Securities and Exchange Commission

Washington, D.C. 20549

Schedule 13G

(Rule 13d-102)

Information to be Included in Statements Filed Pursuant to § 240.13d-1(b), (c) and (d) and Amendments Thereto Filed Pursuant to § 240.13d-2

UNDER THE SECURITIES EXCHANGE ACT OF 1934 (Amendment No. 1)*

Union Bankshares Corporation

(Name of Issuer)

Common Stock (Title of Class of Securities)

> 90539J109 (CUSIP Number)

January 26, 2018 (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(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).

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1	Names of	Repo	rting Persons	
	The Carlyle Group L.P.			
2	Check the		opriate Box if a Member of a Group	
3	SEC Use (Only		
4	Citizen or	Place	of Organization	
	Delawai	·e		
	•	5	Sole Voting Power	
			0	
	umber of Shares	6	Shared Voting Power	
Ве	eneficially ned by Each		0	
R	Reporting	7	Sole Dispositive Power	
	Person With		0	
		8	Shared Dispositive Power	
			0	
9	Aggregate A	Amou	nnt Beneficially Owned by Each Reporting Person	
	0			
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable			
11				
	0%			
12	Type of Rep	ortin	g Person	
	PN			

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1	Names of	Repo	rting Persons	
	Carlyle Group Management L.L.C.			
2			opriate Box if a Member of a Group	
	(a) 🗆	(b)		
3	SEC Use (Only		
4	Citizen or	Place	of Organization	
	Delawai	·e		
		5	Sole Voting Power	
N	umber of	6	Shared Voting Power	
	Shares eneficially			
Owi	ned by Each	7		
R	Leporting Person	7	Sole Dispositive Power	
	With		0	
		8	Shared Dispositive Power	
9	Aggregate A	Amou	int Beneficially Owned by Each Reporting Person	
	0			
10	0 Check if the Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable			
11	Percent of Class Represented by Amount in Row 9			
	0%			
12	Type of Rep	ortin	ng Person	
	00 (I im	itad	Liability Company)	
	OO (Limited Liability Company)			

	1 37 6	n		
1	Names of Reporting Persons			
			dings II GP L.L.C.	
2		Appr (b)	opriate Box if a Member of a Group	
	(a) 🗆	(0)		
3	SEC Use (Dayler.		
3	SEC USE C	Jilly		
4	Citizen or	Place	of Organization	
	Delawai	re		
		5	Sole Voting Power	
	umber of	6	Shared Voting Power	
	Shares			
	eneficially ned by Each			
R	Reporting	7	Sole Dispositive Power	
	Person			
	With			
		8	Shared Dispositive Power	
9	Aggregate A	Amou	int Beneficially Owned by Each Reporting Person	
	•			
1.0				
10	Check if the Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable			
11				
	Total of Class Represented by Amount in 1600 y			
	0%			
12	Type of Rep	portin	ng Person	
	OO (Limited Liability Company)			

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	1			
1	Names of Reporting Persons			
	Carlyle Holdings II L.P.			
2	Check the	Appr	opriate Box if a Member of a Group	
	(a) 🗆	(b)		
3	SEC Use C	nlv		
	SEC CSC (Jiiij		
4	Citizen or	Place	of Organization	
	Québec			
	Quenec	5	Sole Voting Power	
			0	
N	umber of Shares	6	Shared Voting Power	
	eneficially			
Owi	ned by Each Reporting	7	Sole Dispositive Power	
Person				
	With			
		8	Shared Dispositive Power	
9	Aggregate A	Amou	int Beneficially Owned by Each Reporting Person	
	0			
10	0 Check if the Aggregate Amount in Row (9) Excludes Certain Shares			
10				
	Not Applicable			
11	Percent of Class Represented by Amount in Row 9			
	0%			
12	Type of Rep	ortin	ng Person	
	7FI			
	OO (Oué	bec	société en commandite)	

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1	Names of Reporting Persons			
	TC Gro	up C	Cayman Investment Holdings, L.P.	
2	Check the (a) □	Approfile (b)	opriate Box if a Member of a Group	
	(a) 🗆	(0) 1		
3	SEC Use C	Only		
4	Citizen or	Place	of Organization	
	Cayman	Isla	ands	
		5	Sole Voting Power	
	umber of	6	Shared Voting Power	
Ве	Shares eneficially			
	ned by Each eporting	7	Sole Dispositive Power	
	Person With			
	VV ILII	8	Shared Dispositive Power	
9	Aggregate A	Amou	the Beneficially Owned by Each Reporting Person	
	888			
	0			
10	0 Check if the Aggregate Amount in Row (9) Excludes Certain Shares			
	Not Applicable			
11				
	0%			
12	Type of Rep	ortin	g Person	
	PN			

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1	Names of	Reno	rting Persons	
1	Names of Reporting Persons			
			Cayman Investment Holdings Sub L.P.	
2		Appr	opriate Box if a Member of a Group	
	(a) 🗆	(b) [
3	SEC Use C	nlv		
	520 030	,,,,		
4	Citizen or	Place	of Organization	
	Cayman			
		5	Sole Voting Power	
	James Land	6	Shared Voting Power	
ľ	lumber of Shares	O	Shared voting Fower	
	eneficially			
Ow	ned by Each Reporting	7	Sole Dispositive Power	
	Person			
	With			
		8	Shared Dispositive Power	
9	Aggregate A	Amou	int Beneficially Owned by Each Reporting Person	
	0			
10				
	Not Applicable			
11	Percent of Class Represented by Amount in Row 9			
12	0% Type of Rep	ortin	ng Darson	
12	1 ype of Kep	,oi uii	g 1 013011	
	PN			

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1	Names of Reporting Persons					
	Carlyle Financial Services, Ltd.					
2						
	(a) \Box	(0)				
3	SEC Use Only					
4	Citizen or Place of Organization					
	Cayman Islands					
		5	Sole Voting Power			
Number of						
		6	Shared Voting Power			
Ве	Shares eneficially		0			
	ned by Each Reporting	7	Sole Dispositive Power			
	Person					
	With		0			
		8	Shared Dispositive Power			
			0			
9	Aggregate Amount Beneficially Owned by Each Reporting Person					
10						
	Not Applicable					
12	0%					
12	Type of Reporting Person					
	OO (Cayman Islands Exempted Company)					

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1	Names of Reporting Persons					
	TCG Financial Services 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					
	Cayman Islands					
Number of Shares Beneficially		5	Sole Voting Power			
			0			
		6	Shared Voting Power			
			0			
F	ned by Each Reporting	7	Sole Dispositive Power			
	Person With		0			
		8	Shared Dispositive Power			
			0			
9	Aggregate Amount Beneficially Owned by Each Reporting Person					
	0					
10						
	Not Applicable					
11						
	0%					
12						
	PN					

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1	Names of Reporting Persons						
		Carlyle Financial Services Harbor, L.P.					
2 Check the Appropriate Box if a Member of a Group (a) □ (b) □							
	$(a) \ \Box \qquad (b) \ \Box$						
3	SEC Use Only						
4	Citizen or Place of Organization						
	Delaware						
Number of Shares Beneficially		5	Sole Voting Power				
			0				
		6	Shared Voting Power				
			0				
R	ned by Each Reporting	7	Sole Dispositive Power				
	Person With		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							
	0%						
12	Type of Reporting Person						
	PN						

ITEM 1. (a) Name of Issuer:

Union Bankshares Corporation (the "Issuer")

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

1051 East Cary Street, Suite 1200, Richmond, Virginia 23219

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 II GP L.L.C.
Carlyle Holdings II L.P.
TC Group Cayman Investment Holdings, L.P.
TC Group Cayman Investment Holdings Sub L.P.
Carlyle Financial Services, Ltd.
TCG Financial Services L.P.
Carlyle Financial Services Harbor, L.P.

(b) Address or Principal Business Office:

The address for each of TC Group Cayman Investment Holdings, L.P., TC Group Cayman Investment Holdings Sub L.P., Carlyle Financial Services, Ltd. and TCG Financial Services, L.P. is c/o Walkers Corporate Limited, Cayman Corporate Centre, 27 Hospital Road, George Town, Grand Cayman KY1-9008, Cayman Islands. The address of each of the other 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:

Carlyle Group Management L.L.C., The Carlyle Group L.P., Carlyle Holdings II GP L.L.C. and Carlyle Financial Services Harbor, L.P. are organized in the state of Delaware. Carlyle Holdings II L.P. is a Québec société en commandite. Each of the other Reporting Persons is organized under the laws of the Cayman Islands.

(d) Title of Class of Securities:

Common stock, \$1.33 par value per share ("Common Stock").

(e) CUSIP Number:

90539J109

ITEM 3.

Not applicable.

ITEM 4. Ownership.

(a) Amount beneficially owned:

This amendment to Schedule 13G is being filed on behalf of the Reporting Persons to report that, as of January 26, 2018, the Reporting Persons do not beneficially own any Common Stock.

(b) Percent of Class:

See Item 4(a) hereof.

(c) Number of shares as to which such person has:

- (i) sole power to vote or to direct the vote: 0
- (ii) shared power to vote or to direct the vote: 0
- (iii) sole power to dispose or to direct the disposition of: 0
- (iv) shared power to dispose or to direct the disposition of: 0

ITEM 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following:

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.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

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: January 31, 2018

CARLYLE GROUP MANAGEMENT L.L.C.

By: /s/ Daniel D'Aniello

Name: Daniel D'Aniello Title: Chairman Emeritus

THE CARLYLE GROUP L.P.

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

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

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/ Daniel D'Aniello
Name: Daniel D'Aniello
Title: Chairman Emeritus

CARLYLE HOLDINGS II L.P.

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

TC GROUP CAYMAN INVESTMENT HOLDINGS, L.P.

By: Carlyle Holdings II L.P., its general partner

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

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/ Daniel D'Aniello Name: Daniel D'Aniello Chairman Emeritus

CARLYLE FINANCIAL SERVICES, LTD.

By: /s/ Daniel D'Aniello

Name: Daniel D'Aniello

Title: Director

TCG FINANCIAL SERVICES, L.P.

By: Carlyle Financial Services, Ltd., its general partner

By: /s/ Daniel D'Aniello Name: Daniel D'Aniello

Title: Director

CARLYLE FINANCIAL SERVICES HARBOR, L.P.

By: TCG Financial Services, L.P., its general partner By: Carlyle Financial Services, Ltd., its general partner

By: /s/ Daniel D'Aniello

Name: Daniel D'Aniello

Title: Director

LIST OF EXHIBITS

Exhibit No. Description

Joint Filing Agreement (incorporated by reference to Exhibit 99 to the Schedule 13G filed by the Reporting Persons on January 19, 2018).