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

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**SCHEDULE 13D**  
(Rule 13d-101)

**INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO § 240.13d-1(a) AND AMENDMENTS THERETO FILED  
PURSUANT TO § 240.13d-2(a)**

**Under the Securities Exchange Act of 1934**

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**Acadia Healthcare Company, Inc.**  
(Name of Issuer)

**Common Stock, par value \$0.01**  
(Title of Class of Securities)

**00404A109**  
(CUSIP Number)

**Christopher L. Howard**  
**Executive Vice President, General Counsel and Secretary**  
**Acadia Healthcare Company, Inc.**  
**830 Crescent Centre Drive, Suite 610**  
**Franklin, Tennessee 37067**  
**(615) 861-6000**

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

**February 11, 2015**  
(Date of Event Which Requires Filing of this Statement)

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If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(e), 13d-1(f) or 13d-1(g), check the following box:

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*Note.* Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

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\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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1.	Names of Reporting Persons.  Joey A. Jacobs	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  1,112,110 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  1,112,110 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  1,112,110 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  1.7% (See Item 5)	
14.	Type of Reporting Person  IN	

1.	Names of Reporting Persons.  Jeremy Brent Jacobs GST Non-Exempt Trust u/a/d 04/26/2011	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  308,825 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  308,825 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  308,825 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.5% (See Item 5)	
14.	Type of Reporting Person  OO	

1.	Names of Reporting Persons.  Scott Douglas Jacobs GST Non-Exempt Trust u/a/d 04/26/2011	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  308,824 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  308,824 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  308,824 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.5% (See Item 5)	
14.	Type of Reporting Person  OO	

1.	Names of Reporting Persons. <b>Brent Turner</b>	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds <b>OO (See Item 3)</b>	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization <b>United States</b>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power <b>0</b>
	8.	Shared Voting Power <b>278,811 (See Item 5)</b>
	9.	Sole Dispositive Power <b>0</b>
	10.	Shared Dispositive Power <b>278,811 (See Item 5)</b>
11.	Aggregate Amount Beneficially Owned by Each Reporting Person <b>278,811 (See Item 5)</b>	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) <b>0.4% (See Item 5)</b>	
14.	Type of Reporting Person <b>IN</b>	

1.	Names of Reporting Persons.  Elizabeth Grace Turner 2011 Vested Trust	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  103,126 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  103,126 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  103,126 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.2% (See Item 5)	
14.	Type of Reporting Person  OO	

1.	Names of Reporting Persons.  William Jesse Turner 2011 Vested Trust	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  103,126 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  103,126 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  103,126 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.2% (See Item 5)	
14.	Type of Reporting Person  OO	

1.	Names of Reporting Persons. <b>Ronald M. Fincher</b>	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds <b>OO (See Item 3)</b>	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization <b>United States</b>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power <b>0</b>
	8.	Shared Voting Power <b>140,648 (See Item 5)</b>
	9.	Sole Dispositive Power <b>0</b>
	10.	Shared Dispositive Power <b>140,648 (See Item 5)</b>
11.	Aggregate Amount Beneficially Owned by Each Reporting Person <b>140,648 (See Item 5)</b>	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) <b>0.2% (See Item 5)</b>	
14.	Type of Reporting Person <b>IN</b>	



1.	Names of Reporting Persons. Ras W. Fincher II Trust u/a/d 9/13/11	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power 0
	8.	Shared Voting Power 33,847 (See Item 5)
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 33,847 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 33,847 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.1% (See Item 5)	
14.	Type of Reporting Person OO	

1.	Names of Reporting Persons.  Morgan M. Fincher Trust u/a/d 9/13/11	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  33,847 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  33,847 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  33,847 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.1% (See Item 5)	
14.	Type of Reporting Person  OO	

1.	Names of Reporting Persons. Cody C. Fincher Trust u/a/d 9/13/11	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power 0
	8.	Shared Voting Power 33,847 (See Item 5)
	9.	Sole Dispositive Power 0
	10.	Shared Dispositive Power 33,847 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person 33,847 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) 0.1% (See Item 5)	
14.	Type of Reporting Person OO	

1.	Names of Reporting Persons.  Jack E. Polson	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  195,943 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  195,943 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  195,943 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.3% (See Item 5)	
14.	Type of Reporting Person  IN	

1.	Names of Reporting Persons.  Jack E. Polson Family 2013 Grantor Retained Annuity Trust	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  Tennessee	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  51,084 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  51,084 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  51,084 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.1% (See Item 5)	
14.	Type of Reporting Person  OO	

1.	Names of Reporting Persons.  Christopher L. Howard	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  229,777 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  229,777 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  229,777 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.3% (See Item 5)	
14.	Type of Reporting Person  IN	

1.	Names of Reporting Persons.  Danny E. Carpenter	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  63,384 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  63,384 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  63,384 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.1% (See Item 5)	
14.	Type of Reporting Person  IN	

1.	Names of Reporting Persons. <b>Robert W. Swinson</b>	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds <b>OO (See Item 3)</b>	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization <b>United States</b>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power <b>0</b>
	8.	Shared Voting Power <b>86,611 (See Item 5)</b>
	9.	Sole Dispositive Power <b>0</b>
	10.	Shared Dispositive Power <b>86,611 (See Item 5)</b>
11.	Aggregate Amount Beneficially Owned by Each Reporting Person <b>86,611 (See Item 5)</b>	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) <b>0.1% (See Item 5)</b>	
14.	Type of Reporting Person <b>IN</b>	



1.	Names of Reporting Persons.  Fred T. Dodd, Jr.	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds  OO (See Item 3)	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e)  <input type="checkbox"/>	
6.	Citizenship or Place of Organization  United States	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power  0
	8.	Shared Voting Power  86,850 (See Item 5)
	9.	Sole Dispositive Power  0
	10.	Shared Dispositive Power  86,850 (See Item 5)
11.	Aggregate Amount Beneficially Owned by Each Reporting Person  86,850 (See Item 5)	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares  <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11)  0.1% (See Item 5)	
14.	Type of Reporting Person  IN	

1.	Names of Reporting Persons. <b>Randall P. Goldberg</b>	
2.	Check the Appropriate Box if a Member of a Group (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3.	SEC Use Only	
4.	Source of Funds <b>OO (See Item 3)</b>	
5.	Check if Disclosure of Legal Proceedings is Required Pursuant to Item 2(d) or 2(e) <input type="checkbox"/>	
6.	Citizenship or Place of Organization <b>United States</b>	
Number of Shares Beneficially Owned by Each Reporting Person With:	7.	Sole Voting Power <b>0</b>
	8.	Shared Voting Power <b>18,612 (See Item 5)</b>
	9.	Sole Dispositive Power <b>0</b>
	10.	Shared Dispositive Power <b>18,612 (See Item 5)</b>
11.	Aggregate Amount Beneficially Owned by Each Reporting Person <b>18,612 (See Item 5)</b>	
12.	Check if the Aggregate Amount in Row (11) Excludes Certain Shares <input type="checkbox"/>	
13.	Percent of Class Represented by Amount in Row (11) <b>0.1% (See Item 5)</b>	
14.	Type of Reporting Person <b>IN</b>	

**Item 1. Security and Issuer.**

This statement on Schedule 13D relates to the Reporting Persons' beneficial ownership interest in the Common Stock, par value \$0.01 per share (the "Common Stock"), of Acadia Healthcare Company, Inc. (the "Company"). The Company's principal executive offices are at 830 Crescent Centre Drive, Suite 610, Franklin, Tennessee 37067.

**Item 2. Identity and Background.**

(a) This Schedule 13D is being jointly filed by each of the following persons pursuant to Rule 13d-1(k) promulgated by the Securities and Exchange Commission pursuant to Section 13 of the Act: (i) Joey A. Jacobs; (ii) the Jeremy Brent Jacobs GST Non-Exempt Trust u/a/d 04/26/2011 (the "Jeremy Jacobs Trust"); (iii) the Scott Douglas Jacobs GST Non-Exempt Trust u/a/d 04/26/2011 (the "Scott Jacobs Trust") (iv) Brent Turner; (v) the Elizabeth Grace Turner 2011 Vested Trust (the "Elizabeth Turner Trust"); (vi) the William Jesse Turner 2011 Vested Trust (the "William Turner Trust"); (vii) Ronald M. Fincher; (viii) the Ras W. Fincher II Trust u/a/d 9/13/11 (the "Ras Fincher Trust"); (ix) the Morgan M. Fincher Trust u/a/d 9/13/11 (the "Morgan Fincher Trust"); (x) the Cody C. Fincher Trust u/a/d 9/13/11 (the "Cody Fincher Trust"); (xi) Jack E. Polson; (xii) the Jack E. Polson Family 2013 Grantor Retained Annuity Trust (the "Polson Family Trust"); (xiii) Christopher L. Howard; (xiv) Danny E. Carpenter; (xv) Robert W. Swinson; (xvi) Fred T. Dodd, Jr.; and (xvii) Randall P. Goldberg (collectively, the "Reporting Persons").

The Reporting Persons have previously filed statements on Schedule 13G with respect to the Common Stock reported on this Schedule 13D. As a result of the Stockholders Agreement (as defined in Item 4 below), the Reporting Persons, the affiliates of Waud Capital Partners, L.L.C. listed below ("Waud Capital Partners") and the investment funds affiliated with Bain Capital Partners, LLC listed below ("Bain Capital" and collectively with the Reporting Persons and Waud Capital Partners, the "Investment Group") may be deemed to be a group pursuant to Rule 13d-5(b)(1) of the Act with respect to the Common Stock. As further described in Item 4 below, the Reporting Persons are filing this Schedule 13D to report the addition of new members to the "group." Because the new members own greater than 2% of the outstanding Common Stock of the Company, the Reporting Persons are no longer eligible to report their ownership on Schedule 13G.

Waud Capital Partners

Waud Capital Partners II, L.P.  
Waud Capital Partners QP II, L.P.  
WCP FIF II (Acadia), L.P.  
Waud Capital Partners III, L.P.  
Waud Capital Partners QP III, L.P.  
WCP FIF III (Acadia), L.P.  
Waud Capital Affiliates II, LLC  
Waud Capital Affiliates III, LLC  
Waud Family Partners, L.P.  
Reeve B. Waud 2011 Family Trust  
Waud Capital Partners, LLC  
Crystal Cove LP  
Reeve B. Waud  
Melissa Waud

Bain Capital

Bain Capital Fund VIII, LLC  
Bain Capital VIII Coinvestment Fund, LLC  
BCIP Associates III, LLC  
BCIP Associates – G  
BCIP Associates III-B, LLC  
BCIP T Associates III, LLC  
BCIP T Associates III-B, LLC  
RGIP, LP

The Reporting Persons have entered into a Joint Filing Agreement, dated February 17, 2015, a copy of which is attached as Exhibit 1 to this statement, pursuant to which the Reporting Persons agreed to file this Schedule 13D and any amendments thereto jointly in accordance with the provisions of Rule 13d-1(k)(1) under the Act.

(b) The address of the principal business office of the Reporting Persons is c/o Acadia Healthcare Company, Inc., 830 Crescent Centre Drive, Suite 610, Franklin, Tennessee 37067.

(c)

<b>Reporting Person</b>	<b>Occupation/Relationship to Issuer</b>
Joey A. Jacobs	Chief Executive Officer
Brent Turner	President
Ronald M. Fincher	Chief Operating Officer
Christopher L. Howard	Executive Vice President, General Counsel and Secretary
Fred T. Dodd, Jr.	Chief Compliance Officer
Randall P. Goldberg	Vice President - Business Development
Jack E. Polson	Former Chief Financial Officer and Executive Vice President
Danny E. Carpenter	Former Division Chief Financial Officer
Robert W. Swinson	Former Division Chief Financial Officer

(d)-(e) In the last five years, no Reporting Person has, to the best of their knowledge, been convicted in a criminal proceeding (excluding traffic violations and similar misdemeanors) or was a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

(f) The Jeremy Jacobs Trust, the Scott Jacobs Trust, the Elizabeth Turner Trust, the William Turner Trust, the Ras Fincher Trust, the Morgan Fincher Trust, the Cody Fincher Trust and the Polson Family Trust were organized under the laws of the State of Tennessee.

Messrs. Waud, Jacobs, Turner, Fincher, Polson, Howard, Carpenter, Swinson, Dodd and Goldberg are citizens of the United States.

### **Item 3. Source and Amount of Funds or Other Consideration.**

The Common Stock held by certain of the Reporting Persons was distributed by Acadia Healthcare Holdings, LLC (“Holdings”) in a pro rata distribution in respect of their ownership interests in Holdings prior to the merger of the Company and PHC, Inc. on November 1, 2011. In addition, certain of the Reporting Persons have received, from time to time, shares of Common Stock from the Company as equity-based awards granted under the Company’s Incentive Compensation Plan for serving as officers or employees of the Company. Certain of the Reporting Persons are trusts that hold shares gifted by certain of the Reporting Persons.

### **Item 4. Purpose of Transaction.**

On October 29, 2014, the Company entered into an Agreement and Plan of Merger (the “Merger Agreement”) among the Company, Copper Acquisition Co., Inc., a newly formed Delaware corporation wholly owned by the Company (“Merger Sub”), and CRC Health Group, Inc., a Delaware corporation (“CRC”), pursuant to which, among other things, Merger Sub would be merged with and into CRC, with CRC surviving (the “Merger”). Bain Capital owned approximately 98% of the capital stock of CRC prior to the consummation of the Merger. The Merger was consummated on February 11, 2015. The Reporting Persons entered into an amended and restated stockholders agreement (the “Stockholders Agreement”) with the Company, Waud Capital Partners and Bain Capital on October 29, 2014. The Stockholders Agreement became effective on February 11, 2015, in connection with the closing of the Merger. The Reporting Persons and Bain Capital agreed to vote their shares of Common Stock (and any other voting securities of the Company over which they have voting control) in favor of a nominee to the Company’s board of directors to be designated by Waud Capital Partners in accordance with the terms of the Stockholders Agreement.

Except as otherwise described in this Schedule 13D, none of the Reporting Persons currently has any plans or proposals that would result in or relate to any of the transactions or changes listed in Items 4(a) through 4(j) of Schedule 13D. However, as part of their ongoing evaluation of investment and investment alternatives, the Reporting Persons may consider such matters and, subject to applicable law, may formulate a plan with respect to such matters or make formal proposals to management or the board of directors of the Company, other stockholders of the Company or other third parties regarding such matters. Subject to certain limitations in the Stockholders Agreement, the Reporting Persons retain the right to, from time to time, acquire additional Common Stock or other security of the Company, or to sell or otherwise dispose of all or part of the Common Stock or other securities of the Company, if any, beneficially owned by them, in any manner permitted by law. Subject to certain limitations in the Stockholders Agreement and depending on market conditions and other factors, the Reporting Persons may acquire additional securities of the Company in the open market, in privately negotiated transactions (which may be with the Company or with third parties) or otherwise, dispose of all or a portion of their holdings of securities of the Company or to change their intention with respect to any or all of the matters referred to in this Item 4.

#### Item 5. Interest in Securities of the Issuer.

(a) The following table sets forth the aggregate number and percentage of Common Stock beneficially owned by each Reporting Person (based on 65,996,092 shares of Common Stock outstanding as of February 11, 2015). The aggregate number and percentage of the Common Stock beneficially owned by each Reporting Person is calculated in accordance with Rule 13d-3.

<u>Reporting Person</u>	<u>Number of Shares Beneficially Owned</u>	<u>Percentage of Common Stock Outstanding</u>
Joey A. Jacobs(1)	392,920	*0%
Jeremy Brent Jacobs GST Non-Exempt Trust u/a/d 04/26/2011	308,825	*0%
Scott Douglas Jacobs GST Non-Exempt Trust u/a/d 04/26/2011	308,824	*0%
Brent Turner(2)	72,559	*0%
Elizabeth Grace Turner 2011 Vested Trust	103,126	*0%
William Jesse Turner 2011 Vested Trust	103,126	*0%
Ronald M. Fincher	140,648	*0%
Ras W. Fincher II Trust u/a/d 9/13/11	33,847	*0%
Morgan M. Fincher Trust u/a/d 9/13/11	33,847	*0%
Cody C. Fincher Trust u/a/d 9/13/11	33,847	*0%
Jack E. Polson(3)	144,859	*0%
Jack E. Polson Family 2013 Grantor Retained Annuity Trust	51,084	*0%
Christopher L. Howard	229,777	*0%
Danny E. Carpenter	63,384	*0%
Robert W. Swinson	86,611	*0%
Fred T. Dodd, Jr.	86,850	*0%
Randall P. Goldberg	18,612	*0%
<b>Total for Reporting Persons</b>	<b>2,212,746</b>	<b>3.4%</b>

\* Less than 1%

- (1) Does not reflect an additional 719,190 shares of Common Stock that Mr. Jacobs may be deemed to beneficially own as trustee of the Jeremy Brent Jacobs GST Non-Exempt Trust U/A/D 04-26-2011, the Scott Douglas Jacobs GST Non-Exempt Trust U/A/D 04-26-2011, the Ras W. Fincher II Trust U/A/D 09-13-2011, the Morgan M. Fincher Trust U/A/D 09-13-2011 and the Cody C. Fincher Trust U/A/D 09-13-2011.
- (2) Does not reflect an additional 206,252 shares of Common Stock that Mr. Turner may be deemed to beneficially own as the husband of the trustee of the Elizabeth Grace Turner 2011 Vested Trust and the William Jesse Turner 2011 Vested Trust.
- (3) Does not reflect an additional 51,084 shares of Common Stock that Mr. Polson may be deemed to beneficially own as trustee of the Jack E. Polson Family 2013 Grantor Retained Annuity Trust.

The Reporting Persons have been advised that, as of the date hereof, Waud Capital Partners holds an aggregate of 11,788,476 shares, or 17.9%, of the Company's Common Stock and Bain Capital holds an aggregate of 5,834,273 shares, or 8.8%, of the Company's Common Stock. It is the understanding of the Reporting Persons that Waud Capital Partners and Bain Capital will each be filing a separate Schedule 13D.

(b) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote: See Item 7 on the cover pages hereto.
- (ii) shared power to vote or to direct the vote: See Item 8 on the cover pages hereto.
- (iii) sole power to dispose or to direct the disposition of: See Item 9 on the cover pages hereto.
- (iv) shared power to dispose or to direct the disposition of: See Item 10 on the cover pages hereto.

(c) None, other than Common Stock received by certain of the Reporting Persons from time to time related to equity-based awards granted under the Company's Incentive Compensation Plan for serving as officers or employees of the Company.

(d) Not applicable.

(e) Not applicable.

**Item 6. Contracts, Arrangements, Understandings or Relationships With Respect to Securities of the Issuer.**

The discussion of the Stockholders Agreement in Item 4 is incorporated herein by reference. The Stockholders Agreement also contains transfer restrictions with respect to equity of the Company held by certain of the Reporting Persons.

Concurrently with the execution of the Merger Agreement, the Company entered into a Second Amended and Restated Registration Rights Agreement (the "Registration Rights Agreement") with the parties named therein. The Registration Rights Agreement, effective February 11, 2015, grants certain parties thereto "demand" registration rights for registered offerings and "piggyback" registration rights with respect to the Company's securities. All expenses incident to registrations are required to be borne by the Company.

The descriptions of the New Registration Rights Agreement and Stockholders Agreements in this Schedule 13D do not purport to be complete descriptions and are qualified in their entirety by reference to the full text of the such agreements, which are incorporated herein by reference.

Pursuant to Rule 13d-4 of the Act, the Reporting Persons expressly declare that the filing of this statement shall not be construed as an admission that any such person is, for the purposes of Section 13(d) and/or Section 13(g) of the Act or otherwise, the beneficial owner of any securities covered by this statement held by any other person. The Reporting Persons expressly disclaim that they have agreed to act as a group other than as described in this Schedule 13D.

**Item 7. Materials to be Filed as Exhibits.**

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 1:	Joint Filing Agreement as required by Rule 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.
Exhibit 2:	Amended and Restated Stockholders Agreement (incorporated by reference to Exhibit 4.1 to the Company's Current Report on Form 8-K (File No. 001-35331), filed with the SEC on October 30, 2014).
Exhibit 3:	Second Amended and Restated Registration Rights Agreement (incorporated by reference to Exhibit 4.2 to the Company's Current Report on Form 8-K (File No. 001-35331), filed with the SEC on October 30, 2014).
Exhibit 4:	Amendment, dated February 11, 2015, to the Second Amended and Restated Registration Rights Agreement (incorporated by reference to Exhibit 4.6 to the Company's Current Report on Form 8-K (File No. 001-35331), filed with the SEC on February 12, 2015).

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 17, 2015

By: /s/ Joey A. Jacobs  
Name: Joey A. Jacobs

By: /s/ Brent Turner  
Name: Brent Turner

By: /s/ Ronald M. Fincher  
Name: Ronald M. Fincher

By: /s/ Jack E. Polson  
Name: Jack E. Polson

By: /s/ Christopher L. Howard  
Name: Christopher L. Howard

By: /s/ Danny E. Carpenter  
Name: Danny E. Carpenter

By: /s/ Robert W. Swinson  
Name: Robert W. Swinson

By: /s/ Fred T. Dodd, Jr.  
Name: Fred T. Dodd, Jr.

By: /s/ Randall P. Goldberg  
Name: Randall P. Goldberg

**JEREMY BRENT JACOBS GST NON-EXEMPT TRUST  
U/A/D 04/26/2011**

By: /s/ Joey A. Jacobs  
Name: Joey A. Jacobs  
Its: Trustee

**SCOTT DOUGLAS JACOBS GST NON-EXEMPT  
TRUST U/A/D 04/26/2011**

By: /s/ Joey A. Jacobs  
Name: Joey A. Jacobs  
Its: Trustee

**ELIZABETH GRACE TURNER 2011 VESTED TRUST**

By: /s/ Caryn Turner  
Name: Caryn Turner  
Its: Trustee

**WILLIAM JESSE TURNER 2011 VESTED TRUST**

By: /s/ Caryn Turner

Name: Caryn Turner

Its: Trustee

**RAS W. FINCHER II TRUST U/A/D 09-13-2011**

By: /s/ Joey A. Jacobs

Name: Joey A. Jacobs

Its: Trustee

**MORGAN M. FINCHER TRUST U/A/D 09-13-2011**

By: /s/ Joey A. Jacobs

Name: Joey A. Jacobs

Its: Trustee

**CODY C. FINCHER TRUST U/A/D 09-13-2011**

By: /s/ Joey A. Jacobs

Name: Joey A. Jacobs

Its: Trustee

**JACK E. POLSON FAMILY 2013 GRANTOR  
RETAINED ANNUITY TRUST**

By: /s/ Jack E. Polson

Name: Jack E. Polson

Its: Trustee

[Signature Page to Schedule 13D]



**Exhibit A**

**AGREEMENT REGARDING THE JOINT FILING OF SCHEDULE 13D**

The undersigned hereby agree that a single Schedule 13D (or any amendment thereto) relating to the common stock of Acadia Healthcare Company, Inc. may be filed on behalf of each of the undersigned and that this Agreement shall be filed as an exhibit to such Schedule 13D.

Date: February 17, 2015

By: /s/ Joey A. Jacobs  
Name: Joey A. Jacobs

By: /s/ Brent Turner  
Name: Brent Turner

By: /s/ Ronald M. Fincher  
Name: Ronald M. Fincher

By: /s/ Jack E. Polson  
Name: Jack E. Polson

By: /s/ Christopher L. Howard  
Name: Christopher L. Howard

By: /s/ Danny E. Carpenter  
Name: Danny E. Carpenter

By: /s/ Robert W. Swinson  
Name: Robert W. Swinson

By: /s/ Fred T. Dodd, Jr.  
Name: Fred T. Dodd, Jr.

By: /s/ Randall P. Goldberg  
Name: Randall P. Goldberg

**JEREMY BRENT JACOBS GST NON-EXEMPT TRUST  
U/A/D 04/26/2011**

By: /s/ Joey A. Jacobs  
Name: Joey A. Jacobs  
Its: Trustee

**SCOTT DOUGLAS JACOBS GST NON-EXEMPT  
TRUST U/A/D 04/26/2011**

By: /s/ Joey A. Jacobs  
Name: Joey A. Jacobs  
Its: Trustee

**ELIZABETH GRACE TURNER 2011 VESTED TRUST**

By: /s/ Caryn Turner  
Name: Caryn Turner  
Its: Trustee

[Signature Page to Joint Filing Agreement]

**WILLIAM JESSE TURNER 2011 VESTED TRUST**

By: /s/ Caryn Turner

Name: Caryn Turner

Its: Trustee

**RAS W. FINCHER II TRUST U/A/D 09-13-2011**

By: /s/ Joey A. Jacobs

Name: Joey A. Jacobs

Its: Trustee

**MORGAN M. FINCHER TRUST U/A/D 09-13-2011**

By: /s/ Joey A. Jacobs

Name: Joey A. Jacobs

Its: Trustee

**CODY C. FINCHER TRUST U/A/D 09-13-2011**

By: /s/ Joey A. Jacobs

Name: Joey A. Jacobs

Its: Trustee

**JACK E. POLSON FAMILY 2013 GRANTOR  
RETAINED ANNUITY TRUST**

By: /s/ Jack E. Polson

Name: Jack E. Polson

Its: Trustee

[Signature Page to Joint Filing Agreement]