



# Acuity Inc.

## Stock Ownership Guidelines

Statement of Purpose: The Board of Directors (“Board”) of Acuity Inc. (“Acuity” or the “Company”) believes that it is in the best interest of the Company and its stockholders to align the financial interests of Acuity’s executives and non-employee members of the Board with those of the Company’s stockholders. Therefore, the Board and the Compensation and Management Development Committee of the Board (“Committee”) have adopted the minimum stock ownership guidelines described in these Stock Ownership Guidelines (the “Guidelines”).

### 1. Scope of the Guidelines

These Guidelines apply to the Company’s Chief Executive Officer, other Executive Officers, Executive Vice Presidents, Senior Vice Presidents, (collectively, the “Employees”) and any member of the Board who is not employed by the Company (“Non-Employee Directors” and, together with Employees, the “Participants”).

### 2. Minimum Ownership Guidelines

Each Participant must own shares of the Company’s common stock as of the end of each fiscal year having a Fair Value (defined below) equal to the multiple indicated in the table below of the Participant’s then-current annual base salary or annual cash retainer (the “Minimum Ownership Guidelines”).

Chief Executive Officer	6 x Annual Base Salary
Non-Employee Directors	5 x Annual Cash Retainer
Executive Officers (other than the Chief Executive Officer)	3 x Annual Base Salary
Executive Vice Presidents and Senior Vice Presidents (other than Executive Officers)	2 x Annual Base Salary

### 3. Qualifying Shares

The following (collectively, “Qualifying Shares”) may be used to determine stock ownership for the purpose of meeting the Minimum Ownership Guidelines:

- shares owned directly (including shares obtained through open market purchases or acquired and held upon vesting of Company equity awards);
- shares owned indirectly (including shares owned jointly or separately by the individual’s spouse and shares held in trust for the benefit of the Participant, the Participant’s spouse and/or children);

- shares or units representing shares held in or through a Company-sponsored employee stock purchase plan, 401(k) plan, or deferred compensation plan; and
- unvested time-based restricted stock, restricted stock units or phantom stock.

#### **4. Fair Value**

The fair value (“Fair Value”) of a Participant’s Qualifying Shares equals the number Qualifying Shares times the average closing price of the Company’s common stock on the New York Stock Exchange during the thirty trading days immediately prior to the end of the applicable fiscal year.

#### **5. Net Share Retention**

“Net Shares” are the number of shares held by a Participant that originate from equity awards granted to the Participant by the Company, after shares are withheld or sold in connection with the applicable equity award to (i) satisfy tax obligations in connection with the vesting of restricted or performance stock or stock unit awards or the exercise of stock options, and (ii) pay any applicable exercise price for stock options.

*Employees.* Each Employee must retain Qualifying Shares equal to 50% of the Fair Value of his or her Net Shares received as a result of the exercise of stock options or the vesting or settlement of any shares of restricted stock, restricted stock units or performance stock units until the Employee meets the Minimum Ownership Guidelines.

*Non-Employee Directors.* Each Non-Employee Director must defer his or her non-cash retainer into the Non-Employee Director Deferred Compensation Plan (credited as deferred stock units) until the Non-Employee Director meets the Minimum Ownership Guidelines.

#### **6. Compliance and Timing**

The Minimum Ownership Guidelines must be met by each Participant within five years after first becoming subject to these Guidelines. Thereafter, each Participant is expected to continue to meet the Minimum Ownership Guidelines. If, after initially meeting the Minimum Stock Ownership Guidelines, a Participant’s share ownership falls below the Minimum Ownership Guidelines, including due to a decline in stock price, the Participant must retain 50% of his or her Net Shares until the Participant meets the Minimum Ownership Guidelines.

In the event of an increase in a Participant’s annual base salary or annual cash retainer, the Participant must meet the Minimum Ownership Guidelines with respect to the increase within five years of the effective date of the increase. If a Participant is promoted and such promotion results in an increase in the Participant’s Minimum Ownership Guidelines, then the Participant must meet the increased Minimum Ownership Guidelines within five years after the effective date of the promotion. In the event of a revision to the Guidelines that imposes more rigorous requirements on Participants, whether the revision addresses Minimum Ownership Guidelines, a change in what constitutes Qualifying

Shares, or otherwise, each Participant must meet the Minimum Ownership Guidelines with respect to the revision within five years of the effective date of the revision.

The Committee has the discretion to enforce the Guidelines on a case-by-case basis. The Committee will evaluate whether exceptions from the Guidelines should be made in the case of any Participant, including but not limited to evaluating whether a Participant, due to his or her unique circumstances, would incur a hardship with the application of these Guidelines.

Failure to achieve the Minimum Ownership Guidelines may result in the reduction of that Participant's future equity award grants or other action

## **7. Administration**

The Committee is responsible for monitoring the application of these Guidelines. These Guidelines supersede any previous guideline or policy of the Company concerning stock ownership.

## **8. Amendment**

These Guidelines may be waived or amended by the Committee from time to time. Changes to the Guidelines will be communicated to all persons to whom these Guidelines apply.

## **9. General**

The Participants are required to acknowledge that they have read this Guidelines annually, which may occur by reference incorporated into applicable equity agreements. Questions regarding these Guidelines should be directed to either the Company's Chief Human Resources Officer, Vice President, Total Rewards, or Vice President, Corporate Secretary.

These Guidelines will be posted on the Corporate Governance section of the Company's website.

Revised and effective: March 27, 2025