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WILLIAMS NEIL
Form 4
December 23, 2002

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, Section 17(a) of the
Public Utility Holding Company Act of 1935 or
Section 30(f) of the Investment Company Act of 1940

| | | | | | | | | |
|--|--|--|---|--|--|------------------|--|--|
| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol | | | 6. Rel | | |
| WILLIAMS NEIL | | | ACUITY BRANDS, INC. (AYI) | | | to | | |
| (Last) (First) (Middle) | | | 3. I.R.S. Identifi- | | | 4. Statement for | | |
| C/O ACUITY BRANDS, INC. | | | cation Number | | | Month/Day/Year | | |
| 1170 PEACHTREE STREET, NE | | | of Reporting | | | 12/19/2002 | | |
| SUITE 2400 | | | Person, if an entity | | | | | |
| (Street) | | | (voluntary) | | | | | |
| ATLANTA GEORGIA 30309 | | | | | | 5. If Amendment, | | |
| | | | | | | Date of Original | | |
| | | | | | | (Month/Year) | | |
| (City) (State) (Zip) | | | | | | 7. In | | |
| | | | | | | (Ch | | |
| | | | | | | [X] | | |
| | | | | | | [] | | |

Table I-- Non-Derivative Securities Acquired, Dispo

| 1. Title of Security (Instr. 3) | 2. Trans- action Date (Month/ Day/ Year) | 3. Trans- action Code (Instr.8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount o Securiti Benefici Owned at End of M (Instr. 4) |
|------------------------------------|---|--|---|--------|---------------|--|
| | | Code | V | Amount | (A) or (D) | Price |
| COMMON STOCK | | | | | | 1,000 |
| | | | | | | |
| | | | | | | |
| | | | | | | |
| | | | | | | |

Reminder: Report on a separate line for each class of securities beneficially directly or indire

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*If the form is filed by more than one reporting person, see Instruction 4(b)(v).