

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: 03-31-2016

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 05-13-2016
[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: 31

Form 13F Information Table Value Total: 7,977,598
(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 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4	COLUMN 5			COLUMN 6	COLUMN 7	COLUMN 8		
			VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	INVESTMENT DISCRETION	OTHER MANAGER	VOTING AUTHORITY SOLE SHARED NONE		
Alcoa Inc	Com	013817101	5,384	561,966	SH		DFND	1	0	561,966	0
Atlas Resource Partners LP	Com Unt Ltd Pr	04941A101	5,771	7,593,800	SH		DFND	1	0	7,593,800	0
Axalta Coating Sys Ltd	Com	G0750C108	1,563,981	53,560,977	SH		DFND	1	0	53,560,977	0
Axalta Coating Sys Ltd	Com	G0750C108	474,530	16,251,019	SH		DFND	1, 2	0	16,251,019	0
Booz Allen Hamilton Hldg Cor	Cl A	099502106	861,955	28,466,158	SH		DFND	1	0	28,466,158	0
China Recycling Energy Corp	Com	168913101	1,559	5,102,666	SH		DFND	1, 2	0	5,102,666	0
Cobalt Intl Energy Inc	Com	19075F106	103,424	34,822,878	SH		DFND	1	0	34,822,878	0
CommScope Hldg Co Inc	Com	20337X109	1,175,060	42,086,667	SH		DFND	1	0	42,086,667	0
CommScope Hldg Co Inc	Com	20337X109	534,118	19,130,303	SH		DFND	1, 2	0	19,130,303	0
CommunityOne Bancorp	Com	20416Q108	76,657	5,772,376	SH		DFND	1	0	5,772,376	0
Concord Med Svcs Hldgs Ltd	Sponsored ADR	206277105	21,462	4,362,117	SH		DFND	1, 2	0	4,362,117	0
Enduro Rty Tr	Tr Unit	29269K100	23,478	8,600,000	SH		DFND	1	0	8,600,000	0
Enviva Partners LP	Com Unit	29414J107	287,840	13,252,299	SH		DFND	1	0	13,252,299	0
Hampton Roads Bankshares Inc	Com New	409321502	75,045	42,398,583	SH		DFND	1	0	42,398,583	0
INC Resh Hldgs Inc	Cl A	45329R109	6,407	155,464	SH		DFND	1	0	155,464	0
Masonite Intl Corp New	Com	575385109	91,656	1,399,327	SH		DFND	1	0	1,399,327	0
Midstates Pete Co Inc	Com New	59804T308	696	1,960,265	SH		DFND	1	0	1,960,265	0
Multi Packaging Solutions In	Com	G6331W109	436,799	26,913,072	SH		DFND	1	0	26,913,072	0
Niska Gas Storage Partners L	Unit Ltd Liabi	654678101	73,467	20,464,250	SH		DFND	1	0	20,464,250	0
NXP	Com	N6596X109	623,737	7,693,805	SH		DFND	1	0	7,693,805	0

Semiconductors N V										
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Com	N6596X109	270,154	3,332,353	SH	DFND	1, 2	0	3,332,353	0	
Pattern Energy Group Inc										
CI A	70338P100	323,476	16,962,546	SH	DFND	1	0	16,962,546	0	
Sandridge Energy Inc										
Com	80007P307	2,882	51,370,888	SH	DFND	1	0	51,370,888	0	
Sequential Brnds Group Inc N										
Com New	81734P107	40,703	6,369,812	SH	DFND	1	0	6,369,812	0	
SouFun Hldgs Ltd										
ADR	836034108	73,723	12,307,691	SH	DFND	1	0	12,307,691	0	
Superior Energy Svcs Inc										
Com	868157108	12,251	914,934	SH	DFND	1	0	914,934	0	
Talen Energy Corp										
Com	87422J105	175,637	19,515,173	SH	DFND	1	0	19,515,173	0	
TerraForm Pwr Inc										
CI A Com	88104R100	26,095	3,016,800	SH	DFND	1	0	3,016,800	0	
USA Compression Partners LP										
Comunit Ltdpar	90290N109	266,150	22,651,056	SH	DFND	1	0	22,651,056	0	
Weatherford Intl Plc										
Ord Shs	G48833100	7,780	1,000,000	SH	DFND	1	0	1,000,000	0	
Wesco Aircraft Hldgs Inc										
Com	950814103	335,721	23,330,184	SH	DFND	1	0	23,330,184	0	