## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### SCHEDULE 13D/A (Rule 13d-101)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT TO RULE 13d-1(a) AND AMENDMENTS THERETO FILED PURSUANT TO RULE 13d-2(a)

> Under the Securities Exchange Act of 1934 (Amendment No. 5)

# Acadia Healthcare Company, Inc.

(Name of issuer)

Common Stock, par value \$0.01 (Title of class of securities)

> 00404A109 (CUSIP number)

Waud Capital Partners 300 N. LaSalle St., Suite 4900 Chicago, IL 60654 (312) 676-8400

COPY TO:

Carol Anne Huff Kirkland & Ellis LLP 300 N. LaSalle St. Chicago, Illinois 60654 (312) 862-2000 (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

> March 15, 2017 (Date of Event which Requires Filing of this Statement)

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.

**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.

\* 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).

(1)	Names of reporting persons								
	1								
(=)	Waud Capital Partners II, L.P.								
(2)	Check t (a) □	he app (b)	ropriate box if a member of a group (see instructions)						
(3)	SEC use	e only							
(4)	Source	of fund	ls (see instructions)						
	00 (S	ee Ite	m 3)						
(5)	Check i	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)						
(6)	Citizens	hip or	place of organization						
	Delaw	are							
		(7)	Sole voting power						
Nur	nber of		0						
	hares eficially	(8)	Shared voting power						
	ned by each		570,710 (See Item 5)						
rep	oorting	(9)	Sole dispositive power						
	erson with:		0						
		(10)	Shared dispositive power						
			570,710 (See Item 5)						
(11)	Aggregate amount beneficially owned by each reporting person								
	570,710 (See Item 5)								
(12)									
(13)	Percent	of clas	is represented by amount in Row (11)						
	0.7% (	See It	tem 5)						
(14)			ing person (see instructions)						
	PN								
	* * 1								

(1)	Names	of repo	rting persons							
	Waud	Waud Capital Partners QP II, L.P.								
(2)	Check t	he app	ropriate box if a member of a group (see instructions)							
	(a) 🗆	(b)								
(3)	SEC use	e only								
		-								
(4)	Source	of fund	ls (see instructions)							
	00 (S	ee Ite	m 3)							
(5)	Check i	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) $\Box$							
(6)	Citizens	hip or	place of organization							
		-								
	Delaw									
		(7)	Sole voting power							
Nu	mber of		0							
	hares eficially	(8)	Shared voting power							
	med by		1,043,348 (See Item 5)							
	each porting	(9)	Sole dispositive power							
р	erson		0							
1	with:	(10)	0 Shared dispositive power							
			1,043,348 (See Item 5)							
(11)	Aggregate amount beneficially owned by each reporting person									
	1,043,348 (See Item 5)									
(12)										
(13)	Percent	of clas	is represented by amount in Row (11)							
()										
(1.4)	1.2% (									
(14)	Type of	report	ing person (see instructions)							
	PN									

SCHEDULE 13D/A

Page 4 of 26

(1)	Names of reporting persons						
	Halcvo	on Ex	empt Family Trust				
(2)	Check t	he app	ropriate box if a member of a group (see instructions)				
	(a) 🗆	(b)					
(3)	SEC use	e only					
(4)	Source of	of fund	ls (see instructions)				
	00 (S						
(5)	Check it	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
(6)	Citizens	hip or	place of organization				
	Illinois	5					
		(7)	Sole voting power				
Nur	nber of		0				
	nares eficially	(8)	Shared voting power				
ow	ned by		531,113 (See Item 5)				
	each orting	(9)	Sole dispositive power				
pe	erson vith:		0				
, v	v 1011.	(10)	Shared dispositive power				
			531,113 (See Item 5)				
(11)	Aggrega	ate am	ount beneficially owned by each reporting person				
	531.11	3 (Se	e Item 5)				
(12)		ck if the aggregate amount in Row (11) excludes certain shares (see instructions)					
(13)	Percent	of clas	ss represented by amount in Row (11)				
()							
(14)	0.6% (		tem 5) ing person (see instructions)				
(17)		report					
	00						

(1)	Names of reporting persons						
			y Partners, L.P.				
(2)	Check tl (a) □	he app (b)	ropriate box if a member of a group (see instructions) $\Box$				
(3)	SEC use	e only					
(4)	Source of	of fund	ds (see instructions)				
	00 (S						
(5)	Check if	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
(6)	Citizens	hip or	place of organization				
	Delaw	are					
		(7)	Sole voting power				
Nui	nber of		0				
	hares eficially	(8)	Shared voting power				
ow	ned by		41,765 (See Item 5)				
rep	oorting	(9)	Sole dispositive power				
-	erson with:		0				
		(10)	Shared dispositive power				
			41,765 (See Item 5)				
(11)							
	41,765 (See Item 5)						
(12)							
(13)	Percent	of clas	as represented by amount in Row (11)				
	0.05%	(See	Item 5)				
(14)			ing person (see instructions)				
	PN						
	PN						

(1)	Names of reporting persons						
	WCP I	FIF II	(Acadia), L.P.				
(2)	Check t	he app	ropriate box if a member of a group (see instructions)				
	(a) 🗆	(b)					
(3)	SEC use	e only					
(4)	Source	of fund	ls (see instructions)				
	00 (S						
(5)	Check i	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
(6)	Citizens	hip or	place of organization				
	Delaw	are					
		(7)	Sole voting power				
Nur	nber of		0				
_	hares eficially	(8)	Shared voting power				
ow	ned by		159,233 (See Item 5)				
	each oorting	(9)	Sole dispositive power				
	erson with:		0				
	, , , , , , , , , , , , , , , , , , ,	(10)	Shared dispositive power				
			159,233 (See Item 5)				
(11)							
	159,233 (See Item 4)						
(12)		Check if the aggregate amount in Row (9) excludes certain shares (see instructions)					
(13)	Percent	of clas	ss represented by amount in Row (9)				
	0.2% (	See It	tem 4)				
(14)			ing person (see instructions)				
	PN						
	T T I						

(1)	Names of reporting persons						
	Waud (	Capit	al Affiliates II, L.L.C.				
(2)			ropriate box if a member of a group (see instructions)				
(3)	SEC use	e only					
(4)	Source of	of fund	ls (see instructions)				
	00 (S						
(5)	Check if	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
(6)	Citizens	hip or	place of organization				
	Delawa	are					
		(7)	Sole voting power				
Nui	nber of		0				
-	hares eficially	(8)	Shared voting power				
ow	ned by		163,082 (See Item 5)				
rep	oorting	(9)	Sole dispositive power				
-	erson with:		0				
		(10)	Shared dispositive power				
			163,082 (See Item 5)				
(11)							
	163,082 (See Item 5)						
(12)							
(13)	Percent	of clas	is represented by amount in Row (11)				
	0.2% (	See I	tem 5)				
(14)			ing person (see instructions)				
	00						
L							

SCHEDULE 13D/A

Page 8 of 26

(1)	Names o	of repo	rting persons							
	Waud (	Waud Capital Affiliates III, L.L.C.								
(2)			ropriate box if a member of a group (see instructions)							
	(a) 🗆	(b)								
(3)	SEC use	e only								
(4)	Source of	of fund	ls (see instructions)							
	00 (S	ee Ite	m 3)							
(5)			osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)							
(6)	Citizens	hip or	place of organization							
	Delawa	are								
		(7)	Sole voting power							
Nur	nber of		0							
sl	nares	(8)	Shared voting power							
	eficially ned by		83,694 (See Item 5)							
	each orting	(9)	Sole dispositive power							
pe	erson									
v	vith:	(10)	0 Shared dispositive power							
(11)	A		83,694 (See Item 5)							
(11)	Aggregate amount beneficially owned by each reporting person									
	83,694 (See Item 5)									
(12)	Check if	f the ag	ggregate amount in Row (11) excludes certain shares (see instructions) $\Box$							
(13)	Percent	of clas	s represented by amount in Row (11)							
	0.1% (	See It	tem 5)							
(14)			ing person (see instructions)							
	00									
	00									

(1)	Names of reporting persons						
	WCP FIF III (Acadia), L.P.						
(2)	Check the check	he app (b)	ropriate box if a member of a group (see instructions)				
(3)	SEC use	e only					
(4)	Source of	of fund	ds (see instructions)				
	00 (S						
(5)	Check if	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)				
(6)	Citizens	hip or	place of organization				
	Delawa	are					
		(7)	Sole voting power				
Nur	nber of		0				
	nares eficially	(8)	Shared voting power				
0W	ned by each		227,335 (See Item 5)				
rep	orting	(9)	Sole dispositive power				
-	erson vith:		0				
		(10)	Shared dispositive power				
			227,335 (See Item 5)				
(11)							
	227,335 (See Item 5)						
(12)							
(13)	Percent	of clas	as represented by amount in Row (11)				
	0.3% (	See It	tem 5)				
(14)			ing person (see instructions)				
	PN						
LI							

	110.0040		-	1 age 10 01 20					
(1)	Names	of repo	porting persons						
	Waud	Waud Capital Partners QP III, L.P.							
(2)			propriate box if a member of a group (see instructions)						
	(a) 🗆	(b)							
(3)	SEC use	e only	7						
(4)	Source	of fund	nds (see instructions)						
	00 (S	ee Ite	em 3)						
(5)	Check i	f Discl	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) $\Box$						
(6)	Citizens	hip or	r place of organization						
	Delaw	are							
		(7)	) Sole voting power						
Nui	nber of		0						
	hares eficially	(8)	) Shared voting power						
	ned by each		518,000 (See Item 5)						
	orting	(9)	) Sole dispositive power						
	erson with:		0						
		(10)	) Shared dispositive power						
			518,000 (See Item 5)						
(11)	Aggreg	ate am	nount beneficially owned by each reporting person						
	518,000 (See Item 5)								
(12)			aggregate amount in Row (11) excludes certain shares (see instructions) $\Box$						
(13)	Percent	of clas	ass represented by amount in Row (11)						
	0.6% (	See I	Item 5)						
(14)			rting person (see instructions)						
	PN								
	FIN								

(1) Names of reporting persons         Waud Capital Partners III, L.P.         (2) Check the appropriate box if a member of a group (see instructions)         (3) SEC use only         (4) Source of funds (see instructions)         OO (See Item 3)         (5) Check it Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6) Citizenship or place of organization         Delaware         (7) Sole voting power         (8) Shared voting power         (9) Sole dispositive power         (9) Sole dispositive power         (10) Shared dispositive power         (11) Aggregate amount beneficially over dispositive power         (11) Aggregate amount beneficially over dispositive power         91,602 (See Item 5)									
(2)       Check the appropriate box if a member of a group (see instructions)         (3)       SEC use only         (4)       Source of funds (see instructions)         OO (See Item 3)         (5)       Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6)       Citizenship or place of organization         Delaware       (7)         Sole voting power       0         (8)       Shared voting power         91,602 (See Item 5)         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	(1) Nam	es of rep	orting persons						
(2)       Check the appropriate box if a member of a group (see instructions)         (3)       SEC use only         (4)       Source of funds (see instructions)         OO (See Item 3)         (5)       Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6)       Citizenship or place of organization         Delaware       (7)         Sole voting power       0         (8)       Shared voting power         91,602 (See Item 5)         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	Wai	Waud Capital Partners III, L.P.							
(3)       SEC use only         (4)       Source of funds (see instructions)         OO (See Item 3)         (5)       Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6)       Citizenship or place of organization         Delaware       0         (7)       Sole voting power         0       (8)         shares       (7)         (8)       Shared voting power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	(2) Cheo	k the app	propriate box if a member of a group (see instructions)						
(4)       Source of funds (see instructions)         OO (See Item 3)         (5)       Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6)       Citizenship or place of organization         Delaware       0         Number of shares beneficially owned by each reporting person with:       (7)         (9)       Sole dispositive power         (9)       Sole dispositive power         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	(a) [	□ (b)							
OO (See Item 3)         (5)       Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6)       Citizenship or place of organization         Delaware       0         Number of shares beneficially owned by each reporting person with:       0         (9)       Sole dispositive power         91,602 (See Item 5)       0         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)       91,602 (See Item 5)	(3) SEC	use only							
(5)       Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)         (6)       Citizenship or place of organization         Delaware       (7)         Sole voting power         0         shares       (8)         beneficially         owned by         each         reporting         (9)         Sole dispositive power         person         with:         (10)         Shared dispositive power         91,602 (See Item 5)         (11)         Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	(4) Sour	ce of fun	ds (see instructions)						
(6)       Citizenship or place of organization         Delaware       (7)         Number of shares       0         shares       (8)         Shared voting power         (8)       Shared voting power         91,602 (See Item 5)         each         vith:       0         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	00	(See Ite	em 3)						
Delaware         Number of shares         beneficially owned by each reporting person with:         (9)         Sole dispositive power         (10)         Shared dispositive power         91,602 (See Item 5)         (11)         Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	(5) Cheo	k if Disc	losure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) $\Box$						
Number of shares       (7)       Sole voting power         0       (8)       Shared voting power         beneficially       91,602 (See Item 5)         each       (9)       Sole dispositive power         person       0         with:       (10)       Shared dispositive power         91,602 (See Item 5)       91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)       91,602 (See Item 5)	(6) Citiz	enship oı	place of organization						
Number of shares beneficially owned by each reporting person with:       (8)       Shared voting power         91,602 (See Item 5)       91,602 (See Item 5)         (10)       Shared dispositive power         91,602 (See Item 5)       91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)       91,602 (See Item 5)	Del	aware							
shares beneficially owned by each reporting person with:       (8)       Shared voting power         (9)       91,602 (See Item 5)         0       0         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	I	(7)	Sole voting power						
beneficially owned by each reporting person with:       (0)       Shared voting power         (9)       Sole dispositive power         0       0         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	Number (	of	0						
owned by each reporting person with:       91,602 (See Item 5)         (9)       Sole dispositive power         0       0         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)		(8)	Shared voting power						
reporting person with:       (9)       Sole dispositive power         0       0         (10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	-	7	91,602 (See Item 5)						
person with:     0       (10)     Shared dispositive power       91,602 (See Item 5)       (11)     Aggregate amount beneficially owned by each reporting person       91,602 (See Item 5)		(9)	Sole dispositive power						
(10)       Shared dispositive power         91,602 (See Item 5)         (11)       Aggregate amount beneficially owned by each reporting person         91,602 (See Item 5)	person		0						
<ul> <li>(11) Aggregate amount beneficially owned by each reporting person</li> <li>91,602 (See Item 5)</li> </ul>	witti.	(10)							
<ul> <li>(11) Aggregate amount beneficially owned by each reporting person</li> <li>91,602 (See Item 5)</li> </ul>			91,602 (See Item 5)						
	(11) Agg								
	91 f	91 602 (See Item 5)							
(12) Check if the aggregate amount in Row (9) excludes certain shares (see instructions) $\Box$		Check if the aggregate amount in Row (9) excludes certain shares (see instructions)							
(13) Percent of class represented by amount in Row (9)	(13) Doro	opt of cla	sc represented by amount in Port (0)						
(15) reiten of class represented by allount in Now (5)	(13) Perc	Percent of class represented by amount in Row (9)							
0.1% (See Item 5)									
(14) Type of reporting person (see instructions)	(14) Type	of repor	ting person (see instructions)						
PN	PN								

SCHEDULE 13D/A

Page 12 of 26

(1)	Names of reporting persons							
	Waud	Capit	al Partners Management II, L.P.					
(2)	Check t	he app	ropriate box if a member of a group (see instructions)					
	(a) 🗆	(b)						
(3)	SEC use	e only						
(4)	Source of	of fund	s (see instructions)					
	00 (S							
(5)	Check if	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)					
(6)	Citizens	hip or	place of organization					
	Delaw	are						
		(7)	Sole voting power					
Nur	nber of		0					
	hares eficially	(8)	Shared voting power					
ow	ned by		1,936,373 (See Item 5)					
	each orting	(9)	Sole dispositive power					
	erson vith:		0					
	, , , , , , , , , , , , , , , , , , , ,	(10)	Shared dispositive power					
			1,936,373 (See Item 5)					
(11)								
	1,936,373 (See Item 5)							
(12)								
(13)	Percent	of clas	s represented by amount in Row (11)					
	2.2% (	See It	tem 5)					
(14)			ing person (see instructions)					
	PN							
	* * *							

			-					
(1)	Names	of repo	orting persons					
	Waud	Waud Capital Partners II, L.L.C.						
(2)	Check t	he app	propriate box if a member of a group (see instructions) $\Box$					
	(a) 🗆	(D)						
(3)	SEC use	e only						
(4)	Source	of fund	ds (see instructions)					
	00 (S							
(5)	Check i	f Discl	closure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) $\Box$					
(6)	Citizens	hip or	r place of organization					
	Delaw	are						
		(7)	Sole voting power					
Nui	nber of		0					
	hares eficially	(8)	Shared voting power					
ow	ned by		1,936,373 (See Item 5)					
	each orting	(9)						
р	erson		0					
	with:	(10)						
			1,936,373 (See Item 5)					
(11)	Aggrega	ate am	nount beneficially owned by each reporting person					
	1 026	272 (	(See Item E)					
(12)		936,373 (See Item 5) neck if the aggregate amount in Row (11) excludes certain shares (see instructions)						
(12)								
(13)	Percent	of clas	ass represented by amount in Row (11)					
			Item 5)					
(14)	Type of	report	ting person (see instructions)					
	00							
	55							

SCHEDULE 13D/A

Page 14 of 26

(1)	Names o	of repo	rting persons		
	Waud Capital Partners Management III, L.P.				
(2)					
(-)	(a) 🗆	(b)			
(3)	SEC use	e only			
(4)	) Source of funds (see instructions)				
	00 (S				
(5)	Check i	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
(6)	Citizens	hip or	place of organization		
	Delaw	are			
		(7)	Sole voting power		
NT	1 6				
	mber of hares	(8)	0 Shared voting power		
	eficially	(0)	Shared voting power		
	ned by		920,631 (See Item 5)		
	each oorting	(9)	Sole dispositive power		
p	erson		0		
V	with:	(10)	Shared dispositive power		
			920,631 (See Item 5)		
(11)	Aggrega	ate am	ount beneficially owned by each reporting person		
	920,631 (See Item 5)				
(12)			ggregate amount in Row (9) excludes certain shares (see instructions)		
(13)	3) Percent of class represented by amount in Row (9)		s represented by amount in Row (9)		
1.1% (See Item 5)					
(14)	Type of	report	ing person (see instructions)		
	PN				

(1)	Namas	of ron-	arting percent		
(1)	(1) Names of reporting persons		nung persons		
Waud Capital Partners III, L.L.C.					
(2)		he app	ropriate box if a member of a group (see instructions)		
	(a) □ (b) □				
(7)	SEC	. orl			
(3)	SEC use	eoniy			
(4)	Source of	of fund	ds (see instructions)		
	00 (S	OO (See Item 3)			
(5)			osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)		
(6)	Citizens	hip or	place of organization		
	Delaw	are			
	/	(7)	Sole voting power		
	nber of		0		
	nares eficially	(8)	Shared voting power		
	ned by		920,631 (See Item 5)		
	each	(9)	Sole dispositive power		
	orting				
	erson vith:		0		
		(10)	Shared dispositive power		
			920,631 (See Item 5)		
(11)	Aggrega	ate am	ount beneficially owned by each reporting person		
ì	00-0-				
	920,631 (See Item 5)				
(12)	Check if	f the ag	ggregate amount in Row (11) excludes certain shares (see instructions) $\Box$		
(13)	Percent	of clas	ss represented by amount in Row (11)		
	1.1% (See Item 5)				
(14) Type of reporting person (see instructions)		report	ing person (see instructions)		
	00				

(1)	Names of reporting persons			
	Waud Capital Partners, L.L.C.			
(2)	Check th (a) □	Check the appropriate box if a member of a group (see instructions)		
(3)	SEC use	only		
(4)	(4) Source of funds (see instructions)		ls (see instructions)	
	00 (S			
(5)	Check if	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e) $\Box$	
(6)	Citizens	hip or	place of organization	
	Delaw	are		
		(7)	Sole voting power	
	nber of nares	(0)		
	eficially	(8)	Shared voting power	
ow	ned by		39,851 (See Item 5)	
	each orting	(9)	Sole dispositive power	
	erson			
	vith:		0	
		(10)	Shared dispositive power	
			39,851 (See Item 5)	
(11)	Aggrega	ite am	ount beneficially owned by each reporting person	
(17)	39,851 (See Item 5)			
(12)	Check if the aggregate amount in Row (11) excludes certain shares (see instructions)			
(13)	3) Percent of class represented by amount in Row (11)		ss represented by amount in Row (11)	
	0.05% (See Item 5)			
(14)			ing person (see instructions)	
	00			

(1)	Names o	of repo	rting persons	
Crystal Cove LP		e LP		
(2)	(2) Check the appropriate box if a member of a group (see instructions)		ropriate box if a member of a group (see instructions)	
	(a) $\Box$ (b) $\Box$			
(3)	SEC use	only		
(0)	one as	omy		
(4)	Source of	of fund	ls (see instructions)	
	00 (S	ee Ite	m 3)	
(5)	Check it	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
(6)	Citizens	hip or	place of organization	
		-		
	Delaw			
		(7)	Sole voting power	
Nu	nber of		0	
	hares eficially	(8)	Shared voting power	
	ned by		795,667 (See Item 5)	
	each	(9)	Sole dispositive power	
	oorting erson			
	with:		0	
		(10)	Shared dispositive power	
			795,667 (See Item 5)	
(11)	Aggrega	ate am	ount beneficially owned by each reporting person	
	795,667 (See Item 5)		e Item 5)	
(12)				
(17)				
(13)	Percent	of clas	is represented by amount in Row (11)	
	0.9% (See Item 5)			
(14)	Type of	report	ing person (see instructions)	
	PN			

(1)	Names of reporting persons			
	Reeve B. Waud			
(2) Check the appropriate box if a member of a group (see instructions)		ropriate box if a member of a group (see instructions)		
	(a) (b) (c)			
(3)	SEC use	only		
(4)	Source of	of fund	ls (see instructions)	
	00 (S			
(5)	Check it	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)	
(6)	Citizens	hip or	place of organization	
	United	State	25	
		(7)	Sole voting power	
Nur	nber of		0	
	hares	(8)	Shared voting power	
ow	eficially ned by		4,298,733 (See Item 5)	
	each orting	(9)	Sole dispositive power	
p	erson with:		0	
	viui:	(10)	Shared dispositive power	
			4,298,733 (See Item 5)	
(11)	Aggrega	ite am	ount beneficially owned by each reporting person	
	4,298,733 (See Item 5)			
(12)				
(12)	<ul> <li>Percent of class represented by amount in Row (11)</li> </ul>			
(13)	reiteill	OI CIdS	s represented by amount in Now (11)	
(1.4)	4.9% (			
(14)	Type of	report	ing person (see instructions)	
	IN			

(1)	Managa	£				
(1)	Names o	of repo	rting persons			
Melissa W. Waud			Waud			
(2)	Check the appropriate box if a member of a group (see instructions)					
	(a) $\Box$ (b) $\Box$					
(3)	SEC use	only				
( )						
(4)	Source of funds (see instructions)					
	PF (See Item 3)					
(5)	Check it	f Discl	osure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)			
(0)	Gircenti	Disci				
(6)	Citizens	hip or	place of organization			
	United	State				
		(7)	Sole voting power			
	nber of 1ares	(0)				
	eficially	(8)	Shared voting power			
	ned by		33,333 (See Item 5)			
	each	(9)	Sole dispositive power			
	orting	(3)				
pe v	erson vith:		0			
		(10)	Shared dispositive power			
			33,333 (See Item 5)			
(11)	Aggrega	ite am	ount beneficially owned by each reporting person			
	33,333 (See Item 5)		Itom ()			
(12)			agregate amount in Row (11) excludes certain shares (see instructions)			
(12)	Check if the aggregate amount in ROW (11) excludes certain shares (see instructions)					
(13)	Percent	of clas	ss represented by amount in Row (11)			
	0.04% (See Item 5)					
(14)	Type of	report	ing person (see instructions)			
	IN					

#### SCHEDULE 13D/A

The Statement on Schedule 13D originally filed with the Securities and Exchange Commission (the "*Commission*") on February 17, 2015, by the persons named therein and as amended by Amendments No. 1, No. 2, No. 3 and No. 4 to Schedule 13D filed with the Commission on August 18, 2015, July 15, 2016, September 16, 2016 and November 2, 2016, respectively (the "*Statement*"), is hereby amended and supplemented by this Amendment No. 5 to Schedule 13D (the "*Amendment*"). Capitalized terms used herein and not otherwise defined have the meanings assigned to such terms in the Statement. Except as otherwise provided herein, each Item of the Statement remains unchanged. All of the percentages calculated in this Amendment are based upon an aggregate of 87,553,024 shares of Common Stock outstanding as of February 24, 2017, as disclosed in the Company's Annual Report on Form 10-K, as filed with the Commission.

Information with respect to each Reporting Person is given solely by such Reporting Person and no Reporting Person assumes responsibility for the accuracy or completeness of the information furnished by another Reporting Person. The Reporting Persons expressly disclaim that they have agreed to act as a group other than as described herein.

#### Item 4. Purpose of the Transaction.

Item 4 of the Statement is hereby amended and supplemented by adding the following:

On March 15, 2017, the following Reporting Persons sold an aggregate of 3,024,891 shares under Rule 144 under the Securities Act: (i) 570,710 shares by Waud Capital Partners II, L.P. ("<u>WCP II</u>"); (ii) 1,043,349 shares by Waud Capital Partners QP II, L.P. ("<u>Waud QP II</u>"); (iii) 159,233 shares by WCP FIF II (Acadia), L.P. ("<u>WCP FIF II</u>"); (iv) 163,082 shares by Waud Capital Affiliates II, L.L.C. ("<u>Waud Affiliates II</u>"); (v) 83,694 shares by Waud Capital Affiliates III, L.L.C. ("<u>Waud Affiliates III</u>"); (vi) 227,336 shares by WCP FIF III (Acadia), L.P. ("<u>WCP FIF III</u>"); (vii) 518,001 shares by Waud Capital Partners QP III, L.P. ("<u>Waud QP III</u>"); (viii) 91,603 shares by Waud Capital Partners III, L.P. ("<u>WCP FIF III</u>"); (vii) 75,000 shares by the Halcyon Exempt Family Trust (the "<u>Halcyon Trust</u>"); (x) 41,765 shares by Waud Family Partners, L.P. ("<u>WFP LP</u>"); and (xi) 51,118 by Reeve B. Waud.

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

Item 5(a), (b), (c) and (e) of the Statement are hereby amended and restated in their entirety as follows:

Amount beneficially owned as of the date hereof: In the aggregate, the Reporting Persons beneficially own 4,298,733 shares of Common Stock. (a) The shares are held of record as follows: (i) 570,710 shares by WCP II; (ii) 1,043,348 shares by Waud QP II; (iii) 159,233 shares by WCP FIF II; (iv) 163,082 shares by Waud Affiliates II; (v) 83,694 shares by Waud Affiliates III; (vi) 227,335 shares by WCP FIF III; (vii) 518,000 shares by Waud QP III; (viii) 91,603 shares by WCP III; (ix) 531,113 shares by the Halcyon Trust; (x) 41,765 shares by WFP LP; (xi) 4,555 shares by Reeve B. Waud; (xii) 795,667 shares by Crystal Cove LP ("Crystal Cove"); (xiii) 33,333 shares by Melissa W. Waud, Mr. Waud's wife; and (xiv) 35,296 shares by Waud Capital Partners, L.L.C. ("Waud Capital Partners"). The 4,555 shares held of record by Mr. Waud, are held for the benefit of Waud Capital Partners. Waud Capital Partners Management II, L.P. ("WCPM II"), as the general partner of WCP II, Waud QP II and WCP FIF II and the manager of Waud Affiliates II, and Waud Capital Partners II, L.L.C. ("Waud II LLC"), as the general partner of WCPM II, may be deemed to share beneficial ownership of the shares of Common Stock held of record by such Reporting Persons. Waud Capital Partners Management III, L.P. ("WCPM III"), as the general partner of WCP FIF III, Waud QP III and WCP III and the manager of Waud Affiliates III, and Waud Capital Partners III, L.L.C. ("Waud III LLC"), as the general partner of WCPM III, may be deemed to share beneficial ownership of the shares of Common Stock held of record by such Reporting Persons. Mr. Waud may be deemed to beneficially own the shares by virtue of his (A) making decisions for the limited partner committee of each of WCPM II and WCPM III, (B) being the manager of Waud II LLC and Waud III LLC, (C) being the general partner of WFP LP and Crystal Cove, (D) being the investment advisor of the Halcyon Trust, (E) being married to Ms. Waud and (E) being the sole manager of Waud Capital Partners.

Percent of class: In the aggregate, the Reporting Persons beneficially own 4,298,733 shares of Common Stock, or 4.9%, of the total number of shares of Common Stock outstanding.

- (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) See Item 4 above. The shares were sold at \$41.06 per share before discounts and commissions.
- (e) The Reporting Persons ceased to be the beneficial owners of more than five percent of the Common Stock on March 15, 2017 following the sale reported hereby.

### Item 7. Material to be Filed as Exhibits.

- Exhibit A: Joint Filing Agreement dated as of July 15, 2016, by and among the Reporting Persons (*previously filed as Exhibit A with the Statement filed on July 15, 2016*)
- Exhibit B: Amended and Restated Stockholders Agreement, dated as of October 29, 2014, by and among Acadia Healthcare Company, Inc. and the Stockholders party thereto (*incorporated by reference to Exhibit 4.1 to Acadia Healthcare Company, Inc.'s Current Report on Form 8-K filed on October 30, 2014*)
- Exhibit C: Third Amended and Restated Registration Rights Agreement, dated as of December 31, 2015, by and among Acadia Healthcare Company, Inc. and the Parties party thereto (*incorporated by reference to Exhibit 4 to Acadia Healthcare Company, Inc.'s Current Report on Form 8-K filed on January 4, 2016*)
- Exhibit D: Evidence of Signing Authority of Cornelius B. Waud with respect to the Halcyon Exempt Family Trust (*previously filed as Exhibit E with the Statement filed on July 15, 2016*)

### 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: March 17, 2017

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
By:	/s/ Melissa W. Waud
Name:	Melissa W. Waud

### WAUD CAPITAL PARTNERS II, L.P.

By: Its:	Waud Capital Partners Management II, L.P. General Partner
By: Its:	Waud Capital Partners II, L.L.C. General Partner
5	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory
WAUD	CAPITAL PARTNERS QP II, L.P.
By:	Waud Capital Partners Management II, L.P.
5	1 0 1
Its:	General Partner
By:	Waud Capital Partners II, L.L.C.
Its:	General Partner
By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory
10.	runonzed orginatory
WCP F	IF II (ACADIA), L.P.
By:	Waud Capital Partners Management II, L.P.
Its:	General Partner
115.	General Falurer
By:	Waud Capital Partners II, L.L.C.
Its:	General Partner
113.	

### By: /s/ Reeve B. Waud

Name:Reeve B. WaudIts:Authorized Signatory

### WAUD CAPITAL PARTNERS MANAGEMENT II, L.P.

By:	Waud Capital Partners II, L.L.C.
Its:	General Partner
By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD CAPITAL PARTNERS II, L.L.C.

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD CAPITAL PARTNERS MANAGEMENT III, L.P.

By: Its:	Waud Capital Partners III, L.LC. General Partners
By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud

Its: Authorized Signatory

### WAUD CAPITAL PARTNERS III, L.L.C.

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD CAPITAL PARTNERS III, L.P.

By: Its:	Waud Capital Partners Management III, L.P. General Partner
By:	Waud Capital Partners III, L.L.C. General Partner
Its:	General Partner
By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory
WAUD CAPITAL PARTNERS QP III, L.P.	
By:	Waud Capital Partners Management III, L.P.
Ite	Conoral Partner

Its:	General Partner
By:	Waud Capital Partners III, L.L.C.
Its:	General Partner

By: /s/ Reeve B. Waud

Name:Reeve B. WaudIts:Authorized Signatory

### WAUD FIF III (ACADIA), L.P.

By: Its:	Waud Capital Partners Management III, L.P. General Partner
By:	Waud Capital Partners III, L.L.C.
Its:	General Partner
By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD CAPITAL AFFILIATES II, L.L.C.

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD CAPITAL AFFILIATES III, L.L.C.

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD FAMILY PARTNERS, L.P.

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Authorized Signatory

### WAUD CAPITAL PARTNERS, L.L.C.

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	Sole Manager

### HALCYON EXEMPT FAMILY TRUST

By:	/s/ Cornelius B. Waud
Name:	Cornelius B. Waud
Its:	Trustee

(evidence of signing authority previously filed as Exhibit *E* to the Statement)

### **CRYSTAL COVE LP**

By:	/s/ Reeve B. Waud
Name:	Reeve B. Waud
Its:	General Partner

### EXHIBIT INDEX

### Description

<u>Exhibit</u>	Description
Exhibit A:	Joint Filing Agreement dated as of July 15, 2016, by and among the Reporting Persons ( <i>previously filed as Exhibit A with the Statement filed on July 15, 2016</i> )
Exhibit B:	Amended and Restated Stockholders Agreement, dated as of October 29, 2014, by and among Acadia Healthcare Company, Inc. and the Stockholders party thereto ( <i>incorporated by reference to Exhibit 4.1 to Acadia Healthcare Company, Inc.'s Current Report on Form 8-K filed on October 30, 2014</i> )
Exhibit C:	Third Amended and Restated Registration Rights Agreement, dated as of December 31, 2015, by and among Acadia Healthcare Company, Inc. and the Parties party thereto ( <i>incorporated by reference to Exhibit 4 to Acadia Healthcare Company, Inc.'s Current Report on Form 8-K filed on January 4, 2016</i> )
Exhibit D:	Evidence of Signing Authority of Cornelius B. Waud with respect to the Halcyon Exempt Family Trust ( <i>previously filed as Exhibit E with the Statement filed on July 15, 2016</i> )