

ABM INDUSTRIES INC /DE/

Form 4

March 20, 2008

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MCCLURE JAMES P

2. Issuer Name **and** Ticker or Trading
Symbol
ABM INDUSTRIES INC /DE/
[ABM]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
8101 WEST SAM HOUSTON
PARKWAY

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2008

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
Executive Vice President

(Street)
HOUSTON, TX 77072

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/14/2008		M		10,000	A	\$ 18.297	82,875 ⁽¹⁾	D
Common Stock	03/14/2008		S		100	D	\$ 20.48	82,775	D
Common Stock	03/14/2008		S		100	D	\$ 20.49	82,675	D
Common Stock	03/14/2008		S		100	D	\$ 20.53	82,575	D
Common Stock	03/14/2008		S		100	D	\$ 20.37	82,475	D

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Common Stock	03/14/2008	S	100	D	\$ 20.4	82,375	D
Common Stock	03/14/2008	S	100	D	\$ 20.33	82,275	D
Common Stock	03/14/2008	S	100	D	\$ 20.205	82,175	D
Common Stock	03/14/2008	S	100	D	\$ 20.23	82,075	D
Common Stock	03/14/2008	S	200	D	\$ 20.27	81,875	D
Common Stock	03/14/2008	S	200	D	\$ 20.29	81,675	D
Common Stock	03/14/2008	S	200	D	\$ 20.5	81,475	D
Common Stock	03/14/2008	S	200	D	\$ 20.57	81,275	D
Common Stock	03/14/2008	S	300	D	\$ 20.36	80,975	D
Common Stock	03/14/2008	S	300	D	\$ 20.26	80,675	D
Common Stock	03/14/2008	S	300	D	\$ 20.34	80,375	D
Common Stock	03/14/2008	S	300	D	\$ 20.42	80,075	D
Common Stock	03/14/2008	S	300	D	\$ 20.28	79,775	D
Common Stock	03/14/2008	S	300	D	\$ 20.31	79,475	D
Common Stock	03/14/2008	S	300	D	\$ 20.35	79,175	D
Common Stock	03/14/2008	S	400	D	\$ 20.25	78,775	D
Common Stock	03/14/2008	S	400	D	\$ 20.32	78,375	D
Common Stock	03/14/2008	S	500	D	\$ 20.3	77,875	D
Common Stock	03/14/2008	S	800	D	\$ 20.24	77,075	D
Common Stock	03/14/2008	S	800	D	\$ 20.22	76,275	D
	03/14/2008	S	1,400	D	\$ 20.21	74,875	D

Common
Stock

Common Stock	03/14/2008	S	2,000	D	\$ 20.2	72,875 ⁽¹⁾	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options	\$ 18.297	03/14/2008		M	10,000	⁽²⁾ 03/17/2008	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director	10% Owner	Officer	Other
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MCCLURE JAMES P
8101 WEST SAM HOUSTON PARKWAY
HOUSTON, TX 77072

Executive
Vice
President

Signatures

James P.
McClure

03/20/2008

Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) Includes 14,142 RSUs.

(2)

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Price-Vested Performance Stock Options that vested during the first four years at a rate tied to the price of ABM's common stock, 25% at each of \$12.50, \$15.00, \$17.50, and \$20.00

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

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