

ABM INDUSTRIES INC /DE/
Form 4
April 02, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
AUWERS LINDA S

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)
420 TAYLOR STREET, SUITE 200
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2008

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr VP/Gen.Counsel/Corp.Secty

SAN FRANCISCO, CA 94102

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	(D)	Price
Common Stock	04/01/2008		M		22,411	A	\$ 13.95
					32,283 ⁽¹⁾	D	
Common Stock	04/01/2008		S		4,600	D	\$ 22.75
					27,683	D	
Common Stock	04/01/2008		S		100	D	\$ 22.755
					27,583	D	
Common Stock	04/01/2008		S		3,483	D	\$ 22.76
					24,100	D	
Common Stock	04/01/2008		S		1,600	D	\$ 22.765
					22,500	D	

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Common Stock	04/01/2008	S	1,000	D	\$ 22.7675	21,500	D
Common Stock	04/01/2008	S	900	D	\$ 22.77	20,600	D
Common Stock	04/01/2008	S	100	D	\$ 22.775	20,500	D
Common Stock	04/01/2008	S	900	D	\$ 22.78	19,600	D
Common Stock	04/01/2008	S	100	D	\$ 22.785	19,500	D
Common Stock	04/01/2008	S	800	D	\$ 22.79	18,700	D
Common Stock	04/01/2008	S	654	D	\$ 22.8	18,046	D
Common Stock	04/01/2008	S	100	D	\$ 22.805	17,946	D
Common Stock	04/01/2008	S	2,000	D	\$ 22.81	15,946	D
Common Stock	04/01/2008	S	100	D	\$ 22.815	15,846	D
Common Stock	04/01/2008	S	600	D	\$ 22.82	15,246	D
Common Stock	04/01/2008	S	217	D	\$ 22.83	15,029	D
Common Stock	04/01/2008	S	200	D	\$ 22.835	14,829	D
Common Stock	04/01/2008	S	700	D	\$ 22.84	14,129	D
Common Stock	04/01/2008	S	100	D	\$ 22.845	14,029	D
Common Stock	04/01/2008	S	100	D	\$ 22.855	13,929	D
Common Stock	04/01/2008	S	200	D	\$ 22.86	13,729	D
Common Stock	04/01/2008	S	800	D	\$ 22.87	12,929	D
Common Stock	04/01/2008	S	100	D	\$ 22.88	12,829	D
Common Stock	04/01/2008	S	1,054	D	\$ 22.89	11,775	D
	04/01/2008	S	100	D	\$ 22.895	11,675	D

Common Stock								
Common Stock	04/01/2008		S	446	D	\$ 22.9	11,229	D
Common Stock	04/01/2008		S	600	D	\$ 22.91	10,629	D
Common Stock	04/01/2008		S	100	D	\$ 22.915	10,529	D
Common Stock	04/01/2008		S	657	D	\$ 22.92	9,872	D

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

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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	\$ 13.95	04/01/2008		M	22,411	<u>(2)</u> 05/07/2013	Common Stock	22,411

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AUWERS LINDA S 420 TAYLOR STREET SUITE 200 SAN FRANCISCO, CA 94102			Sr VP/Gen.Counsel/Corp.Secty	

Signatures

Linda S. Auwers

04/02/2008

__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 3,901 RSUs.
- (2) 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 \$20.00, \$22.50, \$25.00, and \$27.50.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.