SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL

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1	ress of Reporting I IOSEPH G J		2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [AYI]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
			-	X Officer (give title Other (specify below)				
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)	, , ,				
		-	01/31/2007	Senior Vice President HR				
	1							
1170 PEACHTREE STREET, NESUITE 2400								
4			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Street)				Line)				
ATLANTA	GA	30309		X Form filed by One Reporting Person				
	GA		_	Form filed by More than One Reporting Person				
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	01/31/2007		М		11,705	A	\$19.76	36,469	D	
Common Stock	01/31/2007		М		10,223	A	\$16.5	46,692	D	
Common Stock	01/31/2007		М		8,442	A	\$23.69	55,134	D	
Common Stock ⁽¹⁾	01/31/2007		F		982	D	\$58.01	54,152 ⁽²⁾	D	
Common Stock								195	I	by 401(k)

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. Transa Code (8)		of Deri Secu Acq (A) (Disp of (E	umber vative urities uired or oosed o) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option	\$16.5	01/31/2007		М			10,223	(3)	10/23/2010	Common Stock	10,223	\$0	0	D	
Employee Stock Option	\$19.76	01/31/2007		М			11,705	05/14/2004	05/14/2010	Common Stock	11,705	\$0	0	D	
Employee Stock Option	\$23.69	01/31/2007		М			8,442	12/18/2006	12/17/2013	Common Stock	8,442	\$0	0	D	

Explanation of Responses:

1. The transaction(s) being reported relate(s) to the vesting of restricted stock held by the reporting person.

2. The total direct shares owned following the reported transaction includes 9,685 time-vesting restricted shares and 1,217 shares held in a Section 423 stock purchase plan.

3. This option vested in equal annual installments over a four-year period and was fully vested on October 24, 2004.

By: Jill A. Gilmer, under Powerof Attorney For: Joseph G.02/02/2007

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** Signature of Reporting Person Date

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

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.