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 ANNE DOLAN,
ON BEHALF OF WALKERS CORPORATE LIMITED

1. I, Anne Dolan, pursuant to 28 U.S.C. § 1746, hereby declare that the following is true to the best of my knowledge, information, and belief:

2. I am a senior manager of **Walkers Corporate Limited**, located at **27 Hospital Road, Cayman Corporate Center, Grand Cayman Ky1-9008, Cayman Islands** (the "**Company**").

3. CHC Group Ltd. and its above-captioned debtor affiliates, as debtors and debtors in possession (collectively, the "**Debtors**"),[1] have requested that the Company provide **Registered Office services** to the Debtors, and the Company has consented to provide such services (the "**Services**").

4. The Services include, but are not limited to, the following:

Walkers Corporate Limited shall provide or procure the provision of Registered Office services such as maintain the minute book, statutory registers and other corporate records of the entities and to execute and make all necessary annual filings with the Registrar of Companies pursuant to the Companies Law (2018 Revision) of the Cayman Islands.

[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**.

5. The Company may have performed services in the past and may perform services in the future, in matters unrelated to these chapter 11 cases, for persons that are parties in interest in the Debtors' chapter 11 cases. As part of its customary practice, the Company is retained in cases, proceedings, and transactions involving many different parties, some of whom may represent or be claimants, employees of the Debtors, or other parties in interest in these chapter 11 cases. The Company does not and will not perform services for any such person in connection with these chapter 11 cases with respect to the matter(s) on which it is to be employed. In addition, the Company does not have any relationship with any such person, their attorneys, or their accountants that would be adverse to the Debtors or their estates with respect to the matter(s) on which it is to be employed.

6. Neither I nor any principal of or professional employed by the Company has agreed to share or will share any portion of the compensation to be received from the Debtors with any other person other than the principals and regular employees of the Company.

7. After review of the Company's internal databases and the relevant parties in interest, I determined that neither I nor any principal of or professional employed by the Company, insofar as I have been able to ascertain, holds or represents any interest adverse to the Debtors or their estates with respect to the matter(s) on which it is to be employed.

8. As of the date hereof, the Company owns the following stock of CHC Group Ltd.:

Kind of shares: **N/A**

Number of shares: **N/A**

9. As of the date hereof, the following members, associates and/or professional employees of the Company own the following shares of stock of CHC Group Ltd.:

Name: **N/A**

Title: **N/A**

Kind of shares: **N/A**

Number of shares: **N/A**

10. As of the date of the commencement of their chapter 11 cases, the Debtors owed the Company **$0.00** in respect of prepetition services rendered to the Debtors.

11. The Company is conducting further inquiries regarding its retention by any creditors of the Debtors, and, upon conclusion of that inquiry, or at any time during the period of its employment, if the Company should discover any facts bearing on the matters described herein, the Company will supplement the information contained in this declaration.

I DECLARE UNDER PENALTY OF PERJURY THAT THE FOREGOING IS TRUE AND CORRECT.

Dated: **10 August 2018**



Name: Anne Dolan
Title: Director, Corporate Services
Company: **Walkers Corporate Limited**
Address: **27 Hospital Road, Cayman Corporate Center**
Grand Cayman Ky1-9008, Cayman Islands
Telephone: **+1 345 814 7600**
Facsimile: **+1 345 949 7886**

EXHIBIT A

Debtors

Debtor	Last Four Digits of Federal Tax I.D. No.
CHC Group Ltd.	7405
6922767 Holding SARL	8004
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 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 (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 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
CHC Holding NL B.V.	6801

Debtor	Last Four Digits of Federal Tax I.D. No.
CHC Hoofddorp B.V.	2413
CHC Leasing (Ireland) Limited	8230
CHC Netherlands B.V.	2409
CHC Norway Acquisition Co AS	6777
Heli-One (Netherlands) B.V.	2414
Heli-One (Norway) AS	2437
Heli-One (U.S.) Inc.	9617
Heli-One (UK) Limited	2451
Heli-One Canada ULC	8735
Heli-One Holdings (UK) Limited	6780
Heli-One Leasing (Norway) AS	2441
Heli-One Leasing ULC	N/A
Heli-One USA Inc.	3691
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

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Debtors.	:	**(Jointly Administered)**

RETENTION QUESTIONNAIRE

TO BE COMPLETED BY PROFESSIONALS EMPLOYED by CHC Group Ltd. and its above-captioned debtor affiliates, as debtors and debtors in possession (collectively, the "**Debtors**").

DO NOT FILE THIS QUESTIONNAIRE WITH THE COURT.
RETURN IT FOR FILING BY THE DEBTORS TO:

Counsel for the Debtors at:
Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Eli Blechman

All questions **must** be answered. Please use "none," "not applicable," or "N/A," as appropriate. If more space is needed, please complete on a separate page and attach.

1. Name and address of company:

CHC Intermediate Holdings LLC, CHC Group LLC, CHC Finance Ltd., and CHC Asset Holdings Cayman Ltd.

c/o Walkers Corporate Limited
27 Hospital Road, Cayman Corporate Center, Grand Cayman KY1-9008, Cayman Islands

[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**.

Date of retention: Incorporation dates: **14 Dec 2016, 9 Jan 2017 and 13 Jan 2017 respectively.**

2. Type of services to be provided (accounting, legal, etc.):

Registered Office Services

3. Brief description of services to be provided:

Walkers Corporate Limited shall provide or procure the provision of Registered Office services such as maintain the minute book, statutory registers and other corporate records of the entities and to execute and make all necessary annual filings with the Registrar of Companies pursuant to the Companies Law (2018 Revision) of the Cayman Islands.

4. Arrangements for compensation (hourly, contingent, etc.):

Annual Professional and Government Fees and time spent charges.

(a) Average hourly rate (if applicable): **$250 - $400**

(b) Estimated average monthly compensation based on prepetition retention (if company was employed prepetition):

N/A

5. Prepetition claims against the Debtors held by the company:

Amount of claim: **$0.00**

Date claim arose: **N/A**

Nature of claim: **N/A**

6. Prepetition claims against the Debtors held individually by any member, associate, or professional employee of the company:

Name: **N/A**

Status: **N/A**

Amount of claim: **N/A**

Date claim arose: **N/A**

Nature of claim: **N/A**

7. Stock of CHC Group Ltd. currently held by the firm:

   Kind of shares: **N/A**

   Number of shares: **N/A**

8. Stock of CHC Group Ltd. currently held individually by any member, associate, or professional employee of the firm:

   Name: **N/A**

   Title: **N/A**

   Kind of shares: **N/A**

   Number of shares: **N/A**

9. Disclose the nature and provide a brief description of any interest adverse to the Debtors or to their estates for the matters on which the company is to be employed:

   N/A

10. Name and title of individual completing this form:

    Anne Dolan, Director, Corporate Services

Dated: **August 10, 2018**

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