

ACUITY BRANDS INC
Form 4
March 07, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
HONEYCUTT KENNETH W

(Last) (First) (Middle)

1170 PEACHTREE STREET,
NE, SUITE 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)
03/04/2005

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)

Executive Vice President

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) | (A) or (D) | 5. Amount or Price | 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|---|
| Common Stock | 03/04/2005 | | M | 3,000 | A | \$ 13.8 | 65,299 | D | |
| Common Stock | 03/04/2005 | | S | 3,000 | D | \$ 28.23 | 62,299 | D | |
| Common Stock | 03/04/2005 | | M | 18,000 | A | \$ 13.8 | 80,299 | D | |
| Common Stock | 03/04/2005 | | S | 18,000 | D | \$ 28.22 | 62,299 | D | |
| Common Stock | 03/04/2005 | | M | 1,700 | A | \$ 13.8 | 63,999 | D | |

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Common Stock 03/04/2005 S 1,700 D \$ 28.22 62,299 D

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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Employee Stock Option | \$ 13.8 | 03/04/2005 | | M | 3,000 | <u>(1)</u> 12/02/2011 | Common Stock | 3,000 |
| Employee Stock Option | \$ 13.8 | 03/04/2005 | | M | 18,000 | <u>(1)</u> 12/02/2011 | Common Stock | 18,000 |
| Employee Stock Option | \$ 13.8 | 03/04/2005 | | M | 1,700 | <u>(1)</u> 12/02/2011 | Common Stock | 1,700 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HONEYCUTT KENNETH W
1170 PEACHTREE STREET, NE
SUITE 2400
ATLANTA, GA 30309

Executive Vice President

Signatures

By: Jill A. Gilmer, as Power of Attorney For: Kenneth W. Honeycutt

03/07/2005

**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) This option vests in equal annual installments over a three year period.

Remarks:

The transactions reported in this Form 4 are being made pursuant to a Rule 10b5-1 Trading Plan dated February 28, 2005, which

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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