
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 1)*

StandardAero, Inc.

(Name of Issuer)

Common Stock, par value \$0.01 per share

(Title of Class of Securities)

85423L103

(CUSIP Number)

03/31/2025

(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)

SCHEDULE 13G

CUSIP No. 85423L103

Names of Reporting Persons

1

Carlyle Group Inc.

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

	Sole Voting Power
5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	180,820,300.00
	Sole Dispositive Power
7	0.00
	Shared Dispositive Power
8	180,820,300.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	180,820,300.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	<input type="checkbox"/>
11	Percent of class represented by amount in row (9)
	54.1 %
12	Type of Reporting Person (See Instructions)
	CO

SCHEDULE 13G

CUSIP No. 85423L103

1	Names of Reporting Persons
	Carlyle Holdings I GP Inc.
	Check the appropriate box if a member of a Group (see instructions)
2	<input type="checkbox"/> (a)
	<input type="checkbox"/> (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	DELAWARE
	Sole Voting Power
5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	180,820,300.00
	Sole Dispositive Power
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	<input type="checkbox"/>

11 Percent of class represented by amount in row (9)
54.1 %
Type of Reporting Person (See Instructions)
12 CO

SCHEDULE 13G

CUSIP No. 85423L103

Names of Reporting Persons

1 Carlyle Holdings I GP Sub L.L.C.
Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only

Citizenship or Place of Organization

4 DELAWARE

Sole Voting Power

5 0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

6 Shared Voting Power
180,820,300.00

Sole Dispositive Power

7 0.00

8 Shared Dispositive Power

180,820,300.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9 180,820,300.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11 54.1 %

Type of Reporting Person (See Instructions)

12 OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13G

CUSIP No. 85423L103

Names of Reporting Persons

1 Carlyle Holdings I L.P.

2 Check the appropriate box if a member of a Group (see instructions)

(a)

(b)

3 Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of Shares

Shared Voting Power

Beneficially

6

180,820,300.00

Owned by

Sole Dispositive Power

Each

7

0.00

Reporting

Person

Shared Dispositive

With:

8

Power

180,820,300.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9

180,820,300.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11

54.1 %

Type of Reporting Person (See Instructions)

12

PN

SCHEDULE 13G

CUSIP No. 85423L103

Names of Reporting Persons

1

CG Subsidiary Holdings L.L.C.

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3 Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of Shares

Shared Voting Power

Beneficially

6

180,820,300.00

Owned by

Sole Dispositive Power

Each

7

0.00

Reporting

Person

Shared Dispositive

With:

8

Power

180,820,300.00

Aggregate Amount Beneficially Owned by Each Reporting Person

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180,820,300.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

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Percent of class represented by amount in row (9)

11

54.1 %

Type of Reporting Person (See Instructions)

12

OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13G

CUSIP No. 85423L103

Names of Reporting Persons

1

TC Group, L.L.C.

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

Sole Voting Power

5

0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

Shared Voting Power

6

180,820,300.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

180,820,300.00

Aggregate Amount Beneficially Owned by Each Reporting Person

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Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

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Percent of class represented by amount in row (9)

11

54.1 %

Type of Reporting Person (See Instructions)

12

OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13G

CUSIP No. 85423L103

1 Names of Reporting Persons
TC Group Sub L.P.
Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only
Citizenship or Place of Organization

4 DELAWARE

5 Sole Voting Power
0.00

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person
With:

6 Shared Voting Power
180,820,300.00

7 Sole Dispositive Power
0.00

8 Shared Dispositive
Power
180,820,300.00

9 Aggregate Amount Beneficially Owned by Each Reporting Person
180,820,300.00
Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

11 Percent of class represented by amount in row (9)
54.1 %

12 Type of Reporting Person (See Instructions)
PN

SCHEDULE 13G

CUSIP No. 85423L103

1 Names of Reporting Persons
TC Group VII S1, L.L.C.
Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only
Citizenship or Place of Organization

4 DELAWARE

		Sole Voting Power
	5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:		Shared Voting Power
	6	180,820,300.00
		Sole Dispositive Power
	7	0.00
		Shared Dispositive Power
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		Aggregate Amount Beneficially Owned by Each Reporting Person
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		Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
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		Percent of class represented by amount in row (9)
11		54.1 %
		Type of Reporting Person (See Instructions)
12		OO

Comment for Type of Reporting Person: Limited Liability Company

SCHEDULE 13G

CUSIP No. 85423L103

		Names of Reporting Persons
1		TC Group VII S1, L.P.
		Check the appropriate box if a member of a Group (see instructions)
2		<input type="checkbox"/> (a)
		<input type="checkbox"/> (b)
3		Sec Use Only
		Citizenship or Place of Organization
4		DELAWARE
		Sole Voting Power
	5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:		Shared Voting Power
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9		180,820,300.00

10 Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11 54.1 %

Type of Reporting Person (See Instructions)

12 PN

SCHEDULE 13G

CUSIP No. 85423L103

Names of Reporting Persons

1 Carlyle Partners VII S1 Holdings II, L.P.
Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only

Citizenship or Place of Organization

4 DELAWARE

Sole Voting Power

5

0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

6

180,820,300.00

Sole Dispositive Power

7

0.00

Shared Dispositive

8

Power

180,820,300.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9 180,820,300.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

10

Percent of class represented by amount in row (9)

11 54.1 %

Type of Reporting Person (See Instructions)

12 PN

SCHEDULE 13G

Item 1.

Name of issuer:

(a) StandardAero, Inc.

(b) Address of issuer's principal executive offices:

Item 2.

Name of person filing:

- (a) Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is filed on behalf of: The Carlyle Group Inc. Carlyle Holdings I GP Inc. Carlyle Holdings I GP Sub L.L.C. Carlyle Holdings I L.P. CG Subsidiary Holdings L.L.C. TC Group, L.L.C. TC Group Sub L.P. TC Group VII S1, L.L.C. TC Group VII S1, L.P. Carlyle Partners VII S1 Holdings II, L.P.

Address or principal business office or, if none, residence:

- (b) The principal business office address for each of the Reporting Persons is c/o The Carlyle Group Inc., 1001 Pennsylvania Avenue NW, Suite 220 South, Washington, DC 20004-2505.

Citizenship:

- (c) Each of the Reporting Persons is organized under the laws of the State of Delaware

Title of class of securities:

- (d) Common Stock, par value \$0.01 per share

CUSIP No.:

- (e) 85423L103

Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

The information contained on the cover pages to this Schedule 13G is incorporated by reference into this Item 4. The ownership information presented herein represents beneficial ownership of Common Stock as of the date of this filing, based upon 334,461,630 shares of Common Stock outstanding as of April 17, 2025, as disclosed in the Issuer's Proxy Statement on Schedule 14A filed with the Securities and Exchange Commission on April 25, 2025. Carlyle Partners VII S1 Holdings II, L.P. ("Carlyle Partners VII") is the record holder of the securities reported herein. The Carlyle Group Inc., which is a publicly traded entity listed on Nasdaq, is the sole shareholder of Carlyle Holdings I GP Inc., which is the sole member of Carlyle Holdings I GP Sub L.L.C., which is the general partner of Carlyle Holdings I L.P., which, with respect to the securities reported herein, is the managing member of CG Subsidiary Holdings L.L.C., which is the managing member of TC Group, L.L.C., which is the general partner of TC Group Sub L.P., which is the managing member of TC Group VII S1, L.L.C., which is the general partner of TC Group VII S1, L.P., which is the general partner of Carlyle Partners VII. Accordingly, each of the foregoing entities may be deemed to share beneficial ownership of the securities held of record by Carlyle Partners VII. Each of them disclaims beneficial ownership of such securities.

Percent of class:

- (b) 54.1% %

- (c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

180,820,300

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

180,820,300

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

Item 6. Ownership of more than 5 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 or Control Person.

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. Certifications:

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.

Carlyle Group Inc.

Signature: /s/ Anne Frederick, Attorney-in-fact

Name/Title: John C. Redett, Chief Financial Officer

Date: 05/13/2025

Carlyle Holdings I GP Inc.

Signature: /s/ Anne Frederick, Attorney-in-fact

Name/Title: John C. Redett, Managing Director and Chief Financial Officer

Date: 05/13/2025

Carlyle Holdings I GP Sub L.L.C.

Signature: By: Carlyle Holdings I GP Inc., its sole member,
By: /s/ Anne Frederick, Attorney-in-fact

Name/Title: John C. Redett, Managing Director and Chief Financial Officer

Date: 05/13/2025

Carlyle Holdings I L.P.

Signature: /s/ Anne Frederick, Attorney-in-fact

Name/Title: John C. Redett, Managing Director

Date: 05/13/2025

CG Subsidiary Holdings L.L.C.

Signature: /s/ Anne Frederick, Attorney-in-fact

Name/Title: John C. Redett, Managing Director

Date: 05/13/2025

TC Group, L.L.C.

Signature: /s/ Anne Frederick, Attorney-in-fact
Name/Title: John C. Redett, Managing Director
Date: 05/13/2025

TC Group Sub L.P.

Signature: By: TC Group, L.L.C., its general partner, By: /s/
Anne Frederick, Attorney-in-fact
Name/Title: John C. Redett, Managing Director
Date: 05/13/2025

TC Group VII S1, L.L.C.

Signature: /s/ Jeremy W. Anderson
Name/Title: Jeremy W. Anderson, Vice President
Date: 05/13/2025

TC Group VII S1, L.P.

Signature: By: TC Group VII S1, L.L.C., its general partner,
By: /s/ Jeremy W. Anderson
Name/Title: Jeremy W. Anderson, Vice President
Date: 05/13/2025

Carlyle Partners VII S1 Holdings II, L.P.

Signature: By: TC Group VII S1, L.P., its general partner,
By: TC Group VII S1, L.L.C., its general partner,
By: /s/ Jeremy W. Anderson
Name/Title: Jeremy W. Anderson, Vice President
Date: 05/13/2025

Exhibit Information

24: Power of Attorney (previously filed). 99: Joint Filing Agreement (previously filed).