

SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant
to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed
Pursuant to § 240.13d-2

Under the Securities Exchange Act of 1934
(Amendment No. 7)*

Wesco Aircraft Holdings, Inc.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

950814103

(CUSIP Number)

December 31, 2018

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 Names of Reporting Persons
The Carlyle Group L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
PN

1 Names of Reporting Persons
Carlyle Group Management L.L.C.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons
Carlyle Holdings I GP Inc.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
CO

1 Names of Reporting Persons
Carlyle Holdings I GP Sub L.L.C.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons
Carlyle Holdings I L.P.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
PN

1 Names of Reporting Persons
TC Group, L.L.C.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons
TC Group IV Managing GP, L.L.C.

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons
Falcon Aerospace Holdings, LLC

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
23.4%

12 Type of Reporting Person
OO (Limited Liability Company)

1 Names of Reporting Persons
Han Sun Cho

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
3,407

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
3,407

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
3,407

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Victoria J. Conner

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
24,235

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
24,235

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
24,235

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Gregory Dietz

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
47,296

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
47,296

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
47,296

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Paul E. Fulchino

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
91,094

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
61,119

7 Sole Dispositive Power
91,094

8 Shared Dispositive Power
61,119

9 Aggregate Amount Beneficially Owned by Each Reporting Person
152,213

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.2%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
The Paul E Fulchino 2012 Family Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
Florida

5 Sole Voting Power
61,119

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
61,119

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
61,119

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Sheryl Knights

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
29,098

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
29,098

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
29,098

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Alex Murray

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United Kingdom

5 Sole Voting Power
405,635

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
405,635

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
405,635

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.4%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Robert D. Paulson

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
98,784

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
98,784

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
98,784

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
John Segovia

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
11,136

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
11,136

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
11,136

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Randy J. Snyder

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
699,821

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
699,821

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
699,821

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.7%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Randy Snyder 2009 Extended Family Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,425,448

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,425,448

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,425,448

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.4%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Susan Snyder 2009 Extended Family Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,425,449

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,425,449

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,425,449

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.4%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

1 Names of Reporting Persons
David L. Squier

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
2,000

6 Shared Voting Power
36,300

7 Sole Dispositive Power
2,000

8 Shared Dispositive Power
36,300

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

9 Aggregate Amount Beneficially Owned by Each Reporting Person
38,300

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Shirley Warner

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
19,542

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
19,542

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
19,542

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Bruce Weinstein

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
652

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
652

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
652

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

1 Names of Reporting Persons
Dana Wilkin

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizenship or Place of Organization
United States

5 Sole Voting Power
2,419

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
2,419

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
2,419

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

Item 1.

- (a) Name of Issuer:
Wesco Aircraft Holdings, Inc. (the "Issuer")
-
- (b) Address of Issuer's Principal Executive Offices:
24911 Avenue Stanford
Valencia, CA 91355
-

Item 2.

- (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Carlyle Reporting Person" and collectively as the "Carlyle Reporting Persons." This statement is filed on behalf of:

Carlyle Group Management L.L.C.
The Carlyle Group L.P.
Carlyle Holdings I GP Inc.
Carlyle Holdings I GP Sub L.L.C.
Carlyle Holdings I L.P.
TC Group, L.L.C.
TC Group IV Managing GP, L.L.C.
Falcon Aerospace Holdings, LLC

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is also filed on behalf of:

Han Sun Cho
Victoria J. Conner
Gregory Dietz
Paul E. Fulchino
The Paul E Fulchino 2012 Family Trust
Sheryl Knights
Alex Murray
Robert D. Paulson
John Segovia
Randy J. Snyder
Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust
Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust
Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust
Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust
Randy Snyder 2009 Extended Family Trust

Susan Snyder 2009 Extended Family Trust
Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust
Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust
David L. Squier
Shirley Warner
Bruce Weinstein
Dana Wilkin

(b) Address or Principal Business Office:

The business address of each of the Carlyle Reporting Persons is c/o The Carlyle Group, 1001 Pennsylvania Avenue, N.W., Suite 220 South, Washington, D.C. 20004-2505.

The address for each of the Reporting Persons is c/o Wesco Aircraft Holdings, Inc., 24911 Avenue Stanford, Valencia, CA 91355.

(c) Citizenship of each Reporting Person is:

Each of the Carlyle Reporting Persons is organized in the state of Delaware.

Each of the Reporting Persons is a citizen of the United States of America, except the Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust, the Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust, the Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust, the Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust, the Randy Snyder 2009 Extended Family Trust, the Susan Snyder 2009 Extended Family Trust, the Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust and the Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust, which are trusts organized in the State of California, the Paul E Fulchino 2012 Family Trust, which is a trust organized in the State of Florida, and Alex Murray, who is a citizen of the United Kingdom.

(d) Title of Class of Securities:

Common stock, \$0.001 par value per share ("Common Stock").

(e) CUSIP Number:

950814103

Item 3.

Not applicable.

Item 4. Ownership (a-c)

The ownership information presented below represents beneficial ownership of Common Stock of the Issuer as of December 31, 2018, based upon 99,747,066 shares of the Issuer's Common Stock outstanding as of January 24, 2019.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Carlyle Group Management L.L.C. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
The Carlyle Group L.P. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
Carlyle Holdings I GP Inc. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
Carlyle Holdings I GP Sub L.L.C. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
Carlyle Holdings I L.P. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
TC Group, L.L.C. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
TC Group IV Managing GP, L.L.C. (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
Falcon Aerospace Holdings, LLC (1)	23,330,184	23.4%	0	23,330,184	0	23,330,184
Han Sun Cho	3,407	0.0%	3,407	0	3,407	0
Victoria J. Conner (2)	24,235	0.0%	24,235	0	24,235	0
Gregory Dietz (3)	47,296	0.0%	47,296	0	47,296	0
Paul E. Fulchino (4)	152,213	0.2%	91,094	61,119	91,094	61,119
The Paul E Fulchino 2012 Family Trust	61,119	0.1%	61,119	0	61,119	0
Sheryl Knights	29,098	0.0%	29,098	0	29,098	0
Alex Murray (5)	405,635	0.4%	405,635	0	405,635	0
Robert D. Paulson	98,784	0.1%	98,784	0	98,784	0
John Segovia	11,136	0.0%	11,136	0	11,136	0
Randy J. Snyder (6)	699,821	0.7%	699,821	0	699,821	0
Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust	1,278,046	1.3%	1,278,046	0	1,278,046	0
Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust	1,278,046	1.3%	1,278,046	0	1,278,046	0
Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust	1,278,046	1.3%	1,278,046	0	1,278,046	0
Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust	1,278,046	1.3%	1,278,046	0	1,278,046	0
Randy Snyder 2009 Extended Family Trust	1,425,448	1.4%	1,425,448	0	1,425,448	0
Susan Snyder 2009 Extended Family Trust	1,425,449	1.4%	1,425,449	0	1,425,449	0
Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust	1,278,046	1.3%	1,278,046	0	1,278,046	0
Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust	1,278,046	1.3%	1,278,046	0	1,278,046	0
David L. Squier (7)	38,300	0.0%	2,000	36,300	2,000	36,300
Shirley Warner	19,542	0.0%	19,542	0	19,542	0
Bruce Weinstein	652	0.0%	652	0	652	0
Dana Wilkin	2,419	0.0%	2,419	0	2,419	0

(1) Falcon Aerospace Holdings, LLC is the record holder of 23,330,184 shares of Common Stock. Carlyle Group Management L.L.C. is the general partner of The Carlyle Group

L.P., which is a publicly traded entity listed on NASDAQ. The Carlyle Group L.P. is the sole shareholder of Carlyle Holdings I GP Inc., which is the managing member of Carlyle Holdings I GP Sub L.L.C., which is the general partner of Carlyle Holdings I L.P., which is the managing member of TC Group, L.L.C., which is the managing member of TC Group IV Managing GP, L.L.C., which is the managing member of Falcon Aerospace Holdings, LLC. Accordingly, each of these entities may be deemed to share beneficial ownership of the shares of Common Stock owned of record by Falcon Aerospace Holdings, LLC.

- (2) Includes 15,925 shares of Common Stock beneficially owned by Ms. Conner, the right to acquire up to 5,400 shares pursuant to options and 2,910 restricted stock units that are scheduled to vest in three equal installments on September 30, 2019, 2020 and 2021.
- (3) Includes 9,188 shares of Common Stock beneficially owned by Mr. Dietz, the right to acquire up to 28,267 shares pursuant to options, 735 restricted stock units that are scheduled to vest on September 30, 2019, 5,162 restricted stock units that are scheduled to vest in two equal installments on September 30, 2019 and 2020 and 3,944 restricted stock units that are scheduled to vest in three equal installments on September 30, 2019, 2020 and 2021.
- (4) Consists of 91,094 shares of Common Stock beneficially owned by Mr. Fulchino and 61,119 shares of Common Stock held by the Paul E Fulchino 2012 Family Trust.
- (5) Consists of 132,239 shares of Common Stock beneficially owned by Mr. Murray, the right to acquire up to 201,973 shares pursuant to options, 11,912 restricted stock units that are scheduled to vest on September 30, 2019, 26,178 restricted stock units that are scheduled to vest in two equal installments on September 30, 2019 and 2020 and 33,333 restricted stock units that are scheduled to vest in three equal installments on September 30, 2019, 2020 and 2021.
- (6) Consists of 147,321 shares of Common Stock beneficially owned by Mr. Snyder and the right to acquire up to 552,500 shares pursuant to options.
- (7) Includes 36,300 shares held by the Squier Family Foundation.

Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

Not applicable.

Item 8. Identification and Classification of Members of the Group.

Not applicable.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Not applicable.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: February 12, 2019

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Chief Financial Officer

THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Chief Financial Officer

CARLYLE HOLDINGS I GP INC.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Chief Financial Officer

CARLYLE HOLDINGS I GP SUB L.L.C.

By: Carlyle Holdings I GP Inc., its managing member

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Chief Financial Officer

CARLYLE HOLDINGS I L.P.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Chief Financial Officer

TC GROUP, L.L.C.

By: Carlyle Holdings I L.P., its managing member

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Chief Financial Officer

TC GROUP IV MANAGING GP, L.L.C.By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson

Title: Authorized Person

FALCON AEROSPACE HOLDINGS, LLC

By: TC Group IV Managing GP, L.L.C., its Managing Member

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson

Title: Authorized Person

Han Sun Choby: /s/ John G. Holland, attorney-in-fact

Name: Han Sun Cho

Victoria J. Connerby: /s/ John G. Holland, attorney-in-fact

Name: Victoria J. Conner

Gregory Dietzby: /s/ John G. Holland, attorney-in-fact

Name: Gregory Dietz

Paul E. Fulchinoby: /s/ John G. Holland, attorney-in-fact

Name: Paul E. Fulchino

The Paul E Fulchino 2012 Family Trust

by: /s/ John G. Holland, attorney-in-fact
Name: The Paul E Fulchino 2012 Family Trust

Sheryl Knights

by: /s/ John G. Holland, attorney-in-fact
Name: Sheryl Knights

Alex Murray

by: /s/ John G. Holland, attorney-in-fact
Name: Alex Murray

Robert D. Paulson

by: /s/ John G. Holland, attorney-in-fact
Name: Robert D. Paulson

John Segovia

by: /s/ John G. Holland, attorney-in-fact
Name: John Segovia

Randy J. Snyder

by: /s/ John G. Holland, attorney-in-fact
Name: Randy J. Snyder

**Joshua Jack Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Joshua Jack Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust

**Joshua Jack Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Joshua Jack Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust

**Justin Henry Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Justin Henry Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust

**Justin Henry Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Justin Henry Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust

Randy Snyder 2009 Extended Family Trust

by: /s/ John G. Holland, attorney-in-fact
Name: Randy Snyder 2009 Extended Family Trust

Susan Snyder 2009 Extended Family Trust

by: /s/ John G. Holland, attorney-in-fact
Name: Susan Snyder 2009 Extended Family Trust

**Todd Ian Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Todd Ian Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust

**Todd Ian Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Todd Ian Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust

David L. Squier

by: /s/ John G. Holland, attorney-in-fact

Name: David L. Squier

Shirley Warner

by: /s/ John G. Holland, attorney-in-fact

Name: Shirley Warner

Bruce Weinstein

by: /s/ John G. Holland, attorney-in-fact

Name: Bruce Weinstein

Dana Wilkin

by: /s/ John G. Holland, attorney-in-fact

Name: Dana Wilkin

LIST OF EXHIBITS

Exhibit No.	Description
24.2	Power of Attorney of the Reporting Persons (incorporated by reference to Exhibit 24.2 to the Schedule 13G filed by the Reporting Persons on February 14, 2012).
24.3	Power of Attorney of the Paul E Fulchino 2012 Family Trust (incorporated by reference to Exhibit 24.3 to the Schedule 13G filed by the Reporting Persons on February 13, 2018).
24.4	Power of Attorney of the Carlyle Reporting Persons.
99	Joint Filing Agreement (incorporated by reference to Exhibit 99 to the Schedule 13G filed by the Reporting Persons on February 13, 2018).

POWER OF ATTORNEY

The undersigned understands that, from time to time, the Carlyle Companies (defined below) are required to prepare, execute and file certain federal and state securities laws filings.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Jeremy Anderson, Joanne Cosiol, Anne Frederick, Kevin Gasque, Erica Herberg, Norma Kuntz, Joshua Lefkowitz, David Lobe, Karen McMonagle, Aditya Narain, Venu Rathi, Michelle Reing, Ryan Toteja and Catherine Ziobro, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the name of each Carlyle Company and on behalf of each Carlyle Company, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of Forms D ("Form D") required to be filed in accordance with Rule 503 ("Rule 503") promulgated with respect to Sections 4(2), 4(6) and 3(b) of the Securities Act of 1933 (the "1933 Act") and reports required by Sections 13(d) and 16(a) of the Securities Exchange Act of 1934 (the "1934 Act") or any rule or regulation of the SEC;
 - (2) prepare and execute for and on behalf of each Carlyle Company, in the undersigned's capacity as a Chairman, authorized person, officer and/or director of each Carlyle Company, federal and state securities laws filings including without limitation Forms D pursuant to Rule 503 and Schedules 13D and 13G and Forms 3, 4, and 5 in accordance with Sections 13(d) and 16(a) of the 1934 Act and the rules thereunder;
 - (3) do and perform any and all acts for and on behalf of each Carlyle Company which may be necessary or desirable to complete and execute any such federal and state securities laws filings including without limitation Forms D, Schedules 13D and 13G and Forms 3, 4, and 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and the securities administrators of any state, the District of Columbia, the Commonwealth of Puerto Rico, Guam and the United States Virgin Islands or their designees and any stock exchange or similar authority; and
 - (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.
-

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted, whether the same needs to be executed, taken or done by him in his capacity as a current or former member, partner, shareholder, director or officer of any company, partnership, corporation, organization, firm, branch or other entity connected with, related to or affiliated with any of the entities constituting the Carlyle Companies or entities that directly or indirectly hold interests in the Carlyle Companies.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with federal and state securities laws, including without limitation Rule 503 of the 1933 Act or Section 13 and Section 16 of the 1934 Act.

This Power of Attorney and all authority conferred hereby shall not be terminated by operation of law, whether by the death or incapacity of the undersigned or by occurrence of any other event. Actions taken by an attorney-in-fact pursuant to this Power of Attorney shall be as valid as if any event described in the preceding sentence had not occurred, whether or not the attorney-in-fact shall have received notice of such event. Notwithstanding the foregoing, (i) in the event that an attorney-in-fact is no longer employed by The Carlyle Group Employee Co., L.L.C. or its affiliates, this Power of Attorney and all authority conferred hereby shall be immediately terminated with respect to such Attorney, and (ii) the undersigned may terminate or revoke this Power of Attorney at any time.

For purposes hereof, the "Carlyle Companies" shall consist of: (i) Carlyle Group Management L.L.C., The Carlyle Group L.P., Carlyle Holdings I GP Inc., Carlyle Holdings I GP Sub L.L.C., Carlyle Holdings I L.P., TC Group, L.L.C., Carlyle Holdings II GP L.L.C., Carlyle Holdings II L.P., TC Group Investment Holdings, L.P., Carlyle Holdings III GP Management L.L.C., Carlyle Holdings III GP L.P., Carlyle Holdings III GP Sub L.L.C., Carlyle Holdings III L.P., TC Group Cayman L.P., TC Group Sub L.P., TC Group Investment Holdings Sub L.P., TC Group Cayman Investment Holdings Sub L.P., TC Group Cayman Sub L.P. and (ii) the subsidiaries and affiliates of the foregoing in clause (i), including without limitation investment funds sponsored directly or indirectly by one or more of the Carlyle Companies.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 11th day of February, 2019.

By: /s/ Curtis L. Buser
Name: Curtis L. Buser
Title: Chief Financial Officer
