

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 3)*

WESCO AIRCRAFT HOLDINGS, INC.

(Name of Issuer)

Common Stock

(Title of Class of Securities)

950814103

(CUSIP Number)

December 31, 2014

(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).

CUSIP No. 950814103

Schedule 13G

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
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
PN

2

CUSIP No. 950814103

Schedule 13G

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
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
OO (Limited Liability Company)

3

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
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
CO

4

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 0 |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6 | Shared Voting Power 23,330,184 |
| | 7 | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 23,330,184 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
OO (Limited Liability Company)

CUSIP No. 950814103

Schedule 13G

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 0 |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6 | Shared Voting Power 23,330,184 |
| | 7 | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 23,330,184 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
PN

6

CUSIP No. 950814103

Schedule 13G

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
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
OO (Limited Liability Company)

7

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons

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
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
23,330,184

7 Sole Dispositive Power
0

8 Shared Dispositive Power
23,330,184

9 Aggregate Amount Beneficially Owned by Each Reporting Person
23,330,184

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
24.0%

12 Type of Reporting Person
OO (Limited Liability Company)

Names of Reporting Persons
Falcon Aerospace 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

Number of
Shares
Beneficially
Owned by

5 Sole Voting Power
0

| | | |
|----------------------------|--|--|
| Each Reporting Person With | 6 | Shared Voting Power 23,330,184 |
| | 7 | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 23,330,184 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 23,330,184 | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/> Not Applicable | |
| 11 | Percent of Class Represented by Amount in Row 9 24.0% | |
| 12 | Type of Reporting Person OO (Limited Liability Company) | |

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Michael W. Allen

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
0

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
0

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
0

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

10

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Michael Battenfield

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
7,000

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
7,000

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
7,000

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

11

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Morris Benoun

2 Check the Appropriate Box if a Member of a Group

(a) 0
(b) 0

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
35,403

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
35,403

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
35,403

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

12

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Han Sun Cho

2 Check the Appropriate Box if a Member of a Group

(a) 0
(b) 0

3 SEC Use Only

4 Citizen or Place of Organization
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5 Sole Voting Power
141,050

6 Shared Voting Power
0

7 Sole Dispositive Power
141,050

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
141,050

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
IN

13

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Victoria J. Conner

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
6,136

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
6,136

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
6,136

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

14

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Frank Derasmo

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
0

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
0

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

15

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Gregory Dietz

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
12,154

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
12,154

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
12,154

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

16

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Paul E. Fulchino

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5 Sole Voting Power
99,190

6 Shared Voting Power
0

7 Sole Dispositive Power
99,190

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
99,190

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
IN

17

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
James E. Grason

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
7,396

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
7,396

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
7,396

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

18

Names of Reporting Persons
George Hess

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
124,895

7 Sole Dispositive Power
0

8 Shared Dispositive Power
124,895

9 Aggregate Amount Beneficially Owned by Each Reporting Person
124,895

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
IN

Names of Reporting Persons
George and Lisa Hess Trust dated October 1, 2003

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization

5 Sole Voting Power
124,895

6 Shared Voting Power
0

7 Sole Dispositive Power
124,985

8 Shared Dispositive Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

9 Aggregate Amount Beneficially Owned by Each Reporting Person
124,895

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
OO (Trust)

20

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
John P. Jumper

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
38,908

6 Shared Voting Power
0

7 Sole Dispositive Power
38,908

8 Shared Dispositive Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

9 Aggregate Amount Beneficially Owned by Each Reporting Person

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

21

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Sheryl Knights

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
29,098

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
29,098

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
29,098

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

22

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Mark Kuntz

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
2,857

6 Shared Voting Power

7 Sole Dispositive Power
2,857

8 Shared Dispositive Power
0

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

9 Aggregate Amount Beneficially Owned by Each Reporting Person
2,857

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

Names of Reporting Persons
Tommy Lee

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

| | | |
|---|---|---|
| | 5 | Sole Voting Power 0 |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6 | Shared Voting Power 0 |
| | 7 | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 0 |
| | 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 0 |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/> Not Applicable | |
| 11 | Percent of Class Represented by Amount in Row 9 0.0% | |
| 12 | Type of Reporting Person IN | |

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Lee Living Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

| | | |
|---|---|---|
| | 5 | Sole Voting Power 0 |
| Number of Shares Beneficially Owned by Each Reporting Person With | 6 | Shared Voting Power 0 |
| | 7 | Sole Dispositive Power 0 |
| | 8 | Shared Dispositive Power 0 |
| | 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 0 |

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
OO (Trust)

25

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Alex Murray

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United Kingdom

5 Sole Voting Power
160,024

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
160,024

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
160,024

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.2%

12 Type of Reporting Person
IN

26

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
68,198

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
68,198

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
68,198

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
IN

Names of Reporting Persons
John Segovia

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

Number of
Shares
Beneficially
Owned by

5 Sole Voting Power
33,779

| | | |
|----------------------------|--|----------------------------------|
| Each Reporting Person With | 6 | Shared Voting Power 0 |
| | 7 | Sole Dispositive Power 33,779 |
| | 8 | Shared Dispositive Power 0 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 33,779 | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/> Not Applicable | |
| 11 | Percent of Class Represented by Amount in Row 9 0.0% | |
| 12 | Type of Reporting Person IN | |

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Randy J. Snyder

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
729,583

Number of Shares Beneficially Owned by Each Reporting Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
729,583

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
729,583

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.7%

12 Type of Reporting Person
IN

29

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

30

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

31

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)
(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5 Sole Voting Power
1,278,046

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

32

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

33

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Randy Snyder 2009 Extended Family Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

5 Sole Voting Power
1,425,448

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,425,448

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,425,448

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.5%

12 Type of Reporting Person
OO (Trust)

34

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Susan Snyder 2009 Extended Family Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

5 Sole Voting Power
1,425,449

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,425,449

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,425,449

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.5%

12 Type of Reporting Person
OO (Trust)

35

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

5 Sole Voting Power
1,278,046

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

36

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
California

5 Sole Voting Power
1,278,046

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,278,046

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,278,046

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
1.3%

12 Type of Reporting Person
OO (Trust)

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
David L. Squier

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
69,988

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
69,988

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
69,988

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.1%

12 Type of Reporting Person
IN

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Chad Wallace

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

| | |
|---|--|
| 4 | Citizen or Place of Organization United States |
| Number of Shares Beneficially Owned by Each Reporting Person With | 5 Sole Voting Power 32,832 |
| | 6 Shared Voting Power 0 |
| | 7 Sole Dispositive Power 32,832 |
| | 8 Shared Dispositive Power 0 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 32,832 |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="radio"/> Not Applicable |
| 11 | Percent of Class Represented by Amount in Row 9 0.0% |
| 12 | Type of Reporting Person IN |

| | |
|---|--|
| | Names of Reporting Persons Shirley Warner |
| 2 | Check the Appropriate Box if a Member of a Group (a) <input type="radio"/> (b) <input type="radio"/> |
| 3 | SEC Use Only |
| 4 | Citizen or Place of Organization United States |
| Number of Shares Beneficially Owned by Each Reporting Person With | 5 Sole Voting Power 19,542 |
| | 6 Shared Voting Power 0 |
| | 7 Sole Dispositive Power 19,542 |
| | 8 Shared Dispositive Power 0 |

9 Aggregate Amount Beneficially Owned by Each Reporting Person
19,542

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

40

CUSIP No. 950814103

Schedule 13G

Names of Reporting Persons
Bruce Weinstein

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization

United States

5 Sole Voting Power
1,777

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
1,777

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
1,777

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.0%

12 Type of Reporting Person
IN

41

Names of Reporting Persons
Hal Weinstein

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

5 Sole Voting Power
160,018

Number of
Shares
Beneficially
Owned by
Each
Reporting
Person With

6 Shared Voting Power
0

7 Sole Dispositive Power
160,018

8 Shared Dispositive Power
0

9 Aggregate Amount Beneficially Owned by Each Reporting Person
160,018

10 Check if the Aggregate Amount in Row (9) Excludes Certain Shares
Not Applicable

11 Percent of Class Represented by Amount in Row 9
0.2%

12 Type of Reporting Person
IN

Names of Reporting Persons
Dana Wilkin

2 Check the Appropriate Box if a Member of a Group

(a)

(b)

3 SEC Use Only

4 Citizen or Place of Organization
United States

| | | |
|---|---|----------------------------------|
| Number of Shares Beneficially Owned by Each Reporting Person With | 5 | Sole Voting Power 12,694 |
| | 6 | Shared Voting Power 0 |
| | 7 | Sole Dispositive Power 12,694 |
| | 8 | Shared Dispositive Power 0 |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 12,694 | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares <input type="checkbox"/> Not Applicable | |
| 11 | Percent of Class Represented by Amount in Row 9 0.0% | |
| 12 | Type of Reporting Person IN | |

CUSIP No. 950814103

Schedule 13G

Item 1.

- (a) Name of Issuer:
Wesco Aircraft Holdings, Inc. (the "Issuer")
- (b) Address of Issuer's Principal Executive Offices:
24911 Avenue Stanford
Valencia, CA 91355

Item 2.

- (a) Name of Person Filing:

Each of the following is hereinafter individually referred to as a "Carlyle Reporting Person" and collectively as the "Carlyle 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 IV Managing GP, L.L.C.
Falcon Aerospace Holdings, LLC

Each of the following is hereinafter individually referred to as a "Reporting Person" and collectively as the "Reporting Persons." This statement is also filed on behalf of:

Michael W. Allen
Michael Battenfield
Morris Benoun
Han Sun Cho
Victoria J. Conner
Frank Derasmo
Gregory Dietz
Paul E. Fulchino
James E. Grason
George Hess

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Schedule 13G

Mark Kuntz
Tommy Lee
Lee Living Trust
Alex Murray
Robert D. Paulson
John Segovia
Randy J. Snyder
Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust
Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust
Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust
Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust
Randy Snyder 2009 Extended Family Trust
Susan Snyder 2009 Extended Family Trust
Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust
Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust
David L. Squier
Chad Wallace
Shirley Warner
Bruce Weinstein
Hal Weinstein
Dana Wilkin

(a) Address or Principal Business Office:

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

The address for each of the Reporting Persons is c/o Wesco Aircraft Holdings, Inc., 24911 Avenue Stanford, Valencia, CA 91355.

(b) Citizenship of each Reporting Person is:

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

Each of the Reporting Persons is a citizen of the United States of America, except the George and Lisa Hess Trust dated October 1, 2003, the Lee Living Trust, the Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust, the Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust, the Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust, the Justin Henry Snyder Exempt

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Schedule 13G

Trust U/T Susan Snyder 2005 Grantor Trust, the Randy Snyder 2009 Extended Family Trust, the Susan Snyder 2009 Extended Family Trust, the Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust and the Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust, which are trusts organized in the State of California, and Alex Murray, who is a citizen of the United Kingdom.

(c) Title of Class of Securities:

Common stock, \$0.001 par value per share ("Common Stock")

(d) CUSIP Number:

950814103

Item 3.

Not applicable.

CUSIP No. 950814103

Schedule 13G

Item 4. Ownership (a-c)

The ownership information presented below represents beneficial ownership of Common Stock of the Issuer as of December 31, 2014, based upon 97,383,707 shares of the Issuer's Common Stock outstanding as of February 9, 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. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| The Carlyle Group L.P. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| Carlyle Holdings I GP Inc. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| Carlyle Holdings I GP Sub L.L.C. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| Carlyle Holdings I L.P. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| TC Group, L.L.C. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| TC Group IV Managing GP, L.L.C. (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| Falcon Aerospace Holdings, LLC (1) | 23,330,184 | 24.0% | 0 | 23,330,184 | 0 | 23,330,184 |
| Michael W. Allen | 0 | 0.0% | 0 | 0 | 0 | 0 |
| Michael Battenfield (2) | 7,000 | 0.0% | 7,000 | 0 | 7,000 | 0 |
| Morris Benoun (3) | 35,403 | 0.0% | 35,403 | 0 | 35,403 | 0 |
| Han Sun Cho (4) | 141,050 | 0.1% | 141,050 | 0 | 141,050 | 0 |
| Victoria J. Conner (5) | 6,136 | 0.0% | 6,136 | 0 | 6,136 | 0 |
| Frank Derasmo | 0 | 0.0% | 0 | 0 | 0 | 0 |
| Gregory Dietz (6) | 12,154 | 0.0% | 12,154 | 0 | 12,154 | 0 |
| Paul E. Fulchino (7) | 99,190 | 0.1% | 99,190 | 0 | 99,190 | 0 |
| James E. Grason | 7,396 | 0.0% | 7,396 | 0 | 7,396 | 0 |
| George Hess (8) | 124,895 | 0.1% | 0 | 124,895 | 0 | 124,895 |
| George and Lisa Hess Trust dated October 1, 2003 | 124,895 | 0.1% | 124,895 | 0 | 124,985 | 0 |
| John P. Jumper | 38,908 | 0.0% | 38,908 | 0 | 38,908 | 0 |
| Sheryl Knights | 29,098 | 0.0% | 29,098 | 0 | 29,098 | 0 |
| Mark Kuntz (9) | 2,857 | 0.0% | 2,857 | 0 | 2,857 | 0 |
| Tommy Lee | 0 | 0.0% | 0 | 0 | 0 | 0 |
| Lee Living Trust | 0 | 0.0% | 0 | 0 | 0 | 0 |
| Alex Murray (10) | 160,024 | 0.2% | 160,024 | 0 | 160,024 | 0 |
| Robert D. Paulson (11) | 68,198 | 0.1% | 68,198 | 0 | 68,198 | 0 |
| John Segovia (12) | 33,779 | 0.0% | 33,779 | 0 | 33,779 | 0 |
| Randy J. Snyder (13) | 729,583 | 0.7% | 729,583 | 0 | 729,583 | 0 |
| Joshua Jack Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust | 1,278,046 | 1.3% | 1,278,046 | 0 | 1,278,046 | 0 |
| Joshua Jack Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust | 1,278,046 | 1.3% | 1,278,046 | 0 | 1,278,046 | 0 |
| Justin Henry Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust | 1,278,046 | 1.3% | 1,278,046 | 0 | 1,278,046 | 0 |
| Justin Henry Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust | 1,278,046 | 1.3% | 1,278,046 | 0 | 1,278,046 | 0 |
| Randy Snyder 2009 Extended Family Trust | 1,425,448 | 1.5% | 1,425,448 | 0 | 1,425,448 | 0 |
| Susan Snyder 2009 Extended Family Trust | 1,425,449 | 1.5% | 1,425,449 | 0 | 1,425,449 | 0 |
| Todd Ian Snyder Exempt Trust U/T Randy Snyder 2005 Grantor Trust | 1,278,046 | 1.3% | 1,278,046 | 0 | 1,278,046 | 0 |
| Todd Ian Snyder Exempt Trust U/T Susan Snyder 2005 Grantor Trust | 1,278,046 | 1.3% | 1,278,046 | 0 | 1,278,046 | 0 |
| David L. Squier | 69,988 | 0.1% | 69,988 | 0 | 69,988 | 0 |
| Chad Wallace (14) | 32,832 | 0.0% | 32,832 | 0 | 32,832 | 0 |
| Shirley Warner | 19,542 | 0.0% | 19,542 | 0 | 19,542 | 0 |
| Bruce Weinstein (15) | 1,777 | 0.0% | 1,777 | 0 | 1,777 | 0 |
| Hal Weinstein (16) | 160,018 | 0.2% | 160,018 | 0 | 160,018 | 0 |
| Dana Wilkin (17) | 12,694 | 0.0% | 12,694 | 0 | 12,694 | 0 |

(1) Falcon Aerospace Holdings, LLC. is the record holder of 23,330,184 shares of Common Stock. 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 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.

(2) Includes 4,575 shares of common stock that are beneficially owned by Mr. Battenfield and the right to acquire up to 2,425 additional shares of common stock pursuant to options.

- (3) Includes 34,653 shares of common stock that are beneficially owned by Mr. Benoun and the right to acquire up to 750 additional shares of common stock pursuant to options.
- (4) Includes 33,055 shares of common stock that are beneficially owned by Mr. Cho and the right to acquire up to 107,995 additional shares of common stock pursuant to options.
- (5) Includes 3,644 shares of common stock that are beneficially owned by Ms. Conner and the right to acquire up to 2,492 additional shares of common stock pursuant to options.
- (6) Includes 7,112 shares of common stock that are beneficially owned by Mr. Dietz and the right to acquire up to 5,042 additional shares of common stock pursuant to options.
- (7) Includes 92,665 shares of common stock that are beneficially owned by Mr. Fulchino and the right to acquire up to 6,525 additional shares of common stock pursuant to options.
- (8) Includes 124,895 shares of common stock that are held by the George and Lisa Hess Trust.
- (9) Includes 982 shares of common stock that are beneficially owned by Mr. Kuntz and Mr. Kuntz's right to acquire up to 1,875 additional shares of common stock pursuant to options.

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- (10) Includes 67,885 shares of common stock that are beneficially owned by Mr. Murray and the right to acquire up to 92,139 additional shares of common stock pursuant to options.
- (11) Includes 62,978 shares of common stock that are beneficially owned by Mr. Paulson and the right to acquire up to 5,220 additional shares of common stock pursuant to options.
- (12) Includes 692 shares of common stock that are beneficially owned by Mr. Segovia and the right to acquire up to 33,087 additional shares of common stock pursuant to options.
- (13) Includes 98,222 shares of common stock that are beneficially owned by Mr. Snyder and the right to acquire up to 631,361 additional shares of common stock pursuant to options.
- (14) Includes 31,133 shares of common stock that are beneficially owned by Mr. Wallace and the right to acquire up to 1,699 additional shares of common stock pursuant to options.
- (15) Includes 652 shares of common stock that are beneficially owned by Mr. Weinstein, and Mr. Weinstein's right to acquire up to 1,125 additional shares of common stock pursuant to options.
- (16) Includes 113,918 shares of common stock that are beneficially owned by Mr. Weinstein, and Mr. Weinstein's right to acquire up to 46,100 additional shares of common stock pursuant to options.
- (17) Includes 7,619 shares of common stock that are beneficially owned by Ms. Wilkin and the right to acquire up to 5,075 additional shares of common stock pursuant to options.

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

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Schedule 13G

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 13, 2015

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Jeremy W. Anderson, attorney-in-fact
Name: Daniel D'Aniello
Title: Chairman

THE CARLYLE GROUP L.P.

By: Carlyle Group Management L.L.C., its general partner
By: /s/ Jeremy W. Anderson, attorney-in-fact
Name: Daniel D'Aniello
Title: Chairman

CARLYLE HOLDINGS I GP INC.

By: /s/ Jeremy W. Anderson, attorney-in-fact
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/ Jeremy W. Anderson, attorney-in-fact
Name: Daniel D'Aniello
Title: Chairman

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Schedule 13G

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
By: /s/ Jeremy W. Anderson, attorney-in-fact
Name: Daniel D'Aniello
Title: Chairman

TC GROUP, L.L.C.

By: Carlyle Holdings I L.P., its managing member
By: /s/ Jeremy W. Anderson, attorney-in-fact
Name: Daniel D'Aniello
Title: Chairman

TC GROUP IV MANAGING GP, L.L.C.

By: /s/ Jeremy W. Anderson
Name: Jeremy W. Anderson
Title: Authorized Person

FALCON AEROSPACE HOLDINGS, LLC

By: TC GROUP IV MANAGING GP, L.L.C., its Managing Member

By: /s/ Jeremy W. Anderson

Name: Jeremy W. Anderson

Title: Authorized Person

Michael W. Allen

by: /s/ John G. Holland, attorney-in-fact

Name: Michael W. Allen

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Schedule 13G

Michael Battenfield

by: /s/ John G. Holland, attorney-in-fact

Name: Michael Battenfield

Morris Benoun

by: /s/ John G. Holland, attorney-in-fact

Name: Morris Benoun

Han Sun Cho

by: /s/ John G. Holland, attorney-in-fact

Name: Han Sun Cho

Victoria J. Conner

by: /s/ John G. Holland, attorney-in-fact

Name: Victoria J. Conner

Frank Derasmo

by: /s/ John G. Holland, attorney-in-fact

Name: Frank Derasmo

Gregory Dietz

by: /s/ John G. Holland, attorney-in-fact

Name: Gregory Dietz

Paul E. Fulchino

by: /s/ John G. Holland, attorney-in-fact

Name: Paul E. Fulchino

James E. Grason

by: /s/ John G. Holland, attorney-in-fact

Name: James E. Grason

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Schedule 13G

George Hess

by: /s/ John G. Holland, attorney-in-fact
Name: George Hess

George and Lisa Hess Trust dated October 1, 2003

by: /s/ John G. Holland, attorney-in-fact
Name: George and Lisa Hess Trust dated October 1, 2003

John P. Jumper

by: /s/ John G. Holland, attorney-in-fact
Name: John P. Jumper

Sheryl Knights

by: /s/ John G. Holland, attorney-in-fact
Name: Sheryl Knights

Mark Kuntz

by: /s/ John G. Holland, attorney-in-fact
Name: Mark Kuntz

Tommy Lee

by: /s/ John G. Holland, attorney-in-fact
Name: Tommy Lee

Lee Living Trust

by: /s/ John G. Holland, attorney-in-fact
Name: Lee Living Trust

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CUSIP No. 950814103

Schedule 13G

Alex Murray

by: /s/ John G. Holland, attorney-in-fact
Name: Alex Murray

Robert D. Paulson

by: /s/ John G. Holland, attorney-in-fact
Name: Robert D. Paulson

John Segovia

by: /s/ John G. Holland, attorney-in-fact
Name: John Segovia

Randy J. Snyder

by: /s/ John G. Holland, attorney-in-fact
Name: Randy J. Snyder

**Joshua Jack Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Joshua Jack Snyder Exempt Trust

**Joshua Jack Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Joshua Jack Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust

**Justin Henry Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Justin Henry Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust

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Schedule 13G

**Justin Henry Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Justin Henry Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust

Randy Snyder 2009 Extended Family Trust

by: /s/ John G. Holland, attorney-in-fact
Name: Randy Snyder 2009 Extended Family Trust

Susan Snyder 2009 Extended Family Trust

by: /s/ John G. Holland, attorney-in-fact
Name: Susan Snyder 2009 Extended Family Trust

**Todd Ian Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Todd Ian Snyder Exempt Trust
U/T Randy Snyder 2005 Grantor Trust

**Todd Ian Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust**

by: /s/ John G. Holland, attorney-in-fact
Name: Todd Ian Snyder Exempt Trust
U/T Susan Snyder 2005 Grantor Trust

David L. Squier

by: /s/ John G. Holland, attorney-in-fact
Name: David L. Squier

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Schedule 13G

Chad Wallace

by: /s/ John G. Holland, attorney-in-fact

Name: Chad Wallace

Shirley Warner

by: /s/ John G. Holland, attorney-in-fact

Name: Shirley Warner

Bruce Weinstein

by: /s/ John G. Holland, attorney-in-fact

Name: Bruce Weinstein

Hal Weinstein

by: /s/ John G. Holland, attorney-in-fact

Name: Hal Weinstein

Dana Wilkin

by: /s/ John G. Holland, attorney-in-fact

Name: Dana Wilkin

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Schedule 13G

LIST OF EXHIBITS

| Exhibit No. | Description |
|--------------------|---|
| 24.1 | Power of Attorney of the Carlyle Reporting Persons (incorporated by reference to Exhibit 24.1 to the Schedule 13G filed by the Reporting Persons on February 14, 2013). |
| 24.2 | Power of Attorney of the Reporting Persons (incorporated by reference to Exhibit 24.2 to the Schedule 13G filed by the Reporting Persons on February 14, 2012). |
| 99 | Joint Filing Agreement (incorporated by reference to Exhibit 99 to the Schedule 13G filed by the Reporting Persons on February 14, 2013). |

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