Docket #2315 Date Filed: 04/05/2018

CLERK, U.S. BANKRUPTCY COURT
NORTHERN DISTRICT OF TEXAS

ENTERED

THE DATE OF ENTRY IS ON
THE COURT'S DOCKET

The following constitutes the ruling of the court and has the force and effect therein described.

Signed April 4, 2018

United States Bankruptcy Judge

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' EIGHTEENTH OMNIBUS OBJECTION TO CLAIMS (No Liability Claims)

Upon the eighteenth omnibus objection to claims, dated February 22, 2018 [Docket No. 2271; refiled at Docket No. 2274] (the "**Eighteenth Omnibus 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, Local

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

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Rules 3007-2 and 3007-3, and the Claims Objections Procedures Order [Docket No. 1934], seeking entry of an order disallowing and expunging the No Liability Claims, all as more fully described in the Eighteenth Omnibus Objection; and the Court having jurisdiction to consider the Eighteenth Omnibus Objection and grant the requested relief in accordance with 28 U.S.C. §§ 157 and 1334; and consideration of the Eighteenth Omnibus 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 Eighteenth Omnibus Objection to the Notice Parties and no further notice is necessary; and the Court having found and determined that the relief sought in the Eighteenth Omnibus 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 Eighteenth Omnibus 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 Eighteenth Omnibus Objection is granted to the extent provided herein; and it is further

ORDERED that pursuant to section 502(b) of the Bankruptcy Code, the claims listed on **Exhibit B** annexed hereto (collectively, the "**No Liability Claims**") 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 Eighteenth Omnibus 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/ Stephen A. Youngman

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
Email: 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
Email: 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. (n/k/a/ CHC Leasing S.à r.l.)	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

No Liability Claims

Name of Claimant	Debtor Name	Proof of Claim Number	Claim Amount		Reason for Disallowance/ Reduction	Class
DEPARTMENT OF THE TREASURY - INTERNAL REVENUE SERVICE			$0.00	Administrative Priority		
INTERNAL REVENUE SERVICE			$0.00	Secured		
PO BOX 7346			$0.00	Priority		
PHILADELPHIA, PA 19101-7346	Heli-One (U.S.) Inc.	Claim No. 1232	$0.00	General Unsecured	No Liability	Class 8

Case 16-31854-bjh11 Doc 2315 Filed 04/05/18 Entered 04/05/18 14:57:05 Page 6 of 6