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

| ABM INDUSTRIE Form 4 August 06, 2008 | es inc /de/ | | | | | | | | | |
|--|--|---|---|---|---|-------------|---|--|-----------------------------|--|
| FORM 4 | | | | | | | | OMB AF | PROVAL | |
| | UNITED STATES | SECURITIE Washingt | | | | NGE C | OMMISSION | OMB Number: | 3235-0287 | |
| Check this box if no longer subject to Section 16. Form 4 or | | GES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | Expires: January 31, 2005 Estimated average burden hours per | | | |
| Form 4 orresponse0.5Form 5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,0.5obligationsSection 17(a) of the Public Utility Holding Company Act of 1935 or Section30(h) of the Investment Company Act of 19401(b).30(h) of the Investment Company Act of 1940 | | | | | | | | | 0.5 | |
| (Print or Type Respons | ses) | | | | | | | | | |
| WALLACE GARY R Symbol | | | r Name and Ticker or Trading NDUSTRIES INC /DE/ | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
| (Last) (F 551 FIFTH AVEN | irst) (Middle) NUE, SUITE 300 | 3. Date of Earlie (Month/Day/Yea 08/04/2008 | | saction | | | Director X Officer (give t below) Sr.VP/Dir | | Owner r (specify nent | |
| (St | (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | |
| NEW YORK, NY | 10176 | | | | | | Form filed by Me Person | | | |
| (City) (St | tate) (Zip) | Table I - No | on-Der | ivative S | Securi | ities Acq | uired, Disposed of, | or Beneficiall | y Owned | |
| | ansaction Date 2A. Deen th/Day/Year) Execution any (Month/E | n Date, if Trans Code Day/Year) (Instr | saction(1 (1 : 8) | A. Securit: A) or Dis Instr. 3, 4 Amount | sposed | d of (D) | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| $\frac{\text{Common}}{\text{Stock }(\underline{1})} \qquad 08/04$ | 4/2008 | A | | _ | A | \$ 23.61 | 11,749 <u>(2)</u> <u>(3)</u> | D | | |

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

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 control number.

 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. Transacti Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | (Month/Day/Year) (Instr. 3 and 4) ative ities red sed 3, | | Securities | 8. Price Derivati Security (Instr. 5 | |
|---|---|---|---|---------------------------------------|---|---|--------------------|-----------------|---|------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Dividend Equivalent Rights (4) | (5) | 08/04/2008 | | А | 46 | (5) | (5) | Common Stock | 46 | \$ 0 |

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Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------------------------|-------|--|--|--|
| | Director | 10% Owner | Officer | Other | | | |
| WALLACE GARY R 551 FIFTH AVENUE SUITE 300 NEW YORK, NY 10176 | | | Sr.VP/Dir.Bus.Development | | | | |
| Signatures | | | | | | | |
| By: Sarah H. McConnell, by power of attorney | | | 08/06/2008 | | | | |
| **Signature of Reporting Perso | n | | 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).

Dividend equivalent rights (DERs) accrued on the restricted stock units granted under the 2006 Equity Incentive Plan, which shall vest in(1) the same manner as the restricted stock units to which they relate. Each DER is the economic equivalent of one share of ABM common stock.

(2) Includes 4,401 RSUs.

- (3) Includes 701 additional shares purchased under the Employee Stock Purchase Plan through 3/31/08.
- (4) Dividend equivalent rights (DERs) accrued on the performance shares granted under the 2006 Equity Incentive Plan. Each DER is the economic equivalent of one share of ABM common stock.
- (5) DERs vest in the same manner as the performance shares to which they relate.

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.