

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

	X		
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<i>In re:</i>	:	Chapter 11	
	:		
CHC GROUP LTD. et al.,	:	Case No. 16-31854 (BJH)	
	:		
Debtors.	:	(Jointly Administered)	
	:		
	X		

**NOTICE OF DEADLINES FOR FILING PROOFS OF CLAIM
(INCLUDING CLAIMS UNDER SECTION 503(b)(9) OF THE BANKRUPTCY CODE)**

TO ALL PERSONS AND ENTITIES WITH
CLAIMS (INCLUDING CLAIMS UNDER
SECTION 503(b)(9) OF THE BANKRUPTCY CODE¹)
AGAINST A DEBTOR SET FORTH BELOW:

Name of Debtors	Other Names Used by the Debtors in the last 8 years	Taxpayer ID Numbers	Case Numbers
CHC Group Ltd.	FR Horizon Holding (Cayman) Inc.	98-0587405	16-31854
6922767 Holding SARL		98-0598004	16-31855
Capital Aviation Services B.V.		98-0592415	16-31856
CHC Cayman ABL Borrower Ltd.		98-1245051	16-31857
CHC Cayman ABL Holdings Ltd.		98-1244835	16-31858
CHC Cayman Investments I Ltd.		98-0588558	16-31859
CHC Den Helder B.V.		98-0592455	16-31860
CHC Global Operations (2008) ULC	CHC Global Operations (2008) Inc.	98-1197214	16-31862
CHC Global Operations Canada (2008) ULC	CHC Global Operations Canada (2008) Inc.	98-1196979	16-31870
CHC Global Operations International ULC	CHC Global Operations International Inc.	98-1198751	16-31879
CHC Helicopter (1) S.à r.l.		98-1198914	16-31892
CHC Helicopter (2) S.à r.l.		98-1199088	16-31895
CHC Helicopter (3) S.à r.l.		98-1199297	16-31878
CHC Helicopter (4) S.à r.l.		98-1199655	16-31882
CHC Helicopter (5) S.à r.l.		98-1199897	16-31890
CHC Helicopter Australia Pty Ltd	Lloyd Off-Shore Helicopters Pty. Ltd.	98-0592402	16-31872
CHC Helicopter Holding S.à r.l.	CHC Helicopter LLC; CHC Helicopter Corporation	94-3440907	16-31875
CHC Helicopter S.A.	CHC Helicopter S.à r.l.	98-0596821	16-31863
CHC Helicopters (Barbados) Limited		98-1197985	16-31865
CHC Helicopters (Barbados) SRL		No Tax I.D. Number	16-31867
CHC Holding (UK) Limited	Canadian Helicopters (UK) Limited	98-0592198	16-31868
CHC Holding NL B.V.		98-0596801	16-31874
CHC Hoofddorp B.V.		98-0952413	16-31861
CHC Leasing (Ireland) Limited	Justinvale Limited	98-1198230	16-31864
CHC Netherlands B.V.		98-0592409	16-31866
CHC Norway Acquisition Co AS		98-0596777	16-31869
Heli-One (Netherlands) B.V.		98-0592414	16-31871

¹ The “**Bankruptcy Code**” is defined as chapter 11 of title 11 of the United States Code.



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Heli-One (Norway) AS		98-0592437	16-31876
Heli-One (U.S.) Inc.		84-1719617	16-31881
Heli-One (UK) Limited		98-0592451	16-31888
Heli-One Canada ULC	Heli-One Canada Inc.; 6976972 Canada Inc.	98-1198735	16-31893
Heli-One Holdings (UK) Limited		98-0596780	16-31894
Heli-One Leasing (Norway) AS		98-0592441	16-31886
Heli-One Leasing ULC	Heli-One Leasing Inc.	No Tax I.D. Number	16-31891
Heli-One USA Inc.		75-2303691	16-31853
Heliworld Leasing Limited		98-0592464	16-31889
Integra Leasing AS		98-0592439	16-31885
Lloyd Bass Strait Helicopters Pty. Ltd.		98-05-92398	16-31883
Lloyd Helicopter Services Limited		98-0596781	16-31873
Lloyd Helicopter Services Pty. Ltd.		98-0592394	16-31877
Lloyd Helicopters International Pty. Ltd.		98-0592400	16-31880
Lloyd Helicopters Pty. Ltd.		98-0592393	16-31884
Management Aviation Limited		98-0592135	16-31887

PLEASE TAKE NOTICE THAT, on July 8, 2016, the United States Bankruptcy Court for the Northern District of Texas (the “**Court**”), having jurisdiction over the chapter 11 cases of CHC Group Ltd. and its above-captioned debtor affiliates, as debtors and debtors in possession (collectively, the “**Debtors**”) entered an order (the “**Bar Date Order**”) establishing: (i) **August 26, 2016 at 4:00 p.m. (Pacific Time)** (the “**Bar Date**”) as the last date and time for each person or entity (including, without limitation, each individual, partnership, corporation, joint venture, estate, and trust, other than a governmental unit, to file a proof of claim (“**Proof of Claim**”) based on a prepetition claim (as defined in section 101(5) of the Bankruptcy Code), including a claim under section 503(b)(9) of the Bankruptcy Code (a “**503(b)(9) Claim**”), as described more fully below, against any of the Debtors, and (ii) **November 1, 2016 at 4:00 p.m. (Pacific Time)** as the deadline for governmental units (as such term is defined in section 101(27) of the Bankruptcy Code) to file Proofs of Claim against the Debtors (the “**Governmental Bar Date**,” and together with the Supplemental Bar Date and the Rejection Bar Date (each as defined below) and the Bar Date, the “**Bar Dates**”).

The Bar Date Order, the Bar Date, and the procedures set forth below for the filing of Proofs of Claim apply to all claims against the Debtors (other than those set forth below as being specifically excluded) that arose prior to **May 5, 2016**, the date on which the Debtors commenced their cases under chapter 11 of the Bankruptcy Code.

If you have any questions relating to this Notice, please feel free to contact Kurtzman Carson Consultants LLC (“KCC”) at 1-866-967-0261 (International 1-310-751-2661) or by writing to CHC Claims Processing, c/o Kurtzman Carson Consultants, LLC, 2335 Alaska Avenue, El Segundo, California 90245.

YOU SHOULD CONSULT AN ATTORNEY IF YOU HAVE ANY QUESTIONS, INCLUDING WHETHER YOU SHOULD FILE A PROOF OF CLAIM.

CREDITORS WITH A FOREIGN ADDRESS. If you are a creditor receiving notice mailed to a foreign address, you may file a motion, prior to the Bar Date, asking the Court to extend the Bar Date. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.

1. WHO MUST FILE A PROOF OF CLAIM

You **MUST** file a **Proof of Claim** to vote on a chapter 11 plan filed by the Debtors and to share in any distribution from the Debtors’ estates if you have a claim that occurred prior to **May 5, 2016**, including a 503(b)(9) Claim, and it is not one of the other types of claims described in Section 2 below. Acts or omissions of the Debtors that arose before May 5, 2016 may give rise to claims against the Debtors that must be filed by the Bar Date, notwithstanding that such claims may not have matured or become fixed, liquidated, or certain prior to May 5, 2016.

Pursuant to section 101(5) of the Bankruptcy Code and as used in this Notice, the word “claim” means: (a) a right to payment, whether or not such right is reduced to judgment, liquidated, unliquidated, fixed, contingent, matured, unmatured, disputed, undisputed, legal, equitable, secured, or unsecured; or (b) a right to an equitable remedy for breach of performance if such breach gives rise to a right to payment, whether or not such right to an equitable remedy is reduced to judgment, fixed, contingent, matured, unmatured, disputed, undisputed, secured, or unsecured. Further, claims include unsecured claims, secured claims, priority claims, and 503(b)(9) Claims.

2. WHO NEED NOT FILE A PROOF OF CLAIM

- a) Any person or entity whose claim is listed on the Debtors’ schedules of assets and liabilities and statements of financial affairs filed in these cases (the “**Schedules**”) and (i) whose claim is **not** described thereon as “disputed,” “contingent,” or “unliquidated,” (ii) who does **not** dispute the amount or priority of the claim set forth in the Schedules, and (iii) who does **not** dispute that the claim is an obligation of the specific Debtor against which the claim is listed on the Schedules;
- b) any person or entity whose claim has been paid in full, including but not limited to any claim of an employee of the Debtors for ordinary course wages or benefits to the extent already paid by the Debtors after the Petition Date pursuant to an order of the Court;
- c) any person or entity that holds an interest in the Debtors, which interest is based exclusively upon the ownership of common or preferred stock, membership interests, partnership interests, or warrants or rights to purchase, sell or subscribe to such a security or interest; *provided, however*, that interest holders that wish to assert claims (as opposed to ownership interests) against the Debtors that arise out of or relate to the ownership or purchase of an interest, including claims arising out of or relating to the sale, issuance, or distribution of the interest, must file Proofs of Claim on or before the Bar Date, unless another exception identified herein applies;
- d) any holder of a claim allowable under section 503(b) of the Bankruptcy Code as an administrative expense of the Debtors’ chapter 11 cases, including any portion of a Rejection Damages Claim allowable as an administrative expense, **with the exception of 503(b)(9) Claims, which are subject to the Bar Date**;
- e) any person or entity that holds a claim that has been allowed by an order of the Court entered on or before the Bar Date;
- f) any holder of a claim for which a separate deadline is fixed by the Court;
- g) any Debtor in these above-captioned cases having a claim against another Debtor in these above-captioned cases; *provided, however*, for the avoidance of doubt, that any non-debtor affiliate (as defined in section 101(2) of the Bankruptcy Code having a claim against a Debtor in these above-captioned cases must file a Proof of Claim;
- h) any holder of a claim who has already properly filed a Proof of Claim with the Clerk of the Court or KCC against any of the Debtors, using a claim form which substantially conforms to the Official Bankruptcy Form B410 (“**Official Form B410**”), with respect to such claim;
- i) any person or entity whose claim is limited exclusively to repayment of principal, interest and other fees and expenses (a “**Debt Claim**”) on or under the credit agreement or indenture governing the (i) Senior Secured Revolving Credit Facility (the “**Revolving Facility**”), (ii) 9.250% Senior Secured Notes Due 2020 (the “**Senior Secured Notes**”), (iii) Asset-based Revolving Credit Facility (the “**ABL Facility**”), and (iv) 9.375% Senior Unsecured Notes due 2021 (the “**Unsecured Notes**,” and, together with the Revolving Facility, Senior Secured Notes, and ABL Facility, the “**Debt Instruments**”); *provided, however*, that (i) any holder of a Debt Claim wishing to assert a claim arising out of or relating to a Debt Instrument other than a Debt Claim will be required to file a Proof of Claim with respect to such claim on or before the Bar Date, unless another exception identified

herein applies and (ii) the agents and indenture trustees for the Revolving Facility, Senior Secured Notes, ABL Facility, and Unsecured Notes, as applicable, are authorized to file a single, master Proof of Claim with respect to any and all claims arising out of or relating to a Debt Instrument, including a Debt Claim;

- j) any present or former employee of the Debtors whose employment is or was subject to the terms of a collective labor agreement (and, with respect to benefit claims, any spouse, surviving spouse or other beneficiary thereof) and any union representing such employees or former employees (the “**CLA Parties**”) solely with respect to any prepetition claim based on the payment of wages, salaries, employee medical benefits, insurance benefits and other benefits authorized to be paid by order of the Court (the “**First Day Wage Claims**”) under the first-day wage and benefit order approved by the Court on June 9, 2016 [Docket No. 289] (the “**Wages Order**”); *provided, however*, that CLA Parties must file a Proof of Claim for any amounts owed based on events that occurred prior to the Petition Date and that are not otherwise already satisfied through the Wage Order. This includes, but is not limited to, any claims based on grievances, litigation, mediation or arbitration that arose on or prior to the Petition Date. Unions may submit a Proof of Claim itemizing such grievances on behalf of their respective members to the extent authorized to do so under applicable law. To the extent any actions are undertaken in this bankruptcy case that cause the CLA Parties to incur additional claims that did not otherwise exist as of the Petition Date, including but not limited to, any claims arising from the termination of employees or other modification of rights under sections 1113 or 1114 of the Bankruptcy Code, the Debtors shall establish a separate procedure for the submission of any such claims and provide notice of such procedure to the CLA Parties. In addition, if the Debtors have provided written notice to the CLA Parties and their respective unions that the Debtors do not intend to pay any First-Day Wage Claims, the CLA Parties shall have until the later of (i) the Bar Date and (ii) 30 days from the date of the written notice, to submit a Proof of Claim. Nothing in this provision shall limit or preclude the Debtors from contesting an employee’s or a CLA Party’s Proof of Claim; or
- k) the Office of the United States Trustee for the Northern District of Texas (the “**U.S. Trustee**”) for any statutory fees owed by the Debtors.

YOU SHOULD NOT FILE A PROOF OF CLAIM IF YOU DO NOT HAVE A CLAIM AGAINST THE DEBTORS.

THE FACT THAT YOU HAVE RECEIVED THIS NOTICE DOES NOT MEAN THAT YOU HAVE A CLAIM OR THAT THE DEBTORS OR THE COURT BELIEVE THAT YOU HAVE A CLAIM.

3. EXECUTORY CONTRACTS AND UNEXPIRED LEASES

If you hold a claim arising from the rejection of an executory contract or unexpired lease, you must file a Proof of Claim based on such rejection by the later of (i) the Bar Date, (ii) **4:00 p.m. (Pacific Time)** on the date that is **thirty (30) days** after the date on which an order is entered approving such rejection and (iii) any date that the Court may fix in the applicable order authorizing such rejection (the “**Rejection Bar Date**”). Notwithstanding the foregoing, if you are a party to an executory contract or unexpired lease and you wish to assert a claim on account of unpaid amounts accrued and outstanding as of May 5, 2016 pursuant to that executory contract or unexpired lease (other than a rejection damages claim), you must file a Proof of Claim for such amounts on or before the Bar Date unless an exception identified above applies.

4. WHEN AND WHERE TO FILE

All Proofs of Claim must be filed so as to be **actually received** on or before the Bar Date, Governmental Bar Date, Rejection Bar Date or Supplemental Bar Date (as defined below), as applicable, by KCC at the following address:

CHC Group Claims Processing Center
c/o Kurtzman Carson Consultants, LLC
2335 Alaska Avenue
El Segundo, California 90245

Proofs of Claim will be deemed timely filed only if **actually received** by KCC on or before the Bar Date, Governmental Bar Date, Rejection Bar Date or Supplemental Bar Date (as defined below). Proofs of Claim may **not** be delivered by facsimile, telecopy, or electronic mail transmission.

5. WHAT TO FILE

If you file a Proof of Claim, your filed Proof of Claim must: (i) be written in the English language; (ii) be denominated in lawful currency of the United States as of the Petition Date (using the exchange rate, if applicable, as of the Petition Date); (iii) conform substantially to Official Form B410; (iv) specify the Debtor against which the Proof of Claim is filed; (v) set forth with specificity the legal and factual bases for the alleged claim; (vi) include supporting documentation or an explanation as to why such documentation is not available; and (vii) be signed by the claimant or, if the claimant is not an individual, by an authorized agent of the claimant.

IF YOU ARE ASSERTING A CLAIM AGAINST MORE THAN ONE DEBTOR, SEPARATE PROOFS OF CLAIM MUST BE FILED AGAINST EACH SUCH DEBTOR AND YOU MUST IDENTIFY ON YOUR PROOF OF CLAIM THE SPECIFIC DEBTOR AGAINST WHICH YOUR CLAIM IS ASSERTED AND THE CASE NUMBER OF THAT DEBTOR'S BANKRUPTCY CASE. A LIST OF THE NAMES OF THE DEBTORS AND THEIR CASE NUMBERS IS SET FORTH ABOVE. ANY CLAIM FILED UNDER THE JOINT ADMINISTRATION CASE NUMBER (CHC GROUP LTD., CASE NO. 16-31854 (BJH)) OR THAT OTHERWISE FAILS TO IDENTIFY A DEBTOR SHALL BE DEEMED AS FILED ONLY AGAINST DEBTOR CHC GROUP LTD. IF AN ENTITY LISTS MORE THAN ONE DEBTOR ON ITS FORM(S), THE PROOF(S) OF CLAIM WILL BE TREATED AS FILED ONLY AGAINST THE FIRST LISTED DEBTOR.

Official Form B410 may be obtained at www.uscourts.gov/forms/bankruptcy-forms/proof-claim-0 or <http://www.kccllc.net/chc>.

YOU SHOULD ATTACH TO YOUR COMPLETED PROOF OF CLAIM FORM COPIES OF ANY WRITINGS UPON WHICH YOUR CLAIM IS BASED. IF THE DOCUMENTS ARE VOLUMINOUS, YOU SHOULD ATTACH A SUMMARY.

6. CONSEQUENCES OF FAILURE TO FILE A PROOF OF CLAIM BY THE APPLICABLE DEADLINE

Any holder of a claim against the Debtors who is required to file a Proof of Claim in accordance with the Bar Date Order, but fails to do so on or before the applicable deadline, shall not be permitted to vote to accept or reject any plan filed in these chapter 11 cases, or participate in any distribution in these chapter 11 cases on account of such claim, or to receive further notices regarding such claim.

7. THE DEBTORS' SCHEDULES, ACCESS THERETO, AND CONSEQUENCES OF AMENDMENT THEREOF

You may be listed as the holder of a claim against one or more of the Debtors in the Debtors' Schedules. If you rely on the Debtors' Schedules, it is your responsibility to determine that your claim is accurately listed in the Schedules.

As set forth above, if you agree with the priority and amount of your claim as listed in the Debtors' Schedules, and if you do not dispute that your claim is only against the specified Debtor, and if your claim is not described as "disputed," "contingent," or "unliquidated," in the Schedules, you need not file a Proof of Claim. Otherwise, or if you decide to file a Proof of Claim, you must do so before the applicable deadline in accordance with the procedures set forth in this notice.

Copies of the Schedules may be examined by interested parties on the Court's electronic docket for the Debtors' chapter 11 cases, which is posted on the Internet at <https://ecf.txnb.uscourts.gov> (a PACER login and password are required and can be obtained through the PACER Service Center at www.pacer.psc.uscourts.gov) or at the website established by KCC for these chapter 11 cases, which is posted on the internet at <http://www.kccllc.net/chc>. Please note that there is no charge to view the Schedules through the Debtors' website. Copies of the Debtors' Schedules may also be obtained by written request to KCC at the address and telephone number set forth below:

CHC Group Claims Processing Center
c/o Kurtzman Carson Consultants, LLC
2335 Alaska Avenue
El Segundo, California 90245
1-866-967-0261
1-310-751-2661 (International)

In the event that the Debtors amend or supplement their Schedules to (a) designate a claim as disputed, contingent, unliquidated, or undetermined, (b) change the amount of a claim reflected therein, (c) change the priority or secured status of a claim reflected therein, or (d) add a claim that was not listed on the Schedules, the Debtors will notify you of the amendment. In such case, the deadline for you to file a Proof of Claim on account of any such claim is the later of (x) the Bar Date and (y) **4:00 p.m. (Pacific Time)** on the date that is **thirty (30) days** after the date on which the Debtors serve notice of the amendment or supplement (the "**Supplemental Bar Date**").

A holder of a possible claim against the Debtors should consult an attorney regarding any matters not covered in this Notice, such as whether the holder should file a Proof of Claim. KCC cannot offer legal advice or advise whether you should file a Proof of Claim.

DATED: July 8, 2016
DALLAS, TEXAS

BY ORDER OF THE COURT