ACUITY BRANDS INC

Form 4 May 04, 2005

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

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

Symbol

1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

ACUITY BRANDS INC [AYI]

(Print or Type Responses)

1. Name and Address of Reporting Person * CLENDENIN JOHN L

(First) (Middle) (Last)

1170 PEACHTREE STREET, NE, SUITE 2400

05/02/2005

(Month/Day/Year)

3. Date of Earliest Transaction

(Street)

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

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

X_ Director 10% Owner Officer (give title Other (specify

below)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

ATLANTA, GA 30309

(City)

Security

(Instr. 3)

1.Title of

2. Transaction Date 2A. Deemed (Month/Day/Year)

(State)

Execution Date, if

(Zip)

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8)

(Instr. 3, 4 and 5)

Code V Amount (D) Price

(A) or (Instr. 3 and 4)

Beneficially Owned Following Reported Transaction(s)

5. Amount of

Securities

7. Nature of 6. Ownership Form: Direct Indirect (D) or Indirect Beneficial (I) Ownership

(Instr. 4) (Instr. 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of 3. Transaction Date 3A. Deemed 5. Number

Derivative Security or Exercise

Conversion (Month/Day/Year)

Execution Date, if any

Transaction of Derivative Expiration Date Code Securities

6. Date Exercisable and (Month/Day/Year)

7. Title and Amount of 8. Pric **Underlying Securities** (Instr. 3 and 4)

Deriva

Securi

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					(Instr.	
			Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units (1)	<u>(2)</u>	05/02/2005	A	167		(3)	(3)	Common Stock	167	\$ 24.
Stock Units (1)	<u>(2)</u>	05/02/2005	A	1,146		(3)	(3)	Common Stock	1,146	\$ 24.

Reporting Owners

Reporting Owner Name / Address	Relationships						
noporomg o whor runne, rrunness	Director	10% Owner	Officer	Other			
CLENDENIN JOHN L 1170 PEACHTREE STREET, NE SUITE 2400 ATLANTA, GA 30309	X						

Signatures

John L.
Clendenin

**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).
- Stock Units are accrued under the Issuer's Nonemployee Directors' Deferred Stock Unit Plan and are payable in cash upon retirement in either lump sum or five annual installments. Accruals include required and elective deferral of director fees and reinvestment of dividend equivalents. During the Reporting Period, dividends earned and fees paid to the Reporting Person resulted in an increase in the number of units held.
- (**2**) 1-for-1
- (3) Stock Units issued pursuant to the Plan are payable in cash upon retirement in either a lump sum or five annual installments.

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.

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