Securities and Exchange Commission

Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 2)*

Black Stone Minerals, L.P.

(Name of Issuer)

Common Units (Title of Class of Securities)

09225M101 (CUSIP Number)

December 31, 2021 (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)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

			J		
1 Names of Reporting Persons					
Carlyle	Gro	oup Management L.L.C.			
Check	the A	Appropriate Box if a Member of a Group			
(a) 🗆		(b) □			
SEC U	se O	nly			
Citizen	ship	or Place of Organization			
Delawa	ire				
	5	Sole Voting Power			
ımber of		0			
Shares	6	Shared Voting Power			
		0			
	7	Sole Dispositive Power			
Person		0			
With	8	Shared Dispositive Power			
		0			
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Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares			
Percent	of (Class Represented by Amount in Row 9			
0.0%					
Type of	f Rej	porting Person			
00 (Li	mite	ed Liability Company)			
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				U		
1	1 Names of Reporting Persons					
			e Group Inc.			
2	Check	the A	Appropriate Box if a Member of a Group			
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3	SEC U	se O	nly			
4	Citizen	ship	or Place of Organization			
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		5	Sole Voting Power			
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	neficially vned by		14,711,219			
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F	Person		0			
	With	8	Shared Dispositive Power			
			14,711,219			
9	Aggreg	ate /	Amount Beneficially Owned by Each Reporting Person			
	14,711,	219				
10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable					
11	Percent	of (Class Represented by Amount in Row 9	_		
	6.6%					
12	Type of	f Rep	porting Person			
	CO					

1	Names of Reporting Persons				
			dings I GP Inc.		
2	Check	the A	Appropriate Box if a Member of a Group		
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	(a) L	,			
3	SEC U	se O	nly		
4	Citizen	ship	or Place of Organization		
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			14,711,219		
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10			e Aggregate Amount in Row (9) Excludes Certain Shares		
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11	Percent	ot (Class Represented by Amount in Row 9		
	6.6%				
12	Type of	Rep	porting Person		
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1	Names	of F	Reporting Persons		
	Carlyle Holdings I GP Sub L.L.C.				
2	Check	the A	Appropriate Box if a Member of a Group		
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3	SEC U	se O	nly		
4	Citizen	ship	or Place of Organization		
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	Each	7	Sole Dispositive Power		
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12	6.6%	f Do	porting Person		
12	Type o	ı Kej	hormik terson		
	00 (Li	imite	ed Liability Company)		

1	Names	of R	Deporting Persons
			dings I L.P.
2	Check	the A	Appropriate Box if a Member of a Group
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3	SEC U	se O	nly
4	Citizen	ship	or Place of Organization
	Delawa	ire	
		5	Sole Voting Power
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5	Shares	6	Shared Voting Power
	neficially wned by		14,711,219
	Each	7	Sole Dispositive Power
	eporting Person		
	Person With	0	
	***************************************	8	Shared Dispositive Power
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9	Aggreg	ate 1	Amount Beneficially Owned by Each Reporting Person
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10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares
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1	Names	of R	Leporting Persons		
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4	Citizen	ship	or Place of Organization		
	Delawa	re			
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5	Shares	6	Shared Voting Power		
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9	Aggreg	ate 1	Amount Beneficially Owned by Each Reporting Person		
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10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares		
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11			Class Represented by Amount in Row 9		
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12		Rei	porting Person		
	OO (Li	mite	d Liability Company)		

				J			
1	1 Names of Reporting Persons						
	TC Gro						
2	Check	the A	Appropriate Box if a Member of a Group				
	(a) 🗆	((b) □				
3	SEC U	se O	nly				
4	Citizen	ship	or Place of Organization				
	Delawa	ire					
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	eporting Person						
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10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares						
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	6.6%						
12	Type of	f Rep	porting Person				
	OO (Limited Liability Company)						

				J		
1	1 Names of Reporting Persons					
			Sub L.P.			
2	Check	the A	Appropriate Box if a Member of a Group			
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4	Citizen	ship	or Place of Organization			
	Delawa	ıre				
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	Each porting	7	Sole Dispositive Power			
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	With	8	Shared Dispositive Power			
			14,711,219			
9	Aggreg	ate /	Amount Beneficially Owned by Each Reporting Person			
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10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares			
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11	Percent	of (Class Represented by Amount in Row 9			
	6.6%					
12	Type of	Rep	porting Person			
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				U			
1	1 Names of Reporting Persons						
	TC Group CEMOF II, L.L.C.						
2	Check	the A	Appropriate Box if a Member of a Group				
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4	Citizen	ship	or Place of Organization				
	Delawa	ire					
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5	Shares	6	Shared Voting Power				
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	Each	7	Sole Dispositive Power				
F	porting Person		0				
	With	8	Shared Dispositive Power				
			14,711,219				
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	Not Applicable						
11	Percen	of (Class Represented by Amount in Row 9				
	6.6%						
12	Type of	f Rep	porting Person				
	OO (Limited Liability Company)						

1	Names	of R	Reporting Persons
			General Partner, L.P.
2	Check	the A	Appropriate Box if a Member of a Group
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3	SEC U	so O	nlv
5	JEC 0	se O	my
4	Citizen	ship	or Place of Organization
	Delawa	ire	
		5	Sole Voting Power
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	Shares	6	Shared Voting Power
	neficially vned by		14,711,219
	Each	7	Sole Dispositive Power
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	Person With		
	**1(11	8	Shared Dispositive Power
			14,711,219
9	Aggreg	ate 1	Amount Beneficially Owned by Each Reporting Person
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10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares
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11			Class Represented by Amount in Row 9
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12		f Rej	porting Person
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1	1 Names of Reporting Persons					
			AIV, L.P.			
2	Check	the A	Appropriate Box if a Member of a Group			
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3	SEC U	se O	nly			
4	Citizen	ship	or Place of Organization			
	Delawa	ıre				
		5	Sole Voting Power			
Nu	mber of		0			
5	Shares	6	Shared Voting Power			
	neficially vned by		14,711,219			
	Each porting	7	Sole Dispositive Power			
F	Person		0			
	With	8	Shared Dispositive Power			
			14,711,219			
9	Aggreg	ate /	Amount Beneficially Owned by Each Reporting Person			
	14,711,					
10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable					
11	Percent	of (Class Represented by Amount in Row 9			
	6.6%					
12	Type of	f Rep	porting Person			
	PN					

1	Names of Reporting Persons				
			yalties One, L.L.C.		
2	Check	the A	Appropriate Box if a Member of a Group		
	(a) 🗆		(b) □		
	(4) —				
3	SEC U	se O	nly		
4	Citizen	ship	or Place of Organization		
	Delawa	ıre			
		5	Sole Voting Power		
Nu	mber of		0		
5	Shares	6	Shared Voting Power		
	neficially vned by		14,711,219		
	Each	7	Sole Dispositive Power		
	porting		•		
	Person With		0		
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			14,711,219		
9	Aggreg	ate 1	Amount Beneficially Owned by Each Reporting Person		
	14,711,	219			
10	Check	if the	e Aggregate Amount in Row (9) Excludes Certain Shares		
	Not Ap	nlic	abla		
11			Class Represented by Amount in Row 9		
11	1 CICCIII	. 01 (Substitution of Amount in Now 5		
	6.6%				
12	Type of	Rej	porting Person		
	00 (Li	mite	d Liability Company)		

ITEM 1. (a) Name of Issuer:

Black Stone Minerals, L.P. (the "Issuer")

(b) Address of Issuer's Principal Executive Offices:

1001 Fannin Street, Suite 2020 Houston, Texas 77002

ITEM 2. (a) Name of Person Filing:

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 Group Management L.L.C.

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 CEMOF II, L.L.C.

CEMOF II General Partner, L.P.

CEMOF II AIV, L.P.

Mineral Royalties One, L.L.C.

(b) Address or Principal Business Office:

The address of each of the Reporting Persons is c/o The Carlyle Group, 1001 Pennsylvania Ave., N.W., Suite 220 South, Washington, D.C. 20004-2505.

(c) Citizenship of each Reporting Person is:

Each of the Reporting Persons is organized in the state of Delaware.

(d) Title of Class of Securities:

Common Units representing limited partner interests ("Common Units").

(e) CUSIP Number:

09225M101

ITEM 3.

Not applicable.

ITEM 4. Ownership.

(a-c)

The ownership information presented below represents beneficial ownership of Common Units of the Issuer, based on 208,665,648 Common Units outstanding as of October 29, 2021 and assuming the conversion of the Series B Cumulative Convertible Preferred Units (the "Preferred Units") beneficially owned by the Reporting Persons.

Reporting Person	Amount beneficially owned	Percent of class:	Sole power to vote or to direct the vote:	Shared power to vote or to direct the vote:	Sole power to dispose or to direct the disposition of:	Shared power to dispose or to direct the disposition of:
Carlyle Group Management L.L.C.	0	0.0%	0	0	0	0
The Carlyle Group Inc.	14,711,219	6.6%	0	14,711,219	0	14,711,219
Carlyle Holdings I GP Inc.	14,711,219	6.6%	0	14,711,219	0	14,711,219
Carlyle Holdings I GP Sub L.L.C.	14,711,219	6.6%	0	14,711,219	0	14,711,219
Carlyle Holdings I L.P.	14,711,219	6.6%	0	14,711,219	0	14,711,219
CG Subsidiary Holdings L.L.C.	14,711,219	6.6%	0	14,711,219	0	14,711,219
TC Group, L.L.C.	14,711,219	6.6%	0	14,711,219	0	14,711,219
TC Group Sub L.P.	14,711,219	6.6%	0	14,711,219	0	14,711,219
TC Group CEMOF II, L.L.C.	14,711,219	6.6%	0	14,711,219	0	14,711,219
CEMOF II General Partner, L.P.	14,711,219	6.6%	0	14,711,219	0	14,711,219
CEMOF II AIV, L.P.	14,711,219	6.6%	0	14,711,219	0	14,711,219
Mineral Royalties One, L.L.C.	14,711,219	6.6%	0	14,711,219	0	14,711,219

Mineral Royalties One, L.L.C. is the record holder of 14,711,219 Series B Cumulative Convertible Preferred Units (the "Preferred Units"), and may be deemed to beneficially own 14,711,219 Common Units issuable upon conversion of the Preferred Units.

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 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 general partner of TC Group Sub L.P., which is the managing member of TC Group CEMOF II, L.L.C., which is the general partner of CEMOF II General Partner, L.P., which is the general partner of CEMOF II AIV, L.P., which is the managing member of Mineral Royalties One, L.L.C. Accordingly, each of the foregoing entities may be deemed to share beneficial ownership of the securities held of record by Mineral Royalties One, L.L.C. Each of them disclaims beneficial ownership of such securities.

The irrevocable proxy held by Carlyle Group Management L.L.C. now allows it to vote less than a majority of the shares of The Carlyle Group Inc., and therefore Carlyle Group Management L.L.C. is no longer deemed to share beneficial ownership of the securities reported here.

ITEM 5. Ownership of Five Percent or Less of a Class.

Not applicable.

ITEM 6. Ownership of More than Five 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.

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. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

CUSIP No. 09225M101 Schedule 13G Page 16 of 18

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.

Date: February 11, 2022

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser Title: Chief Financial Officer

THE CARLYLE GROUP INC.

/s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser
Title: Chief Financial Officer

CARLYLE HOLDINGS I GP INC.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Managing Director and Chief Financial Officer

CARLYLE HOLDINGS I GP SUB L.L.C.

By: Carlyle Holdings I GP Inc., its sole member

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser

Title: Managing Director and Chief Financial Officer

CARLYLE HOLDINGS I L.P.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser Title: Managing Director

CG SUBSIDIARY HOLDINGS L.L.C.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser
Title: Managing Director

CUSIP No. 09225M101 Schedule 13G Page 17 of 18

TC GROUP, L.L.C.

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser
Title: Managing Director

TC GROUP SUB L.P.

By: TC Group, L.L.C., its general partner

By: /s/ Anne Frederick, attorney-in-fact

Name: Curtis L. Buser
Title: Managing Director

TC GROUP CEMOF II, L.L.C.

By: /s/ David Lobe
Name: David Lobe
Title: Authorized Person

CEMOF II GENERAL PARTNER, L.P.

By: /s/ David Lobe
Name: David Lobe
Title: Authorized Person

CEMOF II AIV, L.P.

By: CEMOF II General Partner, L.P., its general partner

By: /s/ David Lobe
Name: David Lobe
Title: Authorized Person

MINERAL ROYALTIES ONE, L.L.C.

By: /s/ David Lobe
Name: David Lobe
Title: Authorized Person

LIST OF EXHIBITS

Exhibit No.	<u>Description</u>
24	Power of Attorney (previously filed).
99	Joint Filing Agreement (previously filed).