

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

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2015  
 Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**WAUD CAPITAL PARTNERS II, 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 \_\_\_X\_\_\_ 10% Owner  
 \_\_\_ Officer (give title below) \_\_\_ 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  
 \_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) |
|--|--------------------------------------|--|--------------------------------|---|---|--|---|
|  |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price   |
| Common Stock, par value \$0.01 per share | 12/12/2012                           |  | S                              |   | 1,983,314   | D  | \$ 21.6   |
|  |                                      |  |                                |   | 7,933,257   | I (3)  |   |

See footnotes (1) (2)

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

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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 II, L.L.C.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654          |               | X         |         |       |
| WAUD CAPITAL PARTNERS MANAGEMENT II, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654 |               | X         |         |       |
| WAUD CAPITAL PARTNERS II, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654            |               | X         |         |       |
| WAUD CAPITAL PARTNERS QP II, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654         |               | X         |         |       |
| WCP FIF II (ACADIA), L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654                 |               | X         |         |       |
| WAUD CAPITAL AFFILIATES II, L.L.C.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654        |               | X         |         |       |
| REEVE B. WAUD 2011 FAMILY TRUST<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654           |               | X         |         |       |
| WAUD FAMILY PARTNERS, L.P.<br>300 N. LASALLE STREET, SUITE 4900<br>CHICAGO, IL 60654                |               | X         |         |       |

## Signatures

|   |            |
|---|------------|
| Waud Capital Partners II, L.L.C., by /s/ Reeve B. Waud, its manager   | 12/14/2012 |
| __Signature of Reporting Person   | Date       |
| Waud Capital Partners Management II, L.P., by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager  | 12/14/2012 |
| __Signature of Reporting Person   | Date       |
| Waud Capital Partners II, L.P., by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, 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 II, L.P., by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager | 12/14/2012 |
| __Signature of Reporting Person   | Date       |
| WCP FIF II (Acadia), L.P., by Waud Capital Partners Management II, L.P., its general partner, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager         | 12/14/2012 |
| __Signature of Reporting Person   | Date       |
| Waud Capital Affiliates II, L.L.C., by Waud Capital Partners Management II, L.P., its manager, by Waud Capital Partners II, L.L.C., its general partner, by /s/ Reeve B. Waud, its manager        | 12/14/2012 |
| __Signature of Reporting Person   | Date       |
| Reeve B. Waud 2011 Family Trust, by /s/ Cornelius B. Waud, its trustee  | 12/14/2012 |
| __Signature of Reporting Person   | Date       |
| Waud Family Partners, L.P., by /s/ Reeve B. Waud, its general partner   | 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) 2,117,532 shares by Waud Capital Partners II, L.P. ("WCP II"), (ii) 3,871,185 shares by Waud Capital Partners QP II, L.P. ("Waud QP II"), (iii) 590,810 shares by WCP FIF II (Acadia), L.P. ("WCP FIF II"), (iv) 605,092 shares by Waud Capital Affiliates II, L.L.C. ("Waud Affiliates II"), (v) 673,774 shares by the Reeve B. Waud 2011 Family Trust (the "Waud Trust") and (vi) 74,864 shares by Waud Family Partners, L.P. ("WFP LP").
- (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 II, L.L.C. ("Waud II LLC") and a member of the Limited Partner Committee of Waud Capital Partners Management II, L.P. ("WCPM II"). Waud II LLC is the general partner of WCPM II. WCPM II is the general partner of WCP II, Waud QP II and WCP FIF II and the manager of Waud Affiliates II. Mr. Waud is also the investment advisor of the Waud Trust and the general partner of WFP LP. As a result, each of Waud II LLC, WCPM II, WCP II, Waud QP II, WCP FIF II, Waud Affiliates II, the Waud Trust and WFP LP 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 Waud Capital Partners III, L.L.C., Waud Capital Partners Management I

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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