SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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 [*] GOLDMAN BARRY R			2. Issuer Name and Ticker or Trading Symbol ACUITY BRANDS INC [AYI]		ationship of Reporting Pe (all applicable) Director Officer (give title	10% Owner		
				- X	Officer (give title below)	Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)		SVP & General	,		
C/O ACUITY	BRANDS, IN	IC.	10/24/2021	1		Coulisei		
1170 PEACHTREE STREET, NE, SUITE 2300								
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applica				
(Street)				Line)				
ATLANTA	GA	30309		X	Form filed by One Re	porting Person		
	GA	30309			Form filed by More th Person	an One Reporting		
(City)	(State)	(Zip)						

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)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(11150.4)
Common Stock	10/24/2021		F		209(1)	D	\$204.65	5,104	D	
Common Stock	10/25/2021		A		1,933 ⁽²⁾	A	\$0	7,037	D	
Common Stock	10/25/2021		F		69 ⁽¹⁾	D	\$207.02	6,968 ⁽³⁾	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

	(e.g., puts, calls, warrants, options, convertible securities)															
De Se	Title of rivative curity str. 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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	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)	Ownership Form:	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. The transaction(s) report(s) the withholding of stock to cover tax liability associated with the vesting of restricted stock or restricted stock units held by the reporting person. Such withholding is required under the Company's standard processes for such events.

2. The shares being reported result from the grant of a restricted stock unit award pursuant to the Amended and Restated Acuity Brands, Inc. 2012 Omnibus Stock Incentive Compensation Plan. The restricted stock units vest in equal annual installments over a three-year period and will become fully vested on October 25, 2024.

3. The total direct shares owned includes 5,907 time-vesting restricted stock/units.

Remarks:

Jill A. Gilmer, under Power ofAttorney for Barry R.10/26/2021

Goldman

rolullall

** Signature of Reporting Person Date

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

 \star 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.