

BLYTH INC  
Form 3  
October 22, 2015

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Â Carlyle Group Management  
L.L.C.  
(Last) (First) (Middle)

2. Date of Event  
Requiring Statement  
(Month/Day/Year)  
10/13/2015

3. Issuer Name and Ticker or Trading Symbol  
BLYTH INC [BTH]

4. Relationship of Reporting  
Person(s) to Issuer

5. If Amendment, Date Original  
Filed(Month/Day/Year)

C/O THE CARLYLE  
GROUP,Â 1001 PENNSYLVANIA  
AVE. N.W. SUITE 220 S.  
(Street)

(Check all applicable)

\_\_\_ Director  10%  
Owner  
\_\_\_ Officer \_\_\_ Other  
(give title below) (specify below)

6. Individual or Joint/Group  
Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting  
Person  
 Form filed by More than One  
Reporting Person

WASHINGTON,Â DCÂ 20004-2505  
(City) (State) (Zip)

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	12,193,935.9	I	See footnote <sup>(1)</sup>

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlyle Group Management L.L.C. C/O THE CARLYLE GROUP 1001 PENNSYLVANIA AVE. N.W. SUITE 220 S. WASHINGTON, DC 20004-2505	^	^ X	^	^
TC Group Cayman Investment Holdings, L.P. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN AVENUE, GEORGE TOWN, GRAND CAYMAN, E9 KY1-9005	^	^ X	^	^
TC Group Cayman Investment Holdings Sub L.P. C/O INTERTRUST CORPORATE SERVICES (CAYMAN) LIMITED, 190 ELGIN AVENUE, GEORGE TOWN, GRAND CAYMAN, E9 KY1-9005	^	^ X	^	^
Carlyle Group L.P. C/O THE CARLYLE GROUP 1001 PENNSYLVANIA AVE. NW, SUITE 220 S. WASHINGTON, DC 20004-2505	^	^ X	^	^
Carlyle Holdings II GP L.L.C. C/O THE CARLYLE GROUP 1001 PENNSYLVANIA AVE. NW, SUITE 220 S. WASHINGTON, DC 20004-2505	^	^ X	^	^
Carlyle Holdings II L.P. C/O THE CARLYLE GROUP 1001 PENNSYLVANIA AVE. NW, SUITE 220 S. WASHINGTON, DC 20004-2505	^	^ X	^	^

## Signatures

Carlyle Group Management L.L.C. By: /s/ Andrea Pekala, attorney-in-fact	10/22/2015
**Signature of Reporting Person	Date
The Carlyle Group L.P. By: Carlyle Group Management L.L.C., its general partner By: /s/ Andrea Pekala, attorney-in-fact	10/22/2015
**Signature of Reporting Person	Date
Carlyle Holdings II GP L.L.C. By: The Carlyle Group L.P., its managing member By: Carlyle Group Management L.L.C., its general partner By: /s/ Andrea Pekala, attorney-in-fact	10/22/2015
**Signature of Reporting Person	Date
Carlyle Holdings II L.P. By: /s/ Andrea Pekala, attorney-in-fact	10/22/2015

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__Signature of Reporting Person	Date
TC Group Cayman Investment Holdings, L.P. By: Carlyle Holdings II L.P., its general partner By: /s/ Andrea Pekala, attorney-in-fact	10/22/2015

__Signature of Reporting Person	Date
TC Group Cayman Investment Holdings Sub L.P. By: TC Group Cayman Investment Holdings, L.P., its general partner By: Carlyle Holdings II L.P., its general partner By: /s/ Andrea Pekala, attorney-in-fact	10/22/2015

__Signature of Reporting Person	Date
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## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).  
  
The shares of common stock are held by CB Shine Merger Sub, Inc. 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 managing member of Carlyle Holdings II GP L.L.C., which is the general partner of Carlyle Holdings II L.P., which is the general partner of TC Group Cayman  
(1) Investment Holdings, L.P., which is the general partner of TC Group Cayman Investment Holdings Sub L.P., which is the managing member of Carlyle Equity Opportunity GP, L.L.C., which is the general partner of Carlyle Equity Opportunity GP, L.P., which is the general partner of Carlyle U.S. Equity Opportunity Fund, L.P., which is the managing member of CB Shine Holdings, LLC, which is the sole shareholder of CB Shine Merger Sub, Inc.

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### Remarks:

Due to the limitations of the electronic filing system, each of Carlyle Equity Opportunity GP, L.L.C.

### Exhibit List

Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.