KOTKINS HENRY L JR

Form 4

October 01, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

(Last)

1(b).

1. Name and Address of Reporting Person * KOTKINS HENRY L JR

2. Issuer Name and Ticker or Trading

Symbol

ABM INDUSTRIES INC /DE/ [ABM]

3. Date of Earliest Transaction

(Month/Day/Year) 09/29/2008

551 FIFTH AVENUE, SUITE 300

(Middle)

(First)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

_X__ Director 10% Owner Officer (give title _ Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

NEW YORK, NY 10176

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	y 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. Securi corr Dispo (Instr. 3,	sed of	` '	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount		Price	(Instr. 3 and 4)		
Common Stock	09/29/2008		M	5,000	A	\$ 13.89	42,388	D	
Common Stock	09/29/2008		S	100	D	\$ 21.17	42,288	D	
Common Stock	09/29/2008		S	100	D	\$ 21.19	42,188	D	
Common Stock	09/29/2008		S	100	D	\$ 21.2	42,088	D	
Common Stock	09/29/2008		S	100	D	\$ 21.22	41,988	D	

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Common Stock	09/29/2008	S	200	D	\$ 21.31	41,788	D
Common Stock	09/29/2008	S	400	D	\$ 21.34	41,388	D
Common Stock	09/29/2008	S	100	D	\$ 21.36	41,288	D
Common Stock	09/29/2008	S	200	D	\$ 21.055	41,088	D
Common Stock	09/29/2008	S	100	D	\$ 21.075	40,988	D
Common Stock	09/29/2008	S	100	D	\$ 21.0675	40,888	D
Common Stock	09/29/2008	S	600	D	\$ 21.12	40,288	D
Common Stock	09/29/2008	S	100	D	\$ 21.18	40,188	D
Common Stock	09/29/2008	S	300	D	\$ 21.27	39,888	D
Common Stock	09/29/2008	S	1,000	D	\$ 21.33	38,888	D
Common Stock	09/29/2008	S	200	D	\$ 21.38	38,688	D
Common Stock	09/29/2008	S	400	D	\$ 21.41	38,288	D
Common Stock	09/29/2008	S	100	D	\$ 21.55	38,100	D
Common Stock	09/29/2008	S	500	D	\$ 21.42	37,688	D
Common Stock	09/29/2008	S	200	D	\$ 21.52	37,488	D
Common Stock	09/29/2008	S	100	D	\$ 21.6	37,388 (1)	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)

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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)	Code	Γransaction of Derivative		vative Expiration Date ies (Month/Day/Year) ed ed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V	and 5) (A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 13.89	09/29/2008		M		5,000		11/01/2001(3)	11/01/2010	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer Other				
KOTKINS HENRY L JR 551 FIFTH AVENUE SUITE 300 NEW YORK, NY 10176	X						

Signatures

By: Barbara L. Smithers, by power of attorney 10/01/2008

**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 15,506 RSUs.
- (2) Non-employee director stock options.
- (3) 20% on 11/1/2001, and 20% on the anniversary date each of the following four 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.

Reporting Owners 3