

Acadia Healthcare Company, Inc.  
 Form 4  
 December 14, 2012

**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)  
 12/12/2012

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 10% Owner  
 \_\_\_\_ Other (specify below)

(Street)  
 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  
 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   |  |   |                  |                       |
|  |                                      |  |                                | Code  | V   | Amount   |   |                  |                       |
| Common Stock, par value \$0.01 per share | 12/12/2012                           |  | S                              | 853,968   | D   | \$ 21.6  | 3,415,868   | I <sup>(3)</sup> | See footnotes (1) (2) |

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

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SEC 1474 (9-02)

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**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 Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  | 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.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654          |               | X         |         |       |
| WAUD CAPITAL PARTNERS MANAGEMENT III, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654 |               | X         |         |       |
| WAUD CAPITAL PARTNERS III, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654            |               | X         |         |       |
| WAUD CAPITAL PARTNERS QP III, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654         |               | X         |         |       |
| WCP FIF III (ACADIA), L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654                 |               | X         |         |       |
| WAUD CAPITAL AFFILIATES III, L.L.C.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654        |               | X         |         |       |

## Signatures

Waud Capital Partners III, L.L.C., by /s/ Reeve B. Waud, its manager

12/14/2012

\_\_Signature of Reporting Person

Date

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|  |            |
|--|------------|
| 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   | 12/14/2012 |
| __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    | 12/14/2012 |
| __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 | 12/14/2012 |
| __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         | 12/14/2012 |
| __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        | 12/14/2012 |
| __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) The reported shares are owned of record as follows: (i) 339,878 shares by Waud Capital Partners III, L.P. ("WCP III"), (ii) 1,921,962 shares by Waud Capital Partners QP III, L.P. ("Waud QP III"), (iii) 843,494 shares by WCP FIF III (Acadia), L.P. ("WCP FIF III") and (iv) 310,534 shares by Waud Capital Affiliates III, L.L.C. ("Waud Affiliates III").
- (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 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 shares.
- (3) Each of the reporting persons expressly disclaims beneficial ownership of the reported shares except to the extent of its pecuniary interest therein.

### Remarks:

The reporting persons are members of a "group" with the Reeve B. Waud 2011 Family Trust, Waud Family Partners, L.P., Wa

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.