SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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

1. Name and Address of Reporting Person*	2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name **and** Ticker or Trading Symbol
Welsh, Carson, Anderson & Stowe XII Cayman, L.P. (Last) (First) (Middle) C/O WELSH, CARSON, ANDERSON AND STOWE 599 LEXINGTON AVENUE, SUITE 1800 (Street) NEW YORK NY 10022 (City) (State) (Zip)	12/11/2025	Lumexa Imaging Holdings, Inc. [LMRI]
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director ☑ 10% Owner Officer (give title below) Other (specify below)
		5. If Amendment, Date of Original Filed (Month/Day/Year)
		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)

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 Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	3,219,023	(1)	I	See Footnote(2)(9)(10)
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	516,607	(1)	I	See Footnote(3)(9)(10)
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	3,110,167	(1)	I	See Footnote(4)(9)(10)
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	17,646,994	(1)	I	See Footnote(5)(9)(10)
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	232,267	(1)	I	See Footnote(6)
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	3,267,506	(1)	I	See Footnote(7)
Common Units of Holdings LLC(1)	(1)	(1)	Common Stock	49,013	(1)	I	See Footnote(8)

1. Name and Address of Reporting Person*
Welsh, Carson, Anderson & Stowe XII Cayman, L.P. (Last) (First) (Middle) C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Welsh, Carson, Anderson & Stowe XII Delaware II, L.P.

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Welsh, Carson, Anderson & Stowe XII Delaware, L.P.

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Welsh, Carson, Anderson & Stowe XII, L.P.

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCAS XII Co-Investors LLC

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCAS - CO-INVEST HOLDCO, L.P.

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCAS MANAGEMENT CORP

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCAS XII ASSOCIATES CAYMAN, L.P.

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCAS XII ASSOCIATES LLC

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City) (State) (Zip)

1. Name and Address of Reporting Person*

WCAS CO-INVEST ASSOCIATES LLC

(Last) (First) (Middle)

C/O WELSH, CARSON, ANDERSON AND STOWE

599 LEXINGTON AVENUE, SUITE 1800

(Street)

NEW YORK NY 10022

(City)	(State)	(Zip)

Explanation of Responses:

1. Represents common units ("Common Units") of Lumexa Imaging Equity Holdco, LLC ("Holdings LLC") held by the Reporting Persons. Each nine Common Units represent the right to acquire one share of the Issuer's common stock ("Common Stock") held by Holdings LLC. After the closing of the Issuer's initial public offering ("IPO"), Holdings LLC may distribute all or a portion of the shares of the Common Stock it holds to its remaining equity holders on a pro rata basis, not earlier than the expiration of a 180-day lock-up period (a "Distribution"). Accordingly, the shares of Common Stock reported on this row represent shares of Common Stock that the Reporting Persons are entitled to receive in connection with a Distribution in exchange for their Common Units.

2. Represents Welsh, Carson, Anderson & Stowe XII Cayman, L.P.'s pro-rata interest in the shares of Common Stock held by Holdings LLC. The general partner of Welsh, Carson, Anderson & Stowe XII Cayman, L.P. is WCAS XII Associates Cayman, L.P. The general partner of WCAS XII Associates Cayman, L.P. is WCAS XII Associates LLC.

3. Represents Welsh, Carson, Anderson & Stowe XII Delaware II, L.P.'s pro-rata interest in the shares of Common Stock held by Holdings LLC. The general partner of Welsh, Carson, Anderson & Stowe XII Delaware II, L.P. is WCAS XII Associates LLC.

4. Represents Welsh, Carson, Anderson & Stowe XII Delaware, L.P.'s pro-rata interest in the shares of Common Stock held by Holdings LLC. The general partner of Welsh, Carson, Anderson & Stowe XII Delaware, L.P. is WCAS XII Associates Cayman, L.P. The general partner of WCAS XII Associates Cayman, L.P. is WCAS XII Associates LLC.

5. Represents Welsh, Carson, Anderson & Stowe XII, L.P.'s pro-rata interest in the shares of Common Stock held by Holdings LLC. The general partner of Welsh, Carson, Anderson & Stowe XII, L.P. is WCAS XII Associates LLC.

6. Represents WCAS XII Co-Investors LLC's pro-rata interest in the shares of Common Stock held by Holdings LLC. Investment and voting decisions with respect to the shares held by WCAS XII Co-Investors LLC are made by a committee of managing members of WCAS XII Co-Investors LLC comprised of three or more individuals, including Brian Regan (who serves on the Issuer's board of directors). Each managing member of WCAS XII Co-Investors LLC disclaims beneficial ownership of the shares of Common Stock reported as beneficially owned by WCAS XII Co-Investors LLC except to the extent of his or her pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

7. Represents WCAS Co-Invest Holdco, L.P.'s pro-rata interest in the shares of Common Stock held by Holdings LLC. The general partner of WCAS Co-Invest Holdco, L.P. is WCAS Co-Invest Associates LLC. Investment and voting decisions with respect to the shares held by WCAS Co-Invest Holdco, L.P. are made by a committee of the managing members of WCAS Co-Invest Associates LLC comprised of three or more individuals, including Brian Regan (who serves on the Issuer's board of directors). Each managing member of WCAS Co-Invest Associates LLC disclaims beneficial ownership of the shares of Common Stock reported as beneficially owned by WCAS Co-Invest Holdco, L.P. except to the extent of his or her pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

8. Represents WCAS Management Corporation's pro-rata interest in the shares of Common Stock held by Holdings LLC. Investment and voting decisions with respect to the shares held by WCAS Management Corporation are made by a committee of the board of directors of WCAS Management Corporation comprised of three or more individuals, including Brian Regan (who serves on the Issuer's board of directors). Each member of the board of directors of WCAS Management Corporation disclaims beneficial ownership of the shares of Common Stock reported as beneficially owned by WCAS Management Corporation except to the extent of his pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

9. Investment and voting decisions with respect to the shares held by Welsh, Carson, Anderson & Stowe XII Cayman, L.P., Welsh, Carson, Anderson & Stowe XII Delaware II, L.P., Welsh, Carson, Anderson & Stowe XII Delaware, L.P., and Welsh, Carson, Anderson & Stowe XII, L.P. are made by a committee of the managing members of WCAS XII Associates LLC comprised of three or more individuals, including Brian Regan (who serves on the Issuer's board of directors). [continues in footnote 10]

10. [continued from footnote 9] Each managing member of WCAS XII Associates LLC disclaims beneficial ownership of the shares of Common Stock reported as beneficially owned by Welsh, Carson, Anderson & Stowe XII Cayman, L.P., Welsh, Carson, Anderson & Stowe XII Delaware II, L.P., Welsh, Carson, Anderson & Stowe XII Delaware, L.P., and Welsh, Carson, Anderson & Stowe XII, L.P. except to the extent of his or her pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 or for any other purposes.

Welsh, Carson, Anderson & Stowe XII Cayman, L.P., By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
Welsh, Carson, Anderson & Stowe XII Delaware II, L.P., By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
Welsh, Carson, Anderson & Stowe XII Delaware, L.P., By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
Welsh, Carson, Anderson & Stowe XII, L.P., By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
WCAS XII Co-Investors LLC, By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
WCAS-Co-Invest HoldCo, L.P., By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
WCAS Management Corporation, By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
WCAS XII Associates Cayman, L.P., By: /s/ Jennifer Martin, Authorized Signatory	12/11/2025
WCAS XII Associates LLC, By: /s/ Jennifer	12/11/2025

Martin, Authorized Signatory

WCAS Co-Invest Associates LLC, By: /s/ Jennifer Martin, Authorized Signatory

12/11/2025

** 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 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).

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.