(Street)

(Last)

WASHINGTON DC

1. Name and Address of Reporting Person* Carlyle Holdings I GP Inc.

(First)

20004-2505

(Middle)

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

CTATEMENT OF CUI	ANCEC IN DENEEL	CIAL OWNEDCHID
STATEMENT OF CHA	ANGES IN BENEFI	CIAL OWNERSHIP

OMB APPRO	/AL
OMB Number: 3	235-0287
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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	nd Address of Group In	Reporting Person*				Name a									pplicable ector) 	X 10	% Ow	ner	
		rst) (N E GROUP, 1001 AVE., N.W., SUI		03/2	24/2	of Earlies			`			/Vear			or loint/		be	her (sp	•	
Street)	NGTON DO	C 2	0004-2505	4. 11	Ame	enament	, Date o	i Origii	nai File	a (IVIOI	ширау	rear		_ine) For ▼ For	m filed b	y One Repy More that	porting	Perso	า	
(City)	(St	ate) (Ž	Zip)																	
1. Title of	Security (Ins		2. Transaction Date (Month/Day/Year)	2A. I Exec if an	Deem cution y		3. Transa Code 8)	action	4. Se	curities	Acquir	ed (A)		5. Amou Securitie Benefici Owned	nt of	6. Owne Form: D (D) or Indirect	irect		rect eficial	
				(IOIOI)	IIII/D	ay/ ieai j	Code	v	Amou	unt	(A) or (D)	Pric	e	Followin Reported Transact (Instr. 3	d ion(s)	(Instr. 4)				
Class A (Common St	ock	03/24/2022				S ⁽¹⁾		28,	726	D	\$5'	7.5934 ⁽²	42,68	0,509	I		See footn	otes ⁽³⁾⁽⁴⁾	
Class A (Common St	ock	03/24/2022				S ⁽¹⁾		85,	893	D	\$5	8.3946 ⁽⁵	42,59	4,616	I		See footn	otes(3)(4)	
Class A (Common St	ock	03/24/2022				S ⁽¹⁾		32,	866	D	\$59	9.1069 ⁽⁶	42,56	1,750	I		See footn	otes(3)(4)	
Class A (Common St	ock	03/25/2022				S ⁽¹⁾		11,	893	D	\$5′	7.2588 ⁽⁷	42,54	9,857	I		See footn	otes ⁽³⁾⁽⁴⁾	
Class A (Common St	ock	03/25/2022				S ⁽¹⁾		6,6	540	D	\$5	8.5243(8	3) 42,54	3,217	I		See footn	otes(3)(4)	
Class A (Common St	ock	03/25/2022				S ⁽¹⁾		1,3	310	D	\$59	9.3456 ⁽⁹	9) 42,54	1,907	I		See footn	otes(3)(4)	
		Tal	ole II - Derivati (e.g., pu												ed					
I. 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. Trans Code 8)		on of tr. Deri Sec Acq (A) of Disp of (I	oosed D) tr. 3, 4	Expira	e Exerc ation D h/Day/	ate	and	Amou Secur Unde Deriv	int of rities rlying ative rity (Instr.	8. Price of Derivative Security (Instr. 5)	deriva Secur Benef Owne Follow Repor	ative ities icially d ving ted action(s)	10. Owner Form: Direct or Indi (I) (Ins	rship (D) irect	11. Nature of Indirec Beneficia Ownershi (Instr. 4)	
				Code	v	(A)	(D)	Date Exerc	isable	Expir Date	ation	Title	Amount or Number of Shares							
	nd Address of Group In	Reporting Person*																		
	E CARLYL	(First) E GROUP, 1001	(Middle)		$ \Big $															
PENNS	YLVANIA A	AVE., N.W., SUI	TE 220 SOUTH																	

Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
. Name and Address <u>Carlyle Holdir</u>		
(Last)	(First)	(Middle)
C/O THE CARL	YLE GROUP, 1	001
PENNSYLVANI	A AVE., N.W., S	SUITE 220 SOUTH
Street)		
WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
(City) . Name and Address Carlyle Holdin	s of Reporting Pers	
. Name and Address Carlyle Holdin	s of Reporting Pers	
. Name and Address	s of Reporting Pers	son* (Middle)
. Name and Address Carlyle Holdin Last) C/O THE CARLY	s of Reporting Persings I L.P. (First) YLE GROUP, 1	son* (Middle)
. Name and Address Carlyle Holdin (Last) C/O THE CARLY	s of Reporting Persings I L.P. (First) YLE GROUP, 1	(Middle)
. Name and Address Carlyle Holdin Last) C/O THE CARLY PENNSYLVANL	s of Reporting Pers ngs I L.P. (First) YLE GROUP, 1 A AVE., N.W., 9	(Middle)

C/O THE CARLYLE GROUP, 1001

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.00 to \$57.995. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 3. Following the transactions reported herein, includes (i) 21,329,969 shares of Class A Common Stock held of record by CP VI Evergreen Holdings, L.P. ("CP VI Evergreen") and (ii) 21,211,938 shares of Class A Common Stock held of record by Carlyle Partners VI Evergreen Holdings, L.P. ("Carlyle Evergreen").
- 4. The Carlyle Group Inc., which is a publicly traded entity listed on the Nasdaq, is the sole shareholder of Carlyle Holdings I GP Inc., which is the sole member of Carlyle Holdings I GP Sub L.L.C., which is the general partner of Carlyle Holdings I L.P., which, with respect to the securities held of record by Carlyle Evergreen and CP VI Evergreen, is the managing member of CG Subsidiary Holdings L.L.C., which is the managing member of TC Group VI S1, L.L.C., which is the general partner of TC Group VI S1, L.P., which is the general partner of TC Group VI S1, L.P., which is the general partner of Carlyle Evergreen and CP VI Evergreen.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.00 to \$58.99. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.00 to \$59.38. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 7. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$57.00 to \$57.91. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 8. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$58.02 to \$58.77. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- 9. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$59.00 to \$59.51. The reporting person undertakes to provide the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

Remarks:

Due to the limitations of the electronic filing system, each of CG Subsidiary Holdings L.L.C., TC Group, L.L.C., TC Group Sub L.P., TC Group VI S1, L.L.C., TC Group VI S1, L.L.C., TC Group VI S1, L.L.C., TC Group VI S1, L.P., carlyle Partners VI Evergreen Holdings, L.P., and CP VI Evergreen Holdings, L.P. are filing a separate Form 4.

The Carlyle Group Inc., By: /s/ Anne Frederick, Attorneyin-fact for Curtis L. Buser, **Chief Financial Officer** Carlyle Holdings I GP Inc., By: /s/ Anne Frederick, Attorney-in-fact for Curtis L. 03/28/2022 Buser, Managing Director and **Chief Financial Officer** Carlyle Holdings I GP Sub L.L.C., By: Carlyle Holdings I GP Inc., its sole member, By: /s/ Anne Frederick, Attorney- 03/28/2022 <u>in-fact for Curtis L. Buser</u>, Managing Director and Chief Financial Officer 03/28/2022 <u>Carlyle Holdings I L.P., By:</u> /s/ Anne Frederick, Attorney-

in-fact for Curtis L. Buser, Managing Director

** 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.