

Acadia Healthcare Company, Inc.

Form 3

October 31, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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.

(Last) (First) (Middle)

WAUD CAPITAL PARTNERS,
LLC, 300 N. LASALLE
STREET, SUITE 4900

(Street)

CHICAGO, IL 60654

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
10/31/2011

3. Issuer Name and Ticker or Trading Symbol

Acadia Healthcare Company, Inc. [ACHC]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned (Instr. 4)

3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)

4. Nature of Indirect Beneficial Ownership (Instr. 5)

Common stock, par value \$0.01 per share

4,269,837

I (1) (2) (3)

Held directly by Acadia Healthcare Holdings, LLC

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and Expiration Date

3. Title and Amount of Securities Underlying

4. Conversion

5. Ownership

6. Nature of Indirect Beneficial Ownership

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| (Month/Day/Year) | Derivative Security (Instr. 4) | or Exercise Price of Derivative Security | Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|---------------------|-----------------------------------|---|--|------------|
| 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. WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654 | Â | Â X | Â | Â |
| WAUD CAPITAL PARTNERS MANAGEMENT III, L.P. WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654 | Â | Â X | Â | Â |
| WAUD CAPITAL PARTNERS III, L.P. WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654 | Â | Â X | Â | Â |
| WAUD CAPITAL PARTNERS QP III, L.P. WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654 | Â | Â X | Â | Â |
| WCP FIF III (ACADIA), L.P. WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654 | Â | Â X | Â | Â |
| WAUD CAPITAL AFFILIATES III, L.L.C. WAUD CAPITAL PARTNERS, LLC 300 N. LASALLE STREET, SUITE 4900 CHICAGO, IL 60654 | Â | Â X | Â | Â |

Signatures

| | |
|---|------------|
| Waud Capital Parters III, L.L.C., by /s/ Reeve B. Waud, its manager | 10/31/2011 |
| **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 | 10/31/2011 |
| **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 | 10/31/2011 |

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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

10/31/2011

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

10/31/2011

Signature of Reporting Person

Date

Waud Capital Partners Affiliates III, LLC., 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

10/31/2011

Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

Reeve B. Waud is a member of the board of managers of Acadia Healthcare Holdings, LLC ("Holdings"). 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 Waud Capital Partners III, L.P. ("WCP III"), Waud Capital Partners QP III, L.P. ("Waud QP III") and WCP FIF III (Acadia), L.P. ("WCP FIF III"). WCPM III is also the manager of Waud Capital Affiliates III, L.L.C. ("Waud Affiliates III"). As a result each of Waud III LLC, WCPM III, WCP III, Waud QP III, WCP FIF III and Waud Affiliates III may be deemed to share beneficial ownership of the reported securities.

Holdings will distribute shares of Acadia Healthcare Company, Inc. common stock to its members, which include certain of the reporting persons, in respect of their ownership interests prior to the merger of Acadia Healthcare Company, Inc. and PHC, Inc. After such distribution, the reported shares will be owned of record as follows: (i) 424,848 shares by WCP III; (ii) 2,402,453 shares by Waud QP III; (iii) 1,054,368 shares by WCP FIF III; and (iv) 388,167 shares by Waud Affiliates III.

Each of the reporting persons expressly disclaims beneficial ownership of the reported securities except to the extent of its pecuniary interest therein.

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Remarks:

The reporting persons set forth are members of a "group" with the Reeve B. Waud 2011 Family Waud Capital Partners II, L.L.C., Waud Capital Partners Management II, L.P., Waud Capital Partners QP II, L.P., WCP FIF II (Acadia), L.P., and Waud Capital Affiliates II, L.L.C. The Form 3's

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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