

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13G**

UNDER THE SECURITIES EXCHANGE ACT OF 1934

**StandardAero, Inc.**

(Name of Issuer)

**Common Stock, par value \$0.01 per share**

(Title of Class of Securities)

**85423L103**

(CUSIP Number)

**12/31/2024**

(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)

**SCHEDULE 13G**

**CUSIP No.** 85423L103

|   |  |
|---|--|
| 1 | <b>Names of Reporting Persons</b><br>Carlyle Group Inc.  |
| 2 | <b>Check the appropriate box if a member of a Group (see instructions)</b><br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |
| 3 | <b>Sec Use Only</b>  |
| 4 | <b>Citizenship or Place of Organization</b><br>DELAWARE  |

|  |   |  |
|--|---|--|
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>0.00                  |
|  | 6   | Shared Voting Power<br>210,190,466.00      |
|  | 7   | Sole Dispositive Power<br>0.00             |
|  | 8   | Shared Dispositive Power<br>210,190,466.00 |
| 9  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>210,190,466.00                                      |  |
| 10   | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br><input type="checkbox"/> |  |
| 11   | Percent of class represented by amount in row (9)<br>62.8 %   |  |
| 12   | Type of Reporting Person (See Instructions)<br>CO   |  |

SCHEDULE 13G

|           |           |
|-----------|-----------|
| CUSIP No. | 85423L103 |
|-----------|-----------|

|  |   |  |
|--|---|--|
| 1  | Names of Reporting Persons<br>Carlyle Holdings I GP Inc.  |  |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3  | Sec Use Only  |  |
| 4  | Citizenship or Place of Organization<br>DELAWARE  |  |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>0.00                  |
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| 9  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>210,190,466.00  |  |
| 10   | Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)<br><input type="checkbox"/>                 |  |

|    |   |
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| 11 | Percent of class represented by amount in row (9)<br>62.8 % |
| 12 | Type of Reporting Person (See Instructions)<br>CO           |

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| CUSIP No. | 85423L103 |
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|--|---|--|
| 1  | Names of Reporting Persons<br>Carlyle Holdings I GP Sub L.L.C.  |  |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3  | Sec Use Only  |  |
| 4  | Citizenship or Place of Organization<br>DELAWARE  |  |
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| 11   | Percent of class represented by amount in row (9)<br>62.8 %   |  |
| 12   | Type of Reporting Person (See Instructions)<br>OO   |  |

Comment for Type of Reporting Person: [Limited Liability Company](#)

SCHEDULE 13G

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| CUSIP No. | 85423L103 |
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|   |   |
|---|---|
| 1 | Names of Reporting Persons<br>Carlyle Holdings I L.P. |
|---|---|

|  |   |  |
|--|---|--|
| 2  | Check the appropriate box if a member of a Group (see instructions)   |  |
|  | <input type="checkbox"/>  | (a)  |
|  | <input type="checkbox"/>  | (b)  |
| 3  | Sec Use Only  |  |
| 4  | Citizenship or Place of Organization<br>DELAWARE  |  |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>0.00                  |
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| CUSIP No. | 85423L103 |
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|  |   |                                       |
|--|---|---------------------------------------|
| 1  | Names of Reporting Persons<br>CG Subsidiary Holdings L.L.C.         |                                       |
| 2  | Check the appropriate box if a member of a Group (see instructions) |                                       |
|  | <input type="checkbox"/>  | (a)                                   |
|  | <input type="checkbox"/>  | (b)                                   |
| 3  | Sec Use Only  |                                       |
| 4  | Citizenship or Place of Organization<br>DELAWARE                    |                                       |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>0.00             |
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| 9  | Aggregate Amount Beneficially Owned by Each Reporting Person<br>210,190,466.00                                      |  |
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Comment for Type of Reporting Person: [Limited Liability Company](#)

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| CUSIP No. | 85423L103 |
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|  |   |  |
|--|---|--|
| 1  | Names of Reporting Persons<br><a href="#">TC Group, LLC</a>   |  |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3  | Sec Use Only  |  |
| 4  | Citizenship or Place of Organization<br><a href="#">DELAWARE</a>  |  |
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Comment for Type of Reporting Person: [Limited Liability Company](#)

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| CUSIP No. | 85423L103 |
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|  |   |  |
|--|---|--|
| 1  | Names of Reporting Persons<br>TC Group Sub L.P.   |  |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3  | Sec Use Only  |  |
| 4  | Citizenship or Place of Organization<br>DELAWARE  |  |
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|   |   |  |
|---|---|--|
| 1 | Names of Reporting Persons<br>TC Group VII S1, L.L.C.   |  |
| 2 | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3 | Sec Use Only  |  |

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| 1  | Names of Reporting Persons<br><a href="#">TC Group VII S1, L.P.</a>   |  |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3  | Sec Use Only  |  |
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|    | 210,190,466.00  |
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|  |   |  |
|--|---|--|
| 1  | Names of Reporting Persons<br>Carlyle Partners VII S1 Holdings II, L.P.   |  |
| 2  | Check the appropriate box if a member of a Group (see instructions)<br><input type="checkbox"/> (a)<br><input type="checkbox"/> (b) |  |
| 3  | Sec Use Only  |  |
| 4  | Citizenship or Place of Organization<br>DELAWARE  |  |
| Number of Shares Beneficially Owned by Each Reporting Person With: | 5   | Sole Voting Power<br>0.00                  |
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SCHEDULE 13G

Item 1.

- (a) Name of issuer:  
StandardAero, Inc.



(b) **Address of issuer's principal executive offices:**

6710 NORTH SCOTTSDALE ROAD, SUITE 250, SCOTTSDALE, AZ 85253

**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 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 VII S1, L.L.C.

TC Group VII S1, L.P.

Carlyle Partners VII S1 Holdings II, L.P.

(b) **Address or principal business office or, if none, residence:**

The principal business office address for each of the Reporting Persons is c/o The Carlyle Group Inc., 1001 Pennsylvania Avenue NW, Suite 220 South, Washington, DC 20004-2505.

(c) **Citizenship:**

Each of the Reporting Persons is organized under the laws of the State of Delaware

(d) **Title of class of securities:**

Common Stock, par value \$0.01 per share

(e) **CUSIP No.:**

85423L103

**Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a)  **Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);**
- (b)  **Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);**
- (c)  **Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);**
- (d)  **Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);**
- (e)  **An investment adviser in accordance with § 240.13d-1(b)(1)(ii)(E);**
- (f)  **An employee benefit plan or endowment fund in accordance with § 240.13d-1(b)(1)(ii)(F);**
- (g)  **A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);**
- (h)  **A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);**
- (i)  **A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);**
- (j)  **A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:**
- (k)  **Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).**

**Item 4. Ownership**

(a) **Amount beneficially owned:**

The information contained on the cover pages to this Schedule 13G is incorporated by reference into this Item 4.

The ownership information presented herein represents beneficial ownership of Common Stock as of the date of this filing, based upon 334,461,630 shares of Common Stock outstanding as of November 13, 2024, as disclosed in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on November 13, 2024.

Carlyle Partners VII S1 Holdings II, L.P. ("Carlyle Partners VII") is the record holder of the securities reported herein.

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 sole 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 managing 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 VII S1, L.L.C., which is the general partner of TC Group VII S1, L.P., which is the general partner of Carlyle Partners VII. Accordingly, each of the foregoing entities may be deemed to share beneficial ownership of the securities held of record by Carlyle Partners VII. Each of them disclaims beneficial ownership of such securities.

**(b) Percent of class:**

62.8 %

**(c) Number of shares as to which the person has:**

**(i) Sole power to vote or to direct the vote:**

0

**(ii) Shared power to vote or to direct the vote:**

210,190,466

**(iii) Sole power to dispose or to direct the disposition of:**

0

**(iv) Shared power to dispose or to direct the disposition of:**

210,190,466

**Item 5. Ownership of 5 Percent or Less of a Class.**

**Item 6. Ownership of more than 5 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 or Control Person.**

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. Certifications:**

Not Applicable

**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.

Carlyle Group Inc.

Signature: /s/ Anne Frederick, Attorney-in-fact  
Name/Title: John C. Redett, Chief Financial Officer  
Date: 02/12/2025

Carlyle Holdings I GP Inc.

**Signature:** /s/ Anne Frederick, Attorney-in-fact  
**Name/Title:** John C. Redett, Managing Director and Chief Financial Officer  
**Date:** 02/12/2025

### Carlyle Holdings I GP Sub L.L.C.

**Signature:** By: Carlyle Holdings I GP Inc., its sole member, By: /s/ Anne Frederick, Attorney-in-fact  
**Name/Title:** John C. Redett, Managing Director and Chief Financial Officer  
**Date:** 02/12/2025

### Carlyle Holdings I L.P.

**Signature:** /s/ Anne Frederick, Attorney-in-fact  
**Name/Title:** John C. Redett, Managing Director  
**Date:** 02/12/2025

### CG Subsidiary Holdings L.L.C.

**Signature:** /s/ Anne Frederick, Attorney-in-fact  
**Name/Title:** John C. Redett, Managing Director  
**Date:** 02/12/2025

### TC Group, LLC

**Signature:** /s/ Anne Frederick, Attorney-in-fact  
**Name/Title:** John C. Redett, Managing Director  
**Date:** 02/12/2025

### TC Group Sub L.P.

**Signature:** By: TC Group, L.L.C., its general partner, By: /s/ Anne Frederick, Attorney-in-fact  
**Name/Title:** John C. Redett, Managing Director  
**Date:** 02/12/2025

### TC Group VII S1, L.L.C.

**Signature:** /s/ Jeremy W. Anderson  
**Name/Title:** Jeremy W. Anderson, Vice President  
**Date:** 02/12/2025

### TC Group VII S1, L.P.

**Signature:** By: TC Group VII S1, L.L.C., its general partner, By: /s/ Jeremy W. Anderson  
**Name/Title:** Jeremy W. Anderson, Vice President  
**Date:** 02/12/2025

### Carlyle Partners VII S1 Holdings II, L.P.

**Signature:** By: TC Group VII S1, L.P., its general partner, By: TC Group VII S1, L.L.C., its general partner, By: /s/ Jeremy W. Anderson  
**Name/Title:** Jeremy W. Anderson, Vice President  
**Date:** 02/12/2025

24: Power of Attorney.

99: Joint Filing Agreement.

**POWER OF ATTORNEY**

The undersigned understands that, from time to time, the Carlyle Companies (defined below) are required to prepare, execute, and file certain federal and state securities laws filings.

Know all by these presents, that the undersigned hereby constitutes and appoints each of Jeffrey Ferguson, Jeremy Anderson, Chintan Bhatt, Anne Frederick, Erica Herberg, Anat Holtzman, Andrew Howlett-Bolton, Joshua Lefkowitz, David Lobe, Elizabeth Muscarella, Sanket Patel, Robert Rosen, and Catherine Ziobro, or any of them signing singly, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the name of each Carlyle Company and on behalf of each Carlyle Company, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of Forms D ("Form D") required to be filed in accordance with Rule 503 ("Rule 503") promulgated with respect to Sections 4(2), 4(6) and 3(b) of the Securities Act of 1933, as amended (the "1933 Act") and reports required by Sections 13(d) and 16(a) of the Securities Exchange Act of 1934, as amended (the "1934 Act") or any rule or regulation of the SEC;
- (2) prepare and execute for and on behalf of each Carlyle Company, in the undersigned's capacity as a Chairman, authorized person, officer and/or director of each Carlyle Company, federal and state securities laws filings including without limitation Forms D pursuant to Rule 503 and Schedules 13D and 13G and Forms 3, 4, and 5 in accordance with Sections 13(d) and 16(a) of the 1934 Act and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of each Carlyle Company that may be necessary or desirable to complete and execute any such federal and state securities laws filings including without limitation Forms D, Schedules 13D and 13G and Forms 3, 4, and 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and the securities administrators of any state, the District of Columbia, the Commonwealth of Puerto Rico, Guam and the United States Virgin Islands or their designees and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted, whether the same needs to be executed, taken or done by him in his capacity as a current or former member, partner, shareholder, director or officer of any company, partnership, corporation, organization, firm, branch or other entity connected with, related to or affiliated with any of the entities constituting the Carlyle Companies or entities that directly or indirectly hold interests in the Carlyle Companies.

The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming any of the undersigned's responsibilities to comply with federal and state securities laws, including without limitation Rule 503 of the 1933 Act or Section 13 and Section 16 of the 1934 Act.

This Power of Attorney and all authority conferred hereby shall not be terminated by operation of law, whether by the death or incapacity of the undersigned or by occurrence of any other event. Actions taken by an attorney-in-fact pursuant to this Power of Attorney shall be as valid as if any event described in the preceding sentence had not occurred, whether or not the attorney-in-fact shall have received notice of such event. Notwithstanding the foregoing, (i) in the event that an attorney-in-fact is no longer employed by The Carlyle Group Employee Co., L.L.C. or its affiliates, this Power of Attorney and all authority conferred hereby shall be immediately terminated with respect to such Attorney, and (ii) the undersigned may terminate or revoke this Power of Attorney at any time.

For purposes hereof, the "Carlyle Companies" shall consist of: (i) Carlyle Group Management L.L.C., The Carlyle Group Inc., Carlyle Holdings I GP Inc., Carlyle Holdings I GP Sub L.L.C., Carlyle Holdings I L.P., TC Group, L.L.C., Carlyle Holdings II GP L.L.C., Carlyle Holdings II L.L.C., CG Subsidiary Holdings L.L.C., TC Group Investment Holdings Limited Partner L.L.C., TC Group Investment Holdings, L.P., Carlyle Holdings III GP L.P., Carlyle Holdings III GP Sub L.L.C., Carlyle Holdings III L.P., TC Group Cayman L.P., TC Group Sub L.P., TC Group Investment Holdings Sub L.P., TC Group Cayman Investment Holdings, L.P., TC Group Cayman Investment Holdings Sub L.P., TC Group Cayman, L.P., TC Group Cayman Sub L.P., Five Overseas CG Investment L.L.C. and (ii) the subsidiaries and affiliates of the foregoing in clause (i), including without limitation investment funds sponsored directly or indirectly by one or more of the Carlyle Companies.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 1st day of October, 2023.

By: /s/ John C. Redett  
 Name: John C. Redett  
 Title: Chief Financial Officer

**JOINT FILING AGREEMENT**

In accordance with Rule 13d-1(k)(1) promulgated under the Securities Exchange Act of 1934, as amended, the undersigned hereby agree that they are jointly filing this statement on Schedule 13G. Each of them is responsible for the timely filing of such statement and any amendments thereto, and for the completeness and accuracy of the information concerning such person contained therein; but none of them is responsible for the completeness or accuracy of the information concerning the other persons making the filing, unless such person knows or has reason to believe that such information is inaccurate.

IN WITNESS WHEREOF, the undersigned hereby execute this Joint Filing Agreement as of February 12, 2025.

**The Carlyle Group Inc.**

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

Name: John C. Redett

Title: Chief Financial Officer

**Carlyle Holdings I GP Inc.**

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

Name: John C. Redett

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: John C. Redett

Title: Managing Director and Chief Financial Officer

**Carlyle Holdings I L.P.**

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

Name: John C. Redett

Title: Managing Director

**CG Subsidiary Holdings L.L.C.**

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

Name: John C. Redett

Title: Managing Director

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**TC Group, L.L.C.**

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

Name: John C. Redett

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: John C. Redett

Title: Managing Director

**TC Group VII S1, L.L.C.**

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson

Title: Vice President

**TC Group VII S1, L.P.**

By: TC Group VII S1, L.L.C., its general partner

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson

Title: Vice President

**Carlyle Partners VII S1 Holdings II, L.P.**

By: TC Group VII S1, L.P., its general partner

By: TC Group VII S1, L.L.C., its general partner

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson

Title: Vice President

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