FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL										
OMB Number:	3235-0287									
Estimated average burden										
hours per response:	0.5									

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>HOLCOM KAREN J</u>						2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [AYI]								heck all app Direc	icable) or	g Person(s) to Iss		vner	
(Last) (First) (Middle) C/O ACUITY BRANDS, INC.						3. Date of Earliest Transaction (Month/Day/Year) 01/11/2023								^ belov	Officer (give title below) SVP & Chief Fina		Other (s below)	·	
1170 PEACHTREE STREET, NE, SUITE 1200						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street) ATLANTA GA 30309													X Form	-	d by One Reporting Person		- 1		
(City)	(S	tate)	(Zip)		-									Person					
		Tab	le I - N	on-Deriv	vative	Sec	uritie	es Ac	cquire	d, D	isposed o	of, or Be	neficia	lly Owne	d				
			2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)					Benefi Owned	ties cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership			
								Code V		Amount	nount (A) or Price			ed ction(s) 3 and 4)			(Instr. 4)		
Common Stock				01/11/2	01/11/2023				М		728	A	\$103.7	20,437(1)			D		
Common Stock				01/11/2	1/11/2023				M		657(2)	A	\$156.3	9 21,094 ⁽²⁾		D ⁽²⁾			
Common Stock 01/11/20				2023	023			S		728	D	\$174.	5 2	0,366	D				
Common Stock 01/11/20					2023)23			S		657(3)	D	\$174.	5 19	,709(3)	D ⁽³⁾			
Common Stock 01/11/20					2023	023		S		2,853	D	\$174.5	1 ⁽⁴⁾ 1	5,856		D			
		Т	able II								posed of			y Owned					
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	if any	· • · ·	4. Transa Code (8)	action	5. Number of		6. Date Exerci Expiration Da (Month/Day/Y		isable and	7. Title an Amount o Securities Underlyin Derivative (Instr. 3 an	d f s g	8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Following Reported Transactio (Instr. 4)	illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	able	Expiration Date	Title	Amount or Number of Shares						
Non- Qualified Stock Option	\$103.74	01/11/2023			M			728	(5)		10/24/2023	Common Stock	728	\$0	0		D		

Explanation of Responses:

\$156.39

1. Since the date of the reporting person's last ownership report, she transferred 595 shares of the Company's common stock to her ex-husband pursuant to a divorce decree.

M

2. The shares were acquired pursuant to an option exercise at the direction of, and are held for the benefit of, the reporting person's ex-husband pursuant to a divorce decree. The reporting person disclaims beneficial ownership of these shares.

657

3. The shares underlying this sale were held by reporting person for the benefit of the reporting person's ex-husband pursuant to a divorce decree. Reporting person received no economic benefit from the sale of these shares

(5)

- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$174.50 to \$174.575, inclusive. The Reporting Person undertakes to provide to Acuity Brands, Inc., any security holder of Acuity Brands, Inc., or the staff of the Security and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- 5. This option was fully vested three years from the anniversary of the Grant Date.

01/11/2023

6. The portion of the stock options being exercised (shown in Column 7) were indirectly held for the benefit of the reporting person's ex-husband pursuant to a divorce decree and the reporting person disclaims beneficiation ownership of this portion of the stock option. The remaining portion of the stock options shown in Column 9 continue to be directly held by the reporting person.

Remarks:

Qualified

Stock Option

Jill A. Gilmer, under Power of Attorney for Karen J. Holcom

Commor

Stock

10/25/2027

657(2)

\$0

01/13/2023

657

D⁽⁶⁾

** 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.