SEC Form 4

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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

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

OMB APPROVAL									
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1	nd Address of Reporting I <u>ELL DAVID L</u>	Person [*]	2. Issuer Name and Ticker or Trading Symbol <u>ABM INDUSTRIES INC /DE/</u> [ABM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner
(Last)	Last) (First) (Middle)		3. Date of Earliest Transaction (Month/Day/Year) 03/21/2007	X Officer (give title Other (specify below) below) Sr.VP/Chief of Staff/Treasurer
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
			—	X Form filed by One Reporting Person
(City)	(State)	(Zip)		Form filed by More than One Reporting Person

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. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)	
Common Stock	03/21/2007		М		5,000	A	\$16.825	7,736	D		
Common Stock	03/21/2007		S		5,000	D	\$ <mark>26</mark>	2,736	D		
Common Stock	03/21/2007		М		5,000	A	\$15.16	7,736	D		
Common Stock	03/21/2007		S		5,000	D	\$ <mark>26</mark>	2,736	D		
Common Stock	03/21/2007		М		10,000	A	\$1 <mark>8.3</mark>	12,736	D		
Common Stock	03/21/2007		S		10,000	D	\$ <mark>26</mark>	2,736 ⁽¹⁾⁽²⁾	D		

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

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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. Transa Code (8)		of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options ⁽³⁾	\$16.825	03/21/2007		М			5,000	(4)	09/09/2012	Common Stock	5,000	\$ <mark>0</mark>	0	D	
Stock Options ⁽⁵⁾	\$15.16	03/21/2007		М			5,000	(6)	01/23/2013	Common Stock	5,000	\$ <mark>0</mark>	616	D	
Stock Options ⁽³⁾	\$18.3	03/21/2007		М			10,000	(4)	06/14/2015	Common Stock	10,000	\$ <mark>0</mark>	40,000	D	

Explanation of Responses:

1. Includes 1,905 RSUs

2. Includes 812 shares in Employee Stock Purchase Plan.

3. Stock options granted under the 2002 Price-Vested Plan.

4. Exercisable over the first four years in percentages tied to the price of ABM common stock and after eight years from the date of grant, if not previously vested.

5. Stock options granted under the 1987 Time-Vested Plan.

6. Exercisable 20% on 1/23/2004 and 20% on the anniversary date of each of the following four years.

<u>s/ David L. Farwell</u>

03/23/2007

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

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

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.