

Black Mark A  
Form 4  
February 16, 2012

**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 OF  
SECURITIES**

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(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Black Mark A

(Last) (First) (Middle)

C/O ACUITY BRANDS, INC., 1170  
PEACHTREE STREET, NESUITE  
2400

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
ACUITY BRANDS INC [AYI]

3. Date of Earliest Transaction  
(Month/Day/Year)

02/15/2012

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)  
EVP- Customer Enabling Team Ld

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**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 Following Reported Transaction(s) (Instr. 3 and 4)	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		
Common Stock	02/15/2012		M		4,300	A	\$ 40.29	36,412 <sup>(1)</sup>	D
Common Stock	02/15/2012		S		4,300	D	\$ 59.6 <sup>(2)</sup>	32,112 <sup>(1)</sup>	D
Common Stock	02/15/2012		M		8,000	A	\$ 22.86	40,112 <sup>(1)</sup>	D
Common Stock	02/15/2012		S		8,000	D	\$ 59.6 <sup>(2)</sup>	32,112 <sup>(1)</sup>	D
Common Stock	02/15/2012		M		11,966	A	\$ 31.96	44,078 <sup>(1)</sup>	D

# Edgar Filing: Black Mark A - Form 4

Common Stock	02/15/2012	S	11,966	D	\$ <u>59.6</u> <sub>(2)</sub>	32,112 <u>(1)</u>	D
Common Stock	02/15/2012	M	9,934	A	\$ <u>33.49</u>	42,046 <u>(1)</u>	D
Common Stock	02/15/2012	S	9,934	D	\$ <u>59.6</u> <sub>(2)</sub>	32,112 <u>(1)</u>	D
Common Stock	02/15/2012	M	4,590	A	\$ <u>50.56</u>	36,702 <u>(1)</u>	D
Common Stock	02/15/2012	S	4,590	D	\$ <u>59.6</u> <sub>(2)</sub>	32,112 <u>(1)</u>	D

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

**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 control number.**

SEC 1474  
(9-02)

**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)		7. Title and Amount of Underlying Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 40.29	02/15/2012		M		4,300		<u>(3)</u>	11/02/2017	Common Stock	4,300
Non-Qualified Stock Option	\$ 22.86	02/15/2012		M		8,000		<u>(4)</u>	04/06/2019	Common Stock	8,000
Non-Qualified Stock Option	\$ 31.96	02/15/2012		M		11,966		<u>(5)</u>	10/24/2018	Common Stock	11,966
Non-Qualified Stock Option	\$ 33.49	02/15/2012		M		9,934		<u>(6)</u>	10/25/2019	Common Stock	9,934
Non-Qualified Stock Option	\$ 50.56	02/15/2012		M		4,590		<u>(7)</u>	10/24/2020	Common Stock	4,590

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

Edgar Filing: Black Mark A - Form 4

Director 10% Owner Officer

Other

Black Mark A  
C/O ACUITY BRANDS, INC.  
1170 PEACHTREE STREET, NESUITE 2400  
ATLANTA, GA 30309

EVP- Customer Enabling Team Ld

## Signatures

Mark A. Black

02/16/2012

\*\*Signature of  
Reporting Person

Date

## Explanation of Responses:

\* 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).

(1) The total direct shares owned includes 32,112 time-vesting restricted shares.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.67 to \$60.24, inclusive. The Reporting Person undertakes to provide to Acuity Brands, Inc., any security holder of Acuity Brands, Inc, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.

(3) These options vest ratably over a three-year period and became fully vested on November 2, 2010.

(4) These options vest ratably over a three-year period and will become fully vested on April 6, 2012.

(5) These options vest ratably over a three-year period and became fully vested on October 24, 2011.

(6) These options vest ratably over a three-year period and will become fully vested on October 26, 2012.

(7) These options vest ratably over a three-year period and will become fully vested on October 25, 2013.

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.