FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP
Section 16. Form 4 or Form 5	
obligations may continue. See	
Instruction 1(b).	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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

Name and Address of Reporting Person* McConnell Sarah H					2. Issuer Name and Ticker or Trading Symbol ABM INDUSTRIES INC /DE/ [ABM]										all app	licable) tor	10% (Owner	
(Last) (First) (Middle) 551 FIFTH AVENUE SUITE 300					3. Date of Earliest Transaction (Month/Day/Year) 02/03/2014										SVP/GEN. COUNSEL/CORP. SECTY.				
DRK N				4. If	Ame	ndment,	Date o	f Original	l Filed	l (Month/Da	ay/Ye	ear)			Form Form	n filed by One n filed by Moi	e Reporting Pers	son	
	Tabl	e I - Noi	n-Deriv	ative	Sec	curitie	s Acc	uired,	Dis	posed o	f, o	r Ben	efici	ally (Owne	ed			
Date					Execution ay/Year) if any					Disposed					Securities Beneficially Owned Following		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)			(111341. 4)	
Common Stock 0				02/03/2014				A		158(1)		A	\$26	.01	1 39,304 ⁽²⁾		D		
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any		Date,	Code (Instr. 8)		of Deriv Secu Acqu (A) or Dispo of (D) (Instr	of Expiration			n Date		Amour or Numbe		Derivative Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
	(FTH AVENUE 000 ORK N (S Security (Ins Stock	(First) (First) (CTH AVENUE 1000 CORK NY 11 CONVERSION OF EXERCISE Price of Derivative CONVERSION CONVERSION OF EXERCISE PRICE PRICE PRICE OF EXERCISE PRICE	(First) (Middle) TH AVENUE 00 DRK NY 10176 (State) (Zip) Table I - Note of Date (Month/Day/Year) Conversion or Exercise Price of Derivative (Month/Day/Year) Table II - I (Month/Day/Year) 3A. Deem Execution if any (Month/Day/Year) (Month/Day/Year)	(First) (Middle) TH AVENUE OO ORK NY 10176 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transa Date (Month/L) Stock Table II - Derivati (e.g., pt Conversion or Exercise Price of Derivative Security Security 3. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date if any (Month/Day/Year)	Table I - Non-Derivative Security (Instr. 3) Table II - Derivative S (e.g., puts, compared of Derivative Security 2. Transaction Date (Month/Day/Year) Table II - Derivative S (e.g., puts, compared of Derivative Security 3. 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Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) Disposed of (D) (Instr. 3, 4 and 5)	ABM INDUSTRIES II (First) (Middle) (CH AVENUE (O0 CORK NY (State) (Zip) Table I - Non-Derivative Securities Acquired, (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Conversion or Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) ABM INDUSTRIES II 3. Date of Earliest Transaction (Mo2/03/2014 4. If Amendment, Date of Original Execution Date, if any (Month/Day/Year) (Month/Day/Year) (Code (E.g., puts, calls, warrants, option (Month/Day/Year) (Month/Day/Year)	ABM INDUSTRIES INC (First) (Middle) (State) (Zip) (State) (Zip) (State) (Zip) (State) (Zip) (A) (Month/Day/Year) (Month/Day/Year)	ABM INDUSTRIES INC /DE/ [A ABM INDUSTRIES INC /DE/ [A ABM INDUSTRIES INC /DE/ [A 3. Date of Earliest Transaction (Month/Day/Year) 02/03/2014 4. If Amendment, Date of Original Filed (Month/Day Table I - Non-Derivative Securities Acquired, Disposed of Code (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Stock 02/03/2014 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (e.g., puts, calls, warrants, options, convertibe acquired (A) or Obsposed of (Month/Day/Year) 2. Conversion or Exercise Price of Date (Month/Day/Year)	ABM INDUSTRIES INC /DE/ [ABM INDUSTRIES INC	ABM INDUSTRIES INC /DE/ [ABM] (First) (Middle) (CH AVENUE (Month/Day/Year) (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice (Month/Day/Year) (Month/Day/Year) (State) (Zip) Table II - Derivative Securities Acquired, Disposed Of (D) (Instr. fransaction (Month/Day/Year)) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (E.g., puts, calls, warrants, options, convertible securities (A) or Exercise Price of Derivative Securities (Month/Day/Year) (A) or Exercise Price of Derivative Securities (A) or Derivative Securities (A) or Disposed of (D) (Instr. fransaction (Month/Day/Year) (A) or Disposed of (D) (D) (Instr. fransaction (Month/Day/Year) (A) or Disposed of (D) (D) (Instr. fransaction (Month/Day/Year) (A) or Disposed of (D) (D) (Instr. fransaction (Month/Day/Year) (Month/Day/Year) (A) or Disposed of (D) (D) (Instr. fransaction (Month/Day/Year) (Month/Day/Year) (A) or Disposed of (D)	ABM INDUSTRIES INC /DE/ [ABM] (First) (Middle) (CH AVENUE (CODE) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year) (Month/Day/Year) (State) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year)	ABM INDUSTRIES INC /DE/ [ABM] (First) (Middle) THAVENUE (Middle) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Over (e.g., puts, calls, warrants, options, convertible securities) Amount of Derivative Security (Instr. 3, 4 and 5) Amount of Derivative Security (Instr. 3, 4 and 5) Amount of Old (Instr. 3, 4 and 5) Amount of Number (Instr. 3, 4 and 5) Amount or Security (Instr. 3, 4 and 5) Amount or Security (Instr. 3, 4 and 5)	ABM INDUSTRIES INC /DE/ [ABM] (Check all application of the price o	ABM INDUSTRIES INC /DE/ [ABM] (Check all applicable) Director X Officer (give title below) SVP/GEN. COUN: 3. Date of Earliest Transaction (Month/Day/Year) O2/03/2014 4. If Amendment, Date of Original Filed (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Security (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned Code (Instr. 8) Stock Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction Date (month/Day/Year) (Month/Day/Ye	ABM INDUSTRIES INC /DE/ [ABM] Check all applicable) Director 10% of Other below 10% of	

Explanation of Responses:

- 1. Dividend equivalent rights (DERs) accrued on the restricted stock units granted under the 2006 Equity Incentive Plan and, if applicable, on performance shares granted under the 2006 Equity Plan, to the extent that such performance shares have been earned under the performance share program relating to such shares. DERs vest in the same manner as the awards to which they relate. Each DER is the economic equivalent of one share of ABM common stock.
- 2. Includes 17,564 unvested RSUs, 9,167 vested RSUs, the receipt of which has been deferred and DERS relating to the RSUs, adjusted to reflect the cumulative effect of fractional shares, 1,162 performance shares earned but not vested with respect to performance shares granted on 3/8/2012, 1,261 performance shares earned but not vested with respect to performance shares granted on 1/14/2013, and DERs related

Remarks:

By: Barbara L. Smithers, by 02/05/2014 power of attorney

** Signature of Reporting Person Date

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.