

CoreSite Realty Corp  
Form SC 13G/A  
February 14, 2013

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

**CORESITRE REALTY CORPORATION**

(Name of Issuer)

Common stock, par value \$0.01

(Title of Class of Securities)

21870Q105

(CUSIP Number)

December 31, 2012

(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)

Edgar Filing: CoreSite Realty Corp - Form SC 13G/A

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).

SCHEDULE 13G

CUSIP No. 21870Q105

Page 1 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 2 of 41

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

Number of

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 3 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

CO



SCHEDULE 13G

CUSIP No. 21870Q105

Page 4 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 5 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 6 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 7 of 41

1 Names of reporting persons

TC Group Sub 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

0

shares 6 Shared voting power

beneficially

owned by

25,275,390

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

25,275,390

9 Aggregate amount beneficially owned by each reporting person

25,275,390

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

54.5%

12 Type of reporting person

PN



SCHEDULE 13G

CUSIP No. 21870Q105

Page 8 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

10,779,980

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

10,779,980

9 Aggregate amount beneficially owned by each reporting person

10,779,980

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

33.8%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 9 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

10,779,980

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

10,779,980

9 Aggregate amount beneficially owned by each reporting person

10,779,980

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

33.8%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 10 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

10,779,980

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

10,779,980

9 Aggregate amount beneficially owned by each reporting person

10,779,980

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

33.8%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 11 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

6,222,640

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

6,222,640

9 Aggregate amount beneficially owned by each reporting person

6,222,640

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

22.8%

12 Type of reporting person

OO (Limited Liability Company)



SCHEDULE 13G

CUSIP No. 21870Q105

Page 12 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

6,222,640

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

6,222,640

9 Aggregate amount beneficially owned by each reporting person

6,222,640

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

22.8%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 13 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

6,222,640

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

6,222,640

9 Aggregate amount beneficially owned by each reporting person

6,222,640

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

22.8%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 14 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

4,360,827

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

4,360,827

9 Aggregate amount beneficially owned by each reporting person

4,360,827

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

17.1%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 15 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

4,360,827

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

4,360,827

9 Aggregate amount beneficially owned by each reporting person

4,360,827

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

17.1%

12 Type of reporting person

PN



SCHEDULE 13G

CUSIP No. 21870Q105

Page 16 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

4,360,827

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

4,360,827

9 Aggregate amount beneficially owned by each reporting person

4,360,827

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

17.1%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 17 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

2,651,393

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

2,651,393

9 Aggregate amount beneficially owned by each reporting person

2,651,393

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

11.2%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 18 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

2,651,393

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

2,651,393

9 Aggregate amount beneficially owned by each reporting person

2,651,393

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

11.2%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 19 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

1,908,756

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

1,908,756

9 Aggregate amount beneficially owned by each reporting person

1,908,756

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

8.3%

12 Type of reporting person

OO (Limited Liability Company)



SCHEDULE 13G

CUSIP No. 21870Q105

Page 20 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

742,637

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

742,637

9 Aggregate amount beneficially owned by each reporting person

742,637

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

3.4%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 21 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

1,908,756

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

1,908,756

9 Aggregate amount beneficially owned by each reporting person

1,908,756

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

8.3%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 22 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

742,637

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

742,637

9 Aggregate amount beneficially owned by each reporting person

742,637

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

3.4%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 23 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

1,260,550

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

1,260,550

9 Aggregate amount beneficially owned by each reporting person

1,260,550

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

5.6%

12 Type of reporting person

OO (Limited Liability Company)



SCHEDULE 13G

CUSIP No. 21870Q105

Page 24 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

1,260,550

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

1,260,550

9 Aggregate amount beneficially owned by each reporting person

1,260,550

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

5.6%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 25 of 41

1 Names of reporting persons

CRQP III 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

0

shares 6 Shared voting power

beneficially

owned by

1,260,550

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

1,260,550

9 Aggregate amount beneficially owned by each reporting person

1,260,550

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

5.6%

12 Type of reporting person

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 26 of 41

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

0

shares 6 Shared voting power

beneficially

owned by

1,260,550

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

1,260,550

9 Aggregate amount beneficially owned by each reporting person

1,260,550

10 Check if the aggregate amount in Row (9) excludes certain shares

Not Applicable

11 Percent of class represented by amount in Row 9

5.6%

12 Type of reporting person

OO (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 27 of 41

1 Names of reporting persons

DBD Investors V Holdings, 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

0

shares 6 Shared voting power

beneficially

owned by

0

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

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 (Limited Liability Company)



SCHEDULE 13G

CUSIP No. 21870Q105

Page 28 of 41

1 Names of reporting persons

DBD Investors V, 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

0

shares 6 Shared voting power

beneficially

owned by

0

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

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 (Limited Liability Company)

SCHEDULE 13G

CUSIP No. 21870Q105

Page 29 of 41

1 Names of reporting persons

TCG Holdings II, 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

0

shares 6 Shared voting power

beneficially

owned by

0

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

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

PN

SCHEDULE 13G

CUSIP No. 21870Q105

Page 30 of 41

1 Names of reporting persons

TC Group Investment Holdings, 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

0

shares 6 Shared voting power

beneficially

owned by

0

each 7 Sole dispositive power

reporting

person

0

8 Shared dispositive power

with

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

PN

---

SCHEDULE 13G

CUSIP No. 21870Q105

Page 31 of 41

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

CoreSite Realty Corporation (the Issuer )

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

1050 17th Street, Suite 800

Denver, CO, 80265

**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.

Edgar Filing: CoreSite Realty Corp - Form SC 13G/A

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

DBD Investors V Holdings, L.L.C.

DBD Investors V, L.L.C.

TCG Holdings II, L.P.

TC Group Investment Holdings, L.P.



SCHEDULE 13G

CUSIP No. 21870Q105

Page 32 of 41

Following an internal reorganization on May 2, 2012, TC Group Investment Holdings, L.P., is no longer the managing member 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. Accordingly, DBD Investors V Holdings, L.L.C., DBD Investors V, L.L.C., TCG Holdings II, L.P. and TC Group Investment Holdings, L.P. may no longer be deemed to beneficially own the shares reported herein.

**(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, 2012, 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 21,118,457 shares of Common Stock outstanding as of October 31, 2012.

## SCHEDULE 13G

CUSIP No. 21870Q105

Page 33 of 41

Reporting Person	Amount		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:
	beneficially owned	Percent of class:				
Carlyle Group Management L.L.C.	25,275,390	54.5%	0	25,275,390	0	25,275,390
The Carlyle Group L.P.	25,275,390	54.5%	0	25,275,390	0	25,275,390
Carlyle Holdings I GP Inc.	25,275,390	54.5%	0	25,275,390	0	25,275,390
Carlyle Holdings I GP Sub L.L.C.	25,275,390	54.5%	0	25,275,390	0	25,275,390
Carlyle Holdings I L.P.	25,275,390	54.5%	0	25,275,390	0	25,275,390
TC Group, L.L.C.	25,275,390	54.5%	0	25,275,390	0	25,275,390
TC Group Sub L.P.	25,275,390	54.5%	0	25,275,390	0	25,275,390
Carlyle Realty V GP, L.L.C.	10,779,980	33.8%	0	10,779,980	0	10,779,980
Carlyle Realty V, L.P.	10,779,980	33.8%	0	10,779,980	0	10,779,980
CoreSite CRP V Holdings, LLC	10,779,980	33.8%	0	10,779,980	0	10,779,980
Carlyle Realty III, GP, L.L.C.	6,222,640	22.8%	0	6,222,640	0	6,222,640
Carlyle Realty III, L.P.	6,222,640	22.8%	0	6,222,640	0	6,222,640
CoreSite CRP III Holdings, LLC	6,222,640	22.8%	0	6,222,640	0	6,222,640
Carlyle Realty IV GP, L.L.C.	4,360,827	17.1%	0	4,360,827	0	4,360,827
Carlyle Realty IV, L.P.	4,360,827	17.1%	0	4,360,827	0	4,360,827
CoreSite CRP IV Holdings, LLC	4,360,827	17.1%	0	4,360,827	0	4,360,827
CRP IV AIV GP, L.L.C.	2,651,393	11.2%	0	2,651,393	0	2,651,393
CRP IV AIV GP, L.P.	2,651,393	11.2%	0	2,651,393	0	2,651,393
CRQP IV AIV, L.P.	1,908,756	8.3%	0	1,908,756	0	1,908,756
CRP IV-A AIV, L.P.	742,637	3.4%	0	742,637	0	742,637
CoreSite CRP IV Holdings (VCOC II), LLC	1,908,756	8.3%	0	1,908,756	0	1,908,756
CoreSite CRP IV Holdings (VCOC I), LLC	742,637	3.4%	0	742,637	0	742,637
CRP III AIV GP, L.L.C.	1,260,550	5.6%	0	1,260,550	0	1,260,550
CRP III AIV GP, L.P.	1,260,550	5.6%	0	1,260,550	0	1,260,550
CRQP III AIV, L.P.	1,260,550	5.6%	0	1,260,550	0	1,260,550
CoreSite CRP III Holdings (VCOC), LLC	1,260,550	5.6%	0	1,260,550	0	1,260,550
DBD Investors V Holdings, L.L.C.	0	0.0%	0	0	0	0
DBD Investors V, L.L.C.	0	0.0%	0	0	0	0
TCG Holdings II, L.P.	0	0.0%	0	0	0	0
TC Group Investment Holdings, L.P.	0	0.0%	0	0	0	0

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 6,222,640, 1,260,550, 4,360,827, 742,637, 1,908,756 and 10,779,980 OP Units, respectively.

---

SCHEDULE 13G

CUSIP No. 21870Q105

Page 34 of 41

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

SCHEDULE 13G

CUSIP No. 21870Q105

Page 35 of 41

**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 14, 2013

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

By: /s/ R. Rainey Hoffman, 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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE HOLDINGS I GP INC.**

By: /s/ R. Rainey Hoffman, 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/ R. Rainey Hoffman, attorney-in-fact  
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

By: /s/ R. Rainey Hoffman, 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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

SCHEDULE 13G

CUSIP No. 21870Q105

Page 36 of 41

**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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

**CARLYLE REALTY III, 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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

SCHEDULE 13G

CUSIP No. 21870Q105

Page 37 of 41

**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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

SCHEDULE 13G

CUSIP No. 21870Q105

Page 38 of 41

**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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

SCHEDULE 13G

CUSIP No. 21870Q105

Page 39 of 41

**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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

**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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello



Title: Chairman

SCHEDULE 13G

CUSIP No. 21870Q105

Page 40 of 41

**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/ R. Rainey Hoffman, attorney-in-fact  
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/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Chairman

**DBD INVESTORS V HOLDINGS, L.L.C.**

By: /s/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Managing Director

**DBD INVESTORS V, L.L.C.**

by: DBD Investors V Holdings, L.L.C., its managing member

By: /s/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Managing Director

**TCG HOLDINGS II, L.P.**

by: DBD Investors V, L.L.C., its general partner  
by: DBD Investors V Holdings, L.L.C., its managing member

By: /s/ R. Rainey Hoffman, attorney-in-fact  
Name: Daniel D Aniello  
Title: Managing Director

SCHEDULE 13G

CUSIP No. 21870Q105

Page 41 of 41

**TC GROUP INVESTMENT HOLDINGS, L.P.**

by: TCG Holdings II, L.P., its general partner

by: DBD Investors V, L.L.C., its general partner

by: DBD Investors V Holdings, L.L.C., its managing member

By: /s/ R. Rainey Hoffman, attorney-in-fact

Name: Daniel D Aniello

Title: Managing Director

**LIST OF EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
24	Power of Attorney
99	Joint Filing Agreement