

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

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

**NOTICE OF HEARING TO CONSIDER APPROVAL OF
PROPOSED DISCLOSURE STATEMENT FOR DEBTORS' JOINT PLAN
OF REORGANIZATION UNDER CHAPTER 11 OF THE BANKRUPTCY CODE**

TO PARTIES IN INTEREST IN THE CHAPTER 11 CASES OF:

CHC Group Ltd.	Case No. 16-31854
6922767 Holding SARL	Case No. 16-31855
Capital Aviation Services B.V.	Case No. 16-31856
CHC Cayman ABL Borrower Ltd.	Case No. 16-31857
CHC Cayman ABL Holdings Ltd.	Case No. 16-31858
CHC Cayman Investments I Ltd.	Case No. 16-31859
CHC Den Helder B.V.	Case No. 16-31860
CHC Global Operations (2008) ULC	Case No. 16-31862
CHC Global Operations Canada (2008) ULC	Case No. 16-31870
CHC Global Operations International ULC	Case No. 16-31879
CHC Helicopter (1) S.à r.l.	Case No. 16-31892
CHC Helicopter (2) S.à r.l.	Case No. 16-31895
CHC Helicopter (3) S.à r.l.	Case No. 16-31878
CHC Helicopter (4) S.à r.l.	Case No. 16-31882
CHC Helicopter (5) S.à r.l.	Case No. 16-31890
CHC Helicopter Australia Pty Ltd	Case No. 16-31872
CHC Helicopter Holding S.à r.l.	Case No. 16-31875
CHC Helicopter S.A.	Case No. 16-31863
CHC Helicopters (Barbados) Limited	Case No. 16-31865
CHC Helicopters (Barbados) SRL	Case No. 16-31867
CHC Holding (UK) Limited	Case No. 16-31868
CHC Holding NL B.V.	Case No. 16-31874
CHC Hoofddorp B.V.	Case No. 16-31861
CHC Leasing (Ireland) Limited	Case No. 16-31864
CHC Netherlands B.V.	Case No. 16-31866
CHC Norway Acquisition Co AS	Case No. 16-31869
Heli-One (Netherlands) B.V.	Case No. 16-31871
Heli-One (Norway) AS	Case No. 16-31876
Heli-One (U.S.) Inc.	Case No. 16-31881
Heli-One (UK) Limited	Case No. 16-31888
Heli-One Canada ULC	Case No. 16-31893
Heli-One Holdings (UK) Limited	Case No. 16-31894
Heli-One Leasing (Norway) AS	Case No. 16-31886
Heli-One Leasing ULC	Case No. 16-31891
Heli-One USA Inc.	Case No. 16-31853
Heliworld Leasing Limited	Case No. 16-31889
Integra Leasing AS	Case No. 16-31885



163185416111100000000004

Lloyd Bass Strait Helicopters Pty. Ltd.	Case No. 16-31883
Lloyd Helicopter Services Limited	Case No. 16-31873
Lloyd Helicopter Services Pty. Ltd.	Case No. 16-31877
Lloyd Helicopters International Pty. Ltd.	Case No. 16-31880
Lloyd Helicopters Pty. Ltd.	Case No. 16-31884
Management Aviation Limited	Case No. 16-31887

PLEASE TAKE NOTICE THAT that on November 11, 2016, CHC Group Ltd. and its affiliated debtors in the above-captioned chapter 11 cases (collectively, the “**Debtors**”), filed the *Joint Chapter 11 Plan of CHC Group Ltd. and Its Affiliated Debtors*, dated November 11, 2016 [Docket No. 1711] (as may be further amended, the “**Plan**”) and the proposed *Disclosure Statement for the Joint Chapter 11 Plan of CHC Group Ltd. and Its Affiliated Debtors*, dated November 11, 2016 [Docket No. 1712] (as may be further amended, the “**Proposed Disclosure Statement**”), pursuant to section 1125 of Title 11 of the United States Code (the “**Bankruptcy Code**”).

PLEASE TAKE FURTHER NOTICE THAT:

1. A hearing (the “**Disclosure Statement Hearing**”) will be held before the Honorable Barbara J. Houser, United States Bankruptcy Judge, in the United States Bankruptcy Court for the Northern District of Texas (the “**Bankruptcy Court**”), Earle Cabell Federal Building, 1100 Commerce St., Courtroom #2, 14th Floor, Dallas, Texas 75242, on **December 20, 2016 at 9:00 a.m. (prevailing Central Time)**, or as soon thereafter as counsel can be heard, to consider entry of an order determining, among other things, that the Proposed Disclosure Statement contains “adequate information” within the meaning ascribed to such term in section 1125 of the Bankruptcy Code and approving the Proposed Disclosure Statement.¹

2. Any party in interest wishing to obtain a copy of the Proposed Disclosure Statement and the Plan should contact 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 US or Canada). Interested parties may also review the Proposed Disclosure Statement and the Plan free of charge at <http://www.kccllc.net/chc>. In addition, the Proposed Disclosure Statement and Plan are on file with the Bankruptcy Court and may be reviewed by accessing the Bankruptcy Court’s website: www.deb.uscourts.gov. Note that a PACER password and login are needed to access documents on the Bankruptcy Court’s website. A PACER password can be obtained at: www.pacer.psc.uscourts.gov.

3. Objections, if any, to approval of the Proposed Disclosure Statement must: (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules; (c) set forth the name of the objecting party and the nature and amount of Claims or Interests held or asserted by such party against the Debtors’ estates or property; (d) provide the basis for objection and specific grounds thereof; and (e) be filed with the Bankruptcy Court (with proof of service) via ECF or by mailing to the Bankruptcy Court at United States Bankruptcy Court Clerk’s Office, Earle Cabell Federal Building, 1100 Commerce St., Courtroom #2, 14th Floor, Dallas, TX 75242, and served upon the following parties, so as to actually be received by **December 12, 2016 at 4:00 p.m. (prevailing Central Time)**.

¹ Capitalized terms used but not defined herein shall have the meanings ascribed to them in the Proposed Disclosure Statement.

Debtors

CHC Group Ltd.
600 East Las Colinas Blvd., 10th Floor
Irving, Texas 75039
Attn: Hooman Yazhari, General Counsel

Counsel to the Debtors

Weil, Gotshal & Manges LLP
767 Fifth Avenue
New York, New York 10153
Attn: Gary T. Holtzer
Kelly DiBlasi
Telephone: (212) 310-8000
Fax: (212) 310-8007
Email: gary.holtzer@weil.com
kelly.diblasi@weil.com

Counsel to the Official Committee of Unsecured Creditors

Kramer Levin Naftalis & Frankel LLP
1177 Avenue of the Americas
New York, NY 10036
Attn: Douglas Mannal
Anupama Yerramalli
Rachael Ringer
Fax: (212) 715-8000
Email: dmannal@kramerlevin.com
ayerramalli@kramerlevin.com
rringer@kramerlevin.com

Counsel to the Revolving Credit Facility Agent

Norton Rose Fulbright
2200 Ross Avenue, Suite 3600
Dallas, TX 75201
Attn: Louis R. Strubeck, Jr.
Richard P. Borden
Fax: (214) 855-8200
Email: louis.strubeck@nortonrosefulbright.com
rick.borden@nortonrosefulbright.com

Counsel to the Ad Hoc Group of Senior Secured Noteholders

Akin Gump Strauss Hauer & Feld LLP
One Bryant Park, Bank of America Tower
New York, New York 10036
Attn: Michael S. Stamer
Jason P. Rubin
Fax: (212) 872-1002
Email: mstamer@akingump.com
jrubin@akingump.com

1333 New Hampshire Ave. N.W.
Washington, D.C. 20036
Attn: James Savin
Fax: (202) 887-4288
Email: jsavin@akingump.com

Counsel to Milestone and its affiliates

Sidley Austin LLP
787 Seventh Avenue
New York, NY 10019
Attn: Michael G. Burke
Fax: (212) 839-5599
Email: mgburke@sidley.com

Office of the U.S. Trustee

Office of the U.S. Trustee for
the Northern District of Texas
Earle Cabell Federal Building
1100 Commerce St., Room 976
Dallas, Texas 75242
Attn: Meredyth Kippes

Counsel to the Debtors

Weil, Gotshal & Manges LLP
200 Crescent Ct., Suite 300
Dallas, Texas 75201
Attn: Stephen A. Youngman
Telephone: (214) 746-7700
Fax: (214) 746-7777
Email: stephen.youngman@weil.com

Counsel to the Official Committee of Unsecured Creditors

Gardere Wynne Sewell LLP
2021 McKinney Avenue, Suite 1600
Dallas, TX 75201
Attn: Marcus A. Helt
Mark C. Moore
Fax: (214) 999-3150
Email: mhelt@gardere.com
mmoore@gardere.com

Counsel to the ABL Credit Facility Agent

Paul Hastings LLP
200 Park Avenue
New York, NY 10166
Attn: Leslie A. Plaskon
Andrew V. Tenzer
Michael E. Comerford
Fax: (212) 319-4090
Email: leslielplaskon@paulhastings.com
andrewtenzer@paulhastings.com
michaelcomerford@paulhastings.com

Counsel to the Senior Secured Notes Indenture Trustee

Morgan, Lewis & Bockius LLP,
101 Park Avenue
New York, NY 10178
Attn: Glenn E. Siegel
Fax: (212) 309-6001
Email: glenn.siegel@morganlewis.com

Counsel to the Indenture Trustee Under the 2021 Notes

Chadbourne & Park LLP
1301 Avenue of the Americas
New York, NY 10019
Attn: Christy L. Rivera
Marian Baldwin Fuerst
Fax: (212) 541-6539
Email: crivera@chadbourne.com
mbaldwinfuerst@chadbourne.com

4. IF AN OBJECTION TO THE PROPOSED DISCLOSURE STATEMENT IS NOT FILED AND SERVED STRICTLY AS PRESCRIBED HEREIN, THE OBJECTING PARTY WILL BE BARRED FROM OBJECTING TO THE PROPOSED DISCLOSURE STATEMENT OR THE ADEQUACY THEREOF AND WILL NOT BE HEARD AT THE DISCLOSURE STATEMENT HEARING.

5. The Disclosure Statement Hearing may be adjourned from time to time without further notice to parties in interest other than by an announcement in Bankruptcy Court of such adjournment on the date scheduled for the Disclosure Statement Hearing or as indicated in any notice of agenda of matters scheduled for hearing filed by the Debtors with the Bankruptcy Court.

Dated: November 11, 2016
Dallas, Texas

/s/ Stephen A. Youngman

WEIL, GOTSHAL & MANGES LLP

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

Attorneys for Debtors and Debtors in Possession