Stephen A. Youngman (22226600)
Paul R. Genender (00790758)
WEIL, GOTSHAL & MANGES LLP
200 Crescent Court, Suite 300
Dallas, Texas 75201
Telephone: (214) 746-7700
Facsimile: (214) 746-7777

Gary T. Holtzer (*pro hac vice*)
Kelly DiBlasi (*pro hac vice*)
WEIL, GOTSHAL & MANGES LLP
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007

Attorneys for Debtors and Reorganized Debtors

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

In re:	:	**Chapter 11**
	:	
CHC GROUP LTD. *et al.,*	:	**Case No. 16– 31854 (BJH)**
	:	
	:	
Debtors.	:	**(Jointly Administered)**

DEBTORS' OBJECTION TO CERTAIN PERSONAL INJURY CLAIMS
(Claims to be Liquidated in District Court or Non-Bankruptcy Forum)

NO HEARING WILL BE CONDUCTED ON THIS OBJECTION EXCEPT TO THE EXTENT THAT A WRITTEN RESPONSE IS FILED WITH RESPECT TO THE CLAIMS SUBJECT TO THIS OBJECTION, WHICH RESPONSE MUST BE FILED WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT FOR THE NORTHERN DISTRICT OF TEXAS, DALLAS DIVISION, EARLE CABELL FEDERAL BUILDING, 1100 COMMERCE ST., COURTROOM #2, 14TH FLOOR, DALLAS, TEXAS 75242. PRIOR TO 4:00 P.M. (PREVAILING CENTRAL TIME) ON MARCH 26, 2018, WHICH IS 30 DAYS FROM THE DATE OF SERVICE HEREOF.

ANY RESPONSE MUST BE IN WRITING AND FILED WITH THE CLERK AND A COPY MUST BE SERVED UPON COUNSEL FOR THE DEBTORS PRIOR TO THE DATE SET FORTH HEREIN. IF A RESPONSE IS FILED, A HEARING WILL BE HELD WITH NOTICE ONLY TO THE RESPONDING PARTY.

IF NO HEARING ON THIS OBJECTION IS TIMELY REQUESTED, THE RELIEF REQUESTED HEREIN SHALL BE DEEMED TO BE UNOPPOSED, AND THE COURT MAY ENTER AN ORDER GRANTING SUCH RELIEF. IF RESPONSES ARE FILED CONCERNING FEWER THAN ALL OF THE CLAIMS, THE COURT MAY ENTER AN ORDER GRANTING THE RELIEF REQUESTED HEREIN WITHOUT CONDUCTING A HEARING AS TO THE CLAIMS FOR WHICH NO TIMELY RESPONSE WAS FILED.

1631854180223000000000002

TO THE HONORABLE BARBARA J. HOUSER, UNITED STATES BANKRUPTCY JUDGE:

CHC Group Ltd. and its above-captioned debtor affiliates, as reorganized debtors (collectively, the "**Debtors**"),[1] in accordance with the *Order Approving Debtors' Motion for Approval of Procedures For (I) Omnibus Claims Objections, (II) Settlement of Claims and (III) for Notifying Claimants of Such Objections* [Docket No. 1934] (the "**Claims Objections Procedures Order**"), hereby submit this objection ("**Objection**") to certain Personal Injury Claims (as defined below) on the grounds specified below.

Background

1. On May 5, 2016 (the "**Petition Date**"), each of the Debtors commenced a voluntary case under chapter 11 of the Bankruptcy Code in this Court. On March 3, 2017, the Court entered the *Findings of Fact, Conclusions of Law, and Order Confirming the Debtors' Fourth Amended Joint Chapter 11 Plan of Reorganization Pursuant to Chapter 11 of the United States Bankruptcy Code* [Docket No. 1794] confirming the Debtors' *Fourth Amended Joint Chapter 11 Plan of CHC Group Ltd. and Its Affiliated Debtors* [Docket No. 1701] (the "**Plan**").[2] On March 24, 2017, the Plan became effective.

2. On May 2, 2017, the Court entered the Claims Objections Procedures Order. Pursuant to the Claims Objections Procedures Order, the Debtors are authorized, among other things, to file objections to claims – either individual or omnibus objections – under

[1] On December 14, 2017, the Bankruptcy Court entered the Final Decree Closing Certain of the Chapter 11 Cases [Docket No. 2231], closing twenty-four (24) of the Debtors' chapter 11 cases. A list of Debtors in these chapter 11 cases, including the closed chapter 11 cases, along with the last four digits of each Debtors' federal tax identification number, where available, is annexed hereto as **Exhibit A**.

[2] Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Claims Objections Procedures Order.

various grounds, including those set forth in rule 3007(d) and the additional permitted grounds set forth in the Claims Objections Procedures Order.

3. Pursuant to the *Amended Chapter 11 Post-Confirmation Order* [Docket No. 1833] (the "**Post-Confirmation Order**"), the Debtors were required to object to Claims on or before (a) the one-hundred and eightieth (180th) day following the later of (i) the Effective Date and (ii) the date that a proof of Claim is filed or amended or a Claim is otherwise asserted or amended in writing by or on behalf of a holder of such Claim; or (b) such later date as may be fixed by the Court. Accordingly, the deadline for the Debtors to object to claims was September 20, 2017 (the "**Claims Objection Deadline**").

4. On October 23, 2017, the Court entered an order extending the time for the Debtors to file and serve objections to claims to December 19, 2017, without prejudice to the Debtors' right to request further extensions [Docket No. 2176].

5. On January 19, 2018, the Court entered an order further extending the time for the Debtors to file and serve objections to claims to February 22, 2018, without prejudice to the Debtors' right to request further extensions [Docket No. 2262].

Jurisdiction and Venue

6. This Court has jurisdiction to consider this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b). Venue is proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409.

Relief Requested

7. The Debtors file this objection to claims (the "**Objection to Claims**") pursuant to section 502 of title 11 of the United States Code (the "**Bankruptcy Code**"), Rules 3007(d) of the Federal Rules of Bankruptcy Procedure (the "**Bankruptcy Rules**"), and

Rules 3007-2 and 3007-3 of the Local Bankruptcy Rules of the United States Bankruptcy Court for the Northern District of Texas (the "**Local Rules**"), and the Claims Procedures Order, seeking entry of an order finding that, *inter alia*, (i) the Debtors have served and filed an objection to the claims listed on **Exhibit B** annexed hereto,[3] under the heading "*Personal Injury Claims to be Liquidated in District Court or Non-Bankruptcy Forum*" (collectively, the "**Personal Injury Claims**") in accordance with the Claims Objection Deadline, and (ii) the determination as to whether each Personal Injury Claim is an Allowed Claim (as defined in the Plan) for purpose of treatment under the Plan shall be determined pursuant to a disposition or final adjudication by a court of competent jurisdiction other than the Bankruptcy Court.

8. The Debtors have examined the proofs of claim identified on Exhibit B and have determined that each of these proofs of claim is a personal injury claim that should be adjudicated by a court of competent jurisdiction other than the Bankruptcy Court. Accordingly, to prevent the possible deemed allowance of the Personal Injury Claims, and in accordance with the Claims Objection Deadline, as amended and extended by the Bankruptcy Court, the Debtors have filed this Objection to the Personal Injury Claims pending a disposition or final adjudication of these Claims by a court of competent jurisdiction other than the Bankruptcy Court. A proposed form of order approving the relief requested herein is attached hereto as **Exhibit D** (the "**Proposed Order**").

9. In support of this Objection, the Debtors submit the Declaration of Geoff Kellogg, which is attached hereto as **Exhibit C**.

[3] Creditors can obtain a copy any filed proof of claim by contacting the Debtors' claims agent, Kurtzman Carson Consultants LLC by email at chcinfo@kccllc.com or by telephone at 866-967-0261 (Toll-Free) or 310-751-2661 (if calling from outside the U.S. or Canada.

Basis for Relief Requested

10. Pursuant to the Post-Confirmation Order, the Debtors were required to object to Claims on or before (a) the one-hundred and eightieth (180th) day following the later of (i) the Effective Date and (ii) the date that a proof of Claim is filed or amended or a Claim is otherwise asserted or amended in writing by or on behalf of a holder of such Claim; or (b) such later date as may be fixed by the Court. Accordingly, the Claims Objection Deadline was initially September 20, 2017, and subsequently extended to December 19, 2017, and subsequently further extended to February 22, 2018.

11. The Personal Injury Claims listed on **Exhibit B** are unliquidated personal injury or wrongful death claims. Pursuant to the proofs of claim, the claimants both reside in Norway and represented by a Norwegian attorney. The proofs of claim for each of these Personal Injury Claims provide little information or background regarding these Claims, and simply state that the amount for each Claim is "not clarified" and that the basis of each Claim is "[h]elicopter accident with fatal result."

12. Pursuant to 28 U.S.C. § 157(b)(5), ". . . personal injury tort and wrongful death claims shall be tried in the district court in which the bankruptcy case is pending, or in the district court in the district in which the claim arose, as determined by the district court in which the bankruptcy case is pending."

13. Accordingly, the determination as to whether each Personal Injury Claim under these circumstances is an Allowed Claim for purpose of treatment under the Plan should be determined pursuant to a disposition or final adjudication by a court of competent jurisdiction other than the Bankruptcy Court.

14. Accordingly, the Debtors have filed this Objection to prevent the possible deemed allowance of the Personal Injury Claims upon the expiration of the Claims Objection Deadline. The Debtors submit that the determination as to whether each Personal Injury Claim is an Allowed Claim (as defined in the Plan) for purposes of treatment under the Plan should be determined pursuant to a disposition or final adjudication of the pending prepetition litigation by a court of competent jurisdiction other than the Bankruptcy Court.

Reservation of Rights

15. The Debtors reserve the right to object to any of the Personal Injury Claims that are not modified for any reason.

Notice

16. Notice of this Objection has been provided to the parties listed on **Exhibit B** in accordance with the Claims Objections Procedures Order. A copy of the form of Notice of Debtors' Objection to Your Claim is annexed hereto as **Exhibit E**. In view of the facts and circumstances, the Debtors submit that such notice is sufficient and no other or further notice need be provided.

No Previous Request

17. No previous request for the relief sought herein has been made by the Debtors to this or any other court.

[Remainder of Page Intentionally Left Blank]

WHEREFORE the Debtors respectfully request entry of the Proposed Order granting the relief requested herein and such other further relief as the Court may deem just and appropriate.

Dated: February 22, 2018
Dallas, Texas

/s/ Stephen A. Youngman
WEIL, GOTSHAL & MANGES LLP

Stephen A. Youngman (22226600)
Paul R. Genender (00790758)
WEIL, GOTSHAL & MANGES LLP
200 Crescent Court, Suite 300
Dallas, Texas 75201
Telephone: (214) 746-7700
Facsimile: (214) 746-7777
Email: stephen.youngman@weil.com
paul.genender@weil.com

-and-

Gary T. Holtzer (*pro hac vice*)
Kelly DiBlasi (*pro hac vice*)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Email: gary.holtzer@weil.com
kelly.diblasi@weil.com

Attorneys for Debtors and Reorganized Debtors

EXHIBIT A

Debtors

Open Cases	
Debtor	**Last Four Digits of Federal Tax I.D. No.**
CHC Group Ltd.	7405
6922767 Holding SARL	8004
CHC Global Operations (2008) ULC	7214
CHC Global Operations Canada (2008) ULC	6979
CHC Global Operations International ULC	8751
CHC Helicopter (1) S.à r.l.	8914
CHC Helicopter Australia Pty Ltd	2402
CHC Helicopter Holding S.à r.l.	0907
CHC Helicopter S.A.	6821
CHC Helicopters (Barbados) Limited	7985
CHC Helicopters (Barbados) SRL	N/A
CHC Holding (UK) Limited	2198
Heli-One (Netherlands) B.V.	2414
Heli-One (Norway) AS	2437
Heli-One (U.S.) Inc.	9617
Heli-One Canada ULC	8735
Heli-One Leasing (Norway) AS	2441
Heli-One Leasing ULC	N/A
Heli-One USA Inc.	3691

Closed Cases	
Debtor	**Last Four Digits of Federal Tax I.D. No.**
Capital Aviation Services B.V.	2415
CHC Cayman ABL Borrower Ltd.	5051
CHC Cayman ABL Holdings Ltd.	4835
CHC Cayman Investments I Ltd.	8558
CHC Den Helder B.V.	2455
CHC Helicopter (2) S.à r.l.	9088
CHC Helicopter (3) S.à r.l.	9297
CHC Helicopter (4) S.à r.l.	9655
CHC Helicopter (5) S.à r.l.	9897
CHC Holding NL B.V.	6801
CHC Hoofddorp B.V.	2413
CHC Leasing (Ireland) Limited (n/k/a CHC Leasing (Ireland) Designated Activity Company)	8230
CHC Netherlands B.V.	2409
CHC Norway Acquisition Co AS	6777
Heli-One (UK) Limited	2451
Heli-One Holdings (UK) Limited	6780
Heliworld Leasing Limited	2464
Integra Leasing AS	2439
Lloyd Bass Strait Helicopters Pty. Ltd.	2398
Lloyd Helicopter Services Limited	6781
Lloyd Helicopter Services Pty. Ltd.	2394
Lloyd Helicopters International Pty. Ltd.	2400
Lloyd Helicopters Pty. Ltd.	2393
Management Aviation Limited	2135

Exhibit B

Personal Injury Claims to be liquidated in District Court or Non-Bankruptcy Forum

Personal Injury Claims to be Liquidated in District Court or Non-Bankruptcy Forum						
#	Name of Claimant	Debtor Name	Proof of Claim Number	Claim Amount		Class
1	ANNY BRITT TELLE			$0.00	Administrative Priority	
	TELAKAIEN 20			$0.00	Secured	
	TELAVAG 5380			$0.00	Priority	
	NORWAY	CHC Group Ltd.	Claim No. 1169	UNLIQUIDATED	General Unsecured	Class 8
2	SANDER FOSSEDAL			$0.00	Administrative Priority	
	NOTTVEITLIA 9			$0.00	Secured	
	RADAL 5238			$0.00	Priority	
	NORWAY	CHC Group Ltd.	Claim No. 1170	UNLIQUIDATED	General Unsecured	Class 8

EXHIBIT C

Kellogg Declaration

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

In re:	:	**Chapter 11**
	:	
CHC GROUP LTD. *et al.,*	:	**Case No. 16– 31854 (BJH)**
	:	
	:	
Debtors.	:	**(Jointly Administered)**

DECLARATION OF GEOFF KELLOGG IN SUPPORT OF DEBTORS' OBJECTION TO CERTAIN PERSONAL INJURY CLAIMS (Claims to be Liquidated in District Court or Non-Bankruptcy Forum)

1. I, Geoff Kellogg, pursuant to section 1746 of title 28 of the United States Code, hereby declare that the following is true and correct to the best of my knowledge, information, and belief:

2. I am the Vice President of Accounting & Tax of CHC Group Ltd. ("**CHC Group**," and, together with its non-debtor affiliates, "**CHC**") in the above-captioned chapter 11 cases (the "**Chapter 11 Cases**").[1] I am a qualified Chartered Professional Accountant (CPA, CA) in the province of British Columbia (Canada). I have responsibility for coordinating the claims review process for certain proofs of claim filed by claimants in these Chapter 11 Cases.

3. I submit this declaration (the "**Declaration**") in support of the Debtors' Objection to Certain Personal Injury Claims (the "**Objection**").

4. Except as otherwise indicated herein, the facts set forth in this Declaration (or incorporated by reference herein) are based upon my personal knowledge, my review of

[1] On December 14, 2017, the Bankruptcy Court entered the Final Decree Closing Certain of the Chapter 11 Cases [Docket No. 2231], closing twenty-four (24) of the Debtors' chapter 11 cases. A list of Debtors in these chapter 11 cases, including the closed chapter 11 cases, along with the last four digits of each Debtors' federal tax identification number, where available, is annexed to the Objection as **Exhibit A**.

relevant documents, including schedules of assets and liabilities and the register of claims (the "**Claims Register**") prepared and provided by the Debtors' claims and balloting agent, Kurtzman Carson Consultants LLC ("**KCC**"), information provided to me by employees working under my supervision or my opinion based upon personal experience, knowledge and information concerning the operations of CHC, the oil and gas industry, and the commercial helicopter service industry. If called upon to testify, I would testify competently to the facts set forth in this Declaration.

5. I requested attorneys and other employees of the Debtors, with the assistance of the Debtors' professionals, including Weil, Gotshal & Manges LLP, to review each of the proofs of claim listed on **Exhibit B** to this Objection, including any supporting documentation.

6. Based on this review, the Debtors believe that the determination as to whether each Personal Injury Claim listed on **Exhibit B** is an Allowed Claim (as defined in the Plan) for purpose of treatment under the Plan shall be determined pursuant to a disposition or final adjudication by a court of competent jurisdiction other than the Bankruptcy Court

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated: February 22, 2018
Dallas, Texas

/s/ Geoff Kellogg
Geoff Kellogg

EXHIBIT D

Proposed Order

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

In re:	:	**Chapter 11**
CHC GROUP LTD. *et al.,*	:	**Case No. 16– 31854 (BJH)**
Debtors.	:	**(Jointly Administered)**

ORDER GRANTING DEBTORS' OBJECTION TO CERTAIN PERSONAL INJURY CLAIMS (Claims to be Liquidated in District Court or Non-Bankruptcy Forum)

Upon the objection to claims, dated February 22, 2018 (the "**Objection**"),[1] of CHC Group Ltd. and its above-captioned debtor affiliates, as reorganized debtors (collectively, the "**Debtors**"),[2] pursuant to section 502 of the Bankruptcy Code, Bankruptcy Rule 3007, and

[1] Capitalized terms used but not defined herein shall have the meaning ascribed to them in the Objection.

[2] On December 14, 2017, the Bankruptcy Court entered the Final Decree Closing Certain of the Chapter 11 Cases [Docket No. 2231], closing twenty-four (24) of the Debtors' chapter 11 cases. A list of Debtors in these chapter 11 cases, including the closed chapter 11 cases, along with the last four digits of each Debtors' federal tax identification number, where available, is annexed hereto as **Exhibit A**.

the Claims Objections Procedures Order (Docket No. 1934), seeking entry of an order seeking entry of an order finding that, *inter alia*, (i) the Debtors have served and filed an objection to the Personal Injury Claims in accordance with the Claims Objection Deadline, and (ii) the determination as to whether each Personal Injury Claim is an Allowed Claim (as defined in the Plan) for purpose of treatment under the Plan shall be determined pursuant to a disposition or final adjudication by a court of competent jurisdiction other than the Bankruptcy Court, all as more fully described in the Objection; and the Court having jurisdiction to consider the Motion and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Objection being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper before this Court pursuant to 28 U.S.C. §§ 1408 and 1409; and the Court having determined that the Debtors have provided due and proper notice of the Objection to the Notice Parties and no further notice is necessary; and the Court having found and determined that the relief sought in the Objection is in the best interests of the Debtors, their estates and creditors, and all parties in interest and that the legal and factual bases set forth in the Objection establish just cause for the relief granted herein; and after due deliberation and sufficient cause appearing therefor, it is hereby:

ORDERED that the relief requested in the Objection is granted to the extent provided herein; and it is further

ORDERED that the Debtors have served and filed an objection to the Personal Injury Claims in accordance with the Claims Objection Deadline; and it is further

ORDERED that the determination as to whether each Personal Injury Claim is an Allowed Claim (as defined in the Plan) for purpose of treatment under the Plan shall be

determined pursuant to a disposition or final adjudication by a court of competent jurisdiction other than the Bankruptcy Court; and it is further

ORDERED that this Order has no res judicata, estoppel, or other effect on the validity, allowance, or disallowance of, and all rights to object on any basis are expressly reserved with respect to any claim listed on Exhibit B annexed to the Objection that is not listed on Exhibit B annexed hereto; and it is further

ORDERED that nothing in this Order shall constitute an admission of the validity, nature, amount or priority of any proof of claim asserted in these cases; and it is further

ORDERED that entry of this Order is without prejudice to the Debtors' rights to seek entry of an order modifying or supplementing the relief granted herein; and it is further

ORDERED that this Court hereby retains jurisdiction to hear and determine all matters arising from the interpretation and/or implementation of this Order.

END OF ORDER # #

Respectfully Submitted,

WEIL, GOTSHAL & MANGES LLP

/s/

WEIL, GOTSHAL & MANGES LLP

Stephen A. Youngman (22226600)
Paul R. Genender (00790758)
200 Crescent Court, Suite 300
Dallas, Texas 75201
Telephone: (214) 746-7700
Facsimile: (214) 746-7777
Email: stephen.youngman@weil.com
paul.genender@weil.com

-and-

Gary T. Holtzer (*pro hac vice)*
Kelly DiBlasi (*pro hac vice*)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Email: gary.holtzer@weil.com
kelly.diblasi@weil.com

Attorneys for Debtors and Reorganized Debtors

EXHIBIT D

Notice of Objection

Objection Deadline: March 26, 2018 at 4:00 p.m. (CT)
Hearing Date and Time (Only if Objection Filed): To be Determined

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

In re:	:	**Chapter 11**
	:	
CHC GROUP LTD. *et al.,*	:	**Case No. 16– 31854 (BJH)**
	:	
	:	
Debtors.	:	**(Jointly Administered)**

NOTICE OF DEBTORS' OBJECTION TO YOUR CLAIM

THIS OBJECTION SEEKS TO DISALLOW OR MODIFY CERTAIN CLAIMS. CLAIMANTS RECEIVING THIS OBJECTION SHOULD LOCATE THEIR NAMES AND CLAIMS ON THE EXHIBIT ATTACHED TO THIS OBJECTION.

TO THE CLAIMANTS IDENTIFIED ON THE EXHIBIT(S) OF DEBTORS' OBJECTION TO CERTAIN PERSONAL INJURY CLAIMS (Claims to be Liquidated in District Court or Non-Bankruptcy Forum)

PLEASE TAKE NOTICE that CHC Group Ltd. and its above-captioned debtor affiliates, as reorganized debtors (collectively, the "**Debtors**"),[1] filed an objection to the proof(s) of claim you filed against one or more of the Debtors or an amount that the Debtors originally scheduled for your claim on their schedules of assets and liabilities filed with the Bankruptcy Court (the "**Objection**"). The Objection is appended to this Notice and is entitled "Debtors' Objection to Certain Personal Injury Claims (Claims to be Liquidated in District Court or Non-Bankruptcy Forum)".

The Objection seeks entry of an order finding that, *inter alia*, (i) the Debtors have served and filed an objection to the your Personal Injury Claim in accordance with the Claims Objection Deadline, and (ii) the determination as to whether your Personal Injury Claim is an Allowed Claim (as defined in the Plan) for purpose of treatment under the Plan shall be determined pursuant to a disposition or final adjudication by a court of competent jurisdiction other than the Bankruptcy Court. **Therefore, you should read this Notice and the attached Objection carefully.**

IF YOU AGREE WITH THE OBJECTION TO YOUR CLAIM, YOU DO NOT NEED TO TAKE ANY ACTION IN RESPONSE TO THIS NOTICE OR THE OBJECTION.

PLEASE TAKE NOTICE that, if you disagree with the Objection and are unable or unwilling to resolve the Objection with the Debtors, you or your attorney **must** file a written response (the "**Response**") to the objection with the Bankruptcy Court (with proof of service) via ECF or by mailing to the Bankruptcy Court at United States Bankruptcy Court, Earle Cabell Federal Building, 1100 Commerce St., Courtroom #2, 14th Floor, Dallas, Texas 75242 **no later than March 26, 2018 at 4:00 p.m. (prevailing Central Time)**. You must file and serve copies of your response on the Debtors' attorneys: Attn: Stephen A. Youngman, Weil, Gotshal & Manges LLP, 200 Crescent Ct. Suite 300, Dallas, Texas 75201 (fax) 214-746-7777; and Attn: Gary T. Holtzer & Kelly DiBlasi, Weil, Gotshal & Manges LLP, 767 Fifth Ave., New York, New York, 10153 (fax) 212-310-8007; so as to be **received** no later than **March 26, 2018 at 4:00 p.m.** (**prevailing Central Time**) (the "**Response Deadline**").

PLEASE TAKE FURTHER NOTICE that your Response must contain, at a minimum, the following:

(i) A caption setting forth the title of the Objection to which the Response is directed;

[1] A list of the Debtors in these chapter 11 cases, along with the last four digits of each Debtor's federal tax identification number, where applicable, is attached hereto as **Exhibit A**.

(ii) The name of the Claimant and a description of the nature and basis for the amount of the Claim;

(iii) A concise statement setting forth the reasons why the Claim should not be disallowed for the reasons set forth in the Objection, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the Objection;

(iv) A copy of all documentation or other evidence of the Claim, to the extent not included with the Proof of Claim, upon which the Claimant will rely in opposing the Objection at the Hearing; and

(v) The name, address(es), telephone number and facsimile number of the person(s) (who may be the Claimant and/or the Claimant's legal representative) to whom counsel for the Debtors should serve any reply to the Response, and who possess the authority to reconcile, settle, or otherwise resolve the Objection on the Claimant's behalf.

In order to facilitate a resolution of the Objection, you are encouraged to provide the name, address(es), telephone number and facsimile number of the person(s) who possess the authority to reconcile, settle, or otherwise resolve the Objection on your behalf. If you file a Response, and do not reach a consensual resolution with the Debtors prior to the hearing on the Objection, you or your designated representative or attorney **must** attend the hearing in person.

PLEASE TAKE FURTHER NOTICE that, if you or your designated attorney or representative does not timely file and serve the Response in accordance with the above referenced procedures and attend the Hearing (in the absence of a written agreement between you and the Debtors providing otherwise), the Court may enter an order granting the relief requested in the Objection. **If you fail to respond in accordance with this Notice, the Court may grant the relief requested in the Objection without further notice or hearing.**

PLEASE TAKE FURTHER NOTICE that if you or your designated representative or attorney do file a Response, the hearing on the Objection will take place on a date and time to be determined**,** which hearing date you will be advised of subsequently. Only those Reponses made in accordance with the above-referenced requirements and timely filed and received by the Court and the Debtors' attorneys will be considered by the Court at a hearing on the Objection.

PLEASE TAKE FURTHER NOTICE that a copy of your Claim is available by contacting the Debtors' claims agent, Kurtzman Carson Consultants LLC by email at chcinfo@kccllc.com or by telephone at 866-967-0261 (Toll-Free) or 310-751-2661 (if calling from outside the U.S. or Canada).

PLEASE TAKE FURTHER NOTICE that nothing in this Notice or the accompanying Objection constitutes a waiver of the Debtors' right to assert any claims, counterclaims, rights of offset or recoupment, preference actions, fraudulent-transfer actions, or

any other bankruptcy or nonbankruptcy claims against you. The Debtors also reserve the right to assert additional objections to your Claim.

Dated: February 22, 2017
Dallas, Texas

/s/ Stephen A. Youngman
WEIL, GOTSHAL & MANGES LLP

Stephen A. Youngman (22226600)
Paul R. Genender (00790758)
WEIL, GOTSHAL & MANGES LLP
200 Crescent Court, Suite 300
Dallas, Texas 75201
Telephone: (214) 746-7700
Facsimile: (214) 746-7777
Email: stephen.youngman@weil.com
paul.genender@weil.com

-and-

Gary T. Holtzer (*pro hac vice*)
Kelly DiBlasi (*pro hac vice*)
767 Fifth Avenue
New York, New York 10153
Telephone: (212) 310-8000
Facsimile: (212) 310-8007
Email: gary.holtzer@weil.com
kelly.diblasi@weil.com

Attorneys for Debtors and Reorganized Debtors

EXHIBIT A

Debtors

Open Cases	
Debtor	**Last Four Digits of Federal Tax I.D. No.**
CHC Group Ltd.	7405
6922767 Holding SARL	8004
CHC Global Operations (2008) ULC	7214
CHC Global Operations Canada (2008) ULC	6979
CHC Global Operations International ULC	8751
CHC Helicopter (1) S.à r.l.	8914
CHC Helicopter Australia Pty Ltd	2402
CHC Helicopter Holding S.à r.l.	0907
CHC Helicopter S.A.	6821
CHC Helicopters (Barbados) Limited	7985
CHC Helicopters (Barbados) SRL	N/A
CHC Holding (UK) Limited	2198
Heli-One (Netherlands) B.V.	2414
Heli-One (Norway) AS	2437
Heli-One (U.S.) Inc.	9617
Heli-One Canada ULC	8735
Heli-One Leasing (Norway) AS	2441
Heli-One Leasing ULC	N/A
Heli-One USA Inc.	3691

Closed Cases	
Debtor	**Last Four Digits of Federal Tax I.D. No.**
Capital Aviation Services B.V.	2415
CHC Cayman ABL Borrower Ltd.	5051
CHC Cayman ABL Holdings Ltd.	4835
CHC Cayman Investments I Ltd.	8558
CHC Den Helder B.V.	2455
CHC Helicopter (2) S.à r.l.	9088
CHC Helicopter (3) S.à r.l.	9297
CHC Helicopter (4) S.à r.l.	9655
CHC Helicopter (5) S.à r.l.	9897
CHC Holding NL B.V.	6801
CHC Hoofddorp B.V.	2413
CHC Leasing (Ireland) Limited (n/k/a CHC Leasing (Ireland) Designated Activity Company)	8230
CHC Netherlands B.V.	2409
CHC Norway Acquisition Co AS	6777
Heli-One (UK) Limited	2451
Heli-One Holdings (UK) Limited	6780
Heliworld Leasing Limited	2464
Integra Leasing AS	2439
Lloyd Bass Strait Helicopters Pty. Ltd.	2398
Lloyd Helicopter Services Limited	6781
Lloyd Helicopter Services Pty. Ltd.	2394
Lloyd Helicopters International Pty. Ltd.	2400
Lloyd Helicopters Pty. Ltd.	2393
Management Aviation Limited	2135