

Purpose

The Board of Directors (“Board”) of Acuity Brands, Inc. (“Acuity” or the “Company”) believes that it is in the best interest of the Company and its stockholders to align the financial interests of Acuity’s executives and non-employee members of the Board (“Directors”) with those of the Company’s stockholders. Therefore, the Board and the Company’s Compensation and Management Development Committee of the Board (“Committee”) have adopted minimum stock ownership guidelines (the “Guidelines”).

Applicability

This policy is applicable to the Company’s Chief Executive Officer (“CEO”), Chief Financial Officer (“CFO”), any Executive Vice President (“EVP”), and any Senior Vice President (“SVP”) (collectively, the “Company Officers”), and any member of the Board who is not employed by the Company (a “Non-Employee Director”) (collectively, the “Participants”).

Minimum Ownership Guidelines

The CEO and other Company Officers should over time own shares of the Company’s common stock (“Stock”) having a fair value equal to the following multiples of annual base salary (or in the case of Non-Employee Directors, of the annual cash retainer paid to the Non-Employee Director (currently \$80,000 per year)).

Level 0 - CEO	Six (6) x Annual Base Salary
Level 1 - Non-Employee Directors	Five (5) x Annual Cash Retainer
Level 2 - Other Named Executive Officers (NEOs)	Three (3) x Annual Base Salary
Level 3 - Senior Vice Presidents (other than NEOs)	Two (2) x Annual Base Salary

Holdings that Count Toward Guidelines

The following may be used in determining a Participant’s ownership for purposes of these Guidelines:

- Shares owned directly (shares obtained through open market purchases or acquired and held upon vesting of Company equity awards)
- Shares owned indirectly (shares owned jointly or separately by the individual’s spouse and shares held in trust for the benefit of the Participant, the Participant’s spouse and/or children)
- Shares or units represented by amounts invested in a Company sponsored employee stock purchase plan, 401(k) plan, or deferred compensation plan
- Unvested time-based restricted stock, restricted stock units or phantom stock
- In-the-money time-vested stock option awards (vested but unexercised and unvested)
- Performance stock options (in-the-money) and stock unit awards (where performance objectives have been satisfied)

Valuation Methodology

The determination of whether a Participant meets the applicable Guidelines will be measured at the end of each fiscal year (August 31) based on the average closing price of the Company's common stock on the New York Stock Exchange during the thirty (30) trading days immediately prior to the end of the fiscal year. Participants will be notified by e-mail in September of each year as to the status of their ownership amounts.

In the event of an increase in a Participant's base salary or annual cash retainer, he or she will have five (5) years from the time of the increase to acquire any additional shares required to meet these Guidelines.

Retention Ratio

Company Officers. Until a Company Officer achieves the applicable ownership level, the Company Officer must retain an amount equal to 50% of his or her Net Shares received as a result of the exercise of stock options or the vesting of any restricted or performance stock granted to the Participant by the Company. "Net Shares" are those shares that remain after shares sold or withheld to pay any applicable exercise price for stock options and to satisfy any tax obligations arising in connection with the exercise of stock options or the vesting of restricted stock, restricted stock units or performance stock units, as the case may be.

Non-Employee Directors. Until a Non-Employee Director achieves the applicable ownership level, the Non-Employee Director must retain an amount equal to 50% of his or her Net Shares received as a result of the vesting of any restricted stock granted and is required to defer his or her non-cash retainer into the Non-employee Director Deferred Compensation Plan (credited as deferred stock units).

Compliance/Timing

The applicable Guideline level of Company stock ownership is expected to be satisfied by each Participant within five (5) years after first becoming subject to such level under these Guidelines. Once the stock ownership level has been satisfied, ownership at the required level is expected to be maintained for as long as the Participant is subject to such level under these Guidelines. If a Participant falls below the applicable ownership level, including due to a decline in the value of the Company's common stock price, the Participant will be expected to retain 50% of his or her Net Shares received until achieving the applicable level.

The Committee has the discretion to enforce the stock ownership guidelines on a case-by-case basis. The Committee will evaluate whether exceptions from the Guidelines should be made in the case of any Participant, including but not limited to evaluating whether a Participant, due to his or her unique circumstances, would incur a hardship with the application of these Guidelines.

Failure to achieve the ownership levels described in this policy may result in the reduction of that Participant's future equity award grants until the levels are achieved.

Administration

The Committee shall be responsible for monitoring the application of these Guidelines. This policy supersedes any previous policy of the Company concerning stock ownership guidelines.

Amendment

These Guidelines may be waived or amended by the Committee from time to time. Changes to this policy will be communicated to all persons to whom this policy applies.

General

The Participants are required to acknowledge that they have read this policy annually.

Questions regarding this policy should be directed to either the Company's Chief Human Resources Officer or the Corporate Secretary.

These Guidelines will be posted on the Company's website with other corporate governance documents.

Revised and effective: October 26, 2020