

Acadia Healthcare Company, Inc.
 Form 4
 September 14, 2016

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
WAUD CAPITAL PARTNERS III, L.L.C.

2. Issuer Name and Ticker or Trading Symbol
Acadia Healthcare Company, Inc. [ACHC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 300 N. LASALLE STREET, SUITE 4900

3. Date of Earliest Transaction (Month/Day/Year)
 09/12/2016

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

CHICAGO, IL 60654

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___ Form filed by One Reporting Person
 ___X___ Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock, par value \$0.01 per share | 09/12/2016 | | S | 26,679 ⁽¹⁾ | D \$ 51.77 ⁽²⁾ | 2,301,983 | I See footnotes (3) (7) |
| Common Stock, par value \$0.01 per share | 09/13/2016 | | S | 3,275 ⁽⁴⁾ | D \$ 51.23 ⁽⁵⁾ | 2,298,708 | I See footnotes (3) (6) (7) |

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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)

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | 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 | | |

Signatures

| | |
|--|------------|
| Waud Capital Partners III, L.L.C., by /s/ Reeve B. Waud, its manager | 09/14/2016 |
| __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 | 09/14/2016 |
| __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 | 09/14/2016 |
| __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 | 09/14/2016 |
| __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 | 09/14/2016 |
| __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 | 09/14/2016 |
| __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).
- (1) Represents shares sold in market transactions under Rule 144 as follows: (i) 665 shares by Waud Capital Partners III, L.P. ("WCP III"), (ii) 14,664 shares by Waud Capital Partners QP III, L.P. ("Waud QP III"), (iii) 8,296 shares by WCP FIF III (Acadia), L.P. ("WCP FIF III") and (iv) 3,054 shares by Waud Capital Affiliates III, L.L.C. ("Waud Affiliates III").
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions under Rule 144 at prices ranging from \$51.58 to \$52.01, inclusive. The reporting persons undertake to provide to Acadia Healthcare Company, Inc., any security holder of Acadia Healthcare Company, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote (1) to this Form 4.
- (2) 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 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) Represents shares sold in market transactions under Rule 144 as follows: (i) 82 shares by WCP III, (ii) 1,800 shares by Waud QP III, (iii) 1,019 shares by WCP FIF III and (iv) 374 shares by Waud Affiliates III.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions under Rule 144 at prices ranging from \$51.15 to \$51.85, inclusive. The reporting persons undertake to provide to Acadia Healthcare Company, Inc., any security holder of Acadia Healthcare Company, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in Footnote (4) to this Form 4.
- (4) The reported shares are owned of record as follows: (i) 194,606 shares by WCP III, (ii) 1,287,433 shares by Waud QP III, (iii) 596,913 shares by WCP FIF III and (iv) 219,756 shares by Waud Affiliates III.

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- (7) Each of the reporting persons expressly disclaims beneficial ownership of the reported shares except to the extent of its pecuniary interest therein.

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.