

ABM INDUSTRIES INC /DE/  
Form 3  
March 17, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |                                                                        |
| Â GIACOBBE SCOTT J                        |         | (Month/Day/Year)                     | ABM INDUSTRIES INC /DE/ [ABM]                                              |                                                                        |
| (Last)                                    | (First) | (Middle)                             | 03/08/2016                                                                 |                                                                        |
| 551 FIFTH AVENUE SUITE 300                |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)                                                     |                                                                        |
| NEW YORK, Â NY Â 10176                    |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|                                           |         |                                      | (give title below) (specify below)                                         | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|                                           |         |                                      | Pres - Building & Energy                                                   |                                                                        |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| Common Stock                    | 32,720 <sup>(1)</sup>                                 | D                                                        | Â                                                     |

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------|-------------------------------------------------------|
|                                            |                                                          | Title                                                                       |                                                        |                                                      |                                                       |

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|                              | Date Exercisable | Expiration Date | Amount or Number of Shares   | or Indirect (I) (Instr. 5) |
|------------------------------|------------------|-----------------|------------------------------|----------------------------|
| Stock Options <sup>(2)</sup> | Â <sup>(3)</sup> | 01/10/2018      | Common Stock 31,094 \$ 25.84 | D Â                        |
| Stock Options <sup>(2)</sup> | Â <sup>(4)</sup> | 09/13/2018      | Common Stock 3,342 \$ 19.09  | D Â                        |
| Stock Options <sup>(2)</sup> | Â <sup>(5)</sup> | 10/11/2019      | Common Stock 7,143 \$ 18.31  | D Â                        |
| Stock Options <sup>(2)</sup> | Â <sup>(6)</sup> | 09/06/2020      | Common Stock 5,984 \$ 25.3   | D Â                        |

## Reporting Owners

| Reporting Owner Name / Address                                       | Relationships |           |                            |       |
|----------------------------------------------------------------------|---------------|-----------|----------------------------|-------|
|                                                                      | Director      | 10% Owner | Officer                    | Other |
| GIACOBBE SCOTT J<br>551 FIFTH AVENUE SUITE 300<br>NEW YORK, NY 10176 | Â             | Â         | Â Pres - Building & Energy | Â     |

## Signatures

By: Barbara L. Smithers, by power of attorney 03/17/2016

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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 14,237 RSUs and DERS relating to the RSUs, adjusted to reflect the cumulative effect of fractional shares, 2,335 performance shares earned but not vested with respect to performance shares granted on 1/14/2014, 617 performance shares earned but not vested with respect to performance shares granted on 1/15/2015, and DERs related thereto, and 1,026 shares purchased under the Employee Stock Purchase Plan.
  - (2) Employee stock option grant under the 2006 Equity Incentive Plan.
  - (3) 100% exercisable on 1/10/2016.
  - (4) 25% exercisable on 9/13/2012 and 25% on the anniversary date of each of the following 3 years.
  - (5) 25% exercisable on 10/11/2013 and 25% on the anniversary date of each of the following 3 years.
  - (6) 25% exercisable on 9/6/2014 and 25% on the anniversary date of each of the following 3 years.

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.