Carlyle Group L.P.
Form 3
June 10, 2014

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, 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 Bentley Pamela L

(Last) (First) (Middle)

C/O THE CARLYLE GROUP L.P.,Â 1001 PENNSYLVANIA AVENUE, NW

(Street)

WASHINGTON,Â DCÂ 20004

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
06/02/2014

3. Issuer Name **and** Ticker or Trading Symbol
Carlyle Group L.P. [CG]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer _____ Other
(give title below) (specify below)
Chief Accounting Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Units	123,268 (1)	D	Â

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 (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. 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)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Bentley Pamela L C/O THE CARLYLE GROUP L.P. 1001 PENNSYLVANIA AVENUE, NW WASHINGTON,Â DCÂ 20004	Â	Â	Â Chief Accounting Officer	Â

Signatures

/s/ Jeffrey W. Ferguson, by power of attorney for Pamela L. Bentley	06/10/2014
**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) Of these 123,268 securities, 13,195 are common units and 110,073 are deferred restricted common units. Of the 110,073 deferred restricted common units, 20,135 are scheduled to vest on each of May 2, 2015, 2016, 2017 and 2018; 3,678 are scheduled to vest on August 1, 2015; 2,155 are scheduled to vest on August 1, 2016; 12,927 are scheduled to vest on August 1, 2017; and 10,773 are scheduled to vest on August 1, 2019, in each case, provided that Ms. Bentley continues to provide services to the issuer.

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Remarks:

PursuantÂ toÂ RuleÂ 16a-1(a)(4)Â ofÂ theÂ SecuritiesÂ ExchangeÂ ActÂ ofÂ 1934,Â asÂ amended,Â theÂ reportingÂ per

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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