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). | |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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* WILLIAMS NEIL (Last) (First) (Middle) 1170 PEACHTREE STREET, NE SUITE 2400 (Street) ATLANTA GA 30309 | | | | | | 2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [AYI] 3. Date of Earliest Transaction (Month/Day/Year) 02/01/2005 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | S. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner Officer (give title Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting | | | | | |
|---|--|--|--|------|-------------------------------|--|-----|-----|---|--------------------|------------------------|---------------------------|---|--|--|---|--------------------------------|---|--|--|
| (City) | (St | ate) (| (Zip) | | - | Person | | | | | | | | | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Da | | | | | | Execution Date, | | | ar) Co | ansact ode (Ins | str. | 4. Secui Dispose 5) | rities Acqui ed Of (D) (Ir | nstr. 3, 4 an | nd Se Be Ov Re Tra | 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) |
| | 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 D if any (Month/Day/ | ate, | 4. Transa Code (l 8) | | | | 6. Date Exerciss Expiration Date (Month/Day/Yea | | | | 7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4) | | 8. Price Derivati Security (Instr. 5 | | ive derivative y Securities | e (s i lly i | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | | | Code | v | (A) | (D) | Date Exerci | isable | Ex _I Dat | piration te | Title | Amount or Number of Shares | | | | | | |
| Stock Units ⁽¹⁾ | (2) | 02/01/2005 | | | A | | 74 | | (3 | 3) | | (3) | Common Stock | 74 | \$26.9 | 99 | 13,288 | | D | |
| Stock Units ⁽¹⁾ | (2) | 02/01/2005 | | | A | | 324 | | (3 | 3) | | (3) | Common Stock | 324 | \$26.9 | 99 | 13,612 | | 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 required and elective deferral of director fees and reinvestment of dividend equivalents. During the Reporting Period, dividends earned and 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.

By: Jill A. Gilmer, as Power of 02/03/2005 Attorney For: Neil Williams

** 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.