FORM 4

Section 16. Form 4 or Form 5 obligations may continue. See

Instruction 1(b)

Check this box if no longer subject to

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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STATEMENT	OF CHANGES	IN BENEFICIAL	OWNERSHIP
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OMB APPROVAL

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

Name and Address of Reporting Person*     NAGEL VERNON J					2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [ AYI ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)    X   Director   10% Owner						
					_									X	Director				·
(Last) (First) (Middle)						3. Date of Earliest Transaction (Month/Day/Year) 10/24/2018								X	below) `	,		Other (s below)	·
C/O ACUITY BRANDS, INC.					1.	10/24/2010									Chairman, President, and CEO				' l
1170 PEACHTREE STREET, NE, STE. 2300					<u> </u>										vidual or Joint/Group Filing (Check Applicable				
(Street)					_   4.	If Ame	endment, Da	ate of	Original	Filed	I (Month/Day	/Year)		6. Indi Line)	vidual or Jo	oint/Group	Filing	(Check App	licable
ATLAN	ΓA G	A	30309											X	Form file	ed by One	Repo	rting Persor	n
					_										Form file	ed by Mor	e than	han One Reporting	
(City)	(S	itate)	(Zip)												1 613011				
		Ta	ble I - No	n-Der	ivativ	ve Se	curities	Acc	quired,	, Dis	sposed of	, or Be	nefic	ially	Owned				
Da		Date	ate		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a			and 5) Securitie Beneficia Owned F		s Illy ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	: Direct Indirect str. 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Pric	e	Reported Transacti (Instr. 3 a	on(s)			(Instr. 4)	
Common Stock 10/24/				4/201	2018		A		14,323(1)(	(2) <b>A</b>		\$ <mark>0</mark>	219,818			D			
Common Stock 10			10/2	4/201	2018					1,055(3)	D	\$1	16.36	218,763		D			
Common Stock 10/25/			5/201	2018		F		647(3)	D	\$1	19.29	218,116(4)		D					
			Table II								osed of, convertib				wned		,	,	•
1. Title of Derivative Security (Instr. 3)  2. Conversi or Exerci Price of Derivativ Security		cise (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)		5. Number of Derivative		6. Date Exercisabl Expiration Date (Month/Day/Year)		ate	ble and 7. Title and Ar of Securities			8. Price of Derivative Security (Instr. 5)	9. Number derivative Securities Beneficial Owned Following Reported	e s ully	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code		(A)	(D)	Date Exercis	able	Expiration Date	Title	Amo or Num of Shar	nber		Transacti (Instr. 4)	on(s)		
Non- Qualified Stock	\$116.36	10/24/2018			A		24,467 <sup>(5)</sup>		(6)		10/24/2028	Commor Stock	24,4	467	\$0	24,46	17	D	

## **Explanation of Responses:**

- 1. The shares being reported result from the award of restricted stock pursuant to the Amended and Restated Acuity Brands, Inc. 2012 Omnibus Stock Incentive Compensation Plan.
- $2. This \ restricted \ stock \ award \ vests \ ratably \ over \ a \ four-year \ period \ and \ will \ become \ fully \ vested \ on \ October \ 24, \ 2022.$
- $3. \ The \ transaction (s) \ reported \ relate (s) \ to \ the \ vesting \ of \ restricted \ stock \ held \ by \ the \ reporting \ person.$
- 4. The total direct shares owned includes  $39,\!482$  time-vesting restricted shares.
- 5. The shares being reported result from the award of nonqualified stock options pursuant to the Amended and Restated Acuity Brands, Inc. 2012 Omnibus Stock Incentive Compensation Plan.
- $6. \ This stock option vests \ ratably \ over \ a \ three-year \ period \ and \ will \ become \ fully \ vested \ on \ October \ 24, \ 2021.$

## Remarks:

<u>/s/ Jill A. Gilmer, under Power</u> of Attorney for Vernon J. Nagel

10/26/2018

\*\* 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.