

## DISCLOSURE OF THIRD-PARTY COMPENSATION

Pursuant to the Public Pension Fund Reform Code of Conduct to which Carlyle is a signatory, Carlyle is providing the information contained below in satisfaction of the requirement that it disclose to U.S. public pension funds investing in a Carlyle-sponsored investment fund any third-party compensation paid in connection therewith.

The table below sets forth, on an aggregate, fund-wide basis, the third-party compensation paid by Carlyle since the inception of the investment fund, unless otherwise stated, in connection with the subscription of any U.S. public pension plan to such fund as denoted below. Please note that the fees disclosed represent the full formation costs of the investment funds, and such amounts are typically limited to an agreed upon amount as set forth in the fund organizational documents.

Carlyle representatives are available to discuss and provide further information in response to specific requests by U.S. public pension plans.

Fund	Description of Compensation	Third Party	Amount of Compensation
Carlyle Acosta Coinvestment, L.P.	Legal	<b>Latham &amp; Watkins LLP</b> David Greene 555 Eleventh Street, NW, Suite 1000 Washington, DC 20004	\$267,657.50
Carlyle Asia Partners III, L.P.	Accounting & Tax	<b>Ernst &amp; Young</b> Attn: Tony Hahn 8484 Westpark Drive McLean, VA 22101	\$73,153.00
	Printing	<b>Financial Communications Inc.</b> Attn: Tom Molinaro 8001 Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$45,910.45
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$1,206,680.00

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Carlyle Asia Partners III, L.P.	Legal	<b>Walkers Global</b> Attn: Ian Ashman PO Box 265 GT Walker House George Town, Grand Cayman Cayman Islands	\$160,992.00
Carlyle Asia Partners IV, L.P	Legal	<b>Debevoise &amp; Plimpton LLP</b>	\$28,115.00
	Legal	<b>Fangda Partners</b>	\$8,917.00
	Legal	<b>Financial Communications Inc.</b> Tom Molinaro 800 I Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$69,735.00
	Consulting	<b>H.C. Lane LLC</b>	\$2,325.00
	Legal	<b>King &amp; Wood</b>	\$902.00
	Legal	<b>Miscellaneous Firms</b>	\$9,185.57
	Legal	<b>Mori Hamada &amp; Matsumoto</b>	\$3,513.00

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Carlyle Asia Partners IV, L.P.	Tax Advice	<b>PriceWaterhouseCoopers LLP</b>	\$98,622.00
	Consulting	<b>Protiviti, Inc.</b>	\$11,196.00
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954 (212) 455-2000	\$2,485,216.00
	Legal	<b>Stikeman Elliott</b> Attn: Kathleen G. Ward Park Place, Suite 1700 666 Burrard Street Vancouver V6H 2X8 Canada	\$19,262.00
	Legal	<b>Travers Smith LLP</b>	\$2,740.00
	Legal	<b>Walkers Global</b> Rolf Lindsay 190 Elgin Avenue George Town, Grand Cayman Cayman Islands	\$92,153.45
Carlyle Coatings Partners, L.P.	Licenses	<b>Intertrust</b> Attn: Kriste Rankin 87 Mary Street George Town, Grand Cayman KY1- 9002 Cayman Islands	\$2,620.00
	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$222,213.00

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Carlyle Coatings Partners, L.P.	Legal	<b>Walkers Global</b> Attn: Tim Buckley PO Box 265 GT Walker House George Town, Grand Cayman Cayman Islands	\$27,000.00
Carlyle CommScope Coinvestment, L.P	Legal	<b>Alston &amp; Bird LLP</b> Attn: Lee Rimler Bank of America Plaza 101 South Tryon Street, Suite 4000 Charlotte, NC 28280-4000	\$5,000.00
	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$160,000.00
Carlyle Energy Mezzanine Opportunities Fund, L.P.	Licenses	<b>CT Corporation System</b> Mark Brinkman 1015 15th Street, NW Washington, D.C. 20005	\$31.00
	Accounting & Tax	<b>Ernst &amp; Young</b> Attn: Tony Hahn 8484 Westpark Drive McLean, VA 22101	\$33,168.00
	Printing	<b>Financial Communications Inc.</b> Attn: Tom Molinaro 8001 Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$48,931.00
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$687,039.00
	Legal	<b>Stikeman Elliott</b> Attn: Kathleen G. Ward Park Place, Suite 1700 666 Burrard Street Vancouver V6H 2X8 Canada	\$4,573.00

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Carlyle Energy Mezzanine Opportunities Fund II, L.P.	Legal	<b>Akin Gump Strauss Hauer &amp; Feld LLP</b> Attn: Daniel Paulos One Bryant Park New York, NY 10036	\$58,109.00
	Printing	<b>Financial Communications Inc.</b> Tom Molinaro 800 I Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$53,950.00
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Jonathan Karen 425 Lexington Avenue New York, NY 10017-3954	\$800,000.00
	Licensing/Registration	<b>Various</b>	\$10,284.00
Carlyle Europe Partners IV, L.P.	Legal	<b>ATOZ Tax Advisors</b>	€ 27,500.00
	Legal	<b>Burness Paull &amp; Williamsons LLP</b>	€ 39,684.00
	Legal	<b>Cuatrecasas Goncalves Pereira LLP</b> Paseo de Gracia 111 Barcelona 08008 ESP	€ 35,674.00
	Legal	<b>Debevoise &amp; Plimpton LLP</b> 919 Third Avenue New York, NY 10022	€ 3,569,355.00

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Carlyle Europe Partners IV, L.P.	PPM Printing	<b>Financial Communications Inc.</b> Tom Molinaro 800 I Wisconsin Avenue, Suite 200 Bethesda, MD 20814	€ 56,414.65
	Legal	<b>Kim &amp; Chang</b>	€ 16,565.16
	Legal	<b>Mori Hamada &amp; Matsumoto</b>	€ 522.32
	Legal	<b>Richards, Layton &amp; Finger</b>	€ 3,179.00
	Legal	<b>Ropes &amp; Gray LLP</b>	€ 111,246.00
	Legal	<b>Simpson Thacher &amp; Barlett</b>	€ 6,186.00
	Legal	<b>Stikeman Elliott LLP</b>	€ 9,729.00
	Legal	<b>Travers Smith LLP</b>	€ 2,095.00

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Carlyle Europe Technology Partners III, L.P.	Legal	<b>Burness Paull &amp; Williamsons LLP</b>	€ 598,863.00
	Legal	<b>Debevoise &amp; Plimpton</b>	€ 22,947.00
	PPM Printing	<b>Financial Communications</b>	€ 42,178.00
	Legal	<b>Richards Layton &amp; Finger</b>	€ 22,947.00
	Legal	<b>Stikeman &amp; Elliott LLP</b>	€ 4,051.00
Carlyle Global Financial Services Partners II, L.P.	Legal	<b>Financial Communications Inc.</b> Tom Molinaro 800 I Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$51,195.00
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$728,578.00
	Legal	<b>Walkers Global</b> Rolf Lindsay \$34,121 190 Elgin Avenue George Town, Grand Cayman Cayman Islands	\$48,499.00

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Carlyle International Energy Partners, L.P.	Legal	<b>Ernst &amp; Young</b> Attn: Tony Brown 8484 Westpark Drive McLean, VA 22102	\$45,977.00
	Legal	<b>Financial Communications Inc.</b> Attn: Tom Molinaro 8001 Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$35,824.00
	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$1,069,363.00
	Legal	<b>Walkers Global</b> Rolf Lindsay \$34,121 190 Elgin Avenue George Town, Grand Cayman Cayman Islands	\$53,426.00
	Legal	<b>Other Vendors</b>	\$2,628,273.00
Carlyle Japan International Partners III, L.P. & Carlyle Japan Partners III, L.P.	Consulting	<b>Adam James LLC</b>	¥101,813.00
	Legal	<b>Alistithmar Capital</b>	¥596,100.00
	Legal	<b>Debevoise &amp; Plimpton LLP</b>	¥2,813,735.00

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Carlyle Japan International Partners III, L.P. & Carlyle Japan Partners III, L.P.	Consulting	<b>Deloitte &amp; Touche LLP</b>	¥7,958,000.00
	Consulting	<b>Digitized Information, Inc.</b>	¥392,150.00
	PPM Printing	<b>Financial Communications, Inc.</b>	¥4,588,149.00
	Consulting	<b>Kinzai</b>	¥72,930.00
	Legal	<b>Kirkland &amp; Ellis LLP</b>	¥95,033,250.00
	Legal	<b>Mori Hamada &amp; Matsumoto</b>	¥119,155.00
	Consulting	<b>NetSquare</b>	¥444,295.00
	Legal	<b>Ropes &amp; Gray LLP</b>	¥10,508,813.00

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Carlyle Japan International Partners III, L.P. & Carlyle Japan Partners III, L.P.	Legal	<b>Walkers</b>	¥14,113,283.00
Carlyle Maison Partners II, L.P.	Legal	<b>Intertrust Cayman</b>	\$1,182.00
	Legal	<b>Kirkland &amp; Ellis LLP</b>	\$267,027.00
	Legal	<b>Walkers Global</b>	\$14,393.00
Carlyle MSP Manager, L.L.C.	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$15,435.00
	Legal	<b>Richards, Layton and Finger, P.A.</b> Attn: Bernie Kelley One Rodney Square 920 North King Street Wilmington, DE 19801	\$6,012.85
Carlyle NBTY Coinvestment, L.P.	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$191,876.20
Carlyle Partners VI, L.P.	Printing	<b>Financial Communications Inc.</b> Attn: Tom Molinaro 8001 Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$65,566.70

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Carlyle Partners VI, L.P..	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$5,429,379.59
Carlyle Qualicorp Coinvestment, L.P.	Legal	<b>Barbosa, Mussnich &amp; Aragao Advogados</b> Attn: Alexandre Tadeu Segium Av. Pres. Juscelino Kubitschek 1,455- 10º andar 04543-011 – Itaim Bibi	\$7,000.00
	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$197,202.00
	Legal	<b>Walkers</b> Attn: Sheryl Dean Walker House, 87 Mary Street, George Town, Grand Cayman, KY1- 9001, Cayman Islands	\$27,222.45
Carlyle Realty Partners VI, L.P.	Legal	<b>Burness LLP</b> Attn: Ruaridh Cole 50 Lothian Road Festival Square Edinburgh EH3 9WJ United Kingdom	\$23,974.00
	Licenses	<b>CT Corporation System</b> Mark Brinkman 1015 15th Street, NW Washington, D.C. 20005	\$7,679.00
	Printing	<b>Financial Communications Inc.</b> Attn: Tom Molinaro 8001 Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$78,846.00
	Legal	<b>Richards, Layton and Finger, P.A.</b> Attn: Melissa K. Stubenberg One Rodney Square 920 North King Street Wilmington, DE 19801	\$34,698.00

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Carlyle Realty Partners VI, L.P.	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$2,285,980.00
	Legal	<b>Stikeman Elliott</b> Attn: Kathleen G. Ward Park Place, Suite 1700 666 Burrard Street Vancouver V6H 2X8 Canada	\$29,376.00
	Legal	<b>Walkers Global</b> Attn: Ian Ashman PO Box 265 GT Walker House George Town, Grand Cayman Cayman Islands	\$21,080.00
Carlyle Realty Partners VII, L.P.	Distributor	<b>Alistithmar Capital</b> P.O. Box 6888 Riyadh 11452 SAU	\$5,000.00
	Legal	<b>Baker &amp; Hostetler LLP</b> Paul Schmidt Washington Square, Suite 1100 Washington, DC 20036	\$11,476.00
	Legal	<b>Carter McKenzie Inc.</b> Warren Nadolsky Suite 2-620 Denver, CO 80222	\$13,742.00
	Legal	<b>Control Risks</b> Ewan Fletcher 331 North Bridge St. #04-01/04 Odeon Towers Singapore 188720	\$1,641.00
	Licenses	<b>CT Corporation System</b> Mark Brinkman 1015 15th Street, NW Washington, D.C. 20005	\$4,023.00

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Carlyle Realty Partners VII, L.P.	Legal	<b>Debevoise &amp; Plimpton LLP</b> Erica Berthou 919 Third Avenue New York, NY 10022	\$27,408.00
	Diligence	<b>Diligence USA LLC</b> 7 Times Square 16th Floor New York, NY 10036	\$3,000.00
	Legal	<b>Financial Communications Inc.</b> Tom Molinaro 800 I Wisconsin Avenue, Suite 200 Bethesda, MD 20814	\$39,548.00
	Legal	<b>Iode Productions</b> Stephen Yawger 5 Lyon Mall #119 Basking Ridge, NJ 07920	\$2,205.00
	Legal	<b>Morgan, Lewis &amp; Bockius LLP</b> Steven Stone 1111 Pennsylvania Ave. Washington, DC 20004	\$287.00
	Legal	<b>Mori Hamada &amp; Matsumoto</b> Haijime Tanahashi Marunouchi Park Building 2-6-1 Marunouchi, Chiyoda-ku Tokyo 100-8222, Japan	\$272.00
	Consulting	<b>PricewaterhouseCoopers LLP</b> Adam Feuerstein 1800 Tysons Boulevard McLean, VA22102	\$112,955.00
	Legal	<b>Richards, Layton &amp; Finger, P.A.</b> Melissa K. Stubenberg One Rodney Square 920 N, King Street Wilmington, DE 19801	\$43,552.00

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Carlyle Realty Partners VII, L.P.	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$3,560,350.00
	Consulting	<b>SKDKnickerbocker LLC</b> 1150 18th St. NW Suite 800 Washington, DC 20036	\$1,952.00
	Legal	<b>Transperfect Korea Ltd.</b> Chang Cho 21/F, Seoul Finance Center, 84 Taeyeongro 1-ga Seoul, Korea	\$7,258.00
	Legal	<b>Walkers Global</b> Rolf Lindsay \$34,121 190 Elgin Avenue George Town, Grand Cayman Cayman Islands	\$13,675.00
Carlyle Realty VI Co-Investment Partners A, L.P.	Licenses	<b>CT Corporation System</b> Mark Brinkman 1015 15th Street, NW Washington, D.C. 20005	\$550.00
	Legal	<b>Richards, Layton and Finger, P.A.</b> Attn: Melissa K. Stubenberg One Rodney Square 920 North King Street Wilmington, DE 19801	\$6,400.00
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b> Attn: Glenn Sarno 425 Lexington Avenue New York, NY 10017-3954	\$170,000.00
Carlyle Syniverse Coinvestment, L.P.	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$155,000.00

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Carlyle U.S. Equity Opportunity Fund II, L.P.	Legal	<b>Bundeskasse Trier</b>	\$8,156.13
	PPM Printing	<b>Financial Communications Inc.</b>	\$49,390.00
	Legal	<b>Finansinspektionen</b>	\$2,128.20
	Legal	<b>Simpson Thacher &amp; Bartlett LLP</b>	\$575,000.00
	Legal	<b>Walkers Global</b>	\$54,000.00
Carlyle Varo Coinvestment, L.P.	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$66,113.00
	Legal	<b>Walkers Global</b> Rolf Lindsay \$34,121 190 Elgin Avenue George Town, Grand Cayman Cayman Islands	\$9,981.00
Carlyle-PPD Coinvestment, L.P.	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$58,954.50

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Indiana Investment Fund II, LLC	Licenses	<b>CT Corporation System</b> Mark Brinkman 1015 15th Street, NW Washington, D.C. 20005	\$1,149.06
	Legal	<b>Latham &amp; Watkins LLP</b> Attn: Barton Clark 555 Eleventh Street, N.W. Suite 1000 Washington, D.C. 20004	\$81,789.65

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