Edgar Filing: Black Mark A - Form 4

| Black Mark | A | | | | | | | | | | |
|--|--------------------------------------|--|--|---|----------------|-----------|-------------|---|--|--------------------------------|--|
| Form 4 October 27, 2 | 2010 | | | | | | | | | | |
| FORM | | | | | | | | | OMB AF | PROVAL | |
| | UNITEL | STATES | | RITIES A shington, | OMB Number: | 3235-0287 | | | | | |
| Check thi if no long subject to Section 1 Form 4 or | er STATE | STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES | | | | | | | | | |
| Form 5 obligatior may conti <i>See</i> Instru 1(b). | ^{1s} Section 17 | 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 R | Responses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Black Mark A | | | 2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [AYI] | | | | - | 5. Relationship of Reporting Person(s) to Issuer | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Chec | | | | | k all applicable) | | | |
| | Y BRANDS, IN EE STREET, NI | | (Month/D 10/25/20 | ay/Year) | | | | Director X Officer (give below) EVP- Custor | | Owner er (specify eam Ld | |
| | (Street) | Street) 4. If Amendma Filed(Month/Da | | | - | 1 | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | |
| ATLANTA, | GA 30309 | | | | | | | Form filed by M Person | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed of | , or Beneficial | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Da (Month/Day/Year | asaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year) | | 3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) | | | | Securities Beneficially Owned | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | |
| | | | | Code V | Amount | or (D) | Price | (Instr. 3 and 4) | | | |
| Common Stock (1) | 10/25/2010 | | | А | 9,230 | А | \$0 | 61,135 <u>(2)</u> | D | | |
| $\frac{\text{Common}}{\text{Stock } (3)}$ | 10/26/2010 | | | F | 808 | D | \$ 50.34 | 60,327 <u>(4)</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.

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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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amour Underlying Securit (Instr. 3 and 4) | |
|---|---|---|---|--|---------|--|--------------------|--|---------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amo or Num of Sh |
| Non-Qualified Stock Option (5) | \$ 50.56 | 10/25/2010 | | А | 13,770 | <u>(6)</u> | 10/24/2020 | Common Stock | 13,7 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|--------------------------------|-------|--|--|--|
| | 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 10/27/2010

**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 shares being reported result from the award of restricted shares pursuant to the Acuity Brands, Inc. Long-Term Incentive Plan.
- (2) The total direct shares owned includes 38,580 time-vesting restricted shares.
- (3) The transaction(s) being reported relate(s) to the vesting of restricted stock held by the reporting person.
- (4) The total direct shares owned includes 36,092 time-vesting restricted shares.
- (5) The shares being reported result from the award of nonqualified stock options pursuant to the Acuity Brands, Inc. Long-Term Incentive Plan.
- (6) 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. 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.