

ACUITY BRANDS INC

Form 4/A

May 03, 2006

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 OF
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HEAGLE JAMES H

(Last) (First) (Middle)

**C/O ACUITY BRANDS, INC., 1170
PEACHTREE STREET, NE, SUITE
2400**

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ACUITY BRANDS INC [AYI]

3. Date of Earliest Transaction
(Month/Day/Year)
08/23/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)
08/25/2005

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
X Officer (give title _____ Other (specify
below) below)

Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

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)
Common Stock	08/23/2005		A	(A) or (D) A	2,375 (1) \$ 0 (1) 37,550 (2)	D	
Common Stock					201	I	by 401(k)

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

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SEC 1474
(9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Price or Value of Derivative Security (Instr. 3)
				Code V (A) (D)		Date Exercisable Expiration Date	Title Amount or Number of Shares	
Stock Units	(3)	08/23/2005		A	2,375 (4)	(5) (5)	Common Stock	2,375 \$

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HEAGLE JAMES H
C/O ACUITY BRANDS, INC.
1170 PEACHTREE STREET, NE, SUITE 2400
ATLANTA, GA 30309

Executive Vice President

Signatures

Jill A. Gilmer, under Power of Attorney for James H. Heagle

05/03/2006

Signature of Reporting Person

Date

Explanation of Responses:

* 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).

Issued upon the achievement of performance targets set forth in a Restricted Stock Award Agreement dated December 18, 2002 under the

(1) Company's Long-Term Incentive Plan. Shares remain restricted until November 30, 2006, and at that time are payable one-third in cash and two-thirds in shares.

(2) The total direct shares owned following the reported transactions includes 24,598 time-vesting restricted shares.

(3) 1-for-1

Issued upon the achievement of performance targets set forth in a Restricted Stock Award Agreement dated December 18, 2002 under the

(4) Company's Long-Term Incentive Plan. At the time of the award, the Reporting Person elected to have 50% of restricted stock earned deferred into the Acuity Brands Supplemental Deferred Savings Plan.

(5) Stock Units and any dividend equivalents earned on Stock Units are held in Acuity Brands Supplemental Deferred Savings Plan and will be paid in cash according to the plan's provisions.

This amendment is being filed solely to report a correction to the total number of Share Units held in the Supplemental Deferred Savings

(6) Plan following the reported transaction. The original Form 4, filed on August 25, 2005, incorrectly reported the total as 13,979 instead of 13,991.

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

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