



Fourth Quarter 2010 Earnings Webcast and Investor Briefing
Reconciliation of non-GAAP Financial Measures
December 16, 2010

Unaudited Reconciliation of non-GAAP Financial Measures (in thousands)

	<u>Quarter Ended October 31,</u>		<u>Year Ended October 31,</u>	
	<u>2010</u>	<u>2009</u>	<u>2010</u>	<u>2009</u>
Reconciliation of Adjusted Income from Continuing Operations to Net Income				
Adjusted Income from Continuing Operations	\$ 22,624	\$ 20,759	\$ 70,541	\$ 68,818
Items Impacting Comparability, net of taxes	<u>(1,186)</u>	<u>(5,473)</u>	<u>(6,671)</u>	<u>(13,328)</u>
Income from Continuing Operations	21,438	15,286	63,870	55,490
Income (Loss) from Discontinued Operations	<u>368</u>	<u>(263)</u>	<u>251</u>	<u>(1,197)</u>
Net Income	<u>\$ 21,806</u>	<u>\$ 15,023</u>	<u>\$ 64,121</u>	<u>\$ 54,293</u>
Reconciliation of Adjusted Income from Continuing Operations to Income from Continuing Operations				
Adjusted Income from Continuing Operations	\$ 22,624	\$ 20,759	\$ 70,541	\$ 68,818
Items Impacting Comparability:				
Corporate Initiatives (a)	-	(3,371)	(1,869)	(20,666)
Acquisition Costs (b)	(716)	-	(2,374)	-
Third-Party Administrator Legal Settlement	-	-	-	9,601
Litigation Contingency	-	-	(5,406)	-
Insurance Adjustments	(1,216)	(5,900)	(1,216)	(9,435)
Credit Loss on Auction Rate Security	-	-	-	(1,566)
Total Items Impacting Comparability	<u>(1,932)</u>	<u>(9,271)</u>	<u>(10,865)</u>	<u>(22,066)</u>
Income Taxes Benefit	746	3,798	4,194	8,738
Items Impacting Comparability, net of taxes	<u>(1,186)</u>	<u>(5,473)</u>	<u>(6,671)</u>	<u>(13,328)</u>
Income from Continuing Operations	<u>\$ 21,438</u>	<u>\$ 15,286</u>	<u>\$ 63,870</u>	<u>\$ 55,490</u>

(a) Corporate initiatives and other include: (i) costs associated with the implementation of a new payroll and human resources information system, (ii) the upgrade of the Company's accounting system, (iii) the completion of the corporate move from San Francisco, and (iv) the integration costs associated with OneSource.

(b) Includes the write-off of deferred acquisition costs and the expensing of costs incurred related to potential acquisitions due to the adoption of an accounting principle.

Unaudited Reconciliation of non-GAAP Financial Measures (in thousands, except per share data)

	<u>Quarter Ended October 31,</u>		<u>Year Ended October 31,</u>	
	<u>2010</u>	<u>2009</u>	<u>2010</u>	<u>2009</u>
Reconciliation of Adjusted EBITDA to Net Income				
Adjusted EBITDA	\$ 47,933	\$ 41,272	\$ 155,892	\$ 145,482
Items Impacting Comparability	(1,932)	(9,271)	(10,865)	(22,066)
Discontinued Operations	368	(263)	251	(1,197)
Income Tax	(13,222)	(6,283)	(40,203)	(29,170)
Interest Expense	(1,098)	(1,428)	(4,639)	(5,881)
Depreciation and Amortization	<u>(10,243)</u>	<u>(9,004)</u>	<u>(36,315)</u>	<u>(32,875)</u>
Net Income	<u>\$ 21,806</u>	<u>\$ 15,023</u>	<u>\$ 64,121</u>	<u>\$ 54,293</u>

Reconciliation of Adjusted Income from Continuing Operations per Diluted Share to Income from Continuing Operations per Diluted Share

	<u>Quarter Ended October 31,</u>		<u>Year Ended October 31,</u>	
	<u>2010</u>	<u>2009</u>	<u>2010</u>	<u>2009</u>
Adjusted Income from Continuing Operations per Diluted Share	\$ 0.43	\$ 0.39	\$ 1.34	\$ 1.33
Items Impacting Comparability, net of taxes	<u>(0.02)</u>	<u>(0.10)</u>	<u>(0.13)</u>	<u>(0.26)</u>
Income from Continuing Operations per Diluted Share	<u>\$ 0.41</u>	<u>\$ 0.29</u>	<u>\$ 1.21</u>	<u>\$ 1.07</u>
Diluted Shares	53,369	52,419	52,908	51,845

Unaudited Reconciliation of non-GAAP Financial Measures

ABM Industries Incorporated and Subsidiaries

Reconciliation of Estimated Adjusted Income from Continuing Operations per Diluted Share to Income from Continuing Operations per Diluted Share for the Year Ending October 31, 2011

	Year Ending October 31, 2011	
	Low Estimate	High Estimate
	(per diluted share)	
Adjusted Income from Continuing Operations per Diluted Share	\$ 1.43	\$ 1.53
Adjustments to Income from Continuing Operations (a)	(0.20)	(0.20)
Income from Continuing Operations per Diluted Share	<u>\$ 1.23</u>	<u>\$ 1.33</u>

(a) Adjustments to income from continuing operations are expected to include transaction and integration costs associated with the acquisition of The Linc Group (TLG) and other unique items impacting comparability.