

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

| | | | | | | | | |
|--|---------|----------|---|--|--|---|--|--|
| 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) | | |
| BROWNING | PETER | C. | ACUITY BRANDS, INC. (AYI) | | | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner | | |
| (Last) | (First) | (Middle) | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Day/Year | | |
| C/O ACUITY BRANDS, INC. 1170 PEACHTREE STREET, NE SUITE 2400 | | | | | | 12/02/2002 | | |
| (Street) | | | 5. If Amendment, Date of Original (Month/Year) | | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | |
| ATLANTA | GEORGIA | 30309 | | | | <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) | 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 Month (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--------------------------------|---|---|--------|---|---|-----------------------------------|--|
| | | | Code | V | Amount | (A) or (D) | Price | | |
| COMMON STOCK | | | | | | | 1,000 | D | |

Reminder: Report on a separate line for each class of securities beneficially directly or indirectly.
*If the form is filed by more than one reporting person, see Instruction 4(b) (v).

FORM 4 (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) | 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) | |
|--|--|--------------------------------------|--------------------------------|--|-----|--|------------------------------------|
| | | | Code | V | (A) | (D) | Date Exercisable Expiration Date |
| DIRECTOR STOCK OPTION | | | | | | | |
| STOCK UNIT (FN 1) | 1 for 1 | 12/02/2002* | A | | 736 | | (FN 1) (FN 1) |

| 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned at End of Month (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---|---|--|
| Title Amount or Number of Shares | | | (Instr. 4) | |
| Common Stock | | 10,000 (FN 2) | D | |
| Common Stock | 736 \$13.58 | 4,097 (FN 1) | D | |

Explanation of Responses:

* Deemed Transaction Date is the same as Transaction Date.

FN 1. Stock Units are accrued under the Issuer's Nonemployee Directors' Deferred Stock Unit Plan and are payable in cash upon retirement. Accruals include an annual grant, required and elective deferral of director fees and reinvestment of dividend equivalents. During the Reporting Period, dividends paid resulted in an increase of 736 units.

FN 2. Represents the total number of Director Stock Options held at various exercise prices and grant dates as of the Reporting Date.

/s/ Peter C. Browning

12/4/2002

** Signature of Reporting Person

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.

Potential persons who are to respond to the collection of information contained
in this form are not required to respond unless the form displays a currently valid OMB Number.