FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

|     | OMB APPROVAL      |          |  |  |  |  |  |  |  |  |  |
|-----|-------------------|----------|--|--|--|--|--|--|--|--|--|
|     | OMB Number:       | 3235-028 |  |  |  |  |  |  |  |  |  |
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0.5

hours per response:

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

|   |   |  |   |         |   |   |        |   |   |                                      |  | <u> </u>         |   |                        |  |   |  |  |   |  |  |
|---|---|--|---|---------|---|---|--------|---|---|--------------------------------------|--|------------------|---|------------------------|--|---|--|--|---|--|--|
| 1. Name and Address of Reporting Person*  |   |  |   |         |   | 2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [ AYI ] |        |   |   |                                      |  |                  |   |                        |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |  |  |   |  |  |
| DILLARD GEORGE DOUGLAS JR   |   |  |   |         | 1   |   |        |   |   |                                      | = L  | 1                |   |                        |  | X   | Direct                                       | or   |   | 10% O  | vner   |
| (Last) (First) (Middle) C/O ACUITY BRANDS, INC.   |   |  |   |         | 3. Date of Earliest Transaction (Month/Day/Year) 11/01/2019 |   |        |   |   |                                      |  |                  |   |                        |  | Office<br>below   | r (give title<br>)                           |  | Other (sbelow)                                      | specify  |  |
| 1170 PEACHTREE STREET, NE, STE. 2300  |   |  |   |         |   |   |        |   |   |                                      |  |                  |   |                        |  |   |  |  |   |  |  |
| 11/0 FEAGIII REE STREET, NE, STE. 2300  |   |  |   |         | 4. If   | 4. If Amendment, Date of Original Filed (Month/Day/Year)              |        |   |   |                                      |  |                  |   |                        |  | 6. Individual or Joint/Group Filing (Check Applicable Line)             |  |  |   |  |  |
| (Street)  |   |  |   |         |   |   |        |   |   |                                      |  |                  |   |                        | "                                      | X   | Form   | filed by One   | Ren   | orting Perso   | n l  |
| ATLAN   | ΓA G.   | <b>A</b> :                                 | 30309   |         |   |   |        |   |   |                                      |  |                  |   |                        |  | 2.  |  | •  |   | ın One Repo  |  |
|   |   |  |   |         |   |   |        |   |   |                                      |  |                  |   |                        |  |   | Perso  | n ´  |   | ·  |  |
| (City)  | (S  | tate)                                      | (Zip)   |         |   |   |        |   |   |                                      |  |                  |   |                        |  |   |  |  |   |  |  |
|   |   | Tab  | le I - Non  | -Deriva | ative   | Sec   | uritie | es Ac   | equ   | ired, C                              | Disp                                       | osed             | of, or  | Bei                    | neficia                                | lly O   | wne  | d  |   |  |  |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)   |   |  |   |         | Execution   |   |        | ·,  | 3. 4. Secu<br>Transaction<br>Code (Instr. 8) 5, |                                      | rities Acquired (A<br>ed Of (D) (Instr. 3, |                  |   | 4 and Sed<br>Bed<br>Ow |  | mount of<br>urities<br>eficially<br>led Following                       |  | n: Direct<br>or Indirect<br>nstr. 4)   | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership |  |  |
|   |   |  |   |         |   |   |        |   |   | Code                                 | v  | Amount           |   | (A) or (D)             |  |   |  | ted<br>action(s)<br>3 and 4)   |   |  | (Instr. 4)   |
| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |         |   |   |        |   |   |                                      |  |                  |   |                        |  |   |  |  |   |  |  |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)   | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemec<br>Execution I<br>if any<br>(Month/Day | Date, 1 |   | ransaction<br>ode (Instr.   |        | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5) |   | Date Exer<br>piration D<br>pnth/Day/ | ate  |                  | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative Secur<br>(Instr. 3 and 4) |                        |  | Deriv<br>Secu   | Price of<br>erivative<br>ecurity<br>1str. 5) | 9. Number<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction<br>(Instr. 4) | у   | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   |         | Code  | v   | (A)    | (D)   | Dat<br>Exe                                      | te<br>ercisable                      |  | epiration<br>ate | Title   |                        | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |   |  |  |
| Stock<br>Units  | (1)   | 11/01/2019                                 |   |         | A   |   | 286    |   |   | (2)                                  |  | (2)              | Comn  |                        | 286(3)                                 | \$12  | 6.66   | 2,276  |   | D  |  |

## **Explanation of Responses:**

- 1. 1-for-1
- 2. Stock Units issued pursuant to the Plan are payable in common shares upon retirement in either a lump sum or five annual installments.
- 3. Stock Units are accrued under the Issuer's Nonemployee Directors' Deferred Compensation Plan (formerly known as the Nonemployee Directors' Stock Unit Plan) and are payable in shares upon retirement in either lump sum or five annual installments. Accruals include required and elective deferral of director fees. During the Reporting Period, fees paid to the Reporting Person resulted in an increase in the number of units held.

## Remarks:

/s/ Jill A. Gilmer Under Power of Attorney for George 11/05/2019 Douglas Dillard, Jr.

\*\* 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.