

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).

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

[ ] Form 3 Holdings Reported

[X] Form 4 Transactions Reported

1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
MORGAN	JOHN	K.	ACUITY BRANDS, INC. (AYI)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			4. Statement for Month/Year		
C/O ACUITY BRANDS, INC. 1170 PEACHTREE STREET, NE SUITE 2400						08/31/02		
(Street)						5. If Amendment, Date of Original (Month/Year)		
ATLANTA	GEORGIA	30309				7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)						

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)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				Amount	(A) or (D)	Price			
COMMON STOCK							23,425(FN 1)	D	
COMMON STOCK							72	I	By Son
COMMON STOCK	(FN 2)	(FN 2)	P (FN2)	2	A	(FN 2)		I	By Spouse
COMMON STOCK	(FN 2)	(FN 2)	S	290	D	\$14.55	0	I	By Spouse

\*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 5 (continued)

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 Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)	
					(A)	(D)	Date Exercisable	Expiration Date
EMPLOYEE STOCK OPTION	\$20.72	9/16/92	9/16/92	A	1,755(FN3)		Immed.	9/16/02
EMPLOYEE STOCK OPTION	\$22.53	3/15/95	3/15/95	A	2,341(FN4)		Immed.	3/14/05
EMPLOYEE STOCK OPTION	\$28.62	3/20/96	3/20/96	A	2,341(FN4)		Immed.	3/19/06
EMPLOYEE STOCK OPTION	\$32.46	9/17/96	9/17/96	A	2,926(FN5)		Immed.	9/16/06
EMPLOYEE STOCK OPTION	\$37.85	9/23/97	9/23/97	A	4,097(FN6)		Immed.	9/22/07
EMPLOYEE STOCK OPTION	\$29.95	9/22/98	9/22/98	A	4,682(FN7)		(FN7)	9/21/08
EMPLOYEE STOCK OPTION	\$23.65	1/5/00	1/5/00	A	7,023(FN8)		(FN8)	1/4/10

EMPLOYEE STOCK OPTION	\$16.50	10/24/00	10/24/00	A	64,850(FN9)	(FN9)	10/23/10
EMPLOYEE STOCK OPTION	\$13.80	12/3/01	12/3/01	A	160,000(FN10)	(FN10)	12/2/11
EMPLOYEE STOCK OPTION	\$16.17	6/26/02	6/26/02	A	30,000(FN11)	(FN11)	6/25/12
STOCK UNITS (FN12)	1 FOR 1	12/31/01	12/31/01	A	1,445(FN13)	(FN13)	(FN13)
		TO 8/1/02	TO 8/1/02				
STOCK UNITS (FN12)	1 FOR 1	1/2/02	1/2/02	I	1,280(FN14)	(FN14)	(FN14)

7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned at End of Year (Instr. 4)	10. Ownership of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
Title	Amount or Number of Shares				
COMMON SHARES	1,755	N/A	1,755	D	
COMMON SHARES	2,341	N/A	2,341	D	
COMMON SHARES	2,341	N/A	2,341	D	
COMMON SHARES	2,926	N/A	2,926	D	
COMMON SHARES	4,097	N/A	4,097	D	
COMMON SHARES	4,682	N/A	4,682	D	
COMMON SHARES	7,023	N/A	7,023	D	
COMMON SHARES	64,850	N/A	64,850	D	
COMMON SHARES	160,000	N/A	160,000	D	
COMMON SHARES	30,000	N/A	30,000	D	
COMMON SHARES	1,445	N/A		D	
COMMON SHARES	1,280	N/A	4,300(FN15)	D	

Explanation of Responses:

- FN 1. Includes 1,380 performance-based, time vesting restricted shares.
- FN 2. Due to a valuation adjustment in her 401(k) account during the fiscal year, Mr. Morgan's spouse acquired 2 shares of the Issuer. Subsequently on August 9, 2002, Mr. Morgan's spouse authorized the sale of all of the shares held in her account at a price of \$14.55 per share.
- FN 3. Represents an employee stock option granted by National Service Industries ("NSI") for 1,500 common shares which was subsequently replaced with an employee stock option for 1,755 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 1,755 shares are currently vested.
- FN 4. Represents an employee stock option granted by NSI for 2,000 common shares which was subsequently replaced with an employee stock option for 2,341 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 2,341 shares are currently vested.
- FN 5. Represents an employee stock option granted by NSI for 2,500 common shares which was subsequently replaced with an employee stock option for 2,926 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 2,926 shares are currently vested.
- FN 6. Represents an employee stock option granted by NSI for 3,500 common shares which was subsequently replaced with an employee stock option for 4,097 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 4,097 shares are currently vested.
- FN 7. Represents an employee stock option granted by NSI for 4,000 common shares which was subsequently replaced with an employee stock option for 4,682 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 3,511 shares are currently vested and options for an additional 1,171 shares will become exercisable on 9/22/2002.
- FN 8. Represents an employee stock option granted by NSI for 6,000 common shares which was subsequently replaced with an employee stock option for 7,023 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 3,511 shares are currently vested and options for an additional 1,756 shares will become exercisable on 1/5/2003 and 1,756 shares will become exercisable on 1/5/2004.
- FN 9. Represents an employee stock option granted by NSI for 55,400 common shares which was subsequently replaced with an employee stock option for 64,850 common shares of the Issuer pursuant to a formula set forth in the Employee Benefits Agreement between NSI and Issuer in connection with the spin-off of the Issuer from NSI. Options relating to 16,212 shares are currently vested and options for an additional 16,213 shares will become exercisable on 10/24/2002, 16,212 shares will become exercisable on 10/24/2003 and 16,213 shares will become exercisable on 10/24/2004.
- FN10. This Option vests in three annual installments with 53,334 shares becoming exercisable on 12/3/2002, 53,333 shares becoming exercisable on 12/3/2003 and 53,333 shares becoming exercisable on 12/3/2004.
- FN11. This Option vests in three annual installments with 10,000 shares becoming exercisable on 6/26/2003, 10,000 shares becoming exercisable on 6/26/2004 and 10,000 shares becoming exercisable on 6/26/2005.
- FN12. Stock Units held in Acuity Brands Supplemental Deferred Savings Plan that will be paid in cash according to the Plan's provisions.
- FN13. During calendar 2001, Mr. Morgan elected a deferral resulting in a company contribution of 1,319 stock units at December 31, 2001 at a valuation price of \$12.10. In addition, during the period reported, dividends paid resulted

in an increase of 126 stock units at valuation prices ranging from \$13.03 to \$18.48.

FN14. At December 31, 2001, Mr. Morgan requested a reallocation of his holdings resulting in the acquisition of 1,280 stock units at a valuation price of \$12.10.

FN15. Represents an aggregate balance of Issuer stock units resulting from (a) 1,345 NSI stock units accrued pursuant to the NSI Supplemental Deferred Savings Plan which were subsequently replaced with 1,575 Issuer stock units in connection with the spin-off of the Issuer from NSI, and (b) the transactions reported on this Form 5.

/s/ John K. Morgan

10/14/02

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\*\* Signature of Reporting Person

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Date

\*\* 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.

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