Acuity Brands, Inc.
1170 Peachtree Street, NE
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November 28, 2011

via e-mail to:rule-comments@pcaobus.org

Public Company Oversight Board
Office of the Secretary
1666 K Street, NW
Washington, D.C. 20006-2803

Re: PCAOB Rulemaking Docket Matter No.37
Concept Release on Auditor Independence and Audit Firm Rotation

The Audit Committee of Acuity Brands, Inc. ("Acuity") is pleased to offer comments for consideration regarding the PCAOB's Concept Release on Auditor Independence and Audit Firm Rotation (the "Concept Release"). As the independent committee responsible for the oversight of the financial reporting of Acuity and the integrated audit as performed by Ernst & Young LLP, we fully understand and appreciate the need for continuous improvement to help ensure improved audit quality. However, the current proposal mandating the periodic rotation of audit firms could prove to be counterproductive as a result of the loss of industry and company-specific knowledge and expected higher audit expenses.

Loss of Industry and Company-Specific Knowledge

We believe an effective audit demands both industry experience and a thorough understanding of the operations and internal processes and controls of our company. An in-depth understanding of our industry, operations, processes, and controls accumulates over time. A mandatory rotation of audit firms undermines the ability of the firms to plan and conduct audits with the benefits of this knowledge, particularly in the first few years of the audit engagement. During these initial years of the audit engagement, we believe that the understanding of our industry, operations, processes, and controls by the new auditor will be at no greater depth than the predecessor firm. Therefore, no improvement in audit quality will result from a mandatory audit firm rotation.

Expected Higher Audit Expenses

Substantially higher costs will be incurred with a mandatory audit firm rotation requirement. These higher costs would result from a variety of factors including: (i) the investment in time and resources to educate new audit firm personnel and the unfavorable impact of inherently less efficient audits performed in the initial years of the engagement, (ii) the company resources required to prepare new schedules of information and analysis in the format requested by the new firm instead of just updating existing schedules prepared in prior years, (iii) the impact on

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competition for audit-related services, (iv) greater involvement of the audit committee and management in the audit firm identification and selection process, and (v) incidental expenses associated with non-audit services such as tax-related engagements that may be impacted by the proposed mandatory audit firm rotation requirement.

Inherently higher costs would result from the additional time and resources management and the new audit firm would be required to invest to enable the firm to obtain a sufficient understanding of our industry and internal processes and controls. This process of educating new auditors is clearly minimized with a continuous auditor-client relationship.

Given the number of audit firms capable of performing audit work for international companies, such as Acuity, mandatory audit firm rotations would almost certainly result in competition for audit services from a limited number of resources. The limited supply of audit firms capable of performing effective audits on companies with international subsidiaries coupled with the increase in demand for these audit services resulting from mandatory rotations will undoubtedly increase audit costs through the requirement of an auditor rotation and the resulting limited competition of potential audit firms. Also, the number of viable audit firms may be reduced further due to higher competition between registrants attempting to obtain the services of firms with experience in their respective industries and due to reduced competition from audit firms currently engaged by the client to assist with vital functions, such as internal audit, tax, and consulting services.

Management of Acuity and the audit committee will also be required to invest greater time and resources in the periodic requirement to identify and select the new audit firm. Finally, we believe the transition of non-audit services, such as tax-related services, could potentially result in greater costs for reasons similar to those noted above.

We firmly believe that the requirements instituted with, and in response to, the Sarbanes-Oxley Act of 2002 have been instrumental in the improvement of audit quality. We believe current processes, such as mandatory partner rotation, limitations on services provided by auditors, and the recent introduction of periodic reviews of audit quality performed by the PCAOB, among other processes, help ensure audit quality without the potential negative effects of mandatory audit firm rotation. Additionally, we believe that alternatives, such as specialized auditor training, would increase auditor independence, objectivity, and professional skepticism and, in turn, improve audit quality in a more effective manner.

In light of the potential negative impacts, we respectfully request that the PCAOB reconsider the mandatory audit firm rotation proposal within the Concept Release. The audit committee and management of Acuity appreciate the PCAOB's time and consideration regarding this matter. Please feel free to contact us with any questions concerning this letter.

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Respectfully,

/s/ Robert F. McCullough
Robert F. McCullough
Audit Committee Chairman

Acuity Brands, Inc., Audit Committee:
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