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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)**

SUPPLEMENT TO DEBTORS' OBJECTION
TO CERTAIN PERSONAL INJURY CLAIMS

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 MAY 2, 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.

1631854180402000000000001

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 supplement to the *Debtors' Objection to Certain Personal Injury Claims (Claims to be Liquidated in District Court or Non-Bankruptcy Forum)* [Docket No. 2272; refiled at Docket No. 2275] (the "**Objection**") 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

[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.

other things, to file objections to claims – either individual or omnibus objections – under 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]. 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

5. 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

6. On February 22, 2018, the Debtors filed the Objection, in which the Debtors requested 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 thereto (collectively, the "**Personal Injury Claims**"),[3] 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.

7. Following the filing of the Objection, the Debtors conducted further diligence regarding the Personal Injury Claims listed on **Exhibit B** annexed hereto. The Debtors have determined that the Personal Injury Claims identified on Exhibit B seek recovery for contingent or unliquidated amounts for which the Debtors are not liable. The Debtors have determined that the Personal Injury Claims assert various claims that (i) are not reflected in the Debtors' books and records and are unrelated to the Debtors or the Debtors' business operations; (ii) assert recovery for amounts for which the Debtors are not liable pursuant to applicable law; and (iii) have been previously paid or will otherwise be satisfied by certain non-Debtor affiliates pursuant to certain existing insurance policies.

8. Therefore, the Debtors hereby file this supplement to the Objection (the "**Supplemental Objection**"), 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 disallowing and expunging the Personal Injury Claims listed on **Exhibit B** annexed hereto.

[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.

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

10. A proposed form of order approving the relief requested herein is annexed hereto as **Exhibit D** (the "**Proposed Order**").

Basis for Relief Requested

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. As previously mentioned, following the filing of the Objection, the Debtors conducted further diligence regarding the Personal Injury Claims listed on Exhibit B annexed hereto. The Debtors have determined that the Personal Injury Claims identified on Exhibit B seek recovery for contingent or unliquidated amounts for which the Debtors are not liable. Specifically, the Debtors have determined that the Personal Injury Claims listed on Exhibit B (i) assert a liability that is not reflected in the Debtors' books and records and that is unrelated to the Debtors or the Debtors' business operations; (ii) are fully covered by certain non-Debtor affiliates' insurance policies, and therefore have been (or will be) satisfied by certain non-Debtor affiliates; and (iii) as advised by the non-Debtors' affiliates' Norwegian counsel,

may only be asserted against certain non-Debtor affiliates pursuant to the Norwegian Aviation Act, and therefore cannot be asserted against any of the Debtors.[4]

13. A filed proof of claim is "deemed allowed, unless a party in interest . . . objects." 11 U.S.C. § 502(a). A properly executed and filed proof of claim constitutes "prima facie evidence of the validity and amount of the claim." Rule 3001(f); *see also In re O'Connor*, 153 F.3d 258 (5th Cir. 1998); *In re Armstrong*, 347 B.R. 581, 583 (Bankr. N.D. Tex. 2006). If an objection refuting at least one of the essential allegations essential to the claim's legal sufficiency is asserted, the claimant has the burden of demonstrating the validity of the claim by a preponderance of the evidence. *See In re Starnes*, 231 B.R. 903, 912 (N.D. Tex. 2008); *In re Woodhaven Townhouse Association, Inc.*, Debtor, Ch. 11, No. 15-34424-BJH, 2017 WL 1207529, *3 (Bankr. N.D. Tex. Mar. 31, 2017); *see also In re Armstrong* 347 B.R. at 583 ("[T]he ultimate burden of proof always lies with the claimant.").

14. Section 502(b)(1) of the Bankruptcy Code provides, in relevant part, that a claim may not be allowed to the extent that "such claim is unenforceable against the debtor and property of the debtor, under any agreement or applicable law." 11 U.S.C. § 502(b)(1). Moreover, the Procedures Order provides that the Debtors may file omnibus objections to claims that seek recovery of amounts for which the Debtors are not liable. (Claim Procedures Order ¶ 1.f.)

15. The Reorganized Debtors have reviewed their books and records and cannot find any evidence that indicates the claimants hold a claim against the Debtors as stated on the proofs of claim forms.

[4] As advised by the non-Debtors' affiliates' counsel to the Debtors' counsel in these chapter 11 cases, only the "carrier" is liable under the Norwegian Aviation Act, and no other entity. The "carrier" in connection with these Personal Injury Claims was CHC Helikopter Service AS, a non-Debtor affiliate that is not a Debtor in these chapter 11 cases.

16. To avoid the possibility of improper recovery against the Debtors' estates and for the benefit of proper creditors of the Debtors, the Debtors request that the Court disallow and expunge in their entirety the Personal Injury Claims identified on Exhibit B.

Reservation of Rights

17. The Debtors reserve the right to object to any of the Personal Injury Claims that are not are not disallowed in their entirety for any reason.

Notice

18. Notice of this Supplemental 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' Supplemental 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

19. 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: April 2, 2018
Dallas, Texas

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

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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

(Claims to be Disallowed and Expunged)

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

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

DECLARATION OF GEOFF KELLOGG IN SUPPORT OF SUPPLEMENT TO DEBTORS' OBJECTION TO CERTAIN PERSONAL INJURY CLAIMS

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 Supplement to Debtors' Objection to Certain Personal Injury Claims (the "**Supplemental 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 relevant documents, including schedules of assets and liabilities and the register of claims (the

[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**.

"**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 Supplemental Objection, including any supporting documentation.

6. The Debtors' employees and professionals performed a review of the claims listed on **Exhibit B** annexed to the Supplemental Objection (the "**Personal Injury Claims**"), all supporting information and documentation provided therewith, and have examined the Debtors' books and records.

7. The Debtors' employees and professionals determined that each of the Personal Injury Claims (i) asserts a liability that is not reflected in the Debtors' books and records and that is unrelated to the Debtors or the Debtors' business operations; (ii) asserts recovery for amounts for which the Debtors are not liable pursuant to applicable law; and (iii) asserts recovery for amounts for which the Debtors are no longer liable because the claims have already been paid or will otherwise be satisfied pursuant to certain existing non-Debtors' affiliates' insurance policies. The Debtors' employees and professionals made reasonable efforts to research each Personal Injury Claim, and have determined that the Debtors are not liable for such Personal Injury Claims.

8. Based on this review, the Debtors believe the Personal Injury Claims are not valid and should be disallowed and expunged.

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

Dated: April 2, 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

Upon the objection to claims, dated February 22, 2018 (the "**Objection**"), and the supplement to the Objection, dated March 30, 2018 (the "**Supplemental 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 the

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

Claims Objections Procedures Order [Docket No. 1934], seeking entry of an order disallowing and expunging the Personal Injury Claims, all as more fully described in the Supplemental Objection; and the Court having jurisdiction to consider the Supplemental Objection and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Supplemental 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 Supplemental Objection to the Notice Parties and no further notice is necessary; and the Court having found and determined that the relief sought in the Supplemental 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 Supplemental 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 Supplemental Objection is granted to the extent provided herein; and it is further

ORDERED that pursuant to section 502(b) of the Bankruptcy Code, the Debtors have served and filed an objection to the claims listed on **Exhibit B** annexed hereto (collectively, the "**Personal Injury Claims**") in accordance with the Claims Objection Deadline;

ORDERED that the Personal Injury Claims listed on **Exhibit B** annexed hereto are disallowed and expunged; 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

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**.

reserved with respect to any claim listed on Exhibit B annexed to the Supplemental 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

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Attorneys for Debtors and Reorganized Debtors

EXHIBIT D

Notice of Objection

Objection Deadline: May 2, 2018 at 4:00 p.m. (CT)
Hearing Date and Time (Only if Objection Filed): May 21, 2018 at 10:30 a.m. (CT)

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' SUPPLEMENTAL OBJECTION TO YOUR CLAIM

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

TO THE CLAIMANTS IDENTIFIED ON THE EXHIBIT(S) OF DEBTORS' SUPPLEMENTAL OBJECTION TO CERTAIN PERSONAL INJURY CLAIMS

PLEASE TAKE NOTICE that CHC Group Ltd. and its above-captioned debtor affiliates, as reorganized debtors (collectively, the "**Debtors**"),[1] filed a supplement to 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 "**Supplemental Objection**"). The Supplemental Objection is appended to this Notice and is entitled "Supplement to Debtors' Objection to Certain Personal Injury Claims".

The Supplemental Objection seeks to either disallow, reclassify or reduce your claim (the "**Claim**") as set forth in the exhibits to the Objection. **Therefore, you should read this Notice and the attached Supplemental Objection carefully.**

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

PLEASE TAKE NOTICE that, if you disagree with the Supplemental Objection and are unable or unwilling to resolve the Supplemental Objection with the Debtors, you or your

[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**.

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 May 2**, **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 **May 2, 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 Supplemental Objection to which the Response is directed;

(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 Supplemental Objection, including, but not limited to, the specific factual and legal bases upon which the Claimant will rely in opposing the Supplemental 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 Supplemental 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 Supplemental Objection on the Claimant's behalf.

In order to facilitate a resolution of the Supplemental 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 Supplemental 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 Supplemental 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 Supplemental Objection. **If you fail to respond in accordance with this**

Notice, the Court may grant the relief requested in the Supplemental 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 Supplemental Objection will take place **on May 21, 2018 at 10:30 a.m. (CT)**, 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 Supplemental 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 Supplemental 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: April 2, 2018
Dallas, Texas

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

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Paul R. Genender (00790758)
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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