

ACUITY BRANDS INC
Form 4
October 12, 2007

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 *
MURPHY KENYON W

(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)
10/10/2007

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 below) ___ Other (specify below)
EVP, CAO and General Counsel

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 10/10/2007 | | M | | 500 | A | \$ 23.69 |
| Common Stock | 10/10/2007 | | S | | 500 | D | \$ 51.04 |
| Common Stock | 10/10/2007 | | M | | 3,133 | A | \$ 31.99 |
| Common Stock | 10/10/2007 | | S | | 3,133 | D | \$ 51.01 |
| Common Stock | 10/10/2007 | | M | | 800 | A | \$ 23.69 |
| | | | | | | | 33,496 |
| | | | | | | | 32,996 |
| | | | | | | | 36,129 |
| | | | | | | | 32,996 |
| | | | | | | | 33,796 |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|-----------------------|---|-----------|
| Common Stock | 10/10/2007 | M | 2,200 | A | \$ 23.69 | 35,996 | D | |
| Common Stock | 10/10/2007 | M | 8,767 | A | \$ 23.69 | 44,763 | D | |
| Common Stock | 10/10/2007 | M | 400 | A | \$ 23.69 | 45,163 | D | |
| Common Stock | 10/10/2007 | M | 2,867 | A | \$ 31.99 | 48,030 | D | |
| Common Stock | 10/10/2007 | S | 800 | D | \$ 51.03 | 47,230 | D | |
| Common Stock | 10/10/2007 | S | 2,200 | D | \$ 51.02 | 45,030 | D | |
| Common Stock | 10/10/2007 | S | 8,767 | D | \$ 51.01 | 36,263 | D | |
| Common Stock | 10/10/2007 | S | 400 | D | \$ 51 | 35,863 | D | |
| Common Stock | 10/10/2007 | S | 2,867 | D | \$ 51 | 32,996 ⁽¹⁾ | D | |
| Common Stock | | | | | | 15 | I | by Son(s) |

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

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(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 Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option | \$ 23.69 | 10/10/2007 | | M | 500 | ⁽²⁾ 12/17/2013 | Common Stock | 500 |

| | | | | | | | | |
|-----------------------|----------|------------|---|-------|-----|------------|--------------|-------|
| Employee Stock Option | \$ 23.69 | 10/10/2007 | M | 800 | (2) | 12/17/2013 | Common Stock | 800 |
| Employee Stock Option | \$ 23.69 | 10/10/2007 | M | 2,200 | (2) | 12/17/2013 | Common Stock | 2,200 |
| Employee Stock Option | \$ 23.69 | 10/10/2007 | M | 8,767 | (2) | 12/17/2013 | Common Stock | 8,767 |
| Employee Stock Option | \$ 23.69 | 10/10/2007 | M | 400 | (2) | 12/17/2013 | Common Stock | 400 |
| Employee Stock Option | \$ 31.99 | 10/10/2007 | M | 3,133 | (3) | 11/30/2015 | Common Stock | 3,133 |
| Employee Stock Option | \$ 31.99 | 10/10/2007 | M | 2,867 | (3) | 11/30/2015 | Common Stock | 2,867 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| MURPHY KENYON W C/O ACUITY BRANDS, INC. 1170 PEACHTREE STREET, NESUITE 2400 ATLANTA, GA 30309 | | | EVP, CAO and General Counsel | |

Signatures

Kenyon W. Murphy
10/12/2007

**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 following the reported transactions include 19,106 time-vesting restricted shares.
 - (2) This option granted pursuant to the Issuer's Long-Term Incentive Plan, vests in equal annual installments over a three year period, and became fully vested on December 18, 2006.
 - (3) This option was granted pursuant to the Issuer's Long-Term Incentive Plan, will vest in equal annual installments over a three year period, and will become fully vested on December 1, 2008.

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