

MURPHY KENYON W
Form 4
January 10, 2006

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MURPHY KENYON W

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. Vice Pres. & Gen. Counsel

C/O ACUITY BRANDS, INC., 1170 PEACHTREE STREET, NESUITE 2400

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

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

(Street)
ATLANTA, GA 30309

(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)	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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	01/06/2006		S	2,600	D \$ 35	33,211	D
Common Stock	01/06/2006		M	2,000	A \$ 13.8	35,211	D
Common Stock	01/06/2006		S	2,000	D \$ 34.99	33,211	D
Common Stock	01/06/2006		M	1,200	A \$ 13.8	34,411	D
Common Stock	01/06/2006		S	1,200	D \$ 35.45	33,211	D

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Common Stock	01/06/2006	M	100	A	\$ 13.8	33,311	D	
Common Stock	01/06/2006	S	100	D	\$ 34.96	33,211	D	
Common Stock	01/06/2006	M	600	A	\$ 13.8	33,811	D	
Common Stock	01/06/2006	S	600	D	\$ 34.95	33,211	D	
Common Stock	01/06/2006	M	700	A	\$ 13.8	33,911	D	
Common Stock	01/06/2006	S	700	D	\$ 34.94	33,211	D	
Common Stock	01/06/2006	M	1,200	A	\$ 13.8	34,411	D	
Common Stock	01/06/2006	S	1,200	D	\$ 34.92	33,211	D	
Common Stock	01/06/2006	M	100	A	\$ 16.5	33,311	D	
Common Stock	01/06/2006	S	100	D	\$ 35.38	33,211 ⁽¹⁾	D	
Common Stock						15	I	by Son(s)

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

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 control number.

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(9-02)

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. Amount or Number of Shares
	\$ 13.8	01/06/2006		M	900	<u>(2)</u> 12/02/2011	Title	900

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Employee Stock Option							Common Stock	
Employee Stock Option	\$ 13.8	01/06/2006	M	1,456	<u>(2)</u>	12/02/2011	Common Stock	1,456
Employee Stock Option	\$ 13.8	01/06/2006	M	100	<u>(2)</u>	12/02/2011	Common Stock	100
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	800	<u>(2)</u>	12/02/2011	Common Stock	800
Employee Stock Option	\$ 13.8	01/06/2006	M	400	<u>(2)</u>	12/02/2011	Common Stock	400
Employee Stock Option	\$ 13.8	01/06/2006	M	600	<u>(2)</u>	12/02/2011	Common Stock	600
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	500	<u>(2)</u>	12/02/2011	Common Stock	500
Employee Stock Option	\$ 13.8	01/06/2006	M	400	<u>(2)</u>	12/02/2011	Common Stock	400
Employee Stock	\$ 13.8	01/06/2006	M	2,300	<u>(2)</u>	12/02/2011	Common Stock	2,300

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Option									
Employee Stock Option	\$ 13.8	01/06/2006	M	1,500	<u>(2)</u>	12/02/2011	Common Stock	1,500	
Employee Stock Option	\$ 13.8	01/06/2006	M	100	<u>(2)</u>	12/02/2011	Common Stock	100	
Employee Stock Option	\$ 13.8	01/06/2006	M	700	<u>(2)</u>	12/02/2011	Common Stock	700	
Employee Stock Option	\$ 13.8	01/06/2006	M	400	<u>(2)</u>	12/02/2011	Common Stock	400	
Employee Stock Option	\$ 13.8	01/06/2006	M	700	<u>(2)</u>	12/02/2011	Common Stock	700	
Employee Stock Option	\$ 13.8	01/06/2006	M	1,000	<u>(2)</u>	12/02/2011	Common Stock	1,000	
Employee Stock Option	\$ 13.8	01/06/2006	M	200	<u>(2)</u>	12/02/2011	Common Stock	200	
Employee Stock Option	\$ 13.8	01/06/2006	M	600	<u>(2)</u>	12/02/2011	Common Stock	600	
Employee Stock Option	\$ 13.8	01/06/2006	M	2,600	<u>(2)</u>	12/02/2011	Common Stock	2,600	
Employee Stock Option	\$ 13.8	01/06/2006	M	2,000	<u>(2)</u>	12/02/2011	Common Stock	2,000	
Employee Stock Option	\$ 13.8	01/06/2006	M	1,200	<u>(2)</u>	12/02/2011	Common Stock	1,200	
Employee Stock Option	\$ 13.8	01/06/2006	M	100	<u>(2)</u>	12/02/2011	Common Stock	100	
Employee Stock Option	\$ 13.8	01/06/2006	M	600	<u>(2)</u>	12/02/2011	Common Stock	600	
Employee Stock Option	\$ 13.8	01/06/2006	M	700	<u>(2)</u>	12/02/2011	Common Stock	700	

Employee Stock Option	\$ 13.8	01/06/2006	M	1,200	(2)	12/02/2011	Common Stock	1,200
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MURPHY KENYON W C/O ACUITY BRANDS, INC. 1170 PEACHTREE STREET, NESUITE 2400 ATLANTA, GA 30309			Sr. Vice Pres. & Gen. Counsel	

Signatures

By: Jill A. Gilmer, under Power of Attorney For: Kenyon W. Murphy

01/10/2006

__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).
- (1) The total direct shares owned following the reported transactions include 14,861 time-vesting restricted shares.
- (2) This option vested in equal annual installments over a three year period and became fully vested on December 3, 2004.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.