## **Acuity Brands, Inc.**

## Policy on Stockholder Recommendations for Board of Director Candidates

- 1. The Governance Committee of the Board of Directors of Acuity Brands, Inc. (the "Company") will consider recommendations for candidates for nomination to the Board of Directors by a stockholder.
- 2. The Governance Committee will consider and evaluate candidates recommended by stockholders in the same manner as candidates recommended from other sources.
- 3. Stockholder recommendations must be submitted in writing via certified U.S. mail, addressed as follows:

Chairman of the Governance Committee c/o Corporate Secretary Acuity Brands, Inc. 1170 Peachtree Street, NE Suite 2400 Atlanta, Georgia 30309

- 4. In order for a candidate recommended by stockholders to be considered for nomination at the Company's next annual meeting of stockholders, the stockholder recommendation must be received by the Company in accordance with the advance notice provision in the Company's Amended and Restated By-Laws.
- 5. The recommendation must include the information required by the advance notice provision in the Company's Amended and Restated By-Laws.
- 6. This policy may be revised from time to time by the Governance Committee as it may determine is in the best interest of the Company and its stockholders.

Note: This is proposed to formalize a policy/process that is described in the existing proxy statement.