HEAGLE JAMES H

Form 4

August 25, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **HEAGLE JAMES H**

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

ACUITY BRANDS INC [AYI]

(Last)

(City)

(First) (Middle) 3. Date of Earliest Transaction

4. If Amendment, Date Original

A

(Check all applicable)

(Month/Day/Year)

08/23/2005

(Month/Day/Year)

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

Executive Vice President

C/O ACUITY BRANDS, INC., 1170 PEACHTREE STREET. NESUITE

(Street)

(State)

08/23/2005

2400

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person

> Form filed by More than One Reporting Person

ATLANTA, GA 30309

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3)

(Zip)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Securities Form: Direct Indirect Beneficially (D) or Beneficial Ownership Owned Indirect (I) Following (Instr. 4) (Instr. 4)

D

I

Reported Transaction(s) (Instr. 3 and 4)

or Code V Amount (D) Price

2,375 \$0 37,995 (2) (1) (1)

Stock Common Stock

Common

201

(A)

by 401(k)

(9-02)

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

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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. Transactic Code (Instr. 8)	5. Number out 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. Price Derive Security (Instr.
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Units	(3)	08/23/2005		A	2,375 (4)	<u>(5)</u>	<u>(5)</u>	Common Stock	2,375	\$

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

HEAGLE JAMES H C/O ACUITY BRANDS, INC. 1170 PEACHTREE STREET, NESUITE 2400 ATLANTA, GA 30309

Executive Vice President

Signatures

By: Jill A. Gilmer, as Power of Attorney For: James H. Heagle

08/25/2005

**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).
- Issued upon the achievement of performance targets set forth in a Restricted Stock Award Agreement dated December 18, 2002, under the Company's Long-Term Incentive Plan. Shares remain restricted until November 30, 2006, and at that time are payable one-third in cash and two-thirds in shares.
- (2) The total direct shares owned following the reported transactions includes 24,598 time-vesting restricted shares.
- (3) 1-for-1
- Issued upon the achievement of performance targets set forth in a Restricted Stock Award Agreement dated December 18, 2002, under (4) the Company's Long-Term Incentive Plan. At the time of the award, the Reporting Person elected to have 50% of restricted earned deferred into the Acuity Brands Supplemental Deferred Savings Plan.
- (5) Stock Units are held in the Acuity Brands, Inc. Supplemental Deferred Savings Plan and will be paid in cash according to the plan's provisions.

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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