FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 Estimated average burden hours per response: 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Instruc	tion 1(b).		Filed							ties Excl							213 pc1 10			0.0
	nd Address of	Reporting Person*					nd Tick			Symbol					ationship all appl Direct	,	rting Pe	_ ``	o Issue	
(Last)	(Fi	rst) (I	Middle)	3. Dat 07/12		Earliest Transaction (Month/Day/Year) Officer (give title below)						Othe belo	er (spe w)	cify						
		E GROUP INC. NIA AVE. NW,		4. If A	men	ndment,	Date of	f Origin	al File	ed (Mont	h/Day/	Year		Indivine)	Form	Joint/Gro	one Rep	porting P	erson	
(Street)	NGTON D	C 2	0004-2505	Dut		05.5	1(0)	T		ا مدائد	مئلم مر	~ 4:		1	Form Perso	filed by N n	Nore that	an One F	eportir	ng
(City)	(St	ate) (2	Zip)		Check	k this bo	to indic	ate that	a tran		as mac	le pu	orrsuant to a c). See Instr			oction or w	ritten pla	an that is	ntended	d to
		Table	I - Non-Deriva	tive S	Seci	urities	Acq	uired	, Dis	spose	d of,	or E	3enefici	ially	Owne	ed				
1. Title of Security (Instr. 3)			2. Transaction Date (Month/Day/Year	2A. Deer Execution if any (Month/E		n Date,	Code	Transaction Code (Instr.				uired (A) or Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following		s Ily	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Ame	ount	(A) or (D)	P	rice	₹	Reported ransacti Instr. 3 a	on(s)		·		
Common	Stock		07/12/2024				S <sup>(1)</sup>		4	,722	D	\$	31.7063	(2)	11,040	),280		I	See footn	otes <sup>(3)</sup>
Common	Stock		07/12/2024				S <sup>(1)</sup>		52	2,531	D	\$	32.4089	(4)	10,987	7,749		I	See footn	otes(3)
Common Stock			07/15/2024			S <sup>(1)</sup>		90	0,507	D \$31.6		31.6896	10,897,242		1 1 1		See footn	otes(3)		
Common	Stock		07/15/2024				S <sup>(1)</sup>		2	,680	D	\$	32.1535	(6)	10,894	1,562		I	See footn	otes <sup>(3)</sup>
		Tal	ble II - Derivati (e.g., pu												Owned	İ				
1. Title of Derivative Security (Instr. 3)	vative Conversion Date Execution Date, urity or Exercise (Month/Day/Year) if any			Transaction Code (Instr. 8) S A (A (A (Instr. B (Instr.		vative urities uired or osed	Expirati e (Month/		Exercisable and on Date Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		Beneficial Ownership (Instr. 4)	
				Code	v	(A)	(D)	Date Exercis	sable	Expirat Date		Γitle	Amount or Number of Shares							
	nd Address of Group In	Reporting Person*																		
	E CARLYL	(First) E GROUP INC. NIA AVE. NW,			_															
					- 1															

(Street) 20004-2505 WASHINGTON (State) (Zip) 1. Name and Address of Reporting Person\* Carlyle Holdings II GP L.L.C. (Last) (First) (Middle) C/O THE CARLYLE GROUP INC., 1001 PENNSYLVANIA AVE. NW, SUITE 220S,

(Street)

	gs II L.L.C.	(Zip)
Carlyle Holdin	gs II L.L.C.	on <sup>*</sup>
Last)		
	(First) LE GROUP IN	(Middle)
1001 PENNSYLV		
Street) WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
. Name and Address CG Subsidiary		
Last)	(First)	(Middle)
C/O THE CARLY 1001 PENNSYLV		
Street)		
WASHINGTON	DC	20004-2505
(City)	(State)	(Zip)
. Name and Address <u>FC Group Cay</u>		on* nent Holdings, L.P.
Last)	(First)	(Middle)
		SERVICES LIMITED,
190 ELGIN AVEN	NUE,	
Street) GEORGE TOWN GRAND CAYMAN	, E9	KY1-9001
City)	(State)	(Zip)
. Name and Address <u>FC Group Cay</u> <u>L.P.</u>		on* nent Holdings Sub
Last)	(First)	(Middle)
		ERVICES LIMITED
190 ELGIN AVEN	NUE	
Street) GEORGE TOWN GRAND CAYMAN	, E9	KY1-9001
(City)	(State)	(Zip)
. Name and Address ΓC Group VI (		
Last) C/O THE CARLY	(First)	(Middle)
1001 PENNSYLV		
Street) WASHINGTON	DC	20004-2505

(Last)	(First)	(Middle)
C/O WALKER	RS CORPORATE S	SERVICES LIMITED,
190 ELGIN A	VENUE,	
(Street)		
GEORGE TO	WN,	
GRAND	E9	KY1-9001
CAYMAN		
(City)	(State)	(Zip)
	ress of Reporting Pers	
		in Holdings, L.P.
Carlyle Part	(First)	ın Holdings, L.P.
Carlyle Part	(First) RS CORPORATE S	m Holdings, L.P.  (Middle)
Carlyle Part (Last) C/O WALKER	(First) RS CORPORATE S	m Holdings, L.P.  (Middle)
Carlyle Part (Last) C/O WALKER 190 ELGIN A	(First) RS CORPORATE S VENUE,	m Holdings, L.P.  (Middle)
Carlyle Part (Last) C/O WALKEF 190 ELGIN A' (Street)	(First) RS CORPORATE S VENUE,	m Holdings, L.P.  (Middle)
Carlyle Part  (Last)  C/O WALKEF  190 ELGIN A'  (Street)  GEORGE TO	(First) RS CORPORATE S VENUE,	(Middle) SERVICES LIMITED,

## **Explanation of Responses:**

- 1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted on May 12, 2024.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.36 to \$31.99. 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.
- 3. Reflects ordinary shares held of record by Carlyle Partners VI Cayman Holdings, L.P. (the "Carlyle Investor"). The Carlyle Group Inc., a publicly traded company listed on Nasdaq, is the sole member of Carlyle Holdings II GP L.L.C., which is the managing member of Carlyle Holdings II L.L.C., which, with respect to the securities reported herein, is the managing member of CG Subsidiary Holdings L.L.C., which is the general partner of TC Group Cayman Investment Holdings, L.P., which is the general partner of TC Group Cayman Investment Holdings Sub L.P., which is the sole member of TC Group VI Cayman, L.L.C., which is the general partner of TC Group VI Cayman, L.P., which is the general partner of the Carlyle Investor. Accordingly, each of the foregoing entities may be deemed to share beneficial ownership of the securities held of record by the Carlyle Investor. Each of them disclaims beneficial ownership of such securities.
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.02 to \$32.70. 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.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$31.3251 to \$31.996. 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
- 6. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.00 to \$32.2993. 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

The Carlyle Group Inc., By: /s/ Anne Frederick, Attorney-07/16/2024 in-fact for John C. Redett, **Chief Financial Officer** Carlyle Holdings II GP L.L.C., By: The Carlyle Group Inc., its sole member, By: /s/ 07/16/2024 Anne Frederick, Attorney-infact for John C. Redett, Chief Financial Officer Carlyle Holdings II L.L.C., By /s/ Anne Frederick, Attorneyin-fact for John C. Redett, **Managing Director** CG Subsidiary Holdings L.L.C., By: /s/ Anne Frederick, Attorney-in-fact for 07/16/2024 John C. Redett, Managing

Director TC Group Cayman Investment Holdings, L.P., By: CG Subsidiary Holdings L.L.C. its general partner, By: /s/

07/16/2024 Anne Frederick, Attorney-in-

fact for John C. Redett,

Managing Director

TC Group Cayman Investment 07/16/2024

Holdings Sub L.P., By: TC Group Cayman Investment

Holdings, L.P., its general

partner, By: CG Subsidiary Holdings L.L.C., its general

partner, By: /s/ Anne

Frederick, Attorney-in-fact for

John C. Redett, Managing

Director

TC Group VI Cayman, L.L.C.,

By: /s/ Jeremy W. Anderson, 07/16/2024

Vice President

TC Group VI Cayman, L.P.,

By: TC Group VI Cayman,

L.L.C., its general partner, By: 07/16/2024

/s/ Jeremy W. Anderson, Vice

**President** 

Carlyle Partners VI Cayman

Holdings, L.P., By: TC Group

VI Cayman, L.P., its general

partner, By: TC Group VI 07/16/2024

Cayman, L.L.C., its general

partner, By: /s/ Jeremy W.

Anderson, Vice President

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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.

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

<sup>\*\*</sup> Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).