

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>WAUD CAPITAL PARTNERS III, L.L.C.</u> (Last) (First) (Middle) 300 N. LASALLE STREET, SUITE 4900 (Street) CHICAGO IL 60654 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Acadia Healthcare Company, Inc. [ACHC]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 12/24/2012	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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	12/24/2012		S		128,095	D	\$21.6	3,287,773	I ⁽³⁾	See footnotes ⁽¹⁾⁽²⁾

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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS III, L.L.C.
 (Last) (First) (Middle)
 300 N. LASALLE STREET, SUITE 4900
 (Street)
 CHICAGO IL 60654
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS MANAGEMENT III, L.P.
 (Last) (First) (Middle)
 300 N. LASALLE STREET, SUITE 4900
 (Street)
 CHICAGO IL 60654
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS III, L.P.
 (Last) (First) (Middle)
 300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*
WAUD CAPITAL PARTNERS QP III, L.P.

(Last) (First) (Middle)
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*
WCP FIF III (ACADIA), L.P.

(Last) (First) (Middle)
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

1. Name and Address of Reporting Person*
WAUD CAPITAL AFFILIATES III, L.L.C.

(Last) (First) (Middle)
300 N. LASALLE STREET, SUITE 4900

(Street)
CHICAGO IL 60654

(City) (State) (Zip)

Explanation of Responses:

1. The reported shares are owned of record as follows: (i) 327,133 shares by Waud Capital Partners III, L.P. ("WCP III"), (ii) 1,849,888 shares by Waud Capital Partners QP III, L.P. ("Waud QP III"), (iii) 811,863 shares by WCP FIF III (Acadia), L.P. ("WCP FIF III") and (iv) 298,889 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., Waud Capital Partners II, L.L.C., Waud Capital Partners Management II, L.P., Waud Capital Partners I, L.P., Waud Capital Partners QP II, L.P., WCP FIF II (Acadia), L.P. and Waud Capital Affiliates II, L.L.C. The Forms 4 for such other entities are filed separately.

[Waud Capital Partners III, L.L.C., by /s/ Reeve B. Waud, 12/26/2012 its manager](#)
[Waud Capital Partners Management III, L.P., by Waud Capital Partners III, L.L.C., its 12/26/2012 general partner, by /s/ Reeve B. Waud, its manager](#)
[Waud Capital Partners III, L.P., by Waud Capital Partners Management III, L.P., its 12/26/2012 general partner, by Waud Capital Partners III, L.L.C., its 12/26/2012 general partner, by /s/ Reeve B. Waud, its manager](#)
[Waud Capital Partners QP III, L.P., by Waud Capital Partners Management III, L.P., its 12/26/2012 general partner, by Waud Capital Partners III, L.L.C., its 12/26/2012 general partner, by /s/ Reeve B. Waud, its manager](#)
[WCP FIF III \(Acadia\), L.P., by 12/26/2012 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
Waud Capital Affiliates III,
L.L.C., by Waud Capital
Partners Management III, L.P.,
its manager, by Waud Capital 12/26/2012
Partners III, L.L.C., its general
partner, by /s/ Reeve B. Waud,
its manager

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.