



2012 ANNUAL REPORT



HARNESSING TECHNOLOGY,  
INNOVATION, CREATIVITY  
AND INDUSTRY-LEADING  
EXPERTISE TO DELIVER  
SUPERIOR LIGHTING  
SOLUTIONS.

# OUR BRANDS

Delivering superior lighting solutions that improve the quality of our schools, workplaces and public places—indoors and outdoors.

Luminaries, controls, and daylighting:  
intelligent solutions for better living.



## TO OUR STAKEHOLDERS:

2012 was another successful year for Acuity Brands, both strategically and financially.

We again grew market share by providing customers with superior lighting solutions from our broad and dynamic product portfolio, and we enhanced service, which included delivering new capabilities from our regional service facilities. We were again recognized by key customers, such as the IMARK Group, as Supplier of the Year for the third straight year for our outstanding products, service and support.

We continued to expand our addressable market and further penetrated key geographies, reducing our reliance on new construction activity. 2012 was the fourth consecutive year in which we expanded our industry-leading portfolio with the introduction of approximately 100 new products for indoor and outdoor applications. Additionally, we won multiple awards for innovation and ingenuity, further demonstrating our leadership in solid state as well as conventional lighting solutions. These are among the strategic accomplishments that allowed us to once again extend our market leadership position in 2012 while strengthening our platform for future growth.

Acuity Brands also delivered solid results, despite the continuing challenges of a weak economy:

- Net sales grew almost 8 percent, to more than \$1.9 billion;
- Adjusted operating profit margin expanded 120 basis points to 11.7 percent;
- Adjusted diluted earnings per share from continuing operations increased 24 percent to \$3.00 per share;
- Cash flow provided by operating activities rose to over \$172 million;
- Return on stockholders' equity climbed to nearly 15 percent; and
- Total shareholder return exceeded 40 percent.

This is an extraordinary time to be in the lighting industry, particularly for a company of the caliber of Acuity Brands. Rapid advancements in technology, along with the need for greater energy efficiency, changes in public policy, and demand for environmental sustainability, continue to drive profound changes in our industry creating an exciting opportunity. Acuity Brands is capitalizing on these profound changes to provide lighting solutions that are elegant, sophisticated, and efficient, while at the same time simple to install, maintain, and use. We are at the forefront of transforming the lighting industry. Our skill, knowledge and experience as lighting experts allow us to deliver superior lighting solutions for virtually any application, a promise best captured in our tag line: "Expanding the Boundaries of Lighting™."

### **Our Future: Growth, Innovation, Excellence**

As we enter 2013, our mission is to continue to build on our rich legacy of growth, innovation and excellence. Our passion and intense focus continue to be centered on creating lighting solutions that deliver superior quality, energy efficiency and performance. We know that superior quality of light enhances how we live and interact, whether it is increasing students' learning ability in schools, improving worker productivity and comfort in offices and industrial facilities, enhancing the shopping experience in retail

establishments, or accelerating patient healing in hospitals. The possibilities of what can be achieved by the use of intelligent lighting solutions are still being explored. Technology, coupled with our deep knowledge of lighting, is allowing us to create ever more effective and energy-efficient solutions that are "smart and simple," a slogan we use in our sales and marketing campaigns to convey our value proposition for the many vertical markets we serve. Our associates are rapidly exploiting these new technologies and aggressively expanding our industry-leading portfolio by developing intelligent lighting solutions that represent significant advancements over traditional technologies and that easily network with other building systems, improving energy efficiency, performance and safety.

We believe the emphasis on energy efficiency and environmental concerns will continue to drive significant growth in our industry. As the market leader in North America, we believe that our deep expertise in technology, optics and thermal management, our understanding of the art and science of lighting, and our ability to provide tailored lighting solutions for numerous applications have positioned the company to excel. Our key strategies and tactical focus have remained consistent over the last few years. We expect to continue to execute our profitable growth strategy by focusing on the three mission-critical areas of operational excellence that we refer to as the 3 Cs:

- Providing unparalleled **customer** service;
- Pursuing world-class **cost** efficiency by eliminating non-value added activities and transaction costs; and
- Creating a **culture** that demands excellence in everything we do through continuous improvement.

On behalf of Acuity's management team and its Board of Directors, I want to thank our 6,000 associates for making possible the success we experienced in 2012 and for their continued contributions and dedication to our vision. I also want to thank our customers for their business, our suppliers for their support, and our stockholders for the partnership we share in our enterprise.

Sincerely,



Vernon J. Nagel  
*Chairman, President, and Chief Executive Officer*  
November 18, 2012



Vernon J. Nagel

# 2012 PERFORMANCE

## Financial success

in increased sales, margins, earnings and shareholder returns.

### FINANCIAL HIGHLIGHTS

FOR THE YEAR ENDED AUGUST 31

<i>(in millions of dollars, except earnings per share)</i>	2012 <sup>(1)</sup>	2011	% Change
<b>OPERATIONS</b>			
Net sales	\$ 1,933.7	\$ 1,795.7	8%
Gross profit %	40.8%	40.7%	
Operating profit	\$ 208.0	\$ 188.7	10%
Operating profit %	10.8%	10.5%	
Net income	\$ 116.3	\$ 105.5	10%
Diluted earnings per share	\$ 2.72	\$ 2.42	12%
Diluted weighted average number of shares outstanding (in millions)	41.9	42.8	
Return on average shareholders' equity	14.6%	14.3%	2%
Cash provided by operating activities	\$ 172.2	\$ 161.1	7%
Depreciation and amortization	\$ 39.8	\$ 40.1	(1%)
Capital expenditures	\$ 31.4	\$ 23.3	35%
<b>FINANCIAL POSITION</b>			
Total assets	\$ 1,737	\$ 1,597	9%
Total cash	\$ 285	\$ 170	67%
Total debt	\$ 354	\$ 353	0%
Total stockholders' equity	\$ 834	\$ 757	10%
Ratio of total debt to capital	29.8%	31.8%	
Operating working capital as a percentage of net sales <sup>(2)</sup>	11.6%	12.5%	

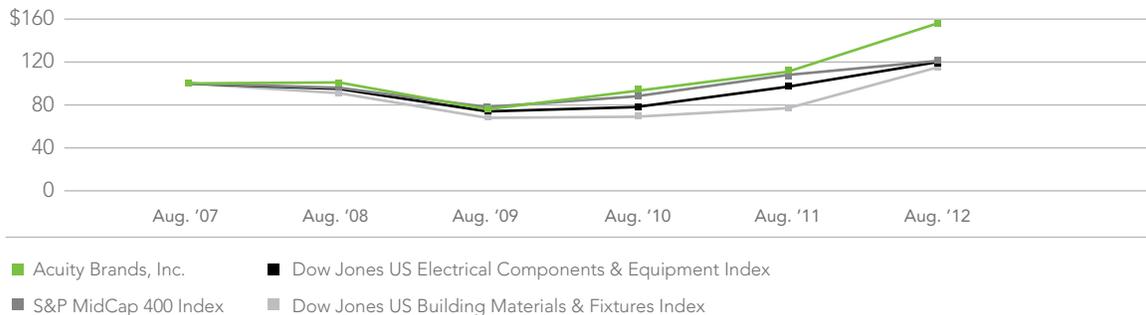
(1) 2012 results include a \$13.3 million pre-tax charge (or \$0.21 per diluted share) for streamling activities; \$3.2 million of higher costs (or \$0.05 per diluted share) directly related to manufacturing inefficiencies associated with the closing of the Cochran facility, and \$1.2 million of non-cash expenses (or \$0.02 per diluted share) related to the abandonment of certain otherwise usable inventory at the facility.

(2) Operating working capital is defined as net receivables plus inventories minus accounts payable.



## COMPARISON OF FIVE-YEAR CUMULATIVE TOTAL RETURN\*

Among Acuity Brands, Inc., the S&P MidCap 400 Index, the Dow Jones US Electrical Components & Equipment Index, and the Dow Jones US Building Materials & Fixtures Index



	Aug. '07	Aug. '08	Aug. '09	Aug. '10	Aug. '11	Aug. '12
Acuity Brands, Inc.	\$100	\$101	\$76	\$93	\$111	\$156
S&P MidCap 400 Index	\$100	\$ 96	\$78	\$88	\$108	\$121
Dow Jones US Electrical Components & Equipment Index	\$100	\$ 95	\$74	\$78	\$ 97	\$120
Dow Jones US Building Materials & Fixtures Index	\$100	\$ 91	\$68	\$69	\$ 77	\$115

\*Assumes \$100 invested on August 31, 2007 in stock or index, including reinvestment of dividends.

# BOARD OF DIRECTORS AND EXECUTIVE OFFICERS

## Board of Directors

Vernon J. Nagel<sup>1</sup>  
*Chairman, President, and  
Chief Executive Officer  
Acuity Brands, Inc.*

Peter C. Browning<sup>2</sup>  
*Non-Executive Chairman  
Nucor Corporation;*

*Former Dean  
McColl Graduate School  
of Business at Queens  
University of Charlotte*

George C. (Jack) Guynn  
*Former President and  
Chief Executive Officer  
Federal Reserve Bank  
of Atlanta*

Gordon D. Harnett  
*Former Chairman, President  
and Chief Executive Officer  
Brush Engineered  
Materials, Inc.  
(now known as Materion Corp.)*

Robert F. McCullough<sup>3</sup>  
*Former Chief Financial Officer  
AMVESCAP PLC  
(now known as Invesco Ltd.)*

Julia B. North  
*Former President and  
Chief Executive Officer  
VSI Enterprises, Inc.;*

*Former President of  
Consumer Services  
BellSouth Corporation*

Dominic J. Pileggi  
*Chairman and  
Former Chief Executive Officer  
Thomas & Betts Corporation*

Ray M. Robinson<sup>4</sup>  
*Non-Executive Chairman  
Citizens Trust Bank;  
President Emeritus  
East Lake Golf Club*

Norman H. Wesley  
*Former Chairman and  
Chief Executive Officer  
Fortune Brands, Inc.*

## Executive Officers

Vernon J. Nagel  
*Chairman, President, and  
Chief Executive Officer  
Acuity Brands, Inc.*

Richard K. Reece  
*Executive Vice President  
and Chief Financial Officer  
Acuity Brands, Inc.*

Mark A. Black  
*Executive Vice President  
Acuity Brands Lighting, Inc.*

1) Chairman of Executive Committee

2) Chairman of Governance Committee, Lead Director

3) Chairman of Audit Committee

4) Chairman of Compensation Committee

# STOCKHOLDER INFORMATION

## Corporate Headquarters

Acuity Brands, Inc.  
1170 Peachtree Street, NE  
Suite 2400  
Atlanta, Georgia 30309-7676  
404-853-1400  
www.acuitybrands.com

Acuity Brands Lighting  
One Lithonia Way  
Conyers, Georgia 30012-3957  
770-922-9000

## Independent Registered Public Accounting Firm

Ernst & Young LLP  
55 Ivan Allen Jr. Boulevard  
Suite 1000  
Atlanta, Georgia 30308-3051  
404-874-8300

## Annual Meeting

11:00 a.m. Eastern Time  
January 4, 2013  
Four Seasons Hotel Ballroom,  
75 Fourteenth Street, NE  
Atlanta, Georgia

## Reports Available to Stockholders

Copies of the following company reports may be obtained, without charge: 2012 Annual Report to the Securities and Exchange Commission, filed on Form 10-K, and Quarterly Reports to the Securities and Exchange Commission, filed on Form 10-Q.

Requests should be directed to:  
Acuity Brands, Inc.  
Attention: Investor Relations  
1170 Peachtree Street, NE  
Suite 2400  
Atlanta, Georgia 30309-7676  
404-853-1400  
www.acuitybrands.com

## Stock Listing

New York Stock Exchange  
Ticker Symbol: AYI

## Transfer Agent and Registrar

Computershare Shareowner Services is the transfer agent, registrar, dividend disbursing agent and dividend reinvestment agent for the Company. Stockholders of record with questions about lost certificates, lost or missing dividend checks, direct deposit of dividends, or notification of change of address should contact:

Acuity Brands, Inc.  
c/o Computershare Shareowner Services  
P.O. Box 358015  
Pittsburgh, Pennsylvania  
15252-8015

## Web site:

www.cpushareownerservices.com  
Toll Free: 866-234-1921  
(Inside the United States  
and Canada)

201-680-6685  
(Outside the United States and  
Canada)

## Direct Stock Purchase Plan

Computershare Shareowner Services offers a direct stock purchase and sale plan for investors wishing to purchase Acuity Brands stock. Dividends can be automatically reinvested. The Plan is not sponsored or administered by Acuity Brands.

Inquiries should be directed to:  
Computershare Shareowner Services.



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[www.acuitybrands.com](http://www.acuitybrands.com)