**Part I  Reporting Issuer**

1. Issuer’s name: THE CARLYLE GROUP INC.
2. Issuer’s employer identification number (EIN): 45-2832612
3. Name of contact for additional information: INVESTOR RELATIONS
4. Telephone No. of contact: (202) 729-5800
5. Email address of contact: PUBLICINVESTOR@CARLYLE.COM
6. Number and street (or P.O. box if mail is not delivered to street address) of contact: 1001 PENNSYLVANIA AVE., NW
7. City, town, or post office, state, and ZIP code of contact: WASHINGTON, DC 20004
8. Date of action: 8/18/2020

**DISTRIBUTIONS TO COMMON STOCK SHAREHOLDERS**

9. Classification and description: DISTRIBUTIONS TO COMMON STOCK SHAREHOLDERS
10. CUSIP number: 14316108
11. Serial number(s): N/A
12. Ticker symbol: CG
13. Account number(s): N/A

**Part II  Organizational Action**

14. Describe the organizational action and, if applicable, the date of the action or the date against which shareholders’ ownership is measured for the action: SEE ATTACHMENT

15. Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis: SEE ATTACHMENT

16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates: SEE ATTACHMENT
Part II  Organizational Action (continued)

17 List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based  

SEE ATTACHMENT

18 Can any resulting loss be recognized?  

SEE ATTACHMENT

19 Provide any other information necessary to implement the adjustment, such as the reportable tax year  

SEE ATTACHMENT

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature  

Date  9/21/2020

Print your name  SHANNON STAFFORD

Title  MANAGING DIRECTOR

Paid Preparer Use Only  

Print/Type preparer’s name  Preparer’s signature  Date  Check ☐ if self-employed  PTIN

Firm’s name  

Firm’s address  

Firm’s EIN  

Phone no.

Send Form 8937 (including accompanying statements) to: Department of the Treasury, Internal Revenue Service, Ogden, UT 84201-0054
CONSULT YOUR TAX ADVISOR

The information contained herein is being provided pursuant to the requirements of Section 6045B of the Internal Revenue Code of 1986, as amended (the “Code”), and includes a general summary regarding the application of certain U.S. federal income tax laws and regulations relating to the effects of the distribution paid to Common Stock Shareholders of The Carlyle Group Inc. (“Carlyle”) on May 19, 2020. The information below does not constitute tax advice and does not purport to be complete or to describe the tax consequences that may apply to the Common Stock Shareholders. The descriptions in questions 14-19 below are being provided pursuant to Section 6045B of the Code and as a convenience to shareholders and their tax advisors when establishing their specific tax position. Please consult your tax advisor regarding the applicability and effect of all U.S. federal, state, local and foreign tax laws.

14. Describe the organizational action and, if applicable, the date of the action or the date against which shareholders’ ownership is measured for the action:

The Common Stock distribution of $0.25 per share was declared by the board of directors of Carlyle on April 23, 2020 and was paid on May 19, 2020.

15. Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis:

Carlyle currently estimates that the Common Stock shareholder’s tax basis will reduce by $0.15 per share as a result of the above distribution and the remaining distribution $0.10 per share will be treated as out of current earnings and profits (E&P), in application of Treas. Section 1.6042-3(c).

16. Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates:

Carlyle’s distributions and the determination of the tax character are based on the most current estimates of E&P available. These estimates will be updated as additional information becomes available. According to Internal Revenue Code Sections 301(c) and 316(c), distributions are treated as a taxable dividend to the extent there is current and accumulated E&P. Distributions in excess of E&P are treated as nontaxable and are applied against and reduce the adjusted basis of the stock.

17. List the applicable Internal Revenue Code section(s) and subsection(s) upon which the tax treatment is based:
18. Can any resulting loss be recognized?

Not applicable

19. Provide any other information necessary to implement the adjustment, such as the reportable tax year:

As noted above, the amount of return of capital disclosed in this filing is based on an estimate using the most current estimated earnings and profit available. As our financial information and updates to our E&P projections become available, we will re-evaluate our E&P projections and will report an updated Form 8937, as needed.