

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM 13F

FORM 13F COVER PAGE

OMB APPROVAL

OMB Number:	3235-0006
Expires:	Oct 31, 2018
Estimated average burden hours per response:	23.8

Report for the Calendar Year or Quarter Ended: 06-30-2016

Check here if Amendment Amendment Number:

This Amendment (Check only one.): is a restatement.
 adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: Carlyle Group L.P.
Address: C/O THE CARLYLE GROUP
1001 PENNSYLVANIA AVENUE, N.W.
WASHINGTON, DC 20004

Form 13F File Number: 028-15025

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Jeffrey W. Ferguson
Title: General Counsel
Phone: 202-729-5626

Signature, Place, and Date of Signing:

/s/ Jeffrey W. Ferguson Washington, DC 08-10-2016
[Signature] [City, State] [Date]

Explanatory Note 1: The Carlyle Group L.P. is managed by its general partner, Carlyle Group Management L.L.C., which is managed by a board of directors that is appointed by Carlyle's senior professionals. Explanatory Note 2: AlpInvest Partners B.V. is an indirectly wholly owned investment adviser of The Carlyle Group L.P. However, The Carlyle Group L.P. does not participate in any investment decision-making of AlpInvest Partners B.V.

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:

[If there are no entries in this list, omit this section.]

Form 13F File Number	Name
028-15646	AlpInvest Partners B.V.

Form 13F Summary Page

Report Summary:

Number of Other Included Managers: 2

Form 13F Information Table Entry Total: 28

Form 13F Information Table Value Total: 5,748,315
(thousands)

List of Other Included Managers:

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

[If there are no entries in this list, state "NONE" and omit the column headings and list entries.]

No.	Form 13F File Number	Name
1	028-12429	Carlyle Investment Management LLC
2	028-15024	CIM Global, L.L.C.

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FORM 13F INFORMATION TABLE

OMB APPROVAL	
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COLUMN 1	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE (x\$1000)	SHRS OR PRN	SH/ PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	SOLE VOTING AUTHORITY	SHARED	NONE	
Alcoa Inc	Com	013817101	5,209	561,966	SH	DFND	1	0	561,966	0	
Atlas Resource Partners LP	Com Unt Ltd Pr	04941A101	4,101	7,593,800	SH	DFND	1	0	7,593,800	0	
Axalta Coating Sys Ltd	Com	G0750C108	847,186	31,933,119	SH	DFND	1	0	31,933,119	0	
Axalta Coating Sys Ltd	Com	G0750C108	257,046	9,688,877	SH	DFND	1,2	0	9,688,877	0	
Booz Allen Hamilton Hldg Cor	Cl A	099502106	473,926	15,989,419	SH	DFND	1	0	15,989,419	0	
China Recycling Energy Corp	Com	168913101	892	394,800	SH	DFND	1, 2	0	394,800	0	
Cobalt Intl Energy Inc	Com	19075F106	46,663	34,822,878	SH	DFND	1	0	34,822,878	0	
CommScope Hldg Co Inc	Com	20337X109	879,287	28,336,667	SH	DFND	1	0	28,336,667	0	
CommScope Hldg Co Inc	Com	20337X109	399,676	12,880,303	SH	DFND	1, 2	0	12,880,303	0	
CommunityOne Bancorp	Com	20416Q108	72,963	5,772,376	SH	DFND	1	0	5,772,376	0	
Concord Med Svcs Hldgs Ltd	Spon ADR Cl A	206277105	16,794	4,362,117	SH	DFND	1, 2	0	4,362,117	0	
Enduro Rty Tr	Tr Unit	29269K100	31,906	8,600,000	SH	DFND	1	0	8,600,000	0	
Enviva Partners LP	Com Unit	29414J107	301,622	13,252,299	SH	DFND	1	0	13,252,299	0	
Hampton Roads Bankshares Inc	Com New	409321502	75,893	42,398,583	SH	DFND	1	0	42,398,583	0	
INC Resh Hldgs Inc	Cl A	45329R109	3,676	96,419	SH	DFND	1	0	96,419	0	
Masonite Intl Corp New	Com	575385109	17,374	262,688	SH	DFND	1	0	262,688	0	
Multi Packaging Solutions In	Com	G6331W109	282,527	21,163,072	SH	DFND	1	0	21,163,072	0	
Niska Gas Storage Partners L	Unit Ltd Liabi	654678101	85,950	20,464,250	SH	DFND	1	0	20,464,250	0	
NXP Semiconductors N V	Com	N6596X109	349,952	4,461,853	SH	DFND	1	0	4,461,853	0	

NXP Semiconductors N V	Com	N6596X109	151,394	1,932,525	SH	DFND	1, 2	0	1,932,525	0
Pattern Energy Group Inc	Cl A	70338P100	389,630	16,962,546	SH	DFND	1	0	16,962,546	0
Sequential Brnds Group Inc N	Com New	81734P107	50,831	6,369,812	SH	DFND	1	0	6,369,812	0
SouFun Hldgs Ltd	ADR	836034108	61,908	12,307,691	SH	DFND	1	0	12,307,691	0
Superior Energy Svcs Inc	Com	868157108	16,844	914,934	SH	DFND	1	0	914,934	0
Talen Energy Corp	Com	87422J105	264,431	19,515,173	SH	DFND	1	0	19,515,173	0
USA Compression Partners LP	Comunit Ltdpar	90290N109	341,993	23,328,314	SH	DFND	1	0	23,328,314	0
Weatherford Intl Plc	Ord Shs	G48833100	5,550	1,000,000	SH	DFND	1	0	1,000,000	0
Wesco Aircraft Hldgs Inc	Com	950814103	313,091	23,330,184	SH	DFND	1	0	23,330,184	0