

Blackstone Group L.P.  
Form 4  
April 30, 2015

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Goodman Bennett J

(Last) (First) (Middle)

C/O THE BLACKSTONE  
GROUP, 345 PARK AVENUE

(Street)

NEW YORK, NY 10154

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

Blackstone Group L.P. [BX]

3. Date of Earliest Transaction  
(Month/Day/Year)

04/23/2015

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (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

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3)                              | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 04/23/2015                              |                                                             | A                                       | 476,306                                                                 | A <u>11</u> 733,493                                                                                                | D                                                                       |                                                                   |
| Common<br>units<br>representing<br>limited<br>partner<br>interests | 04/23/2015                              |                                                             | A                                       | 158,769                                                                 | A <u>11</u> 421,271                                                                                                | I                                                                       | See<br>footnote<br>(2)                                            |

Common  
units  
representing  
limited  
partner  
interests

530,319

I

See  
footnote  
(3)

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

**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.**

SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)       | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of Derivative<br>Securities Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) |           | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                     | 7. Title and A<br>Underlying S<br>(Instr. 3 and 4) |                                                                   |
|-----------------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------|-----------|----------------------------------------------------------------|---------------------|----------------------------------------------------|-------------------------------------------------------------------|
|                                                           |                                                                    |                                         |                                                             | Code                                 | V                                                                                                | (A)       | (D)                                                            | Date<br>Exercisable | Expiration<br>Date                                 | Title                                                             |
| Blackstone<br>Holdings<br>partnership<br>units <u>(4)</u> | <u>(4)</u>                                                         | 03/18/2015                              |                                                             | G                                    | V                                                                                                |           | 1,663,008                                                      | <u>(4)</u>          | <u>(4)</u>                                         | Common<br>units<br>representin<br>limited<br>partner<br>interests |
| Blackstone<br>Holdings<br>partnership<br>units <u>(4)</u> | <u>(4)</u>                                                         | 03/18/2015                              |                                                             | G                                    | V                                                                                                | 1,663,008 |                                                                | <u>(4)</u>          | <u>(4)</u>                                         | Common<br>units<br>representin<br>limited<br>partner<br>interests |
| Blackstone<br>Holdings<br>partnership<br>units <u>(4)</u> | <u>(4)</u>                                                         |                                         |                                                             |                                      |                                                                                                  |           |                                                                | <u>(4)</u>          | <u>(4)</u>                                         | Common<br>units<br>representin<br>limited<br>partner<br>interests |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Goodman Bennett J  
C/O THE BLACKSTONE GROUP  
345 PARK AVENUE  
NEW YORK, NY 10154

X

## Signatures

Tabea Y. Hsi as  
Attorney-In-Fact

04/30/2015

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) These units were issued as partial consideration in connection with the acquisition by the Blackstone Group L.P. of GSO Capital Partners L.P.
- (2) These units are held by a limited liability company, of which the Reporting Person's spouse is the manager.
- (3) These units are held by two limited liability companies, of which the Reporting Person is a manager.
- (4) A "Blackstone Holdings partnership" unit collectively refers to one limited partner interest in each of Blackstone Holdings I L.P., Blackstone Holdings II L.P., Blackstone Holdings III L.P., and Blackstone Holdings IV L.P. Subject to the minimum retained ownership requirements and transfer restrictions set forth in the partnership agreements of the Blackstone partnerships, the holder has the rights, exercisable from time to time, to exchange each Blackstone Holdings partnership unit for one common unit of The Blackstone Group L.P. The Blackstone Holdings partnership units have no expiration date and may not be exchanged at any time prior to December 31, 2015 other than pursuant to transactions or programs approved by Blackstone.

### Remarks:

The Reporting Person disclaims beneficial ownership of the securities reported on this form except to the extent of his pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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