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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

1. Name and Address of Reporting Person

## 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

2. Issuer Name and Ticker or Trading Symbol

| OMB APPROVAL        |           |  |  |  |  |  |  |  |  |
|---------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:         | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average I | burden    |  |  |  |  |  |  |  |  |
|                     |           |  |  |  |  |  |  |  |  |

| t of 1934<br>0 |  | hours per response:         | 0.5 |
|----------------|--|-----------------------------|-----|
|                | 5. Relationship of Re<br>(Check all applicable | porting Person(s) to Issuer |     |

| MCCULLO             | DUGH ROB                                 | <u>ERT F</u> | ACUITY BRANDS INC [ AYI ]                                      | X Director 10% Owner  |
|---------------------|--|--------------|--|---|
|                     | (First) (Middle)<br>PEACHTREE STREET, NE |              | 3. Date of Earliest Transaction (Month/Day/Year)<br>06/01/2004 | Officer (give title Other (specify below) below)  |
| SUITE 2400          |  |              | 4. If Amendment, Date of Original Filed (Month/Day/Year)       | 6. Individual or Joint/Group Filing (Check Applicable Line)                             |
| (Street)<br>ATLANTA | GA                                       | 30309        |  | X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |
| (City)              | (State)                                  | (Zip)        |  |   |

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

|                                 |  | •   |                              | · · |   |               | ,     |                                    |                 |   |
|---------------------------------|--|---|------------------------------|-----|---|---------------|-------|------------------------------------|-----------------|---|
| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |     | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | Securities<br>Beneficially         | (D) or Indirect | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|                                 |  |   | Code                         | v   | Amount  | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4) |                 | (11150.4)   |

# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | 5. Number<br>of<br>Derivative<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |     | ate Amount of       |                    | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |   |  |
|---|---|--|---|------------------------------|---|---|-----|---------------------|--------------------|---|--|--|--|---|--|
|   |   |  |   | Code                         | v | (A)   | (D) | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares   |  |  |   |  |
| Stock<br>Units <sup>(1)</sup>                       | (2)   | 06/01/2004                                 |   | A                            |   | 444   |     | (3)                 | (3)                | Common<br>Stock                                     | 444  | \$24.62  | 3,501  | D |  |

Explanation of Responses:

1. Stock Units are accrued under the Issuer's Nonemployee Directors' Deferred Stock Unit Plan and are payable in cash upon retirement in either lump sum or five annual installments. Accruals include an annual grant, required and elective deferral of director fees, and reinvestment of dividend equivalents. During the Reporting Period, fees paid to the Reporting Person resulted in an increase in the number of units held.

2. 1-for-1

3. Stock Units issued pursuant to the Plan are payable in cash upon retirement in either a lump sum or five annual installments.

### Robert F. McCullough

\*\* Signature of Reporting Person

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

 $^{\ast}$  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.

06/02/2004

on Date