

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,  
2005Estimated 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)

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<br>Exercisable | Expiration<br>Date | Title | Amount or<br>Number of<br>Shares | Security | Direct (D)<br>or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|-------|----------------------------------|----------|------------------------------------------------|

## Reporting Owners

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

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