

ACUITY BRANDS INC
Form 4
October 25, 2012

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
REECE RICHARD K

(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)
10/23/2012

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
EVP/Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock ⁽¹⁾	10/23/2012		A			10,660	A	\$ 0	117,571 ⁽²⁾	D	
Common Stock	10/24/2012		M			13,500	A	\$ 26.44	131,071 ⁽²⁾	D	
Common Stock	10/24/2012		S			13,500	D	\$ 63.9	117,571 ⁽²⁾	D	
Common Stock ⁽³⁾	10/24/2012		F			2,102	D	\$ 63.62	115,469 ⁽⁴⁾	D	
Common Stock ⁽³⁾	10/24/2012		F			1,682	D	\$ 63.62	113,787 ⁽⁵⁾	D	

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- (5) The total direct shares owned includes 48,572 time-vesting restricted shares.
- (6) This option vested in equal annual installments over a three-year period and was fully vested on December 1, 2008.
- (7) The shares being reported result from the award of nonqualified stock options pursuant to the Acuity Brands, Inc. Long-Term Incentive Plan.
- (8) This option vests in equal annual installments over a three year period.

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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