

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person * <u>NAGEL VERNON J</u>  (Last) (First) (Middle) 1170 PEACHTREE STREET NE SUITE 2300  (Street) ATLANTA GA 30309  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ACUITY BRANDS INC [ AYI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chairman, President, and CEO</u>
	3. Date of Earliest Transaction (Month/Day/Year) 07/09/2015	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/09/2015		M		12,419	A	\$40.29	209,950 <sup>(1)</sup>	D	
Common Stock	07/09/2015		M		12,000	A	\$33.49	221,950 <sup>(1)</sup>	D	
Common Stock	07/09/2015		S		24,419	D	\$188.88 <sup>(2)</sup>	197,531 <sup>(1)</sup>	D	
Common Stock	07/10/2015		M		55,900	A	\$40.29	253,431 <sup>(1)</sup>	D	
Common Stock	07/10/2015		S		55,900	D	\$189.65 <sup>(3)</sup>	197,531 <sup>(1)</sup>	D	
Common Stock								80,000	I	by Trust

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Amount or Number of Shares
Non-Qualified Stock Option	\$40.29	07/09/2015		M			12,419	(4)	11/01/2017	Common Stock	12,419	\$0	55,900	D	
Non-Qualified Stock Option	\$40.29	07/10/2015		M			55,900	(4)	11/01/2017	Common Stock	55,900	\$0	0	D	
Non-Qualified Stock Option	\$33.49	07/09/2015		M			12,000	(5)	10/25/2019	Common Stock	12,000	\$0	47,600	D	

**Explanation of Responses:**

- The total direct shares owned includes 57,951 time-vesting restricted shares.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$188.50 to \$189.07, inclusive. The Reporting Person undertakes to provide to Acuity Brands, Inc., any security holder of Acuity Brands, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$188.62 to \$191.61, inclusive. The Reporting Person undertakes to provide to Acuity Brands, Inc., any security holder of Acuity Brands, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth herein.
- This option vested in equal annual installments over a three-year period and was fully vested on November 2, 2010.
- This option vested in equal annual installments over a three-year period and was fully vested on October 26, 2012.

**Remarks:**

/s/ Vernon J. Nagel

07/13/2015

\*\* Signature of Reporting Person

Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

