

Edgar Filing: ABM INDUSTRIES INC /DE/ - Form 4

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)	Amount or Number of Shares
Stock Option ⁽³⁾	\$ 18.71	10/02/2006		A	7,341	⁽⁴⁾ 10/02/2013	Common Stock	7,341
Performance Shares	⁽⁵⁾	10/02/2006		A	3,810	⁽⁵⁾ ⁽⁵⁾	Common Stock	3,810

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FARWELL DAVID L			Sr VP,Chief of Staff,Treasurer	

Signatures

s/ David L.
Farwell

10/04/2006

**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).

Restricted stock units granted under the 2006 Equity Incentive Plan, representing a contingent right to receive shares of common stock.

- (1) Units vest 50% on the 2nd anniversary and 50% on the 4th anniversary and will be settled in shares of common stock. Dividend equivalent rights will accrue.
- (2) Includes 812 shares purchased under Employee Stock Purchase Plan.
- (3) Stock option grant under the 2006 Equity Incentive Plan.
- (4) 25% exercisable on 10/2/2007 and 25% on the anniversary date of each of the following 3 years.
- (5) Performance shares granted under the 2006 Equity Incentive Plan, representing a contingent right to receive shares of common stock. Shares vest based on two-year profit margin and revenue targets in the period ending 10/31/2008. Dividend equivalent rights will accrue.

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.