

ACUITY BRANDS INC  
Form SC 13G  
May 22, 2017

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G  
Under the Securities Exchange Act of 1934

Acuity Brands Inc.

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(Name of Issuer)  
Common Stock

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(Title of Class of Securities)  
00508Y102

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(CUSIP Number)  
May 10, 2017

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- ☐ Rule 13d-1(b)  
☒ Rule 13d-1(c)  
☐ Rule 13d-1(d)

\*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 00508Y102

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF  
ABOVE PERSONS (ENTITIES  
ONLY)

Generation Investment Management  
LLP

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

CITIZENSHIP OR PLACE OF  
ORGANIZATION

England and Wales

SOLE VOTING POWER

5

18,599

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

6

2,589,899

SOLE DISPOSITIVE POWER

7

18,599

SHARED DISPOSITIVE POWER

8

2,589,899

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

2,608,498

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

5.92%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

IA

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CUSIP No. 00508Y102

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF  
ABOVE PERSONS (ENTITIES  
ONLY)

Generation Investment Management  
US LLP

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

CITIZENSHIP OR PLACE OF  
ORGANIZATION

Delaware

SOLE VOTING POWER

5  
0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

6  
1,252,266

SOLE DISPOSITIVE POWER

7  
0

SHARED DISPOSITIVE POWER

8  
1,252,266

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

1,252,266

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

2.84%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

IA

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CUSIP No. 00508Y102

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF  
ABOVE PERSONS (ENTITIES  
ONLY)

Generation IM Fund plc

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

CITIZENSHIP OR PLACE OF  
ORGANIZATION

Ireland

SOLE VOTING POWER

5  
0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

6  
743,203

SOLE DISPOSITIVE POWER

7  
0

SHARED DISPOSITIVE POWER

8  
743,203

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

743,203

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)

11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

1.69%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

CO

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CUSIP No. 00508Y102

NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF  
ABOVE PERSONS (ENTITIES  
ONLY)

Generation IM Global Equity Fund  
LLC

CHECK THE APPROPRIATE BOX  
IF A MEMBER OF A GROUP

(a)

(b)

SEC USE ONLY

CITIZENSHIP OR PLACE OF  
ORGANIZATION

Delaware

SOLE VOTING POWER

5  
0

NUMBER OF  
SHARES  
BENEFICIALLY  
OWNED BY  
EACH  
REPORTING  
PERSON WITH

SHARED VOTING POWER

6  
549,904

SOLE DISPOSITIVE POWER

7  
0

SHARED DISPOSITIVE POWER

8  
549,904

AGGREGATE AMOUNT  
BENEFICIALLY OWNED BY EACH  
REPORTING PERSON

549,904

CHECK IF THE AGGREGATE  
AMOUNT IN ROW (9) EXCLUDES  
CERTAIN SHARES (SEE  
INSTRUCTIONS)



11 PERCENT OF CLASS  
REPRESENTED BY AMOUNT IN  
ROW (9)

1.25%

12 TYPE OF REPORTING PERSON  
(SEE INSTRUCTIONS)

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Item 1(a). Name of Issuer:

Acuity Brands, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

1170 Peachtree Street Northeast  
Suite 2300  
Atlanta, GA 30309-7676

Item 2(a). Name of Persons Filing:

Generation Investment Management LLP;  
Generation Investment Management US LLP;  
Generation IM Fund plc; and  
Generation IM Global Equity Fund LLC.

Item 2(b). Address of Principal Business Office or, if none, Residence:

Generation Investment Management LLP: 20 Air Street, 7<sup>th</sup> floor,  
London, United Kingdom W1B 5AN.

Generation Investment Management US LLP: One Bryant Park, 48th  
Floor, New York, NY 10036.

Generation IM Fund plc: Georges Court, 54-62 Townsend Street,  
Dublin 2, Ireland

Generation IM Global Equity Fund LLC: c/o One Bryant Park, 48th  
Floor, New York, NY 10036.

Item 2(c). Citizenship:

Generation Investment Management LLP – England and Wales  
Generation Investment Management US LLP - Delaware  
Generation IM Fund plc - Ireland  
Generation IM Global Equity Fund LLC - Delaware

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Number:

00508Y102

Item 3. If this statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is a:

- (a) ☐ Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o).
- (b) ☐ Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c).
- (c) ☐ Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c).
- (d) ☐ Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).
- (e) ☐ An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) ☐ An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g) ☐ A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (g) ☐ A savings association as defined in Section 3 of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) ☐ A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) ☐ A non- U.S. institution in accordance with Rule 13d-1(b)(1)(ii)(J);
- (k) ☐ A group, provided that all the members are persons specified with Rule 13d-1(b)(1)(ii)(A) through (J).

Item 4. Ownership.

(a). Amount beneficially owned:

See the response(s) to Item 9 on the attached cover pages.

(b). Percent of Class:

See the response(s) to Item 11 on the attached cover pages.

(c). Number of shares as to which such person has:

(i). Sole power to vote or to direct the vote: See the response(s) to Item 5 on the attached cover pages.

(ii). Shared power to vote or to direct the vote: See the response(s) to Item 6 on the attached cover pages.

(iii). Sole power to dispose or to direct the disposition of: See the response(s) to Item 7 on the attached cover pages.

(iv). Shared power to dispose or to direct the disposition of: See the response(s) to Item 8 on the attached cover pages.

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owner of more than 5 percent of the class of securities, check the following:  
Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

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Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: May 22, 2017

GENERATION INVESTMENT MANAGEMENT LLP

By: /s/ Alexander Marshall

Name: Alexander Marshall

Title: General Counsel & Chief Compliance Officer

GENERATION  
INVESTMENT  
MANAGEMENT US  
LLP

By: Generation  
Investment  
Management Services  
LLC

Its: Partner

By: /s/ Peter Harris

Name: Peter Harris

GENERATION IM  
FUND PLC

By: /s/ Peter Harris

Name: Peter Harris

Title: Director

GENERATION IM  
GLOBAL EQUITY  
FUND LLC

By: /s/ Peter Harris

Name: Peter Harris

INDEX TO EXHIBITS

Exhibit No. Exhibit

99.1 Joint Filing Agreement