, Innovation, Excellence and Trust. Employees who are respected and valued and who are not distracted by discrimination, harassment or other forms of unprofessional or unacceptable conduct can fully contribute their skills and talents to enhance ABM's performance. Accordingly, ABM does not tolerate any form of unlawful workplace discrimination, harassment, retaliation, bullying, threatening behavior or violence.

Wages, Hours and Working Conditions

We comply with all applicable laws governing the wages, hours and working conditions of our employees. This includes, but is not limited to, minimum wage requirements, meal and rest periods, overtime pay, recordkeeping and final pay upon separation. As an ABM employee you are expected to comply with these same laws as well as all Company policies and work rules concerning wages, hours and working conditions. If you become aware of any violations of wage and hour laws, policies or work rules, you must immediately report them to the ABM Compliance Hotline at 1-877-253-7804 or online at abmhotline.ethicspoint.com.

Retaliation

We have zero tolerance for retaliation. We want to hear your honest concerns and we do not tolerate retaliation against anyone who, in good faith, reports a possible violation of any law or Company policy. Any employee or manager who attempts to retaliate against an individual who has reported a violation or possible violation of this Code will face serious disciplinary action, up to and including termination.

Sustainability

At ABM, sustainability revolves around three pillars: doing business in a responsible way, improving our value chain continuously, and impacting the ecosystem. We are focused on strengthening our sustainability initiatives at our client's facilities, growing our energy savings and renewable energy offerings and measuring and tracking our sustainability performance. We

seek to support our clients in achieving their sustainability goals as we in turn strive to be good stewards of the environment and responsible global citizens.

Confidentiality

Any information about our Company may be valuable to a competitor. It is important to maintain the confidentiality of any non-public Company or customer information entrusted to you that might be of use to competitors, or harmful to the Company or its customers, if disclosed. You must also maintain the confidentiality of any proprietary information or trade secrets you learn while employed by the Company that are not otherwise in the public domain. Examples of proprietary information include, but are not limited to: customer or potential customer lists; cost, price, billing and profit information and methodology; customer service and supply preferences or requirements; trademarks, copyright and software development; contracts and contract negotiations.

Data Security

ABM is committed to all aspects of data protection and takes its duties seriously. It is the Company's policy and responsibility to ensure that personal data held about employees is relevant, accurate and adequate; is stored safely; and not held for longer than is necessary. It is also the Company's policy to securely store the confidential information of the Company, our customers and vendors. All sensitive information must be protected if it is transported physically or electronically and employees are required to report any potential breach of ABM's IT systems or unauthorized acquisition of data that compromises the security, confidentiality, or integrity of personal or confidential business information maintained by the Company.

Social Media

When using social media platforms, express only your personal opinions and make it clear that you are not speaking as a spokesperson or designated representative of ABM. Only specifically designated individuals are permitted to post or disclose information on behalf of ABM. If ABM is a subject of the content you are creating, be clear and open about the fact that you are an employee and make it clear that your views do not represent those of ABM, your fellow employees, clients, vendors, or people working on behalf of ABM. If you do publish a blog or post online related to the work you do or subjects associated with ABM, you must make it clear that you are not speaking on behalf of ABM and that the views expressed are yours alone. In addition, make sure you comply with all ABM policies that might apply to your postings and be careful to protect ABM's confidential and/or proprietary information, as well as the confidential and/or proprietary information of ABM's employees, clients, customers, and suppliers.

Accounting and Recordkeeping

As a public company, we periodically release certain information about our finances to the public. Accurate and honest recording is important to appropriate public financial disclosure and also important to making responsible business decisions. We require that all records involving our businesses be complete and accurate and that all required disclosures be timely, accurate and understandable. If you have any responsibility for any aspect of the Company's recordkeeping (including, but not limited to processing of cash receipts or processing or approval of payments; creation, processing or approval of invoices and credit memos; payroll and benefits decisions; submission or approval of expense reports and any and all other transactions; or the estimation of

reserves or other claims or the amount of any accrual or deferral; or the recording of any of the foregoing in the Company's ledgers) and/or the preparation of the Company's financial statements or other reports, you must see to it that complete and accurate books and records are maintained.

Internal controls are an essential part of accounting and the effective operation of a business enterprise. They are designed to ensure the integrity of our accounting data and prevent inefficiency, waste and the improper use of Company funds or other assets. We have adopted detailed policies and procedures on internal controls. These are made available to all employees who are involved with internal controls.

Our internal audit function is an essential resource, and it plays a critical role in providing management with evaluations of the effectiveness of internal controls over accounting, operational and administrative functions. If you receive inquiries from our internal auditor or our independent auditors, accountants, or the Audit Committee you must respond promptly, fully and accurately.

We do not tolerate any subversion of the Company's systems of internal accounting controls, funds or assets for any illegal or improper purposes, and the making of false or misleading statements in any Company documents, reports or records is strictly prohibited. No undisclosed or unrecorded accounts may be established using the Company's funds or other assets. Any employee who is directed to act in a manner that he or she believes is not in compliance with this Code should seek guidance and report the matter in accordance with the procedures found under "Finding Assistance and Reporting Illegal or Unethical Behavior."

Penalties for Violations

Violations of this Code or failure to cooperate with an internal investigation relating to an actual or apparent violation of this Code constitute grounds for corrective action, including immediate termination of employment. In addition, some Code violations may be serious enough to result in civil or criminal fines and/or imprisonment.

Waivers

The provisions of the Code are only waived in extremely limited circumstances. A request for a waiver and the reasons for the request must be submitted to the Company's General Counsel to review and you must obtain written pre-approval from both the General Counsel and the Chief Human Resources Officer. Any waiver of the Code for a director or executive officer may only be granted by the Board of Directors, which has sole and absolute discretion to approve any waiver. Any waivers granted to directors or executive officers of the Company will be promptly disclosed to Company stockholders if and as required by law or stock exchange regulation.

Finding Assistance and Reporting Illegal or Unethical Behavior

There are a number of resources available to assist employees who need information or advice concerning the topics covered in our Code. You are encouraged to talk to your supervisor, manager or human resource representative if you are in doubt about the best course of action to take in a particular situation. If you become aware of any activity that is or may be in violation of our Code or any law or regulation applicable to our business, it is your responsibility to report such violation. It is our policy that there will be no retaliation against any employee who reports

what he or she believes in good faith to be a violation or assist others in making such reports. Also please remember that a failure to report a violation is itself a violation of this Code.

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The Company takes all reports of possible misconduct seriously, and all concerns will be handled quickly, discreetly and professionally.

How to Obtain More Information

Our Code provides guidelines relating to ethical issues you might face as an employee. In addition to the Code, you should consult other Company policies and procedures which contain more detailed information relating to employee responsibilities and corporate practices. These policies and other related resources can be found on the ABM Policy Portal on the Company's intranet site at <https://abmmscloud.sharepoint.com/sites/CX-PolicyPortal/SitePages/Team-Home-Page.aspx>

CERTIFICATION

Certification of compliance with this Code shall be provided by all employees at the time of hire and annually by all directors, executives, officers, and staff and all management employees of the Company. Failure to sign and return a copy of the Code or failure to complete an electronic certification of your compliance with the Code when requested by the Company shall be grounds for termination.

EVERY PERSON
**MAKE A
DIFFERENCE**
EVERY DAY

PURPOSE

To take care of the people, spaces and places that are important to you

VISION

To be the clear choice in the industries we serve through engaged people

MISSION

To make a difference, every person, every day

