# SEC Form 4

П

# 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

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

	PROVAL
OMB Number:	3235-0287
Estimated average	burdon

Į		
	hours per response:	0.5
	Estimated average burden	

1. Name and Address of Reporting Person <sup>*</sup> Black Mark A			2. Issuer Name <b>and</b> Ticker or Trading Symbol ACUITY BRANDS INC [ AYI ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify
	(First) (Middle) UITY BRANDS, INC. ACHTREE STREET, NESUITE 2400		3. Date of Earliest Transaction (Month/Day/Year) 10/24/2011	X Onder (give due Outer (specify below) below) EVP- Customer Enabling Team Ld
(Street) ATLANTA (City)	GA (State)	30309 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	<ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul>

### 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)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock <sup>(1)</sup>	10/24/2011		A		11,090	Α	\$0	49,112 <sup>(2)</sup>	D	
Common Stock <sup>(3)</sup>	10/24/2011		F		1,015	D	\$46.29	48,097 <sup>(4)</sup>	D	
Common Stock <sup>(3)</sup>	10/25/2011		F		749	D	\$45.03	47,348 <sup>(5)</sup>	D	

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

	(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)				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				
Non- Qualified Stock Option <sup>(6)</sup>	\$46.29	10/24/2011		A		15,620		(7)	10/23/2021	Common Stock	15,620	\$0	15,620	D	

#### Explanation of Responses:

1. The shares being reported result from the award of restricted shares pursuant to the Acuity Brands, Inc. Long-Term Incentive Plan.

2. The total direct shares owned includes 42,107 time-vesting restricted shares.

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

4. The total direct shares owned includes 38,982 time-vesting restricted shares.

5. The total direct shares owned includes 38,580 time-vesting restricted shares.

6. The shares being reported result from the award of nonqualified stock options pursuant to the Acuity Brands, Inc. Long-Term Incentive Plan.

7. This option vests in equal annual installments over a three year period.

### Mark A. Black

\*\* Signature of Reporting Person

10/26/2011

Date

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

 $\star$  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.