

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

1. Name and Address of Reporting Person* <u>TCG Financial Services, L.P.</u> (Last) (First) (Middle) <u>C/O WALKER CORPORATE SERVICES LIMITED</u> <u>WALKER HOUSE, 87 MARY STREET</u> (Street) <u>GEORGE TOWN, GRAND CAYMAN</u> (City) (State) (Zip) <u>KY1-9001</u>	2. Issuer Name and Ticker or Trading Symbol <u>HAMPTON ROADS BANKSHARES INC</u> [<u>HMPR</u>]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>09/27/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common stock, par value \$0.01 per share	09/27/2012		P		16,007,143	A	\$0.7	42,398,583	I	See Footnote ⁽¹⁾⁽²⁾

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. 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. Transaction Code (Instr. 8)		6. Date Exercisable and Expiration Date (Month/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)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person*
TCG Financial Services, L.P.
 (Last) (First) (Middle)
C/O WALKER CORPORATE SERVICES LIMITED
WALKER HOUSE, 87 MARY STREET
 (Street)
GEORGE TOWN, GRAND CAYMAN
 (City) (State) (Zip) KY1-9001

1. Name and Address of Reporting Person*
Carlyle Group Management L.L.C.
 (Last) (First) (Middle)
C/O THE CARLYLE GROUP
1001 PENNSYLVANIA AVE. NW, SUITE 220S
 (Street)
WASHINGTON DC 20004
 (City) (State) (Zip)

1. Name and Address of Reporting Person*

[Carlyle Group L.P.](#)

(Last) (First) (Middle)

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1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON DC 20004

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[Carlyle Holdings II GP L.L.C.](#)

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(City) (State) (Zip)

1. Name and Address of Reporting Person*

[TC Group Cayman Investment Holdings, L.P.](#)

(Last) (First) (Middle)

C/O WALKER CORPORATE SERVICES LIMITED
WALKER HOUSE, 87 MARY STREET

(Street)

GEORGE TOWN,
GRAND CAYMAN KY1-9001

(City) (State) (Zip)

1. Name and Address of Reporting Person*

[TC Group Cayman Investment Holdings Sub L.P.](#)

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GRAND CAYMAN KY1-9001

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1. Name and Address of Reporting Person*

[Carlyle Financial Services, Ltd.](#)

(Last) (First) (Middle)

C/O WALKER CORPORATE SERVICES LIMITED

WALKER HOUSE, 87 MARY STREET

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GEORGE TOWN,
GRAND
CAYMAN

KY1-9001

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1. Name and Address of Reporting Person*

Carlyle Financial Services Harbor, L.P.

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(Middle)

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1001 PENNSYLVANIA AVE. NW, SUITE 220S

(Street)

WASHINGTON

DC

20004

(City)

(State)

(Zip)

Explanation of Responses:

1. Carlyle Financial Services Harbor, L.P. is the record holder of the securities reported herein. 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 member of Carlyle Holdings II GP L.L.C., which is the general partner of Carlyle Holdings II L.P., 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 shareholder of Carlyle Financial Services, Ltd., which is the general partner of TCG Financial Services, L.P., which is the general partner of Carlyle Financial Services Harbor, L.P. By virtue of these relationships, each of the reporting persons may be deemed to share beneficial ownership of the securities reported herein.

2. (Continued from Footnote 1) Each reporting person expressly disclaims beneficial ownership of any such securities except to the extent of its pecuniary interest therein.

Remarks:

Exhibit List: Exhibit 99 - Joint Filer Information

/s/ Ann Siebecker, attorney-in-
fact for Daniel A. D'Aniello,
Director of Carlyle Financial
Services, Ltd., the general
partner of TCG Financial
Services, L.P. 09/28/2012

** 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.

Joint Filer Information

Date of Event Requiring Statement: September 27, 2012

Issuer Name and Ticker or Trading Symbol: Hampton Roads Bankshares, Inc. [HMPR]

Designated Filer: TCG Financial Services, L.P.

Other Joint Filers: The Carlyle Group L.P., Carlyle Holdings II GP L.L.C., Carlyle Holdings II L.P., TC Group Cayman Investment Holdings, L.P., TC Group Cayman Investment Holdings Sub L.P., Carlyle Financial Services, Ltd., TCG Financial Services, L.P., Carlyle Financial Services Harbor, L.P.

Addresses: The address of TC Group Cayman Investment Holdings, L.P., TC Group Cayman Investment Holdings Sub L.P., Carlyle Financial Services, Ltd. and TCG Financial Services, L.P. is c/o Walker Corporate Services Limited, Walker House, 87 Mary Street, George Town, Grand Cayman KY1-9001, Cayman Islands. The address of each of the other reporting persons is c/o The Carlyle Group, 1001 Pennsylvania Ave., N.W., Suite 220 South, Washington, DC 20004-2505.

Dated: September 28, 2012

Signatures:

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

THE CARLYLE GROUP L.P.

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

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

CARLYLE HOLDINGS II GP L.L.C.

By: The Carlyle Group L.P., its managing member

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

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

CARLYLE HOLDINGS II L.P.

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

TC GROUP CAYMAN INVESTMENT HOLDINGS L.P.

By: Carlyle Holdings II L.P., its general partner

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

TC GROUP CAYMAN INVESTMENT HOLDINGS SUB L.P.

By: TC Group Cayman Investment Holdings L.P., its general partner

By: Carlyle Holdings II L.P., its general partner

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Chairman

CARLYLE FINANCIAL SERVICES, LTD.

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Director

TCG FINANCIAL SERVICES, L.P.

By: Carlyle Financial Services, Ltd., its general partner

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Director

CARLYLE FINANCIAL SERVICES HARBOR, L.P.

By: TCG Financial Services, L.P., its general partner

By: Carlyle Financial Services, Ltd., its general partner

By: /s/ Ann Siebecker, attorney-in-fact

Name: Daniel D'Aniello

Title: Director