

OCONNELL DANIEL S

Form 3/A

August 25, 2015

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
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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)

1. Name and Address of Reporting
Person *

Â NMH Investment, LLC

(Last) (First) (Middle)

C/O VESTAR CAPITAL
PARTNERS,Â 245 PARK
AVENUE, 41ST FLOOR

(Street)

NEW YORK,Â NYÂ 10167

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/16/2014

3. Issuer Name **and** Ticker or Trading Symbol
Civitas Solutions, Inc. [CIVI]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☒ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)5. If Amendment, Date Original
Filed(Month/Day/Year)

09/16/2014

6. Individual or Joint/Group
Filing(Check Applicable Line)☐ Form filed by One Reporting
Person☒ Form filed by More than One
Reporting Person**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

25,250,000 (1) (2)I (1) (2)See footnote (1) (2)Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

**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 control number.****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
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NMH Investment, LLC C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
Vestar Capital Partners V L P C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
Vestar Capital Partners V A L P C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
Vestar Capital Partners V-B LP C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
Vestar/NMH Investors, LLC C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
Vestar Executives V LP C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
Vestar Co-Invest V, L.P. C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
VESTAR ASSOCIATES V, L.P. C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â
VESTAR MANAGERS V LTD. C/O VESTAR CAPITAL PARTNERS 245 PARK AVENUE, 41ST FLOOR NEW YORK, NY 10167	Â	Â X	Â	Â

OCONNELL DANIEL S
C/O VESTAR CAPITAL PARTNERS
245 PARK AVENUE, 41ST FLOOR
NEW YORK, NY 10167

Â Â X Â Â

Signatures

NMH Investment, LLC, by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Capital Partners V, L.P. , by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Capital Partners V-A, L.P., by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Capital Partners V-B, L.P., by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar/NMH Investors, LLC, by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Executives V, L.P., by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Co-Invest V, L.P., by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Associates V, L.P., by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Vestar Managers V Ltd., by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__Signature of Reporting Person	Date
Daniel S. O'Connell, by /s/ Steven Della Rocca, by power of attorney	08/25/2015
__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).
 These shares are held directly by NMH Investment, LLC ("NMH Investment"). Vestar Capital Partners V, L.P. (the "Fund"), Vestar Capital Partners V-A, L.P. ("Fund V-A"), Vestar Capital Partners V-B, L.P. ("Fund V-B") and Vestar/NMH Investors, LLC ("Vestar/NMH Investors") are members of NMH Investment that have the power to appoint a majority of the members of the management committee of NMH Investment and as a result have the power to direct the management of NMH Investment's business, including the power to direct decisions of NMH Investment regarding the vote and disposition of securities held by NMH Investment.
 - (1) The Fund is the managing member of Vestar/NMH Investors, and Vestar Executives V, L.P. ("Vestar Executives V") and Vestar Co-Invest V, L.P. ("Vestar Co-Invest V") are members of Vestar/NMH Investors. Vestar Associates V, L.P. ("Vestar Associates V") is the general partner of the Fund, Fund V-A, Fund V-B and Vestar Executives V.
 - (2) (Continued from Footnote 1) Vestar Managers V, Ltd. ("VMV") is the general partner of Vestar Associates V and Vestar Co-Invest V. Daniel S. O'Connell is the sole director of VMV. As a result of these relationships, each of the Fund, Fund V-A, Fund V-B, Vestar/NMH Investors, Vestar Executives V, Vestar Co-Invest V, Vestar Associates V, VMV and Mr. O'Connell may be deemed to have beneficial ownership of the shares held by NMH Investment. Each of the Fund, Fund V-A, Fund V-B, Vestar/NMH Investors,

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Vestar Executives V, Vestar Co-Invest V, Vestar Associates V, VMV and Mr. O'Connell disclaims beneficial ownership of the securities beneficially owned by NMH Investment except to the extent of its or his respective pecuniary interest therein.

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Remarks:

ThisÂ FormÂ 3/AÂ amendsÂ theÂ FormÂ 3Â filingÂ madeÂ byÂ NMHÂ Investment,Â LLCÂ onÂ SeptemberÂ 16,Â 2014

ExhibitÂ ListÂ -Â ExhibitÂ 24.1Â -Â PowerÂ ofÂ Attorney

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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