



**Companies House**  
— for the record —

**AR01** (ef)

**Annual Return**



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*Company Name:* **BRISTOW AVIATION HOLDINGS LIMITED**

*Company Number:* **03234500**

*Date of this return:* **27/07/2010**

*SIC codes:* **6220**

*Company Type:* **Private company limited by shares**

*Situation of Registered Office:* **REDHILL AERODROME  
KINGS MILL LANE  
REDHILL  
RH1 5JZ**

**Officers of the company**

## *Company Secretary 1*

*Type:* **Person**  
*Full forename(s):* **ANDREW**

*Surname:* **MAGOWAN**

*Former names:*

*Service Address:* **TOP FLAT  
34 EDITH ROAD  
LONDON  
W14 9BB**

*Company Director*    ***I***

*Type:*                                **Person**  
*Full forename(s):*                **MR RICHARD DAVID**

*Surname:*                            **BURMAN**

*Former names:*

*Service Address:*                **8 MORAY PLACE  
ABERDEEN  
ABERDEENSHIRE  
AB15 4AF**

*Country/State Usually Resident:*    **UNITED KINGDOM**

*Date of Birth:*    **02/04/1953**                                *Nationality:*    **BRITISH**  
*Occupation:*    **MANAGING DIRECTOR**

*Company Director* 2

*Type:* **Person**  
*Full forename(s):* **MR WILLIAM EDMONDS**

*Surname:* **CHILES**

*Former names:*

*Service Address:* **5096 FIELDWOOD DRIVE  
HOUSTON  
TEXAS 77056  
USA**

*Country/State Usually Resident:* **USA**

*Date of Birth:* **14/10/1948** *Nationality:* **AMERICAN**

*Occupation:* **COMPANY DIRECTOR**

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*Company Director*    **3**

*Type:*                                **Person**  
*Full forename(s):*                **MR JOHN MICHAEL**

*Surname:*                            **MAY**

*Former names:*

*Service Address:*                **HILL HOUSE ARKESDON  
SAFFRON WALDEN  
ESSEX  
CB11 4EX**

*Country/State Usually Resident:*    **UNITED KINGDOM**

*Date of Birth:*    **08/08/1955**                                *Nationality:*    **BRITISH**  
*Occupation:*    **COMPANY DIRECTOR**

*Company Director* 4

*Type:* **Person**  
*Full forename(s):* **MR WILLIAM PENFOLD**

*Surname:* **WYATT**

*Former names:*

*Service Address:* **BLEAK HOUSE 14 THE HOLLOW  
KNOSSINGTON  
OAKHAM  
LEICESTERSHIRE  
LE15 8LR**

*Country/State Usually Resident:* **UNITED KINGDOM**

*Date of Birth:* **21/05/1968** *Nationality:* **BRITISH**  
*Occupation:* **COMPANY DIRECTOR**

## Statement of Capital (Share Capital)

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<b>Class of shares</b>	<b>DEFERRED</b>	<i>Number allotted</i>	<b>8000000</b>
		<i>Aggregate nominal value</i>	<b>8000000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>0</b>

### *Prescribed particulars*

**CAPITAL - ON A RETURN OF ASSETS ON LIQUIDATION OR OTHERWISE, THE ASSETS OF THE COMPANY AVAILABLE FOR DISTRIBUTION AMONG THE MEMBERS SHALL BE APPLIED FIRST IN PAYING TO THE HOLDERS OF THE SHARES AND THE DEFERRED SHARES A SUM EQUAL TO THE NOMINAL AMOUNT OF EACH SHARE OR DEFERRED SHARE HELD BY THEM AND SECONDLY THE BALANCE OF SUCH ASSETS (IF ANY) SHALL BE DISTRIBUTED AMONGST THE HOLDERS OF THE SHARES, PRO RATA (AS NEARLY AS MAY BE) ACCORDING TO THE NOMINAL AMOUNTS PAID UP OR CREDITED AS PAID UP ON THE SHARES HELD BY THEM RESPECTIVELY. INCOME - THE DEFERRED SHARES CARRY NO RIGHT TO ANY SHRE IN THE INCOME OR PROFITS OF THE COMPANY BY WAY OF DIVIDEND, COUPON, INTEREST OR OTHERWISE. VOTING - THE DEFERRED SHARES CARRY NO RIGHT TO RECEIVE NOTICE OF, TO BE PRESENT AT, TO SPEAK AT OR TO VOT AT ANY GENERAL MEETING OF THE COMPANY (OR BY WRITTEN RESOLUTION) EITHER IN PERSON OR BY PROXY OR OTHERWISE. ISSUE OF SHARES - ANY SHARES IN THE CAPITAL OF THE COMPANY WHICH ARE UNISSUED FROM TIME TO TIME SHALL BE AVAILABLE FOR ISSUE ONLY AS SHARES AND SHALL BEFORE THEY ARE ISSUED WHETHER FOR CASH OR OTHERWISE BE OFFERED TO THE SHAREHOLDERS IN PROPORTION, AS NEARLY AS MAY BE, TO THEIR HOLDINGS. NO SHARES MAY BE ALLOTTED OR ISSUED TO ANY PERSON WHO IS NOT IMMEDIATELY PRIOR TO SUCH ALLOTMENT OR ISSUE A SHAREHOLDER. TRANSFERS OF SHARES - NO TRANSFER OF SHARES SHALL BE MADE WHERE EFFECTIVE CONTROL WOULD NO LONGER BE HELD DIRECTORY OR INDIRECTLY BY EU NATIONLS AS A RESULT OF SUCH TRANSFER OR WHICH WOULD OTHERWISE IN THE OPINION OF THE BOARD JEOPARDISE THE HOLDING OF ANY CAA LICENCE BY THE GROUP AND THE DIRECTORS SHALL DECLINE ABSOLUTELY TO REGISTER ANY SUCH TRANSFER. NO TRANSFER, DISPOSAL, CHARGE, MORTGAGE, ASSIGNMENT OR OTHER DEALING IN ANY SHARES OR DEFERRED SHARES OR ANY INTEREST OR RIGHT THEREIN SHALL OCCUR OTHER THAN TRANSFER OF THE WHOLE LEGAL AND EQUITABLE TITLE TO SUCH SHARES OR DEFERRED SHARES WITH FULL TITLE GUARANTEE. A MEMBER MAY NOT AT ANY TIME CREATE ANY EQUITABLE OR FLOATING CHARGE ON OR OVER ANY OF HIS SHARES OR DEFERRED SHARES. THE DIRECTORS SHALL BE ENTITLED TO DECLINE TO REGISTER THE TRANSFER OF ANY SHARES OR DEFERRED SHARES IF THEY HAVE SUBSTANTIAL REASONS FOR BELIEVING THAT A TRANSFER PURPORTEDLY MADE IN ACCORDANCE WITH ANY SUCH PROVISION IS NOT IN FACT IN ANY MATERIAL RESPECT IN ACCORDANCE THEREWITH.**

<b>Class of shares</b>	<b>ORDINARY A</b>	<i>Number allotted</i>	<b>920000</b>
		<i>Aggregate nominal value</i>	<b>920000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

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<b>Class of shares</b>	<b>ORDINARY B</b>	<i>Number allotted</i>	<b>980000</b>
		<i>Aggregate nominal value</i>	<b>980000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

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<b>Class of shares</b>	<b>ORDINARY C</b>	<i>Number allotted</i>	<b>100000</b>
		<i>Aggregate nominal value</i>	<b>100000</b>
<i>Currency</i>	<b>GBP</b>	<i>Amount paid</i>	<b>0</b>
		<i>Amount unpaid</i>	<b>0</b>

*Prescribed particulars*

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**Statement of Capital (Totals)**

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<i>Currency</i>	<b>GBP</b>	<i>Total number of shares</i>	<b>10000000</b>
		<i>Total aggregate nominal value</i>	<b>10000000</b>

## *Full Details of Shareholders*

The details below relate to individuals / corporate bodies that were shareholders as at 27/07/2010 or that had ceased to be shareholders since the made up date of the previous Annual Return

*A full list of shareholders for a private or non-traded public company are shown below*

*Shareholding 1* : 920000 ORDINARY A shares held as at 2010-07-27

*Name:* CALEDONIA INVESTMENTS PLC

*Shareholding 2* : 980000 ORDINARY B shares held as at 2010-07-27

*Name:* BRISTOW INTERNATIONAL PANAMA INC.

*Shareholding 3* : 100000 ORDINARY C shares held as at 2010-07-27

*Name:* ROBERT PETER RICHARD ILIFFE

*Shareholding 4* : 8000000 DEFERRED shares held as at 2010-07-27

*Name:* BRISTOW INTERNATIONAL PANAMA INC.

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## *Authorisation*

*Authenticated*

*This form was authorised by one of the following:*

Director, Secretary, Person Authorised, Charity Commission Receiver and Manager, CIC Manager, Judicial Factor.