

The background of the slide features a blue-tinted photograph of a man and a woman in profile, looking out over a dense city skyline. The man is on the right, pointing towards the buildings, and the woman is on the left. The skyline includes several prominent skyscrapers, such as the Chrysler Building. The image is partially obscured by a large white diagonal shape on the right side of the slide.

# **ABM** **First Quarter 2013** **Teleconference**

# Agenda

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Introduction & Overview | Henrik Slipsager, CEO

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First Quarter 2013 Financial Review | Jim Lusk, CFO

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First Quarter 2013 Operational Review | Henrik Slipsager, CEO & Jim McClure, EVP

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Fiscal 2013 Outlook | Jim Lusk, CFO

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Questions and Answers

## Forward-Looking Statements and Non-GAAP Financial Information:

Our discussions during this conference call will include forward-looking statements. Actual results could differ materially from those projected in the forward-looking statements. The factors that could cause actual results to differ are discussed in the Company's 2012 Annual Report on Form 10-K and in our 2012 reports on Form 10-Q and Form 8-K. These reports are available on our website at <http://investor.abm.com/> under "SEC Filings". A description of factors that could cause actual results to differ is also set forth at the end of this presentation.

Also, the discussion during this conference call will include certain financial measures that were not prepared in accordance with U.S. generally accepted accounting principles ("U.S. GAAP"). Reconciliations of those non-GAAP financial measures to the most directly comparable U.S. GAAP financial measures can be found on the Investor Relations portion of our website at <http://investor.abm.com> and at the end of this presentation.

# First Quarter 2013 Review of Financial Results



# Fiscal Q1 2013 Overview

- Achieved record revenue of \$1.18 billion, up 10.1% for the first quarter
  - Janitorial, Facility Services, and Security segments recorded organic growth of 1.9%, 8.2%, and 5.1%, respectively
- Reported EPS of \$0.24; adjusted EPS \$0.26 up 18.2%
- Adjusted EBITDA growth of 7.5%, excluding the one-time benefit from historical credits in 2012, increased 16.3%
- Integration of Air Serv, HHA, and Calvert-Jones going as planned
- Won two contracts under the \$9.7 billion Defense Language Interpreting and Translation Enterprise (DLITE) contract
- Announced 188<sup>th</sup> consecutive quarterly dividend

# First Quarter Results Synthesis – Key Financial Metrics

## Net Income

- Net Income of \$13.4 million, or \$0.24 per diluted share up 26.4% compared to \$10.6 million in fiscal 2012. The increase is primarily from a \$2.9 million retroactive reinstatement of employment-based tax credits.

## Adjusted EBITDA<sup>1</sup>

- Adjusted EBITDA of \$38.6 million was up \$2.7 million or 7.5% for the quarter compared to the first quarter of fiscal 2012. The Air Serv acquisition contributed approximately \$5.4 million of Adjusted EBITDA. In addition, on a comparative basis, fiscal 2012 Adjusted EBITDA included \$2.7 million benefit related to the improvement in historical credits on client receivables.

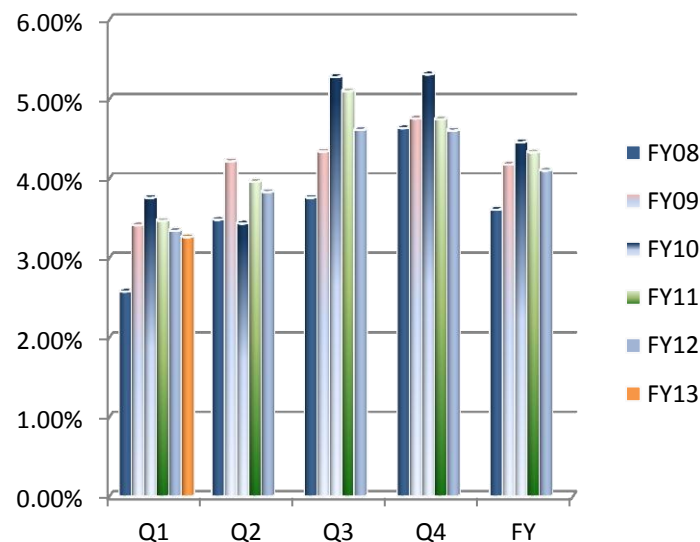
## Cash Flow

- For the first quarter, net cash used in operating activities was \$11.5 million compared to \$12.0 million net cash provided for the comparable period in 2012. Typically, total operating cash flows in the first quarter are lower than the remaining subsequent quarters.

(in millions, except per share data) (unaudited)	Quarter Ended January 31,		Increase (Decrease)
	2013	2012	
Revenues	\$ 1,182.1	\$ 1,073.8	10.1 %
Income from continuing operations	\$ 13.4	\$ 10.6	26.4 %
Income from continuing operations per diluted share	\$ 0.24	\$ 0.20	20.0 %
Adjusted income from continuing operations	\$ 14.7	\$ 11.8	24.6 %
Adjusted income from continuing operations per diluted share	\$ 0.26	\$ 0.22	18.2 %
Net income	\$ 13.4	\$ 10.6	26.4 %
Net income per diluted share	\$ 0.24	\$ 0.20	20.0 %
Net cash (used in) provided by operating activities	\$ (11.5)	\$ 12.0	*NM
Adjusted EBITDA	\$ 38.6	\$ 35.9	7.5 %

\*Not meaningful

## Adjusted EBITDA Margins



<sup>1</sup> Reconciliation of Adjusted Income from Continuing Operations and Adjusted EBITDA in the appendix of this presentation

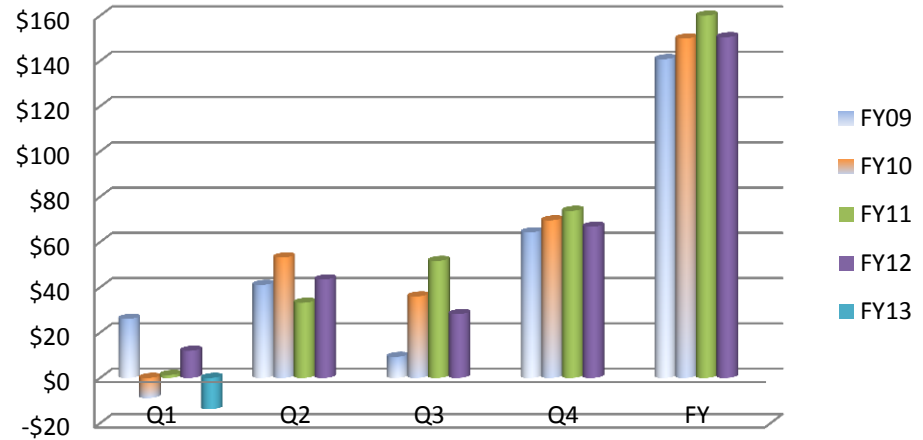
# Select Balance Sheet Items

- Days sales outstanding (DSO) for the first quarter were 52 days
- DSO up 1 day year-over-year and up 3 days sequentially

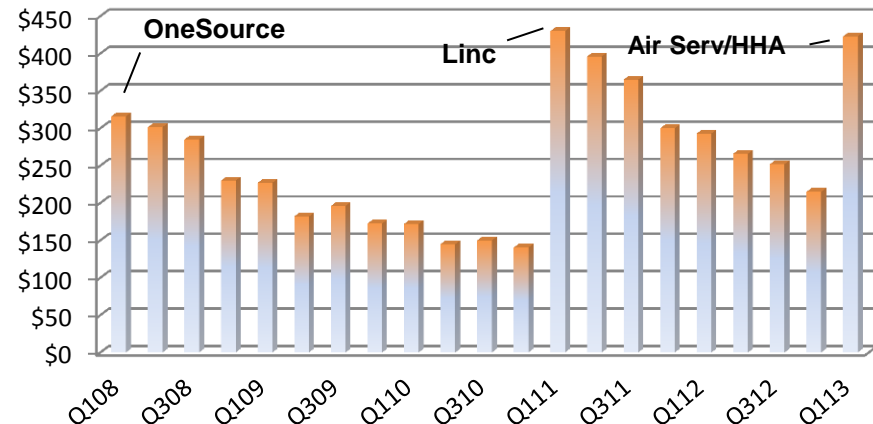
Insurance Claims – Balance Sheet & Claims Paid Data  
(in thousands)

	January 31, 2013	October 31, 2012
Short-term Insurance claim liabilities	\$ 80,189	\$ 80,192
Long-term Insurance claim liabilities	273,360	263,612
Total insurance claims	<u>\$ 353,549</u>	<u>\$ 343,804</u>
	January 31, 2013	January 31, 2012
Self-insurance claims paid	<u>\$ 20,128</u>	<u>\$ 20,937</u>

Cash Flows from Operating Activities  
(in millions)



Line of Credit  
(in millions)





# Q1 2013 Results Synthesis - Revenues

- Consolidated revenues up 10.1% at \$1.18 billion - A Q1 Record

## Janitorial Services

- Revenues of \$605.5 million, up \$11.2 million or 1.9% compared to 2012 Q1
- Tag business up ~ 8% driven by hurricane Sandy; excluding hurricane Sandy, tag growth flat year-over-year

## Facility Services

- Revenues of \$156.4 million, up \$11.8 million or 8.2% compared to 2012 Q1
- Strong sales coupled with increases in the scope of work for existing clients

## Parking Services

- Revenues of \$151.2 million, down \$2.2 million or (1.4)% compared to 2012 Q1
- Management reimbursement revenues were down \$1.9 million to \$75.9 million

## Security Services

- Revenues of \$96.7 million, up \$4.7 million or 5.1% compared to 2012 Q1
- New client wins drove solid revenue growth

## Building & Energy Solutions

- Revenues of \$88.0 million, down \$1.2 million or (1.3)% compared to 2012 Q1
- Lower year-over-year revenues of \$17.6 million, primarily due to mix of U.S. Gov't contracts partially offset by \$16.4 million from acquisitions

## Other

- Revenues of \$84.0 million from Air Serv, which was acquired on November 1, 2012

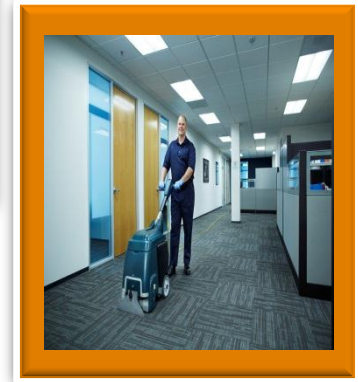
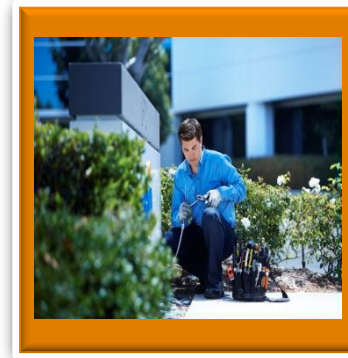
**Note:** In the first fiscal quarter of 2013, ABM revised its reportable segments. The previously Facility Solutions segment has been separated into two new segments: Facility Services, and Building & Energy Solutions (includes energy services, government services, and the franchise network). The recently acquired HHA Services, Inc. and Calvert-Jones Company business are included in the Building & Energy Solutions segment. In addition, Building & Energy Solutions includes the results of certain investments in unconsolidated affiliates that provide facility solutions primarily to the U.S. Government. Air Serv Corporation, which was acquired in November 2012, will be reported in the new segment "Other".

# Q1 2013 Results Synthesis - Total Profits<sup>1</sup>

(in thousands)	First Quarter		
	2013	2012	Change
Janitorial	\$ 29,074	\$ 30,508	(4.7)%
Facility Services	6,141	6,087	0.9 %
Parking	4,823	4,750	1.5 %
Security	1,668	845	97.4 %
Building & Energy Solutions	796	1,290	(38.3)%
Other	1,988	-	*NM
<b>Total Profit</b>	<b>\$ 44,490</b>	<b>\$ 43,480</b>	<b>2.3 %</b>

<sup>1</sup>Excludes Corporate

\* Not meaningful

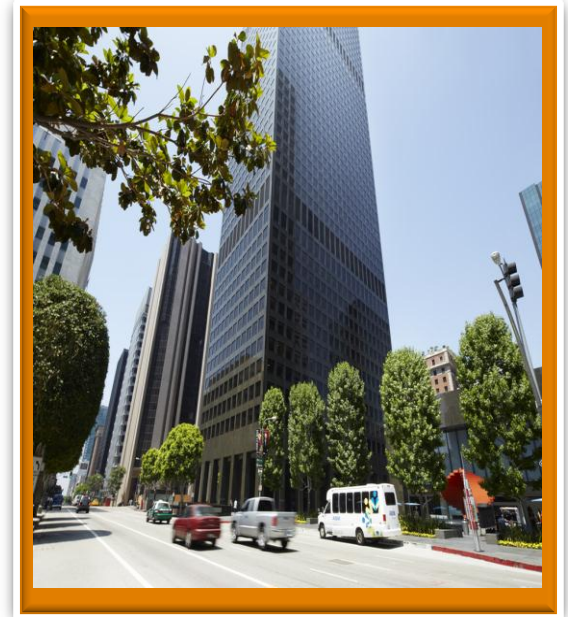


- Janitorial's profit of \$29.1 million, decreased \$1.4 million or 4.7%. The prior year quarter included a benefit from sustained improvements in historical and expected credits on client receivables
- Profit for Facility Services increased approximately 1%. Profit from new clients offset the benefit of the reduction in sales allowance recorded in the 1<sup>st</sup> quarter of 2012
- Parking's profit of \$4.8 million up 1.5% from prior year comparable period
- Profit for Security was up by \$0.8 million or 97.4% to \$1.7 million from higher revenues and cost control measures
- Building & Energy Solutions decrease in profit of \$0.5 million was due to the completion of certain profitable Gov't contracts in fiscal 2012
- Other profit, which represents the results of the Air Serv acquisition, includes \$1.6 million of amortization expense and \$1.8 million of depreciation



# Q1 2013 Business & Marketing Highlights

- Reorganized operational structure to an Onsite, Mobile and On-demand market-based structure. During 2013, this realignment will continue and should improve the Company's long-term growth prospects and provide higher margin opportunities
- Began work on large assisted care living client portfolio, which should drive growth in the Onsite business
- Awarded \$25 million Wright State University retrofit project with work starting in Q2
- Awarded two linguist task orders by Department of Defense under DLITE contract - combined \$47 million over 3 years
- Launched internal sales program, "Solve One More", to drive sales across all businesses
- ABM Parking Services rolls out mobile app for smartphones and tablets to enhance parking experience



# Outlook



# Fiscal 2013 Outlook

- Based on the Company's operational results for the first quarter and its current expectations, the Company is providing guidance for fiscal 2013 of:
  - Income from Continuing Operations of \$1.16 to \$1.26 per diluted share
  - Adjusted Income from Continuing Operations of \$1.35 to \$1.45 per diluted share
- Labor work days are 261 days, which is one work day fewer than fiscal 2012. The second quarter of fiscal 2013 has the one fewer work day
  - The Company estimates one work day of labor expense for the Janitorial segment is in the range of \$3.5 million to \$4.5 million on a pre-tax basis
- Annual depreciation and amortization expense because of recent acquisitions, is expected to increase from fiscal 2012 in the range of \$19 million to \$21 million
- Interest expense anticipated to be in the range of \$14 million to \$16 million
- Capital expenditures are expected to be in the range of \$39 million to \$43 million
- Cash taxes are expected to be in the range of \$23 million to \$27 million; and
- Effective tax rate in the range of 36 percent to 38 percent, which is an increase over fiscal 2012's effective tax rate of 32.3%.

# Forward-Looking Statement

*This press release 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 we are subject to volatility associated with those risks; (6) we primarily provide our services pursuant to agreements that 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 may negatively affect our business and could have an 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 reduce the demand for facility services and, as a result, 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 our level of debt or in interest rates could 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 class and representative actions and 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 multiemployer 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. The Company urges readers to consider these risks and uncertainties in evaluating its forward-looking statements. The Company cautions readers not to place undue reliance upon any such forward-looking statements, which speak only as of the date made. The Company disclaims any obligation or undertaking to publicly release any updates or revisions to any forward-looking statement contained herein (or elsewhere) to reflect any change in the Company's expectations with regard thereto or any change in events, conditions, or circumstances on which any such statement is based.*



# **Appendix - Unaudited Reconciliation of non-GAAP Financial Measures**

# Unaudited Reconciliation of non-GAAP Financial Measures

## ABM Industries Incorporated and Subsidiaries Reconciliations of Non-GAAP Financial Measures (Unaudited)

(in thousands, except per share data)

	<b>Quarter Ended January 31,</b>	
	<b>2013</b>	<b>2012</b>
<b>Reconciliation of Adjusted Income from Continuing Operations to Net Income</b>		
Adjusted income from continuing operations	\$ 14,692	\$ 11,786
Items impacting comparability, net of taxes	(1,310)	(1,146)
Income from continuing operations	13,382	10,640
Loss from discontinued operations, net of taxes	-	(10)
Net income	<u>\$ 13,382</u>	<u>\$ 10,630</u>
<b>Reconciliation of Adjusted Income from Continuing Operations to Income from Continuing Operations</b>		
Adjusted income from continuing operations	\$ 14,692	\$ 11,786
Items impacting comparability:		
Corporate initiatives and other (a)	-	(1,426)
Rebranding (b)	(360)	(731)
U.S. Foreign Corrupt Practices Act investigation (c )	(221)	(1,873)
Gain from equity investment (d)	-	2,081
Acquisition costs	(320)	-
Litigation and other settlements	(63)	-
Restructuring (e)	(1,184)	-
Total items impacting comparability	(2,148)	(1,949)
Benefit from income taxes	838	803
Items impacting comparability, net of taxes	(1,310)	(1,146)
Income from continuing operations	<u>\$ 13,382</u>	<u>\$ 10,640</u>

(a) Corporate initiatives and other includes the integration costs associated with The Linc Group acquisition on December 1, 2010 and data center consolidation costs.

(b) Represents costs related to the Company's branding initiative.

(c ) Includes legal and other costs incurred in connection with an internal investigation into a foreign entity affiliated with a former joint venture partner.

(d) The Company's share of a gain associated with property sales completed by one of its investments in a low income housing partnership.

(e) Restructuring costs associated with realignment of our infrastructure and operations.



# Unaudited Reconciliation of non-GAAP Financial Measures (in thousands, except per share data)

## ABM Industries Incorporated and Subsidiaries Reconciliation of Adjusted EBITDA to Net Income

Adjusted EBITDA	\$ 38,593	\$ 35,913
Items impacting comparability	(2,148)	(1,949)
Loss from discontinued operations, net of taxes	-	(10)
Provision for income taxes	(3,809)	(7,454)
Interest expense	(3,310)	(2,834)
Depreciation and amortization	<u>(15,944)</u>	<u>(13,036)</u>
Net income	<u>\$ 13,382</u>	<u>\$ 10,630</u>

## Reconciliation of Adjusted Income from Continuing Operations per Diluted Share to Income from Continuing Operations per Diluted Share (Unaudited)

	<u>Quarter Ended January 31,</u>	
	<u>2013</u>	<u>2012</u>
Adjusted income from continuing operations per diluted share	\$ 0.26	\$ 0.22
Items impacting comparability, net of taxes	<u>(0.02)</u>	<u>(0.02)</u>
Income from continuing operations per diluted share	<u>\$ 0.24</u>	<u>\$ 0.20</u>
Diluted shares	55,497	54,493

# Unaudited Reconciliation of non-GAAP Financial Measures

## ABM Industries Incorporated and Subsidiaries

### Reconciliation of Estimated Adjusted Income from Continuing Operations per Diluted Share to Income from Continuing Operations per Diluted Share for the Year Ending October 31, 2013

	Year Ending October 31, 2013	
	Low Estimate	High Estimate
	(per diluted share)	
Adjusted income from continuing operations per diluted share	\$ 1.35	\$ 1.45
Adjustments to income from continuing operations (a)	\$ (0.19)	\$ (0.19)
Income from continuing operations per diluted share	<u>\$ 1.16</u>	<u>\$ 1.26</u>

(a) Adjustments to income from continuing operations include rebranding costs, restructuring costs associated with realignment of our infrastructure and operations, certain legal settlements and other unique items impacting comparability.