

CoreSite Realty Corp  
Form SC 13G/A  
February 12, 2016

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

**SCHEDULE 13G**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 2)\***

**CORESITE REALTY CORPORATION**

**(Name of Issuer)**

**Common stock, par value \$0.01**

**(Title of Class of Securities)**

**21870Q105**

**(CUSIP Number)**

**December 31, 2015**

**(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).

1 NAMES OF REPORTING PERSONS

The Carlyle Group L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 16,775,390  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

16,775,390  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,775,390  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 38.6%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

Carlyle Group Management L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

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SHARES 0  
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REPORTING

PERSON 0  
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9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

16,775,390  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 38.6%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

Carlyle Holdings I GP Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

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BENEFICIALLY

OWNED BY 16,775,390  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

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8 SHARED DISPOSITIVE POWER

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16,775,390  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 38.6%  
TYPE OF REPORTING PERSON

CO



1 NAMES OF REPORTING PERSONS

Carlyle Holdings I GP Sub L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 16,775,390

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

8 SHARED DISPOSITIVE POWER

WITH

16,775,390

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

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11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

Carlyle Holdings I L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

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EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

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16,775,390  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 38.6%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

TC Group, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 16,775,390

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

8 SHARED DISPOSITIVE POWER

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16,775,390

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16,775,390

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11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

TC Group Sub L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

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Delaware

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10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 38.6%  
TYPE OF REPORTING PERSON

PN



1 NAMES OF REPORTING PERSONS

Carlyle Realty V GP, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 7,154,721  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

7,154,721  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,154,721  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 21.2%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

Carlyle Realty V, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 7,154,721  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

7,154,721  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,154,721  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 21.2%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

CoreSite CRP V Holdings, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 7,154,721  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

7,154,721  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

7,154,721  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 21.2%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

Carlyle Realty III, GP, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 4,129,993  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

4,129,993  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,129,993  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 13.4%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)



1 NAMES OF REPORTING PERSONS

Carlyle Realty III, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 4,129,993  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

4,129,993  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,129,993  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 13.4%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

CoreSite CRP III Holdings, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 4,129,993  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

4,129,993  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,129,993  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 13.4%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

Carlyle Realty IV GP, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,894,301  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

2,894,301  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,894,301  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 9.8%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

Carlyle Realty IV, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,894,301  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

2,894,301  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,894,301  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 9.8%  
TYPE OF REPORTING PERSON

PN



1 NAMES OF REPORTING PERSONS

CoreSite CRP IV Holdings, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 2,894,301  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

2,894,301  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,894,301  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 9.8%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

CRP IV AIV GP, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,759,742  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

1,759,742  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,759,742  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 6.2%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

CRP IV AIV GP, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,759,742  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

9 1,759,742  
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

10 1,759,742  
CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 6.2%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

CRQP IV AIV, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,266,850

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

8 SHARED DISPOSITIVE POWER

WITH

1,266,850

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,266,850

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 4.5%  
TYPE OF REPORTING PERSON

PN



1 NAMES OF REPORTING PERSONS

CRP IV-A AIV, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 492,892  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

492,892  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

492,892  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 1.8%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

CoreSite CRP IV Holdings (VCOC II), LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 1,266,850  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

1,266,850  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,266,850  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 4.5%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

CoreSite CRP IV Holdings (VCOC I), LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

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EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

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11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 1.8%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

1 NAMES OF REPORTING PERSONS

CRP III AIV GP, L.L.C.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 836,633  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

WITH

836,633  
9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

836,633  
10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 3.0%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)



1 NAMES OF REPORTING PERSONS

CRP III AIV GP, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY 836,633

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0

8 SHARED DISPOSITIVE POWER

WITH

836,633

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

836,633

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 3.0%  
TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

CRQP III AIV, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

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NUMBER OF

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BENEFICIALLY

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PERSON 0

8 SHARED DISPOSITIVE POWER

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

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TYPE OF REPORTING PERSON

PN

1 NAMES OF REPORTING PERSONS

CoreSite CRP III Holdings (VCOC), LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) " (b) "

3 SEC USE ONLY

4 CITIZEN OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 0  
6 SHARED VOTING POWER

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OWNED BY 836,633  
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 0  
8 SHARED DISPOSITIVE POWER

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11 Not Applicable  
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

12 3.0%  
TYPE OF REPORTING PERSON

OO (Limited Liability Company)

**ITEM 1. (a) Name of Issuer:**

CoreSite Realty Corporation (the Issuer )

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

1001 17th Street, Suite 500  
Denver, CO, 80202

**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:

Carlyle Group Management L.L.C.  
The Carlyle Group L.P.  
Carlyle Holdings I GP Inc.  
Carlyle Holdings I GP Sub L.L.C.  
Carlyle Holdings I L.P.  
TC Group, L.L.C.  
TC Group Sub L.P.  
Carlyle Realty V GP, L.L.C.  
Carlyle Realty V, L.P.  
CoreSite CRP V Holdings, LLC  
Carlyle Realty III, GP, L.L.C.  
Carlyle Realty III, L.P.  
CoreSite CRP III Holdings, LLC  
Carlyle Realty IV GP, L.L.C.  
Carlyle Realty IV, L.P.  
CoreSite CRP IV Holdings, LLC  
CRP IV AIV GP, L.L.C.  
CRP IV AIV GP, L.P.  
CRQP IV AIV, L.P.  
CRP IV-A AIV, L.P.  
CoreSite CRP IV Holdings (VCOC II), LLC  
CoreSite CRP IV Holdings (VCOC I), LLC  
CRP III AIV GP, L.L.C.  
CRP III AIV GP, L.P.  
CRQP III AIV, L.P.  
CoreSite CRP III Holdings (VCOC), LLC

**(b) Address of Principal Business Office:**

The address for each of the Reporting Persons is c/o The Carlyle Group, 1001 Pennsylvania Ave. NW, 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 stock, par value \$0.01 per share ( Common Stock )

**(e) CUSIP Number:**

21870Q105

**ITEM 3.**

Not applicable.

**ITEM 4. Ownership**

**Ownership (a-c)**

The ownership information presented below represents beneficial ownership of Common Stock as of December 31, 2015, assuming that all limited partnership units of CoreSite, L.P. ( OP Units ) owned by the Reporting Persons are fully converted on a one-for-one basis into shares of Common Stock. Under the limited partnership agreement governing CoreSite, L.P., OP Units may be redeemed for cash or, at the election of the Issuer, for shares of Common Stock on a one-for-one basis. The percent of class presented below is based upon 26,643,508 shares of Common Stock outstanding as of October 21, 2015.



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.	16,775,390	38.6%	0	16,775,390	0	16,775,390
The Carlyle Group L.P.	16,775,390	38.6%	0	16,775,390	0	16,775,390
Carlyle Holdings I GP Inc.	16,775,390	38.6%	0	16,775,390	0	16,775,390
Carlyle Holdings I GP Sub L.L.C.	16,775,390	38.6%	0	16,775,390	0	16,775,390
Carlyle Holdings I L.P.	16,775,390	38.6%	0	16,775,390	0	16,775,390
TC Group, L.L.C.	16,775,390	38.6%	0	16,775,390	0	16,775,390
TC Group Sub L.P.	16,775,390	38.6%	0	16,775,390	0	16,775,390
Carlyle Realty V GP, L.L.C.	7,154,721	21.2%	0	7,154,721	0	7,154,721
Carlyle Realty V, L.P.	7,154,721	21.2%	0	7,154,721	0	7,154,721
CoreSite CRP V Holdings, LLC	7,154,721	21.2%	0	7,154,721	0	7,154,721
Carlyle Realty III, GP, L.L.C.	4,129,993	13.4%	0	4,129,993	0	4,129,993
Carlyle Realty III, L.P.	4,129,993	13.4%	0	4,129,993	0	4,129,993
CoreSite CRP III Holdings, LLC	4,129,993	13.4%	0	4,129,993	0	4,129,993
Carlyle Realty IV GP, L.L.C.	2,894,301	9.8%	0	2,894,301	0	2,894,301
Carlyle Realty IV, L.P.	2,894,301	9.8%	0	2,894,301	0	2,894,301
CoreSite CRP IV Holdings, LLC	2,894,301	9.8%	0	2,894,301	0	2,894,301
CRP IV AIV GP, L.L.C.	1,759,742	6.2%	0	1,759,742	0	1,759,742
CRP IV AIV GP, L.P.	1,759,742	6.2%	0	1,759,742	0	1,759,742
CRQP IV AIV, L.P.	1,266,850	4.5%	0	1,266,850	0	1,266,850
CRP IV-A AIV, L.P.	492,892	1.8%	0	492,892	0	492,892
CoreSite CRP IV Holdings (VCOC II), LLC	1,266,850	4.5%	0	1,266,850	0	1,266,850
CoreSite CRP IV Holdings (VCOC I), LLC	492,892	1.8%	0	492,892	0	492,892
CRP III AIV GP, L.L.C.	836,633	3.0%	0	836,633	0	836,633
CRP III AIV GP, L.P.	836,633	3.0%	0	836,633	0	836,633
CRQP III AIV, L.P.	836,633	3.0%	0	836,633	0	836,633
CoreSite CRP III Holdings (VCOC), LLC	836,633	3.0%	0	836,633	0	836,633

CoreSite CRP III Holdings, LLC, CoreSite CRP III Holdings (VCOC), LLC, CoreSite CRP IV Holdings, LLC, CoreSite CRP IV Holdings (VCOC I), LLC, CoreSite CRP IV Holdings (VCOC II), LLC and CoreSite CRP V Holdings, LLC are the record holders of 4,129,993, 836,633, 2,894,301, 492,892, 1,266,850 and 7,154,721 OP Units, respectively.

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Carlyle Group Management L.L.C. is the general partner of The Carlyle Group L.P., which is a publicly traded entity listed on NASDAQ. The Carlyle Group L.P. 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 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 each of Carlyle Realty III GP, L.L.C., CRP III AIV GP, L.L.C., Carlyle Realty IV GP, L.L.C., CRP IV AIV GP, L.L.C. and Carlyle Realty V GP, L.L.C.

Carlyle Realty III GP, L.L.C. is the general partner of Carlyle Realty III, L.P. which is the managing member of CoreSite CRP III Holdings, LLC. CRP III AIV GP, L.L.C. is the general partner of CRP III AIV GP, L.P., which is the general partner of CRQP III AIV, L.P., which is the managing member of CoreSite CRP III Holdings (VCOC), LLC.

Carlyle Realty IV GP, L.L.C. is the general partner of Carlyle Realty IV, L.P., which is the managing member of CoreSite CRP IV Holdings, LLC. CRP IV AIV GP, L.L.C. is the general partner of CRP IV AIV GP, L.P., which is the general partner of each of CRP IV-A AIV, L.P. and CRQP IV AIV, L.P., which are the managing members of CoreSite CRP IV Holdings (VCOC I), LLC and CoreSite CRP IV Holdings (VCOC II), LLC, respectively.

Carlyle Realty V GP, L.L.C. is the general partner of Carlyle Realty V, L.P., which is the managing member if CoreSite CRP V Holdings, LLC.

**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**

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.

**Date:** February 12, 2016

**CARLYLE GROUP MANAGEMENT  
L.L.C.**

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**THE CARLYLE GROUP L.P.**

By: Carlyle Group Management L.L.C., its general  
partner

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE HOLDINGS I GP INC.**

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE HOLDINGS I GP SUB L.L.C.**

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

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE HOLDINGS I L.P.**

By: Carlyle Holdings I GP Sub L.L.C., its general  
partner  
By: Carlyle Holdings I GP Inc., its managing  
member

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By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**TC GROUP, L.L.C.**

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**TC GROUP SUB L.P.**

By: TC Group, L.L.C., its general partner  
By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE REALTY V GP, L.L.C.**

By: TC Group Sub, L.P., its managing member  
By: TC Group, L.L.C., its general partner  
By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE REALTY V, L.P.**

By Carlyle Realty V GP, L.L.C., its general partner  
By: TC Group Sub, L.P., its managing member  
By: TC Group, L.L.C., its general partner  
By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CORESITE CRP V HOLDINGS, LLC**

By: Carlyle Realty V, L.P., its managing member  
By Carlyle Realty V GP, L.L.C., its General Partner  
By: TC Group Sub, L.P., its managing member  
By: TC Group, L.L.C., its general partner  
By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE REALTY III, GP, L.L.C.**

By: TC Group Sub, L.P., its managing member

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By: TC Group, L.L.C., its general partner  
By: Carlyle Holdings I L.P., its managing  
member

By: /s/ Daniel D Aniello  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE REALTY III, L.P.**

By: Carlyle Realty III, GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CORESITE CRP III HOLDINGS, LLC**

By: Carlyle Realty III, L.P., its managing member

By: Carlyle Realty III, GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CRP III AIV GP, L.L.C.**

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CRP III AIV GP, L.P.**

By: CRP III AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman



**CRQP III AIV, L.P.**

By: CRP III AIV GP, L.P., its general partner

By: CRP III AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CORESITE CRP III HOLDINGS (VCOC), LLC**

By: CRQP III AIV, L.P., its managing member

By: CRP III AIV GP, L.P., its general partner

By: CRP III AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CARLYLE REALTY IV GP, L.L.C.**

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CARLYLE REALTY IV, L.P.**

By: Carlyle Realty IV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CORESITE CRP IV HOLDINGS, LLC**

By: Carlyle Realty IV, L.P., its managing member

By: Carlyle Realty IV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CRP IV AIV GP, L.L.C.**

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CRP IV AIV GP, L.P.**

By: CRP IV AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CRP IV-A AIV, L.P.**

By: CRP IV AIV GP, L.P., its general partner

By: CRP IV AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello



**CoreSite CRP IV Holdings (VCOC I), LLC**

By: CRQP IV AIV, L.P., its managing member

By: CRP IV AIV GP, L.P., its general partner

By: CRP IV AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CRQP IV AIV, L.P.**

By: CRP IV AIV GP, L.P., its general partner

By: CRP IV AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**CORESITE CRP IV HOLDINGS (VCOC II), LLC**

By: CRQP IV AIV, L.P., its managing member

By: CRP IV AIV GP, L.P., its general partner

By: CRP IV AIV GP, L.L.C., its general partner

By: TC Group Sub, L.P., its managing member

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

By: Carlyle Holdings I L.P., its managing member

By: /s/ Daniel D Aniello

Name: Daniel D Aniello

Title: Chairman

**LIST OF EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
24	Power of Attorney (incorporated by reference to Exhibit 24 to the Schedule 13G filed by the Reporting Persons on February 14, 2013).
99	Joint Filing Agreement (incorporated by reference to Exhibit 99 to the Schedule 13G filed by the Reporting Persons on February 14, 2013).