



First quarter FY15 earnings presentation Bristow Group Inc.

August 5, 2014



First quarter FY15 earnings call agenda

Introduction

Linda McNeill, Director Investor Relations

CEO remarks and operational highlights

Jonathan Baliff, President and CEO

Current and future financial performance

John Briscoe, SVP and CFO

Closing remarks

Jonathan Baliff, President and CEO

Questions and answers

Forward-looking statements

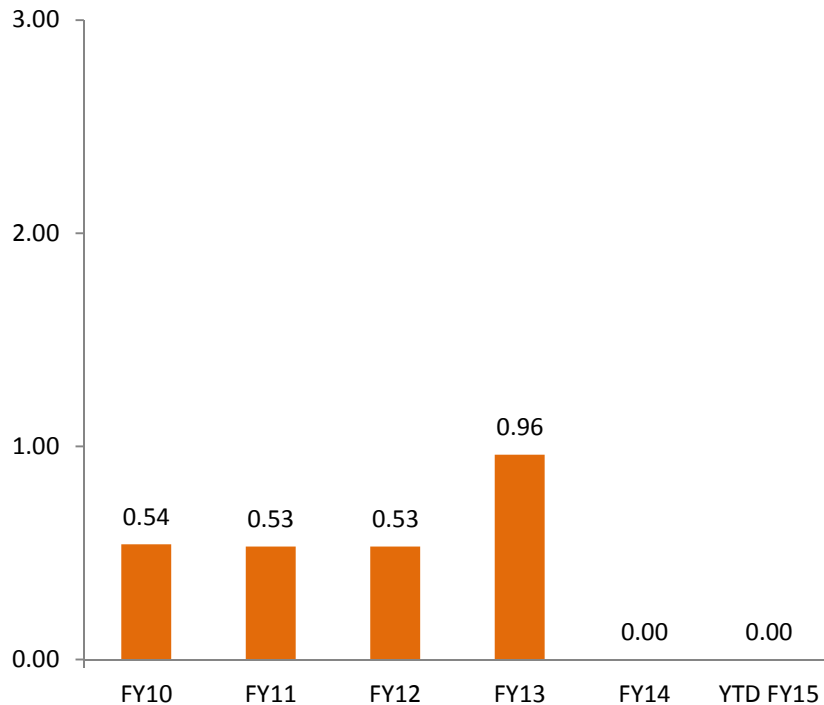
This presentation may contain “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements include statements about our future business, operations, capital expenditures, fleet composition, capabilities and results; modeling information, earnings and adjusted earnings growth guidance, expected operating margins, cash flow stability and other financial projections; future dividends, share repurchases and other uses of excess cash; plans, strategies and objectives of our management, including our plans and strategies to grow earnings and our business, our general strategy going forward, our business model and our operational excellence initiative; expected actions by us and by third parties, including our customers, competitors and regulators; impact of grounding and the effects thereof; the valuation of our company and its valuation relative to relevant financial indices; assumptions underlying or relating to any of the foregoing, including assumptions regarding factors impacting our business, financial results and industry; expected input of our investment in Eastern Airways; aircraft delivery dates and other matters. Our forward-looking statements reflect our views and assumptions on the date of this presentation regarding future events and operating performance. They involve known and unknown risks, uncertainties and other factors, many of which may be beyond our control, that may cause actual results to differ materially from any future results, performance or achievements expressed or implied by the forward-looking statements. These risks, uncertainties and other factors include fluctuations in the demand for our services; fluctuations in worldwide prices of and demand for natural gas and oil; fluctuations in levels of natural gas and oil exploration, development and production activities; the impact of competition; actions by customers; the risk of reductions in spending on aircraft services by governmental agencies; changes in tax and other laws and regulations; changes in foreign exchange rates and controls; risks associated with international operations; operating risks inherent in our business, including the possibility of declining safety performance; general economic conditions including the capital and credit markets; our ability to obtain financing; the possibility that we may lack sufficient liquidity to continue to repurchase shares or pay a quarterly dividend; the risk of grounding of segments of our fleet for extended periods of time or indefinitely; our ability to re-deploy our aircraft to regions with greater demand; our ability to acquire additional aircraft and dispose of older aircraft through sales into the aftermarket; the possibility that we or our suppliers will be unable to deliver new aircraft on time or on budget; the possibility that we do not achieve the anticipated benefit of our fleet investment program; availability of employees; political instability, war or acts of terrorism in any of the countries where we operate; and those discussed under the captions “Risk Factors” and “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in our Annual Report on Form 10-K for the fiscal year ended March 31, 2014 and our Quarterly Report on Form 10-Q for the quarter ended June 30, 2014. We do not undertake any obligation, other than as required by law, to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

Chief Executive Officer comments

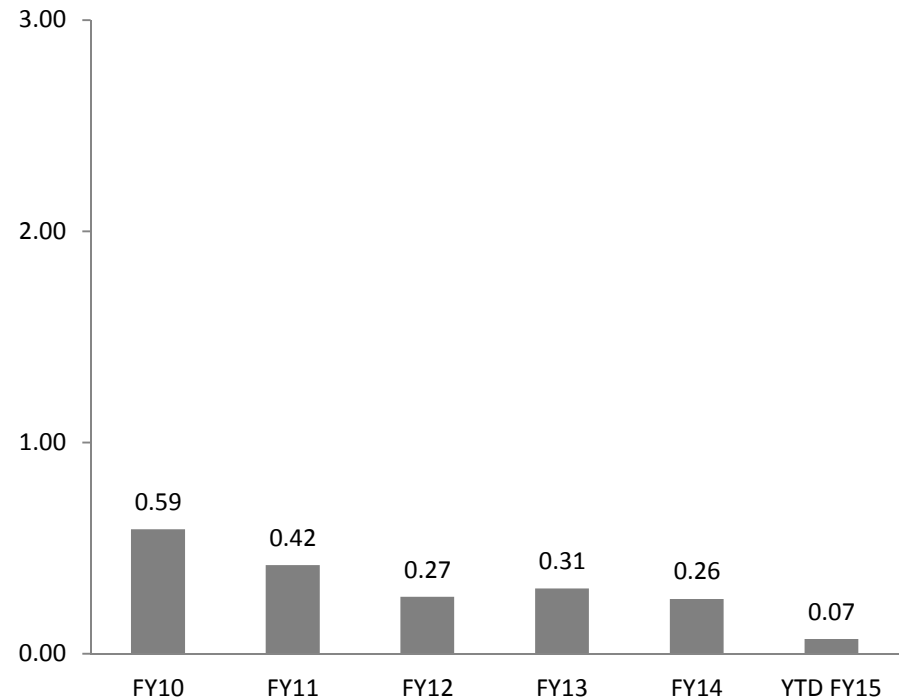
Jonathan Baliff, President and CEO

Operational safety review

Commercial Air Accident Rate¹ (AAR) per 100,000 flight hours (fiscal year)



Total Recordable Injury Rate² (TRIR) per 200,000 man hours (cumulative)



- 1) AAR includes consolidated commercial operations only
- 2) TRIR includes consolidated commercial operations, corporate and Bristow Academy employees

Q1 FY15 highlights

- Q1 operating revenue of \$437.3M (21.6% increase from Q1 FY14, 8.1% increase from Q4 FY14)
- Q1 GAAP EPS of \$1.23 (66.2% increase from Q1 FY14, 48.2% increase from Q4 FY14)
- Q1 adjusted EPS* of \$1.32 (32.0% increase from Q1 FY14, 2.2% decrease from Q4 FY14)
- Q1 adjusted EBITDAR* of \$127.6M (24.5% increase from Q1 FY14, 3.8% increase from Q4 FY14)

- **Excellent revenue growth in Q1 FY15 contributed to GAAP EPS up 66.2% and adjusted EPS up 32.0% year-over-year**
- **Adjusted EBITDAR increased both year-over-year and sequentially reflecting increases in LACE, LACE rate, operational scale and the favorable impact of foreign exchange**
- **Q1 FY15 absolute BVA is positive \$24.5M, \$23.0M increase from Q1 FY14, with cash flow from operations of \$37.3 million, up ~ 2.6% year-over-year****
- **EPS guidance for the full FY15 is reaffirmed at \$4.70 - \$5.20*****

* Adjusted EPS and adjusted EBITDAR amounts exclude gains and losses on dispositions of assets and any special items during the period. See reconciliation of these items to GAAP measures in the appendix hereto and in our earnings release for the quarter ended June 30, 2014.

** Bristow Value Added (BVA) is calculated by taking gross cash flow less the product of gross operating assets times a capital charge of 10.5%. Example calculation can be found in the appendix hereto.

*** Please see our earnings release and slide 21 for more information regarding earnings guidance range.

Market environment outlook

- We continue to see growth in helicopter demand globally
- Large helicopter supply continues to be tight with production lines sold out until CY16 while helicopter demand is expected to grow steadily at an average rate of 4% per annum
- Offshore exploration projects still have momentum however planning and procurement lead times are extending
- Petrobras issued tenders with start-up from mid CY15 to mid CY16 requiring 31 aircraft (3 - 7 incremental) contributing to further tightness in supply
- We continue to receive search and rescue inquiries

Source: Industry reports and internal research

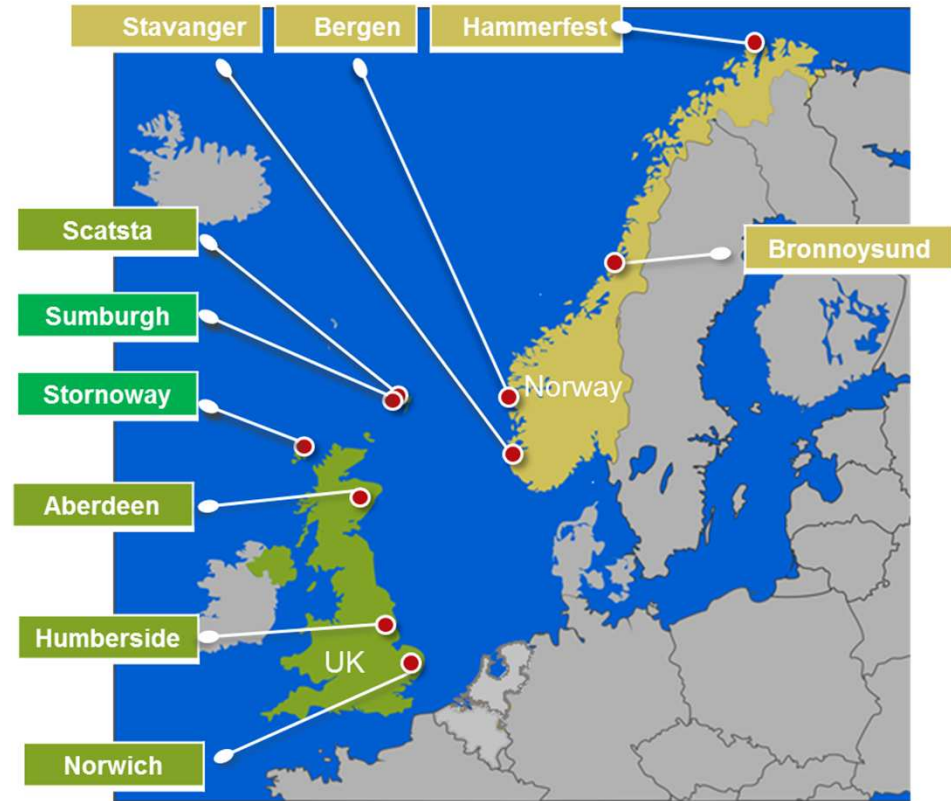
Europe (EBU)

- Europe contributed 48% of Bristow operating revenue and 50% of adjusted EBITDAR* in Q1 FY15
- Operating revenue increased 47% to \$201.7M in Q1 FY15 from \$137.2M in Q1 FY14 with the net addition of four LACE and an overall increase in activity under existing and new contracts over the comparable quarter
- Adjusted EBITDAR increased 65.5% to \$68.7M in Q1 FY15 from \$41.5M in Q1 FY14 with adjusted EBITDAR margin of 34.1% in Q1 FY15 vs. 30.3% in Q1 FY14

Outlook:

- Synergistic opportunities are being identified with Eastern
- Two year contract for ½ LACE with options to extend commencing in Q2 FY15
- Three year contract with a new client for one LACE commencing in Q4 FY15

FY15 adjusted EBITDAR margin expected to be ~ low thirties due to Eastern Airways addition



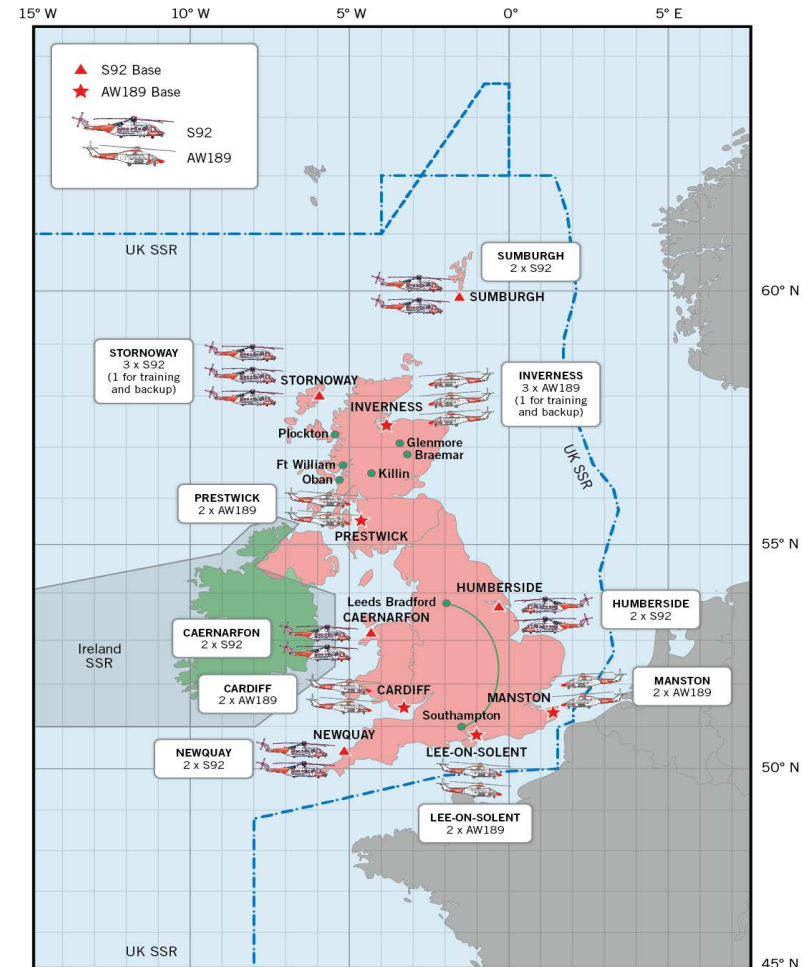
* Operating revenue and adjusted EBITDAR percentages exclude corporate and other

UK SAR update

- From the start of the GAP SAR contract in June 1, 2013 through June 30, 2014, we have conducted over 340 missions and rescued and/or assisted over 320 people
- Sumburgh and Stornoway bases generated \$13.0M of operating revenue in Q1 FY15 and \$50.8M since the beginning of the contract
- Construction of the first two new UK SAR bases continues in Inverness and Humberside and due to become fully operational in Q1 FY16

Outlook:

- UK SAR implementation and start-up are on schedule and on budget
- Expect to complete lease financing of the 11 SAR S-92s in Q2 FY15 and several AW189s by Q4 FY15



West Africa (WASBU)

- Nigeria contributed 19% of Bristow operating revenue and 15% of adjusted EBITDAR* in Q1 FY15
- Operating revenue increased to \$80.0M in Q1 FY15 from \$75.8M in Q1 FY14 due to improved LACE rates
- Adjusted EBITDAR decreased to \$20.4M in Q1 FY15 from \$23.7M in Q1 FY14 and adjusted EBITDAR margin decreased to 25.6% in Q1 FY15 vs. 31.3% in Q1 FY14 due to salary costs related to unplanned maintenance and the introduction of a new aircraft type

Outlook:

- Extensions of contracts are expected to continue
- We are introducing new technology medium aircraft into this region in FY15
- High level of training costs in Q1 associated with the introduction of the new aircraft type is not expected to continue

FY15 adjusted EBITDAR margin expected to be ~ low thirties

* Operating revenue and adjusted EBITDAR percentages exclude corporate and other



North America (NABU)

- North America contributed 14% of Bristow operating revenue and 17% of adjusted EBITDAR* in Q1 FY15
- Operating revenue decreased slightly to \$57.5M in Q1 FY15 from \$58.2M in Q1 FY14 primarily due to the planned closure of our Alaska operations
- Adjusted EBITDAR increased 34.3% to \$22.9M in Q1 FY15 vs. \$17.0M in Q1 FY14 and adjusted EBITDAR margin increased to 39.7% vs. 29.2% in Q1 FY14, driven by a change in the contracted fleet mix and the reversal of bad debt expense

Outlook:

- Deepwater drilling activity continues to increase in GoM
- GoM restructuring success evidenced through awards of two additional LACE in the past six months
- Facility improvements are on schedule and on budget

FY15 adjusted EBITDAR margin expected to be ~ low-to-mid thirties



- Bristow operated bases
- Cougar operated bases

* Operating revenue and adjusted EBITDAR percentages exclude corporate and other

Australia (AUSBU)

- Australia contributed 11% of Bristow operating revenue and 8% of adjusted EBITDAR* in Q1 FY15
- Operating revenue increased by 21.7% to \$46.5M in Q1 FY15 from \$38.2M in Q1 FY14
- Adjusted EBITDAR increased 62.5% to \$11.0M in Q1 FY15 from \$6.7M in Q1 FY14 and adjusted EBITDAR margin increased to 23.7% in Q1 FY15 from 17.7% in Q1 FY14 due to the start of INPEX and other new contracts

Outlook:

- Business underpinned by longer term contracts, including contracts that have not commenced
- Additional ½ LACE to start in August 2015 under one year contract
- Continue to retire old technology LACE as part of our fleet plan

FY15 adjusted EBITDAR margin expected to be ~ low twenties



* Operating revenue and adjusted EBITDAR percentages exclude corporate and other

Other International (OIBU)

- Other International contributed 8% of Bristow operating revenue and 10% of adjusted EBITDAR* in Q1 FY15
- Operating revenue increased to \$35.5M in Q1 FY15 vs. \$32.9M in Q1 FY14 due to the start-up of a contract in Tanzania and increased activity in Trinidad
- Adjusted EBITDAR decreased to \$14.7M in Q1 FY15 vs. \$22.2M in Q1 FY14 and adjusted EBITDAR margin decreased to 41.4% in Q1 FY15 from 67.4% in Q1 FY14 primarily due to a decrease in earnings from unconsolidated affiliates and aircraft dry lease contracts ending in Malaysia
- Unconsolidated earnings from Líder decreased to \$4.4M in Q1 FY15 from \$8.6M in Q1 FY14

Outlook:

- New opportunities in Brazil, Ghana, Malta, Mozambique and Russia
- One LACE new contract for up to one year in Suriname/Guyana starting in Q1 FY16
- ½ LACE new contract in Trinidad for nine months that started in Q1 FY15

FY15 adjusted EBITDAR margin expected to be ~ low forties

* Operating revenue and adjusted EBITDAR percentages exclude corporate and other



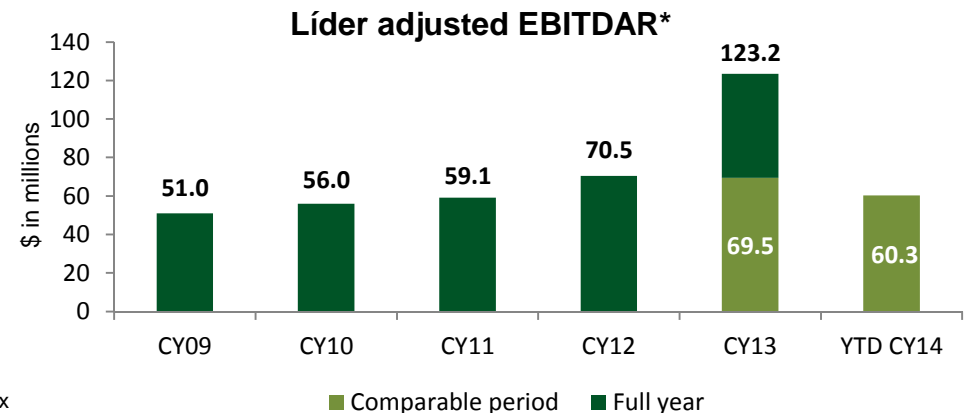
- Consolidated in OIBU
- Unconsolidated Affiliate

Líder update

- First half of CY14 adjusted EBITDAR decreased 13.2% year-over-year due to delayed contract start-ups and lower fixed wing sales
- Absolute BVA contribution to Bristow from Líder was \$3.6M* in Q1 FY15 (June 30, 2014)
- Adjusted debt to TTM adjusted EBITDAR increased to 3.1x as of June 30, 2014 from 2.8x as of September 30, 2013

Outlook:

- New contracts starting in CY14
- Petrobras is pressing ahead with changing its fleet mix to large aircraft



* Reconciliation of adjusted EBITDAR, leverage and BVA provided in the appendix

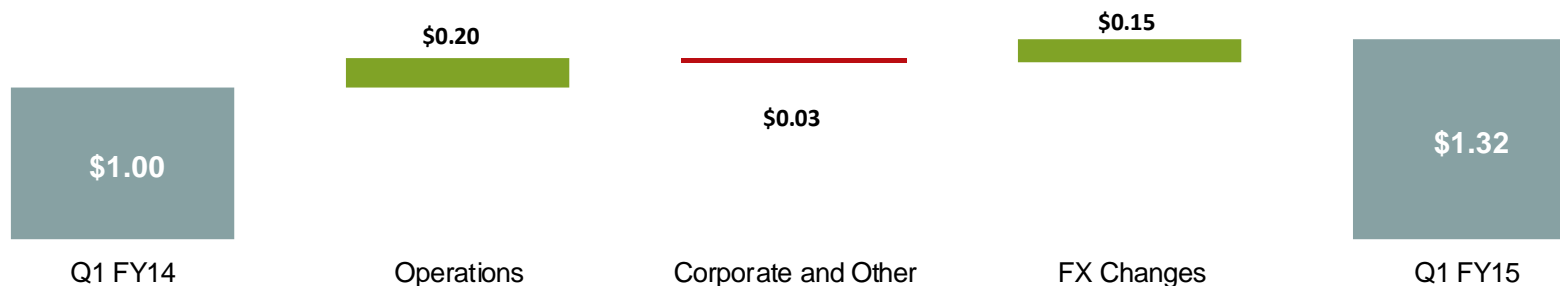
Financial discussion

John Briscoe, SVP and CFO

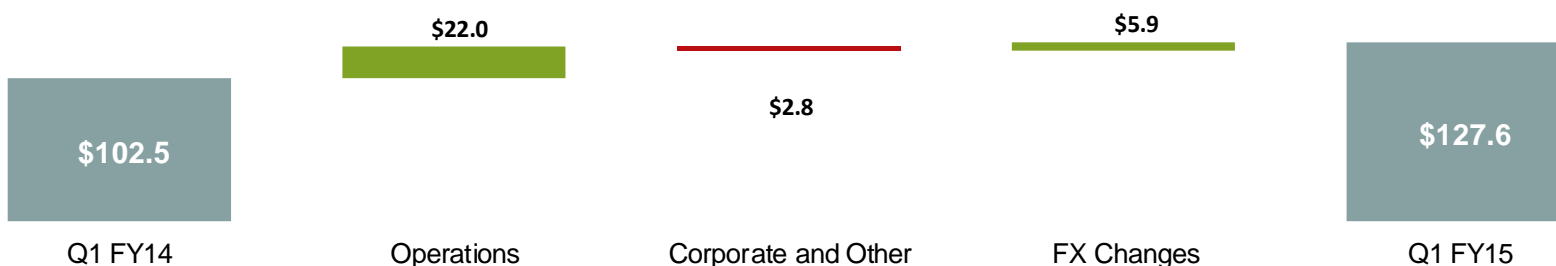
Financial highlights:

Adjusted EPS and adjusted EBITDAR summary year-over-year

Q1 FY14 to Q1 FY15 adjusted EPS bridge

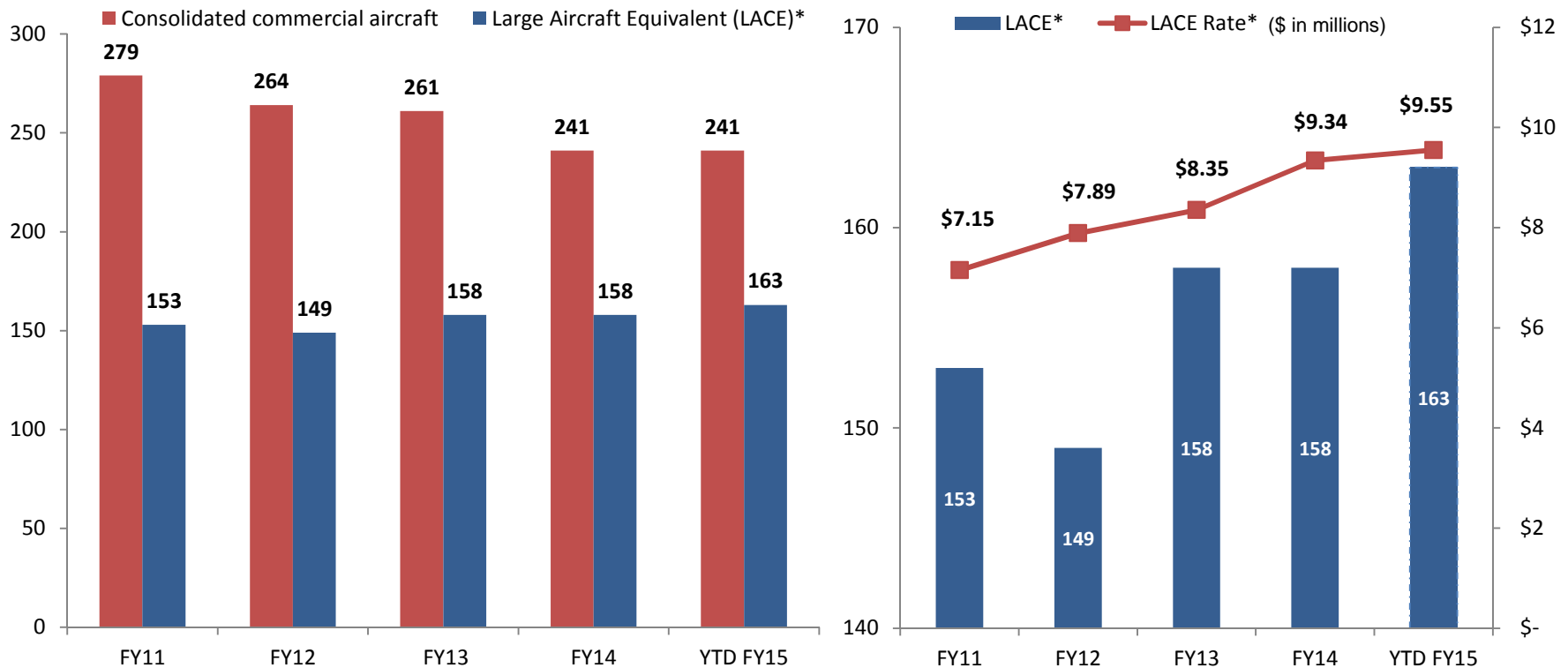


Q1 FY14 to Q1 FY15 adjusted EBITDAR bridge (in millions)



Note: Adjusted EPS and adjusted EBITDAR amounts exclude gains and losses on dispositions of assets and any special items during the period. See reconciliation of these items to GAAP in our earnings release for the quarter ended June 30, 2014.

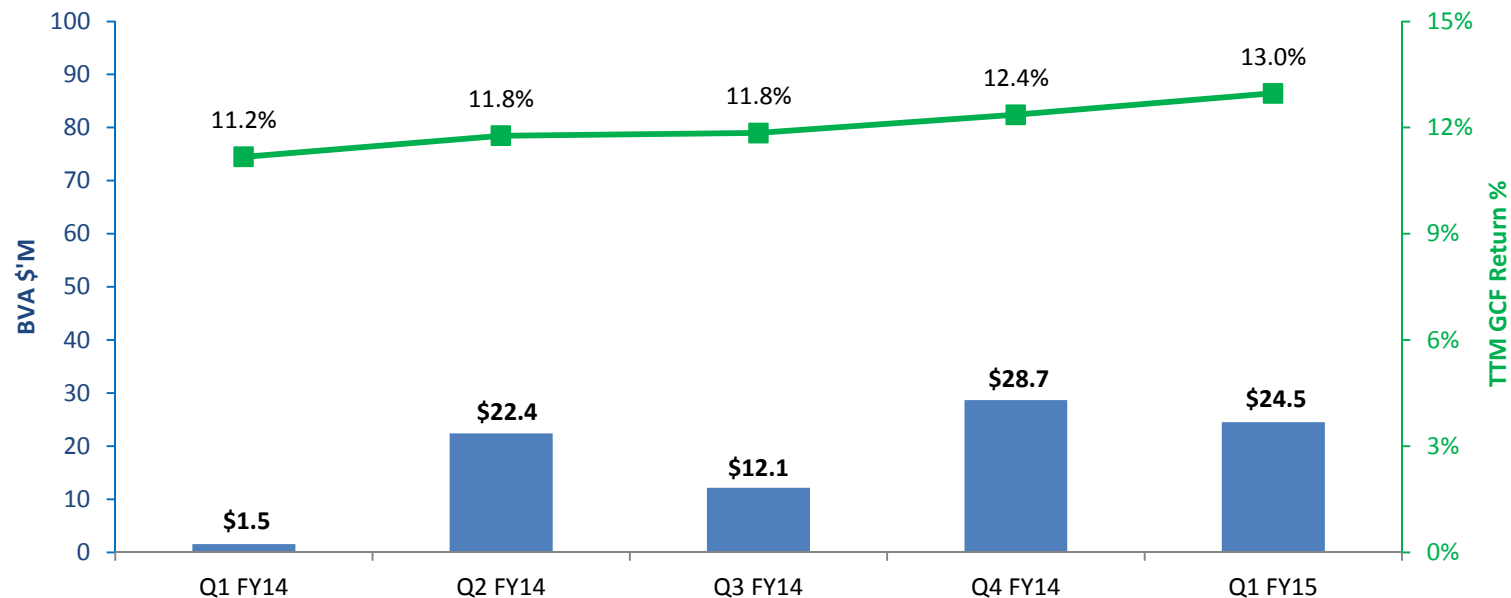
LACE and LACE rate continue to increase led by new technology aircraft and improved utilization/terms



FY15 average LACE guidance range reaffirmed at 161 - 167 and average LACE rate guidance range of \$9.50 - \$10.50 million

* See appendix hereto for more information on LACE and LACE rate. Consolidated commercial aircraft, LACE and LACE rate exclude Bristow Academy, affiliate aircraft, fixed wing aircraft, aircraft held for sale, aircraft construction in progress, and reimbursable revenue

Bristow Value Added (BVA) drives improving Gross Cash Flow (GCF) performance



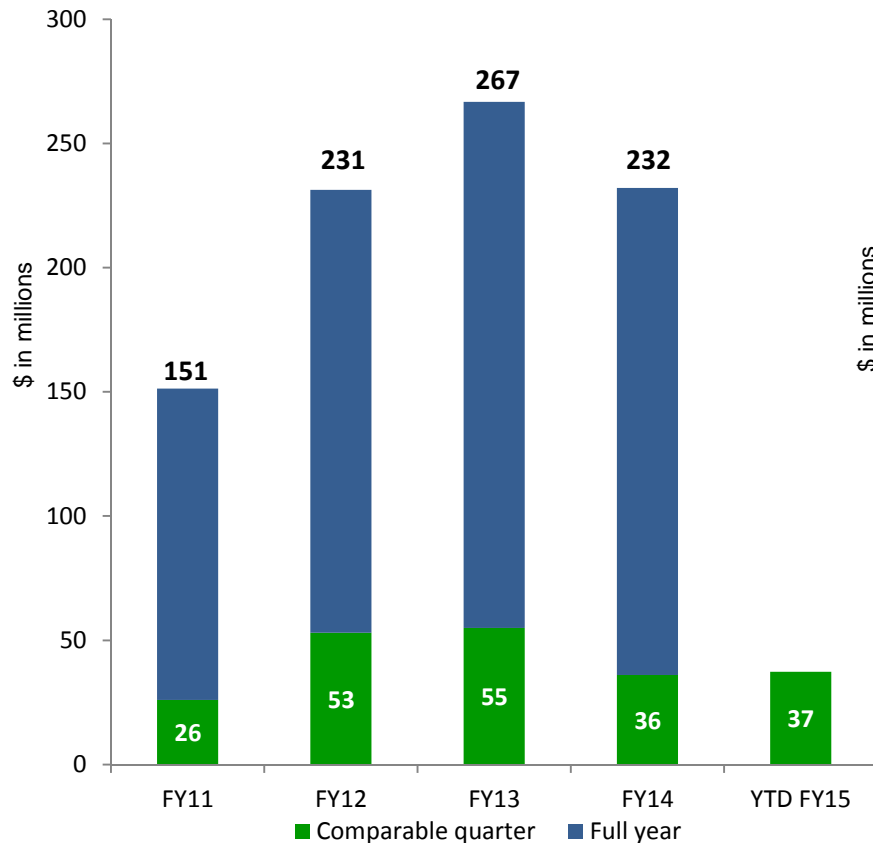
- Q1 FY15 absolute BVA is positive \$24.5M, \$23.0M increase from Q1 FY14
- Year-over-year change in BVA is driven by:
 - ✓ Excellent revenue growth
 - ✓ Margin improvement
 - ✓ Capital efficiency efforts
- EBU and NABU are key improved performers year-over-year

Note: BVA is computed by subtracting a capital charge (10.5%) for the use of gross invested capital from after tax operating cash flow.

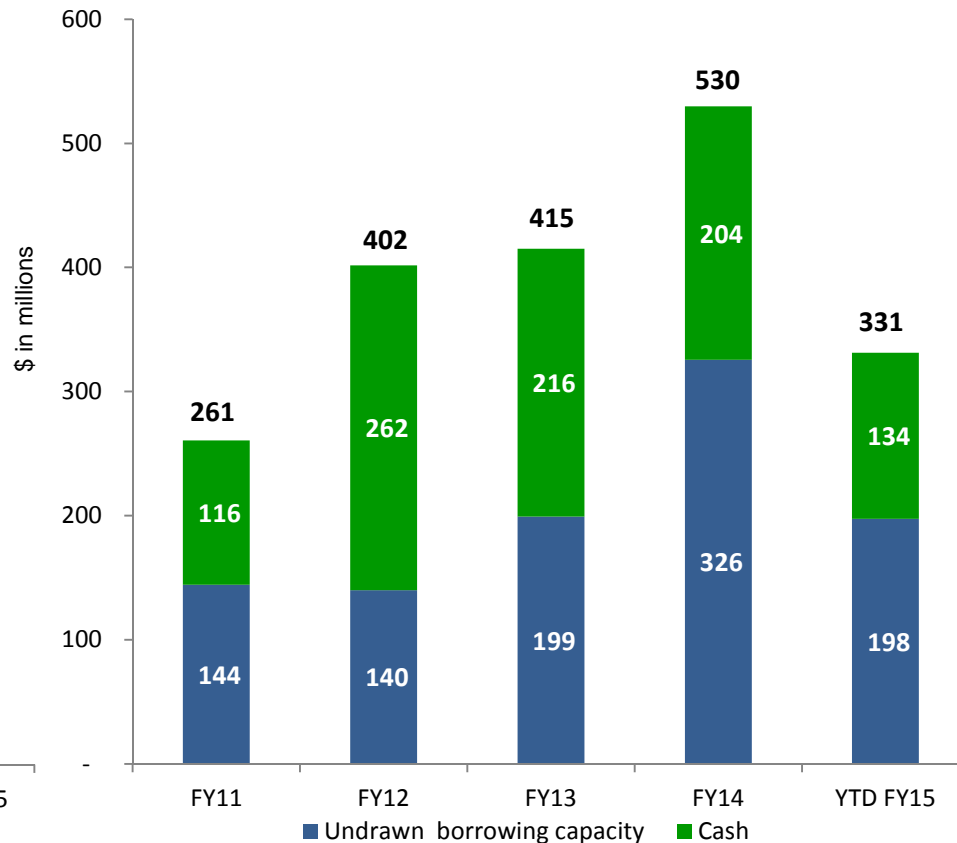
GCF Return % is based on trailing twelve months after tax operating cash flows (Gross Cash Flow) over average quarterly gross invested capital (Gross Operating Assets). Refer to the appendix for additional details.

Our progress on BVA yields stronger liquidity for growth, dividends and share repurchases . . .

Net cash provided by operating activities¹



Total liquidity²



1) See 10-Q for more information on cash flow provided by operating activities

2) At period end

... as we execute on our capital deployment strategy

Maintain a strong balance sheet for opportunities

- Repurchase debt opportunistically
- Improve cash flow and meet leverage targets

Focus on cash returns, cash margins and growth

- Q1 TTM gross cash flow returns 13% and trending up
- Target 10 to 15% annual adjusted EPS growth

Create an efficient capital structure

- Retire high cost debt
- Target leasing at 30-35% of LACE

Reinvest at rates above our cost of capital

- High reinvestment rates correlate to high TSR rates
- Reinvested over 100% in past 3 years – FY14 ~165%* before accretive M&A

Return cash to shareholders

- Target 20 to 30% dividend payout ratio of forward adjusted EPS
- Opportunistic share repurchases based on intrinsic value or fair value

FY15 guidance reaffirmed. . .

- FY15 adjusted EPS guidance range is reaffirmed at \$4.70 - \$5.20, excluding special items and aircraft sales. Other specific items include:**

FY15 guidance

Average LACE (Large AirCraft Equivalent)	~161 - 167
Average LACE Rate	~ \$9.50 - \$10.50M
G & A expense (all inclusive)	~ \$190 - \$200M
Depreciation expense	~ \$97 - \$102M

Interest expense	~ \$30 - \$35M
Rent expense (a/c only)	~\$137 - \$142M
Tax rate*	~ 21 - 25%
Adj. EPS guidance	\$4.70 - \$5.20

Long term adjusted EPS growth of 10 - 15% combined with a 20 - 30% dividend payout policy based on forward adjusted EPS reflects management's commitment to deliver a stable, growing and predictable total return for shareholders

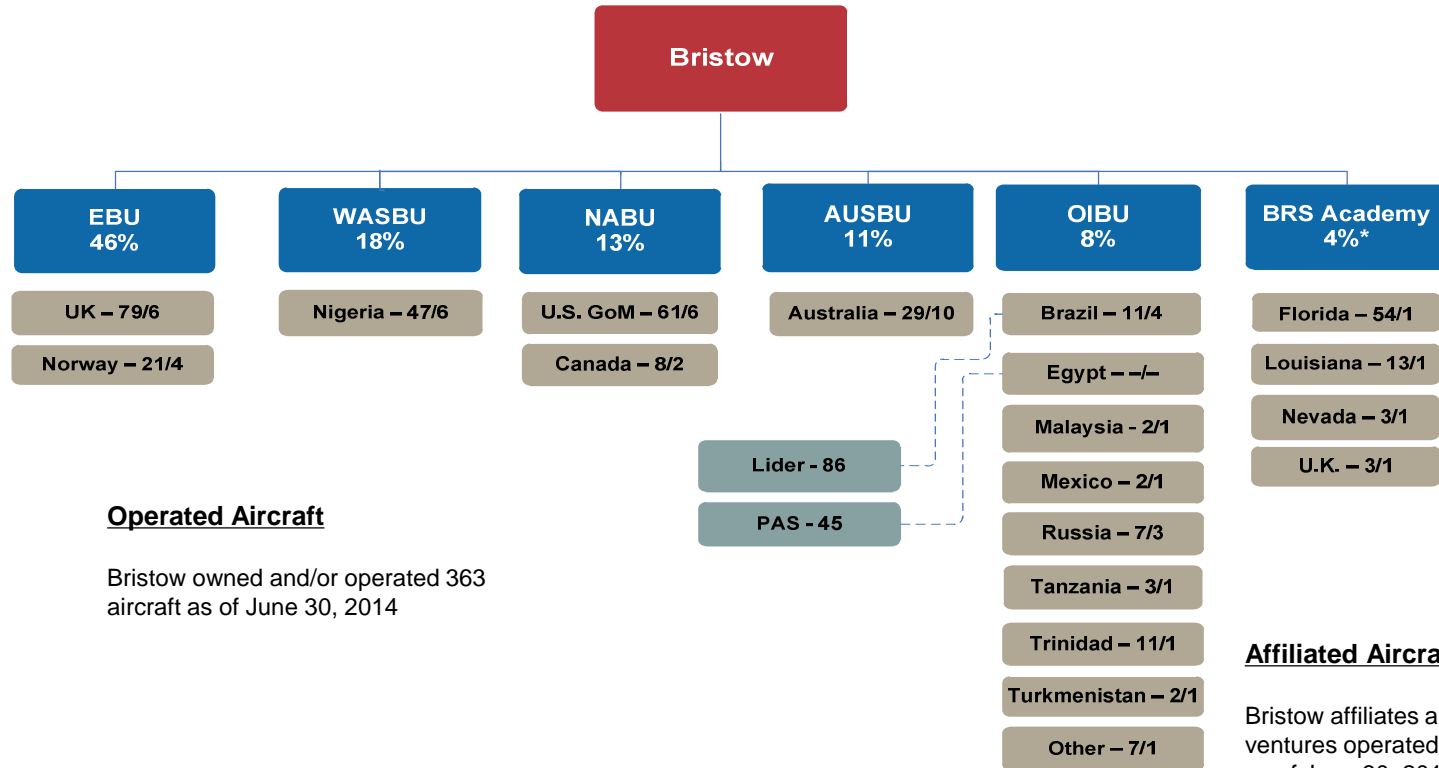
* Assuming FY15 revenue earned in same regions and same mix as in FY14

. . . as we continue to deliver strong results in FY15

- Bristow will continue to proactively participate in UK and industry-wide efforts to dramatically improve safety
- Demand for Bristow's exceptional services continues to be strong
- Strong BVA and operating cash flow performance continues
- UK SAR implementation and start-up are on schedule and on budget
- Bristow's fiscal year 2015 adjusted EPS guidance range reaffirmed at \$4.70 - \$5.20

Appendix

Organizational chart - as of June 30, 2014



Operated Aircraft

Bristow owned and/or operated 363 aircraft as of June 30, 2014

Affiliated Aircraft

Bristow affiliates and joint ventures operated 131 aircraft as of June 30, 2014

- Key**
- **Corporate**
 - **Business Unit** (% of FY15 operating revenue)
 - **Region** (# of aircraft / # of locations)
 - **Joint Venture** (# of aircraft)

* Includes corporate and other

Aircraft Fleet – medium and large as of June 30, 2014

Large capacity 16-25 passengers



Type	No. of PAX	Engine	Aircraft		Total	Ordered
			Consl	Unconsl		
Large Helicopters						
AS332 L Super Puma	18	Twin Turbine	18	-	18	-
AW189	16	Twin Turbine	2	-	2	15
EC175	16	Twin Turbine	-	-	-	5
EC225	19	Twin Turbine	22	-	22	2
Mil Mi 8	20	Twin Turbine	7	-	7	-
Sikorsky S-61	18	Twin Turbine	2	-	2	-
Sikorsky S-92	19	Twin Turbine	60	7	67	8
			<u>111</u>	<u>7</u>	<u>118</u>	<u>30</u>

LACE

105

Medium capacity 12-15 passengers



Type	No. of PAX	Engine	Aircraft		Total	Ordered
			Consl	Unconsl		
Medium Helicopters						
AW139	12	Twin Turbine	18	2	20	-
Bell 212	12	Twin Turbine	-	14	14	-
Bell 412	13	Twin Turbine	25	19	44	-
EC155	13	Twin Turbine	1	-	1	-
Sikorsky S-76A/A++	12	Twin Turbine	3	5	8	-
Sikorsky S-76C/C++	12	Twin Turbine	51	34	85	-
Sikorsky S-76D	12	Twin Turbine	3	-	3	7
			<u>101</u>	<u>74</u>	<u>175</u>	<u>7</u>

LACE

48

- Next Generation Aircraft
- Mature Aircraft

Fair market value of our owned fleet is ~\$2.2 billion and leased fleet is ~\$900 million

Aircraft Fleet – small, training and fixed as of June 30, 2014 (continued)

Aircraft

Small capacity 4-7 passengers



Type

Small Helicopters

Agusta A109
 AS 350BB
 Bell 206B
 Bell 206 L Series
 Bell 407
 BK-117
 EC135

No. of PAX

Engine

Consl

Unconsl

Total

Ordered

6	Twin Turbine	-	1	1	-
4	Turbine	-	2	2	-
4	Turbine	1	2	3	-
6	Turbine	5	6	11	-
6	Turbine	35	-	35	-
7	Twin Turbine	2	-	2	-
7	Twin Turbine	2	3	5	-
		<u>45</u>	<u>14</u>	<u>59</u>	<u>-</u>

LACE

Training Helicopters

Agusta A109
 AS 355
 Bell 206B
 Robinson R22
 Robinson R44
 Sikorsky 300CB/CBi
 Fixed Wing

11

Training capacity 2-6 passengers



6	Twin Turbine	1	-	1	-
5	Twin turbine	2	-	2	-
4	Turbine	12	-	12	-
2	Piston	7	-	7	-
4	Piston	8	-	8	-
2	Piston	42	-	42	-
		1	-	1	-
		<u>73</u>	<u>-</u>	<u>73</u>	<u>-</u>

■ Next Generation Aircraft

■ Mature Aircraft

Fixed Wing

33 36 69 -

Total

363 131 494 37

TOTAL LACE (Large Aircraft Equivalent)*

163

* LACE does not include held for sale, training helicopters and fixed wing

Operating lease strategy: lowering the cost *and* amount of capital needed to grow

Leased aircraft as of June 30, 2014

	Small	Medium	Large	Total	Leased LACE	Total LACE	% Leased
EBU	-	1	20	21	21	61	34%
WASBU	-	1	1	2	2	23	7%
NABU	1	13	4	18	11	33	33%
AUSBU	2	2	4	8	6	23	24%
OIBU	-	-	-	-	-	25	-
Total	3	17	29	49	38	163	23%*

- **Of the 91 aircraft currently leased in our fleet, 49 are commercial (38 LACE), 29 are training and 13 fixed wing**
- **38 LACE aircraft represent approximately 23% of our commercial fleet**
- **Our goal is for commercial fleet operating leases to account for approximately 30-35% of our LACE**

* The percentage of LACE leased is calculated by taking the total LACE for leased aircraft divided by the total LACE for all aircraft we operate, including both owned and leased aircraft. See 10-Q Note 5 "Commitments and Contingencies" for more information provided on operating leases.

Consolidated fleet changes and aircraft sales for Q1 FY15

Fleet changes

	Q1 FY15
Fleet Count Beginning	363
Delivered	
Large	6
Medium	3
Total Delivered	9
Removed	
Sales	(4)
Other*	(5)
Total Removed	(9)
	<u>363</u>

* Includes writeoffs, lease returns and commencements

	# of a/c Sold	Cash received*
Q1 FY15	4	\$ 4.7
Total	<u>4</u>	<u>\$ 4.7</u>

* Amounts stated in millions

Held for sale aircraft in consolidated fleet

	Small	Medium	Large	Training	Total
EBU	-	-	5	-	5
WASBU	-	2	-	-	2
NABU	-	-	-	-	-
AUSBU	-	-	1	-	1
OIBU	2	4	-	-	6
Academy	-	-	-	1	1
Total	<u>2</u>	<u>6</u>	<u>6</u>	<u>1</u>	<u>15</u>

Leased aircraft in consolidated fleet

	Small	Medium	Large	Training	Fixed wing	Total
EBU	-	1	20	-	13	34
WASBU	-	1	1	-	-	2
NABU	1	13	4	-	-	18
AUSBU	2	2	4	-	-	8
OIBU	-	-	-	-	-	-
Academy	-	-	-	29	-	29
Total	<u>3</u>	<u>17</u>	<u>29</u>	<u>29</u>	<u>13</u>	<u>91</u>

See 10-Q Note 5 "Commitments and Contingencies" for more information provided on operating leases

Operating revenue, LACE and LACE rate by BU

Operating Revenue, LACE, and LACE Rate by BU as of June 30, 2014

	Op revenue ¹	LACE	LACE Rate ^{2,3}
EBU	\$162	61	\$10.60
WASBU	80	23	14.21
NABU	58	33	7.02
AUSBU	47	23	8.27
OIBU	36	25	5.80
Total	\$390 ⁴	163	\$9.55

1) \$ in millions

2) LACE rate is annualized

3) \$ in millions per LACE

4) Excludes Bristow Academy and Eastern Airways

Historical LACE by BU

LACE

	FY10				FY11				FY12			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
EBU	45	45	45	42	42	43	48	46	44	46	46	45
WASBU	23	23	24	25	24	24	21	22	23	22	22	22
NABU	39	36	36	36	39	35	34	29	30	29	30	30
AUSBU	20	20	22	22	20	23	24	20	19	20	20	19
OIBU	36	34	34	35	33	33	33	38	39	38	38	34
Consolidated	163	158	161	160	157	158	159	154	154	154	155	149

	FY13				FY14				FY15
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1
EBU	47	45	51	55	57	59	59	56	61
WASBU	22	22	20	21	21	21	22	23	23
NABU	30	31	39	37	37	33	34	34	33
AUSBU	18	17	17	19	19	19	20	22	23
OIBU	32	28	27	27	27	28	28	24	25
Consolidated	147	142	154	158	161	160	162	158	163

Historical LACE rate by BU

	LACE Rate ^{1,2}											
	FY10				FY11				FY12			
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4
EBU	\$8.36	\$8.28	\$8.40	\$8.76	\$8.20	\$8.50	\$7.90	\$8.40	\$9.80	\$9.60	\$9.63	\$10.09
WASBU	9.08	8.81	8.66	8.34	9.70	9.40	10.70	9.90	9.10	10.30	11.17	11.46
NABU	5.05	5.44	5.26	5.23	5.40	6.10	6.00	6.60	5.80	6.30	5.89	5.79
AUSBU	5.38	5.56	5.59	5.67	6.80	6.00	6.00	7.50	8.60	7.10	6.96	7.78
OIBU	3.66	4.09	4.06	3.78	3.90	4.10	4.40	3.90	3.50	3.70	3.78	4.22
Consolidated	\$6.31	\$6.52	\$6.49	\$6.45	\$6.70	\$6.90	\$6.90	\$7.10	\$7.30	\$7.40	\$7.43	\$7.89

	FY13				FY14				FY15
	Q1	Q2	Q3	Q4	Q1	Q2	Q3	Q4	Q1
EBU	\$10.60	\$11.03	\$9.74	\$9.13	\$9.63	\$9.95	\$10.30	\$10.84	\$10.60
WASBU	12.35	12.24	13.71	13.28	14.26	14.62	14.17	13.99	14.21
NABU	7.05	7.11	5.84	6.12	6.34	7.13	6.75	6.84	7.02
AUSBU	8.48	9.29	9.55	8.58	8.04	7.74	7.21	6.76	8.27
OIBU	4.22	4.62	4.76	4.94	4.97	4.73	4.58	5.57	5.80
Consolidated	\$8.55	\$8.95	\$8.49	\$8.35	\$8.78	\$9.07	\$8.97	\$9.34	\$9.55

1) \$ in millions

2) LACE rate is annualized

Order and options book as of June 30, 2014

ORDER BOOK¹

#	Class	Delivery Date	Location	Contracted
1	Large	September 2014	EBU	
2	<i>Large</i>	<i>September 2014</i>	<i>EBU</i>	<i>1 of 2^{2, 3}</i>
1	Large	September 2014	AUSBU	1 of 1
1	Large	September 2014	NABU	1 of 1
1	<i>Large</i>	<i>December 2014</i>	<i>NABU</i>	<i>1 of 1</i>
1	Medium	December 2014	NABU	
6	Medium	December 2014	WASBU	
2	Large	March 2015	EBU	
1	Large	June 2015	EBU	
1	Large	September 2015	NABU	1 of 1
1	Large	September 2015	EBU ⁴	
1	Large	September 2015	EBU ⁴	
1	Large	December 2015	NABU	
1	Large	December 2015	AUSBU	1 of 1 ⁴
1	Large	December 2015	AUSBU	
1	Large	December 2015	OIBU	
1	Large	March 2016	NABU	
1	Large	March 2016	EBU	
2	Large	June 2016	NABU	
1	Large	June 2016	EBU	
1	Large	September 2016	NABU	
29				6 of 29

OPTIONS BOOK

#	Class	Delivery Date
1	Large	September 2015
1	Medium	September 2015
1	Large	December 2015
2	Medium	December 2015
2	Large	March 2016
3	Medium	March 2016
3	Large	June 2016
3	Medium	June 2016
3	Large	September 2016
2	Medium	September 2016
5	Large	December 2016
1	Medium	December 2016
3	Large	March 2017
1	Medium	March 2017
4	Large	June 2017
1	Medium	June 2017
3	Large	September 2017
1	Medium	September 2017
4	Large	December 2017
3	Medium	December 2017
1	Large	March 2018
2	Medium	March 2018
1	Large	June 2018
51		

1) Five large aircraft on order and seven large aircraft on option are subject to the successful development and certification of the aircraft

2) The aircraft that are indicated in grey italic will be leased upon delivery

3) One aircraft is LIM SAR configured

4) SAR configured

Order and options book as of June 30, 2014 (continued)

UK SAR CONFIGURED ORDER BOOK

Helicopter				
#	Class	Delivery Date	Location	Contracted
1	<i>Large</i>	<i>September 2014</i>	<i>EBU</i>	<i>1 of 1</i>
1	Large	September 2014	EBU	1 of 1
2	<i>Large</i>	<i>December 2014</i>	<i>EBU</i>	<i>2 of 2</i>
2	Large	December 2014	EBU	2 of 2
2	<i>Large</i>	<i>March 2015</i>	<i>EBU</i>	<i>2 of 2</i>
2	Large	March 2015	EBU	2 of 2
2	Large	June 2015	EBU	2 of 2
2	<i>Large</i>	<i>September 2015</i>	<i>EBU</i>	<i>2 of 2</i>
2	Large	September 2015	EBU	2 of 2
2	Large	December 2015	EBU	2 of 2
18				18 of 18

The aircraft that are indicated in grey italic will be leased upon delivery

Adjusted EBITDAR margin* trend

	FY12					FY13				
	Q1	Q2	Q3	Q4	Full Year	Q1	Q2	Q3	Q4	Full Year
EBU	33.0%	31.4%	30.7%	36.1%	32.9%	32.2%	34.6%	39.5%	38.3%	36.2%
WASBU	29.5%	35.5%	37.2%	36.6%	35.0%	31.9%	26.5%	35.0%	31.8%	31.5%
NABU	14.3%	20.6%	14.8%	19.4%	17.3%	23.2%	20.7%	29.1%	29.5%	25.7%
AUSBU	20.2%	14.4%	23.5%	35.6%	24.3%	27.0%	28.0%	27.3%	26.0%	27.1%
OIBU	48.1%	19.1%	47.8%	42.9%	39.5%	36.2%	44.2%	55.7%	51.6%	46.6%
Consolidated	23.4%	24.0%	27.6%	31.2%	26.6%	26.3%	26.1%	31.5%	29.4%	28.3%

	FY14					FY15
	Q1	Q2	Q3	Q4	Full Year	Q1
EBU	30.3%	35.3%	35.3%	37.3%	34.7%	34.1%
WASBU	31.3%	30.4%	33.5%	33.2%	32.1%	25.6%
NABU	29.2%	31.0%	33.1%	35.4%	32.1%	39.7%
AUSBU	17.7%	21.0%	15.0%	24.0%	19.6%	23.7%
OIBU	67.4%	39.3%	33.2%	53.3%	47.7%	41.4%
Consolidated	28.5%	28.7%	27.0%	30.4%	28.6%	29.2%

* Adjusted EBITDAR excludes special items and asset dispositions and margin is calculated by taking adjusted EBITDAR divided by operating revenue

Adjusted EBITDAR* reconciliation

(\$ in millions)	Fiscal year ended,									
	3/31/2012					3/31/2013				
	Q1	Q2	Q3	Q4	Full Year	Q1	Q2	Q3	Q4	Full Year
Net income	\$21.2	\$3.0	\$26.5	\$14.6	\$65.2	\$24.2	\$30.4	\$36.7	\$40.4	\$131.7
Income tax expense	6.6	-1.9	7.1	2.4	14.2	6.2	8.3	7.8	12.7	35.0
Interest expense	9.0	9.5	9.8	10.0	38.1	8.8	8.6	14.7	10.3	42.4
Gain on disposal of assets	-1.4	1.6	2.9	28.6	31.7	5.3	1.3	-7.4	-7.2	-8.1
Depreciation and amortization	22.7	25.4	22.7	25.3	96.1	21.4	23.3	24.9	26.7	96.3
Special items	0.0	24.6	0.0	3.4	28.1	2.2	-2.3	14.9	1.9	16.2
Adjusted EBITDA Subtotal	58.1	62.1	68.9	84.3	273.4	68.0	69.6	91.6	84.8	313.5
Rental expense	9.0	9.1	12.8	15.1	46.0	16.3	15.3	17.6	18.3	67.4
Adjusted EBITDAR	\$67.0	\$71.2	\$81.8	\$99.5	\$319.5	\$84.3	\$84.9	\$109.2	\$103.0	\$381.0

(\$ in millions)	Fiscal year ended,					Fiscal year
	3/31/2014					3/31/2015
	Q1	Q2	Q3	Q4	Full Year	Q1
Net income	\$26.9	\$109.9	\$19.0	\$32.0	\$187.8	\$45.0
Income tax expense	7.6	41.1	2.9	5.5	57.2	11.8
Interest expense	20.4	9.1	7.3	8.2	44.9	7.4
Gain on disposal of assets	1.7	3.1	-4.0	-0.1	0.7	-0.6
Depreciation and amortization	22.8	23.9	23.7	25.6	96.0	25.3
Special items	0.0	-101.8	23.5	20.5	-58.7	5.6
Adjusted EBITDA Subtotal	79.4	85.2	72.4	91.8	327.9	94.5
Rental expense	23.1	23.3	28.3	31.1	105.8	33.1
Adjusted EBITDAR	\$102.5	\$108.5	\$100.7	\$122.9	\$433.7	\$127.6

* Adjusted EBITDAR excludes special items and asset dispositions

Bristow Value Added (BVA)

Sample calculation for Q1 FY15 and Q1 FY14

Bristow Value Added = Gross Cash Flow – (Gross Operating Assets X Capital Charge)

$$\text{BVA} = \text{GCF} - (\text{GOA} \times 10.5\%^{**})$$

Bristow Value Added calculation for Q1 FY15

$$\text{\$24.5} = \text{\$121.2}^* - (\text{\$3,683}^* \times 2.625\%^{**})$$

Bristow Value Added calculation for Q1 FY14

$$\text{\$1.5} = \text{\$90.6}^* - (\text{\$3,394}^* \times 2.625\%^{**})$$

* Reconciliation for these items follows right after this slide

** Quarterly capital charge of 2.625% is based on annual capital charge of 10.5%

Bristow gross cash flow reconciliation

(in millions)

Gross cash flow reconciliation	Q1 FY14	Q1 FY15
Net Income	\$26.9	\$44.1
Depreciation and amortization	22.8	25.3
Interest expense	20.4	7.4
Interest income	(0.1)	(0.2)
Rent	23.1	33.1
Other income/expense-net	1.4	1.2
Gain/loss on asset sale	1.7	(0.6)
Special items	0.0	4.7
Tax effect from special items	(3.2)	(1.1)
Earnings (losses) from unconsolidated affiliates, net	(14.0)	(4.3)
Non-controlling interests	0.0	0.9
Gross cash flow (before Líder)	\$79.0	\$110.5
Gross cashflow -Líder proportional	11.6	10.7
Gross cash flow after Líder	\$90.6	\$121.2

Bristow adjusted gross operating assets reconciliation

(in millions)

Adjusted gross operating assets reconciliation	Q1 FY14	Q1 FY15
Total assets	\$3,058	\$3,541
Accumulated depreciation	507	536
Capitalized operating leases	315	423
Cash and cash equivalents	(160)	(134)
Investment in unconsolidated entities	(277)	(266)
Goodwill	(29)	(58)
Intangibles	(3)	(18)
Assets held for sale: net	(14)	(30)
Assets held for sale: gross	33	74
Adj. for gains and losses on assets sales	84	(12)
Accounts Payable	(73)	(102)
Accrued maintenance and repairs	(16)	(18)
Other accrued taxes	(8)	(8)
Accrued wages, benefits and related taxes	(48)	(68)
Other accrued liabilities	(20)	(222)
Income taxes payable	(7)	(0)
Deferred revenue	(24)	(30)
ST deferred taxes	(4)	(14)
LT deferred taxes	(160)	(179)
Adjusted gross operating assets before Líder	\$3,156	\$3,414
Adjusted gross operating assets-Líder proportional	237	269
Adjusted gross operating assets after Líder	\$3,394	\$3,683

Líder Bristow Value Added (BVA)

Sample calculation for Q1 FY15 and Q1 FY14

Bristow Value Added = Gross Cash Flow – (Gross Operating Assets X Capital Charge)

$$\text{BVA} = \text{GCF} - (\text{GOA} \times 10.5\%^{**})$$

Bristow Value Added calculation for Q1 FY15

$$\text{\$3.6} = \text{\$10.7}^* - (\text{\$269}^* \times 2.625\%^{**})$$

Bristow Value Added calculation for Q1 FY14

$$\text{\$5.3} = \text{\$11.6}^* - (\text{\$237}^* \times 2.625\%^{**})$$

* Reconciliation for these items follows right after this slide

** Quarterly capital charge of 2.625% is based on annual capital charge of 10.5%

Líder gross cash flow reconciliation

(\$ in millions)

	Q1 FY14	Q1 FY15
Gross cash flow reconciliation		
Net income (loss)	\$ 16.6	\$ 12.5
Depreciation and amortization	4.3	3.4
Rent	6.4	7.4
Interest expense	3.8	3.7
Interest income	(1.7)	(1.5)
FX (gains) losses	0.1	1.1
Other income/expense-net	(0.1)	(0.2)
Earnings of discontinued operations	0.0	0.0
Gain/loss on asset sale	0.0	0.0
Special adjustment- remove Líder tax per income stmt.	2.5	2.3
Tax effect from special items	0.0	0.0
Earnings (losses) from unconsolidated affiliates, net	0.3	0.0
Non-controlling interests	(0.5)	(0.5)
Gross cash flow	31.6	28.4
Special item outside of Líder- add Bristow tax calc.	(4.3)	(3.3)
Gross cash flow	27.4	25.1
42.5% Líder proportional consolidation - GCF	\$ 11.6	\$ 10.7

Líder adjusted gross operating assets reconciliation

(\$ in millions)

Adjusted gross operating assets reconciliation	Q1 FY14	Q1 FY15
Total assets	\$ 594	\$ 623
Cash and cash equivalents	(87)	(76)
Accumulated depreciation	77	80
Capitalized operating leases	127	149
Assets from discontinued operations	0	0
Investments and escrow deposits	(33)	(44)
Goodwill	0	0
Prepaid pension cost	0	0
Intangibles	(6)	(6)
Intangibles, amortization	4	4
Other, non operating assets	(3)	(17)
Assets held for sale: net	0	0
Assets held for sale: gross	0	0
Adj. for gains and losses on assets sales	0	0
Accounts payable	(35)	(35)
Other payables	(4)	(3)
Other accrued taxes	(1)	(6)
Accrued wages, benefits and related taxes	(20)	(21)
Income taxes payable	(5)	(4)
Deferred revenue	(17)	(10)
ST deferred taxes	0	0
LT deferred taxes	(35)	0
Adjusted gross operating assets	559	633
42.5 % Líder proportional consolidation GOA	\$ 237	\$ 269

Líder's adjusted EBITDAR* reconciliation

(\$ in millions)	Q3 CY13	Q4 CY13	Q1 CY14	Q2 CY14
Gross revenue	\$ 116.8	\$ 119.3	\$ 121.2	\$ 113.7
(-) Revenue deductions	(6.6)	(7.6)	(5.9)	(7.3)
Net operating revenue	110.2	111.3	115.3	106.4
(-) Cost of products and services	(84.2)	(87.0)	(90.8)	(79.5)
Gross profit	26.0	24.6	24.5	26.9
(-) Selling and administrative expenses	(10.3)	(9.6)	(7.0)	(7.5)
(+) Equity income of associates	0.4	(0.0)	0.5	0.8
(+) Other operating income/expenses	1.2	0.7	0.2	0.2
Operating result	17.3	15.7	18.3	20.4
(+) Depreciation and amortization - cost	3.4	3.2	3.2	3.3
(+) Depreciation and amortization - expenses	0.2	0.2	0.2	0.2
EBITDA	21.0	19.2	21.6	23.9
Leasing costs	6.5	7.3	7.4	7.3
Adjusted EBITDAR	\$ 27.4	\$ 26.4	\$ 29.1	\$ 31.2

* Adjusted EBITDAR excludes special items and asset dispositions

GAAP reconciliation

	Three Months Ended June 30,	
	2014	2013
	(In thousands, except per share amounts)	
Adjusted operating income.....	\$ 69,304	\$ 57,840
Gain (loss) on disposal of assets.....	610	(1,721)
Special items ⁽ⁱ⁾	(4,722)	—
Operating income.....	<u>\$ 65,192</u>	<u>\$ 56,119</u>
Adjusted EBITDAR.....	\$ 127,623	\$ 102,473
Gain (loss) on disposal of assets.....	610	(1,721)
Special items ⁽ⁱ⁾	(5,594)	—
Depreciation and amortization.....	(25,334)	(22,819)
Rent expense.....	(33,116)	(23,061)
Interest expense.....	(7,363)	(20,370)
Provision for income taxes.....	(11,823)	(7,590)
Net income.....	<u>\$ 45,003</u>	<u>\$ 26,912</u>
Adjusted net income.....	\$ 47,369	\$ 36,504
Gain (loss) on disposal of assets ⁽ⁱⁱ⁾	483	(1,342)
Special items ^{(i) (ii)}	(3,743)	(8,276)
Net income attributable to Bristow Group.....	<u>\$ 44,109</u>	<u>\$ 26,886</u>
Adjusted diluted earnings per share.....	\$ 1.32	\$ 1.00
Gain (loss) on disposal of assets ⁽ⁱⁱ⁾	0.01	(0.04)
Special items ^{(i) (ii)}	(0.10)	(0.23)
Diluted earnings per share.....	1.23	0.74

(i) See information about special items in 10-Q or earnings release for Q1 FY15

(ii) These amounts are presented after applying the appropriate tax effect to each item and dividing by the weighted average shares outstanding during the related period to calculate the earnings per share impact

Bristow leverage reconciliation

	(a)		(b)		(c) = (a) + (b)		(a) / (c)
(in millions)							
As of June 30, 2014	\$ 955.1		\$ 1,783.4		\$ 2,738.5		34.9%
Adjust for:							
Unfunded Pension Liability	82.4				82.4		
NPV of Lease Obligations	391.3				391.3		
Letters of credit	2.2				2.2		
Adjusted	\$ 1,431.0	(d)	\$ 1,783.4		\$ 3,214.4		44.5%

Calculation of debt to adjusted EBITDAR multiple

<u>TTM Adjusted EBITDAR*:</u>		
FY 2015	\$ 458.8	(e)
	= (d) / (e)	3.1:1

*Adjusted EBITDAR excludes gains and losses on dispositions of assets

Líder leverage reconciliation

(in millions)	Sep-13	Jun-14
Total book debt	\$ 279	\$ 290
NPV of leases	75	59
Total adjusted debt	354.0	348.6
TTM adjusted EBITDAR	\$ 124.6	\$ 114.0
Adjusted debt / TTM adj. EBITDAR	2.8x	3.1x

Contact us



Bristow Group Inc. (NYSE: BRS)
2103 City West Blvd., 4th Floor
Houston, Texas 77042
t 713.267.7600
f 713.267.7620
bristowgroup.com

