Acadia Healthcare Company, Inc.

Form 4

August 18, 2015

# FORM 4

Check this box

if no longer

subject to

Section 16.

Form 4 or

obligations

may continue.

See Instruction

Form 5

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

**OMB** Number:

5. Relationship of Reporting Person(s) to

Issuer

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

**OMB APPROVAL** 

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

2. Issuer Name and Ticker or Trading

1(b).

share

(Print or Type Responses)

1. Name and Address of Reporting Person \*

WAUD CAPITAL PARTNERS III.

L.L.C.			Acadia Healthcare Company, Inc. [ACHC]				(Check all applicable)			
	(First)	(Middle) T, SUITE		of Earliest T Day/Year) 2015	ransaction		- - l	Director Officer (give below)	title Oth below)	% Owner er (specify
4900 CHICAGO	(Street)			endment, D onth/Day/Yea	ate Original		<i>1</i> - -	6. Individual or Jo Applicable Line) Form filed by O _X_ Form filed by M Person	ne Reporting Pe	rson
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative S	Securit	ies Acqu	ired, Disposed of	, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Da (Month/Day/Year	e) Execution any		3. Transactic Code (Instr. 8)	4. Securities oner Dispose (Instr. 3, 4	d of (Ľ	))	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 Indirect Beneficial Ownership (Instr. 4)
Common Stock, par value \$0.01 per share	08/14/2015			S	764,544 (1)	D	\$ 80.47	2,523,229	I	See footnotes (2) (3) (6)
Common Stock, par value \$0.01 per	08/14/2015			J <u>(4)</u>	68,208	D	\$ 0	2,455,021	I	See footnotes (2) (5) (6)

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

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SEC 1474

(9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						]
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	m	or		
						Exercisable Date	Title				
				~	<del></del>				of		
				Code V	(A) (D)				Shares		

# **Reporting Owners**

Reporting Owner Name / Address		Relationships						
. 0	Director	10% Owner	Officer	Other				
WAUD CAPITAL PARTNERS III, L.L.C. 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654		X						
WAUD CAPITAL PARTNERS MANAGEMENT III, L.P. 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654		X						
WAUD CAPITAL PARTNERS III, L.P. 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654		X						
WAUD CAPITAL PARTNERS QP III, L.P. 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654		X						
WCP FIF III (ACADIA), L.P. 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654		X						
WAUD CAPITAL AFFILIATES III, L.L.C. 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654		X						

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## **Signatures**

Waud Capital Partners III, L.L.C., by /s/ Reeve B. Waud, its manager					
**Signature of Reporting Person	Date				
Waud Capital Partners Management III, L.P., by Waud Capital Partners III, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager	08/18/2015				
**Signature of Reporting Person	Date				
Waud Capital Partners III, L.P., by Waud Capital Partners Management III, L.P., its general partner, by Waud Capital Partners III, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager	08/18/2015				
**Signature of Reporting Person	Date				
Waud Capital Partners QP III, L.P., by Waud Capital Partners Management III, L.P., its general partner, by Waud Capital Partners III, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager	08/18/2015				
**Signature of Reporting Person	Date				
WCP FIF III (Acadia), L.P., by Waud Capital Partners Management III, L.P., its general partner, by Waud Capital Partners III, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager	08/18/2015				
**Signature of Reporting Person	Date				
Waud Capital Affiliates III, L.L.C., by Waud Capital Partners Management III, L.P., its manager, by Waud Capital Partners III, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager	08/18/2015				
**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).
- Represents shares sold in an underwritten offering as follows: (i) 82,859 shares by Waud Capital Partners III, L.P. ("WCP III"), (ii)
- (1) 468,553 shares by Waud Capital Partners QP III, L.P. ("Waud QP III"), (iii) 205,635 shares by WCP FIF III (Acadia), L.P. ("WCP FIF III") and (iv) 7,497 shares by Waud Capital Affiliates III, L.L.C. ("Waud Affiliates III").
  - Reeve B. Waud is a member of the board of directors of Acadia Healthcare Company, Inc. Mr. Waud is also the manager of Waud Capital Partners III, L.L.C. ("Waud III LLC") and a member of the Limited Partner Committee of Waud Capital Partners Management
- (2) III, L.P. ("WCPM III"). Waud III LLC is the general partner of WCPM III. WCPM III is the general partner of WCP III, Waud QP III and WCP FIF III and the manager of Waud Affiliates III. As a result, each of Mr. Waud, Waud III LLC and WCPM III may be deemed to share beneficial ownership of the reported shares.
- (3) The reported shares are owned of record as follows: (i) 244,274 shares by WCP III, (ii) 1,381,335 shares by Waud QP III, (iii) 606,228 shares by WCP FIF III and (iv) 291,392 shares by Waud Affiliates III.
- (4) Represents a pro rata in-kind distribution made by Waud Affiliates III to certain of its members for no consideration.
- (5) The reported shares are owned of record as follows: (i) 244,274 shares by WCP III, (ii) 1,381,335 shares by Waud QP III, (iii) 606,228 shares by WCP FIF III and (iv) 223,184 shares by Waud Affiliates III.
- (6) Each of the reporting persons expressly disclaims beneficial ownership of the reported shares except to the extent of its pecuniary interest

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.

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