

MCCLURE JAMES P
Form 4
March 22, 2011

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 *
MCCLURE JAMES P

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)
551 FIFTH AVENUE, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/21/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

NEW YORK, NY 10176

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	03/21/2011		S	300	D \$ 25.01	151,351	D
Common Stock	03/21/2011		S	600	D \$ 25.02	150,751	D
Common Stock	03/21/2011		S	2,992	D \$ 25.03	147,759	D
Common Stock	03/21/2011		S	2,700	D \$ 25.04	145,059	D
Common Stock	03/21/2011		S	367	D \$ 25.045	144,692	D

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Common Stock	03/21/2011	S	3,261	D	\$ 25.05	141,431	D
Common Stock	03/21/2011	S	2,400	D	\$ 25.06	139,031	D
Common Stock	03/21/2011	S	2,080	D	\$ 25.07	136,951	D
Common Stock	03/21/2011	S	11,682	D	\$ 25.08	125,269	D
Common Stock	03/21/2011	S	400	D	\$ 25.085	124,869	D
Common Stock	03/21/2011	S	10,918	D	\$ 25.09	113,951	D
Common Stock	03/21/2011	S	2,000	D	\$ 25.095	111,951	D
Common Stock	03/21/2011	S	16,100	D	\$ 25.1	95,851	D
Common Stock	03/21/2011	S	5,100	D	\$ 25.11	90,751	D
Common Stock	03/21/2011	S	700	D	\$ 25.12	90,051	D
Common Stock	03/21/2011	S	3,200	D	\$ 25.13	86,851	D
Common Stock	03/21/2011	S	1,300	D	\$ 25.14	85,551	D
Common Stock	03/21/2011	S	1,400	D	\$ 25.15	84,151	D
Common Stock	03/21/2011	S	400	D	\$ 25.16	83,751	D
Common Stock	03/21/2011	S	100	D	\$ 25.17	83,651	D
Common Stock	03/21/2011	S	2,000	D	\$ 25.18	81,651 ⁽¹⁾	D

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

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(9-02)

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. 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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCCLURE JAMES P 551 FIFTH AVENUE SUITE 300 NEW YORK, NY 10176			Executive Vice President	

Signatures

By: Barbara L. Smithers, by power of attorney 03/22/2011

__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).

Includes 49,793 unvested RSUs, 2,210 vested RSUs, the receipt of which has been deferred and DERs relating to the RSUs, adjusted to (1) reflect the cumulative effect of fractional shares, and 12,513 performance shares earned but not vested with respect to performance shares granted on 1/12/2009 and 1/11/2010, and DERs related thereto.

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

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