

BCIP Associates III, LLC
 Form 3
 February 23, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â BAIN CAPITAL INVESTORS LLC</p> <p>(Last) (First) (Middle)</p> <p>JOHN HANCOCK TOWER,Â 200 CLARENDON STREET</p> <p>(Street)</p> <p>BOSTON,Â MAÂ 02116</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/11/2015</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Acadia Healthcare Company, Inc. [ACHC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input type="checkbox"/> Officer <input checked="" type="checkbox"/> Other (specify below)</p> <p>Member of 10% Owner Group</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input type="checkbox"/> Form filed by One Reporting Person</p> <p><input checked="" type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01	5,846,117	I	See Footnotes <u>(1)</u> <u>(2)</u> <u>(3)</u> <u>(4)</u> <u>(5)</u> <u>(6)</u> <u>(7)</u> <u>(8)</u> <u>(9)</u>

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date	3. Title and Amount of Securities Underlying	4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
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(Month/Day/Year)	Derivative Security (Instr. 4)	or Exercise Price of Derivative Security	Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BAIN CAPITAL INVESTORS LLC JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
BAIN CAPITAL PARTNERS VIII, L.P. JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
Bain Capital Fund VIII, LLC JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
BAIN CAPITAL FUND VIII, L.P. JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
BAIN CAPITAL VIII COINVESTMENT FUND, L.P. 111 HUNTINGTON AVENUE BOSTON, MA 02199	^	^	^	Member of 10% Owner Group
Bain Capital VIII Coinvestment Fund, LLC JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
Bain Capital (CR), L.P. JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
Crystal Navy S.ar.l., U.S. Branch JOHN HANCOCK TOWER 200 CLARENDON STREET BOSTON, MA 02116	^	^	^	Member of 10% Owner Group
BCIP Associates III JOHN HANCOCK TOWER 200 CLARENDON STREET	^	^	^	Member of 10% Owner Group

BOSTON, MA 02116

BCIP Associates III, LLC

JOHN HANCOCK TOWER, 200 CLARENDON STREET

BOSTON, MA 02116

Member of 10% Owner Group

Signatures

Christopher
Gordon

02/23/2015

Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) On February 11, 2015, the Issuer completed its merger with CRC Health Group Inc., pursuant to an Agreement and Plan of Merger, dated as of October 29, 2014 (the "Merger Agreement") among the Issuer, Copper Acquisition Co., Inc., a Delaware corporation and wholly-owned subsidiary of the Issuer and CRC Health Group, Inc., a Delaware corporation. Prior to the consummation of the transactions contemplated by the Merger Agreement, the Bain Entities (defined below) held equity in CRC Health Group, Inc. Pursuant to the Merger Agreement, Copper Acquisition Co., Inc. merged with and into CRC Health Group, Inc., (the "Merger") as a result of which the Issuer became the sole stockholder of the surviving entity and the Bain Entities received shares of Common Stock of the Issuer.

(2) Bain Capital Investors, LLC ("BCI") is the general partner of Bain Capital Partners VIII, L.P. ("BCP VIII"), which is the general partner of Bain Capital Fund VIII, L.P. ("BCF VIII"), which is the sole member of Bain Capital Fund VIII, LLC ("Fund VIII"). As a result, BCI, BCP VIII and BCF VIII may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by Fund VIII. Each of BCI, BCP VIII and BCF VIII disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(3) BCI is the general partner of BCP VIII, which is the general partner of Bain Capital VIII Coinvestment Fund, L.P. ("BC VIII-CO"), which is the sole member of Bain Capital VIII Coinvestment Fund, LLC ("Fund VIII-CO"). As a result, BCI, BCP VIII and BC VIII-CO may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by Fund VIII-CO. Each of BCI, BCP VIII and BC VIII-CO disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(4) BCI is also the general partner of Bain Capital (CR), L.P. ("BC CR"), which wholly owns Crystal Navy S.a.r.l. - US Branch ("Crystal Navy"). As a result, BCI and BC CR may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by Crystal Navy. Each of BCI and BC CR disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(5) BCI is also the managing partner of BCIP Associates III ("BCIPA III"), which is the manager of BCIP Associates III, LLC ("BCIP III"). As a result, BCI and BCIPA III may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by BCIP III. Each of BCI and BCIPA III disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(6) BCI is also the managing partner of BCIP Associates III-B ("BCIPA III-B"), which is the manager of BCIP Associates III-B, LLC ("BCIP III-B"). As a result, BCI and BCIPA III-B may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by BCIP III-B. Each of BCI and BCIPA III-B disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(7) BCI is also the managing partner of BCIP Trust Associates III ("BCIPTA III"), which is the manager of BCIP T Associates III, LLC ("BCIPT III"). As a result, BCI and BCIPTA III may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by BCIPT III. Each of BCI and BCIPTA III disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(8) BCI is also the managing partner of BCIP Trust Associates III-B ("BCIPTA III-B"), which is the manager of BCIP T Associates III-B, LLC ("BCIPT III-B"). As a result, BCI and BCIPTA III-B may be deemed to share voting and dispositive power with respect to all of the shares of Common Stock held by BCIPT III-B. Each of BCI and BCIPTA III-B disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

(9) BCI is also the managing partner of BCIP Associates-G ("BCIP G" and together with Fund VIII, Fund VIII-CO, Crystal Navy, BCIP III, BCIP III-B, BCIPT III and BCIPT III-B, the "Bain Entities"). As a result, BCI may be deemed to share voting and dispositive power with

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respect to all of the shares of Common Stock held by BCIP-G. BCI disclaims beneficial ownership of such securities except to the extent of its pecuniary interest therein.

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Remarks:

FormÂ 1Â ofÂ 2

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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