

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person* <u>Carlyle Group Management L.L.C.</u>  (Last) (First) (Middle) <u>C/O THE CARLYLE GROUP 1001</u> <u>PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH</u>  (Street) <u>WASHINGTON DC 20004-2505</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Wesco Aircraft Holdings, Inc [ WAIR ]</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>01/09/2020</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	01/09/2020		D		23,330,184	D	(1)	0	I	See footnote <sup>(2)</sup>

**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	(A)	(D)					

1. Name and Address of Reporting Person\*  
Carlyle Group Management L.L.C.  
 (Last) (First) (Middle)  
C/O THE CARLYLE GROUP 1001  
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH  
 (Street)  
WASHINGTON DC 20004-2505  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Carlyle Group Inc.  
 (Last) (First) (Middle)  
C/O THE CARLYLE GROUP 1001  
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH  
 (Street)  
WASHINGTON DC 20004-2505  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Carlyle Holdings I GP Inc.  
 (Last) (First) (Middle)

C/O THE CARLYLE GROUP 1001  
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH

(Street)  
WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Carlyle Holdings I GP Sub L.L.C.](#)

(Last) (First) (Middle)

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(Street)  
WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Carlyle Holdings I L.P.](#)

(Last) (First) (Middle)

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(Street)  
WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[CG Subsidiary Holdings L.L.C.](#)

(Last) (First) (Middle)

C/O THE CARLYLE GROUP 1001  
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH

(Street)  
WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[TC Group, LLC](#)

(Last) (First) (Middle)

C/O THE CARLYLE GROUP 1001  
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH

(Street)  
WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[TC Group IV Managing GP, L.L.C.](#)

(Last) (First) (Middle)

C/O THE CARLYLE GROUP 1001  
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH

(Street)  
WASHINGTON DC 20004-2505

(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Falcon Aerospace Holdings, LLC](#)

(Last)	(First)	(Middle)
C/O THE CARLYLE GROUP 1001		
PENNSYLVANIA AVE., N.W. SUITE 220 SOUTH		
(Street)		
WASHINGTON	DC	20004-2505
(City)		
(State)	(Zip)	

**Explanation of Responses:**

- Pursuant to that certain Agreement and Plan of Merger, dated August 8, 2019 by and among Wolverine Intermediate Holding II Corporation ("Parent"), Wolverine Merger Corporation, and the Issuer, the Issuer became a wholly owned subsidiary of Parent upon consummation of the merger (the "Effective Time"). At the Effective Time, each share of the Issuer's Common Stock (including each restricted share) was automatically converted into the right to receive \$11.05 in cash.
- Falcon Aerospace Holdings, LLC is the record holder of these shares of common stock. Carlyle Group Management L.L.C. holds an irrevocable proxy to vote a majority of the shares of The Carlyle Group Inc., which is a publicly traded entity listed on NASDAQ. The Carlyle Group Inc. is the sole shareholder of Carlyle Holdings I GP Inc., which is the managing 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 sole member of TC Group, L.L.C., which is the managing member of TC Group IV Managing GP, L.L.C., which is the managing member of Falcon Aerospace Holdings, LLC. Accordingly, each of these entities may be deemed to share beneficial ownership of the shares of common stock owned of record by Falcon Aerospace Holdings, LLC.

Carlyle Group Management  
L.L.C. By: /s/ Anne Frederick, 01/13/2020  
attorney-in-fact for Curtis L.  
Buser, Chief Financial Officer

The Carlyle Group Inc. By: /s/  
Anne Frederick, attorney-in- 01/13/2020  
fact for Curtis L. Buser, Chief  
Financial Officer

Carlyle Holdings I GP Inc. By:  
/s/ Anne Frederick, attorney-in- 01/13/2020  
fact for Curtis L. Buser, Chief  
Financial Officer

Carlyle Holdings I GP Sub  
L.L.C. By: Carlyle Holdings I 01/13/2020  
GP Inc., its managing member  
By: /s/ Anne Frederick,  
attorney-in-fact for Curtis L.  
Buser, Chief Financial Officer

Carlyle Holdings I L.P. By: /s/  
Anne Frederick, attorney-in- 01/13/2020  
fact for Curtis L. Buser, Chief  
Financial Officer

CG Subsidiary Holdings  
L.L.C. By: Carlyle Holdings I 01/13/2020  
L.P., its managing member By:  
/s/ Anne Frederick, attorney-in-  
fact for Curtis L. Buser, Chief  
Financial Officer

TC Group, L.L.C. By: CG  
Subsidiary Holdings L.L.C., its  
managing member By: Carlyle  
Holdings I L.P., its managing 01/13/2020  
member By: /s/ Anne  
Frederick, attorney-in-fact for  
Curtis L. Buser, Chief  
Financial Officer

TC Group IV Managing GP,  
L.L.C. By: /s/ Jeremy W. 01/13/2020  
Anderson, Authorized Person

Falcon Aerospace Holdings,  
LLC By: TC Group IV  
Managing GP, L.L.C., its  
managing member By: /s/ 01/13/2020  
Jeremy W. Anderson,  
Authorized Person

\*\* 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.