HELMS LUKE S

Form 4

September 11, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

Number:

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

Check this box

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

obligations may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * HELMS LUKE S

2. Issuer Name and Ticker or Trading

Issuer

Symbol

ABM INDUSTRIES INC /DE/

(Check all applicable)

[ABM]

(Last)

(Middle)

3. Date of Earliest Transaction

4. If Amendment, Date Original

_X__ Director Officer (give title

10% Owner _ Other (specify

551 FIFTH AVENUE, SUITE 300

(Street)

(First)

09/10/2012

(Month/Day/Year)

below)

6. Individual or Joint/Group Filing(Check Applicable Line)

5. Relationship of Reporting Person(s) to

Filed(Month/Day/Year)

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-	Derivative	Secur	ities Acqui	red, Disposed of,	or Beneficial	ly 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)	ransactiomr Disposed of (D) ode (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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	09/10/2012		Code V M	Amount 10,000	(D)	Price \$ 14.87	73,190	D	
Common Stock	09/10/2012		S	800	D	\$ 18.72	72,390	D	
Common Stock	09/10/2012		S	200	D	\$ 18.725	72,190	D	
Common Stock	09/10/2012		S	500	D	\$ 18.73	71,690	D	
Common Stock	09/10/2012		S	3,000	D	\$ 18.75	68,690	D	

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Common Stock	09/10/2012	S	400	D	\$ 18.76	68,290	D
Common Stock	09/10/2012	S	600	D	\$ 18.77	67,690	D
Common Stock	09/10/2012	S	661	D	\$ 18.79	67,029	D
Common Stock	09/10/2012	S	739	D	\$ 18.8	66,290	D
Common Stock	09/10/2012	S	100	D	\$ 18.805	66,190	D
Common Stock	09/10/2012	S	2,400	D	\$ 18.81	63,790	D
Common Stock	09/10/2012	S	100	D	\$ 18.82	63,690	D
Common Stock	09/10/2012	S	400	D	\$ 18.84	63,290	D
Common Stock	09/10/2012	S	100	D	\$ 18.85	63,190 (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)

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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day)	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 14.87	09/10/2012		M	10,000	(3)	11/01/2012	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HELMS LUKE S

551 FIFTH AVENUE
SUITE 300
NEW YORK, NY 10176

Signatures

By: Barbara L. Smithers, by power of attorney

**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 7,174 unvested RSUs and 5,249 vested RSUs, the receipt of which has been deferred, and DERs relating to the unvested and vested RSUs, adjusted to reflect the cumulative effect of fractional shares.
- (2) Non-employee director stock options.
- (3) 20% on 11/1/2003, 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.

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