

WAUD REEVE B
Form 4
December 18, 2017

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
WAUD REEVE B

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)
12/15/2017

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

(Street)

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

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

CHICAGO, IL 60654

(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)
Common Stock, par value \$0.01 per share	12/15/2017		S	100,000 (1)	\$ 31.797 (2)	1,097,606 (3) I	See Footnotes (4) (8)
Common Stock, par value \$0.01 per share	12/15/2017		G V	795,667 (5)	\$ 0	1,093,628 (6) I	See Footnotes (7) (8)

10,088 (9) D

Common
Stock, par
value
\$0.01 per
share

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 Following Report Transaction (Instr. 6)
				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 REEVE B
300 N. LASALLE STREET, SUITE 4900 X
CHICAGO, IL 60654

Signatures

/s/ Reeve B.
Waud 12/18/2017

__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 under Rule 144 by the Halcyon Exempt Family Trust (the "Halcyon Trust").

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(2) 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 \$31.57 to \$32.16, inclusive. The reporting person undertakes 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.

(3) The reported shares were owned of record as follows: (i) 231,113 shares by the Halcyon Trust, (ii) 33,333 shares by Melissa W. Waud, Mr. Waud's wife, (iii) 37,493 shares by Waud Capital Partners, L.L.C. ("WCP LLC"), and (iv) 795,667 by Crystal Cove LP.

(4) Mr. Waud may be deemed to beneficially own the shares of common stock reported herein by virtue of (A) his being the investment advisor of the Halcyon Trust of which Mr. Waud's children are beneficiaries, (B) his being married to Ms. Waud, (C) his being the sole manager of WCP LLC and (D) his being the general partner of Crystal Cove LP.

(5) Represents a pro rata distribution of shares by Crystal Cove LP to its limited partners for no consideration : (i) 3,978 shares to Mr. Waud, (ii) 424,799 to the Reeve B. Waud 2011 Family Trust (the "2011 Family Trust"), (iii) 183,445 shares to the Reeve B. Waud Jr. 2012 Family Trust (the "2012 RBW Jr Family Trust"), and (iv) 183,445 shares to the Cecily R.M. Waud 2012 Family Trust (the "2012 CRMW Family Trust"). The limited partners acquired their indirect interest in the shares held by Crystal Cove LP as a result of gifts from Mr. Waud and certain affiliated family trusts. Mr. Waud may be deemed to retain an indirect beneficial ownership in all of the shares distributed by Crystal Cove LP (other than shares distributed to him personally) by virtue of the relationships described in Footnote (7).

(6) The shares are owned of record as follows: (i) 231,113 shares by the Halcyon Trust, (ii) 33,333 shares by Melissa W. Waud, Mr. Waud's wife, (iii) 37,493 shares by WCP LLC, (iv) 424,799 shares by the 2011 Family Trust, (v) 183,445 shares by the 2012 RBW Jr Family Trust, and (vi) 183,445 shares by the 2012 CRMW Family Trust.

(7) Mr. Waud may be deemed to beneficially own the shares of common stock reported herein by virtue of (A) his being the investment advisor of the Halcyon Trust and of the 2011 Family Trust of which Mr. Waud's children are beneficiaries, (B) his being married to Ms. Waud, (C) his being the sole manager of WCP LLC, and (D) his being the investment advisor of the 2012 RBW Jr Family Trust and the 2012 CRMW Family Trust of which Mr. Waud's grandchildren are beneficiaries.

(8) Mr. Waud expressly disclaims beneficial ownership of the reported shares except to the extent of his pecuniary interest therein.

(9) Includes 3,978 shares received in the pro rata distribution from Crystal Cove LP. A portion of the shares held by Mr. Waud of record are held for the benefit of WCP LLC.

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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