

COMPANIES HOUSE

THE REGISTRAR OF COMPANIES COMPANIES HOUSE CROWN WAY CARDIFF CF4 3U



This form should be completed in black.

The information printed below is taken from Companies House records as at 17/07/98 If this information requires amendment use the spaces opposite.

Date of this return (See note 1)

The information in this return should be made up to a date not later than

Day	Month	Year
0 1	0,8	9 8

Date of next return (See note 2)

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

Registered Office (See note 3)

This is the address registered by Companies House. REDHILL AERODROME KINGS MILL LANE REDHILL AERODROME, REDHILL

RH1 5JZ

Principal business activities (See note 4)

Trade classification is 6220 NON-SCHEDULED AIR TRANSPORT

If the code cannot be determined from the notes, give a brief description of principal activity.

Annual Return

of company number

03234500

K

company name
BRISTOW AVIATION HOLDINGS LIMITED

company type PRIVATE COMPANY LIMITED BY SHARES

If you are making the return up to an earlier date, show the date here. Please note that the form must be delivered to Companies House within 28 days of this earlier date.

Day	WOTET	i cai
1		
<u> </u>	<u> </u>	

Month

Voor

Day	Month	Year

Register of members (See note 5)	details below and, for secretary and director particulars, the date of any change.
riegister of members (See note 3)	particulate, the date of any change.
The register is kept at	
REGISTERED OFFICE	
Register of debenture holders (See note 6)	
Any register of debenture holders (or duplicate) is kept at	
	REGISTERED OFFICE
Company Secretary (See note 7)	Day Month Year
Particulars of a new secretary must be notified on form 288.	Date of any change.
IAN BLAIR	
MCINTOSH 140 HARESTONE HILL	
CATERHAM SURREY CR3 6DH	
If this person has ceased to be secretary, please	Day Month Year
state when.	Date of resignation.
Directors (See note 7)	Day Month Year
Particulars of a new director must be notified on form 288.	Date of any change.
PETER NEVILLE	
BUCKLEY 6 ALBERT PLACE	
LONDON W8 5PD	
Date of Birth:- 23/09/42 Nat:BRITISH	
Occ: COMPANY DIRECTOR	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	PLEASE SEE ATTACHED LIST

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03234500

If the information shown needs amendment, give details below and the date of any change.

Mectors - continued	Day I	Month	Year	
Particulars.	- T	.		Date of any change.
JONATHAN HARRY CARTWRIGHT RECTORY MEADOW HAWTHORN PLACE				
PENN BUCKINGHAMSHIRE HP10 8EH				
Date of Birth:- 19/08/53 Nat:BRITISH Occ:COMPANY DIRECTOR f this person has ceased to be director, please	Day	Month	Year	
Show any relevant current and previous directorships.	Pi G		5.04	Date of resignation.
onow any relevant current and previous directorships.			····	ATTACHED 45T
Particulars.	Day	Month L	Year	Date of any change.
CRANE 456 E CHASE COURT MANDEVILLE 70448 LOUISIANA USA				
Date of Birth:- 12/02/40 Nat:AMERICAN OCC:PRESIDENT ORLEANS CAPITAL MGMT If this person has ceased to be director, please state when.	Day	Month	Year	Date of resignation.
Show any relevant current and previous directorships.				
Particulars.	Day	Month 	Year 	Date of any change.
STEPHEN WILLIAM PALFRAMAN SAILLARDS UNDERHILL LANE DITCHLING HASSOCKS WEST SUSSEX BN6 8XE				
Date of Birth:- 12/12/51 Nat:BRITISH Occ:DIRECTOR				
If this person has ceased to be director, please state when.	Day	Month	Year	Date of resignation.
Show any relevant current and previous directorships.	PLE	ASC	see	ATTACHED LIST

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If the information shown needs amendment, give details below and the date of any change.

Directors - continued	, Ç
Particulars.	Day Month Year
HELMUTH WERNER JURGEN SCHMIDT- REPS WALTHERLAAN 31 BUSSUM N.H 1402 XK NETHERLANDS	Date of any change.
Date of Birth:- 08/01/34 Nat:GERMAN Occ:DIRECTOR If this person has ceased to be director, please	Day Month Year
state when.	Date of resignation.
Show any relevant current and previous directorships.	PLEASE SEE ATTACHED UST
Particulars. ANDREAS K L UGLAND STORGATEN 90 GRIMSTAD 4890 NORWAY	Day Month Year Date of any change.
Date of Birth:- 30/12/25 Nat:NORWEGIAN Occ:CHAIRMAN	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	None
Particulars. HOWARD WOLF 1404 NORTH BOULEVARD HOUSTON TEXAS 77006 USA	Day Month Year
Date of Birth:- 09/01/35 Nat:AMERICAN OCC:COMPANY DIRECTOR If this person has ceased to be director, please	Day Month Year
state when. Show any relevant current and previous directorships.	Date of resignation.
PAGE 4	INTERNATIONAL TOOL & SUPPLY PLC

If the information shown needs amendment, give details below and the date of any change.

Directors - continued	Day Month Year
Particulars.	Date of any change.
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
f this person has ceased to be director, please state when.	Day Month Year
Show any relevant current and previous directorships.	
Particulars.	Day Month Year i I Date of any change.
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
f this person has ceased to be director, please	Day Month Year
state when.	Date of resignation.
Show any relevant current and previous directorships.	
Particulars.	Day Month Year Date of any change.
NO MORE DIRECTORS - ADDITIONAL SECRETARIES OR DIRECTORS MUST BE NOTIFIED ON FORM 288a.	
If this person has ceased to be director, please state when.	Day Month Year Date of resignation.
Show any relevant current and previous directorships.	

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Issued Share Capital (See note 8) Enter details of all shares in issue at the date of this	Class (eg Ordinary/ Preference etc.)	Number of shares issued	(ie Number of shares issued multiplied by
return.			nominal value per share)
•	Ordinary "A"	4,900,000	£4,900,000
	Ordinary"B"	4,900,000	£4,900,000
	Ordinary "c"	200,000	= £ 200,000
	Totals	10,000,00	of 10,000,000
List of past and present members (See note 9) (Use attached schedule where appropriate) A full list is required if one was not included with either of the last two returns. The last full members list was at 01/08/97	There were no ch	anges in the per	Please mark the appropriate box.
	A list of changes A full list of mem	is enclosed	not on paper
Elective resolutions (See note 10) (Private companies only)			
If an elective resolution is in force at the date of this return to dispense with annual general meetings, mark this box.			
If an elective resolution is in force at the date of this return to dispense with laying accounts in general meetings, mark this box.		a	
Certificate	Signed		
I certify that the information given in this return is true to the best of my knowledge and belief.	Date 3/8		Secretary/Director * *(delete as appropriate)
I enclose the fee of £ 15.			
Cheques should be made payable to Companies House.		des b (enter number) Te that you has Son this page	-
To whom should Companies House direct any enquiries about the information shown in this return?	Briston Helicop Redhill, Sur	Postcode	velâry dhių Aevodrome, RHI SJZ
PAGE 6	Telephone UI	3/622353	Ext

LIST OF PAST AND PRESENT MEMBERS

SCHEDULE TO FORM 363

Company Number: 03234500	Account of Shares			
Company Number. 03234300	Number of	Particulars of shares transferred since the date of the last return,		
Company Name:	shares or	or, in the case of the first return, since the incorporation of the company, by		
BRISTOW AVIATION HOLDINGS LIMITED	amount of stock held			
	by existing			
	members at	(a) persons wi members, a		
	date of this	(b) persons w		
: 	return.		e members.	
	Number	Niconhar	Date of	
Name and address	Currently	Number Transferred	Registration	Remarks
	Held	Transferred	of Transfer	
	17014			
ANDREAS K. L. UGLAND, POBOX 308	200,000			Ordinary "C"
STORGATEN 900 N-481 GRIMSTAD, NORWAY				
1010, 1011, 1				
CALEDONIA INDUSTRIAL & SERVICES LTD	4,900,000	<u> </u>		Ordinary "A"
CAUZER HOUSE, ITHOMAS MORE STREET				
LONDON EI GAR				
-	,.			
OFFSHORE LOGISTICS INC	3,469,200			Ordinary "B"
224 RUE DE JEAN, POST OFFICE BOX 5C		, ,		J
1 26212-6 1 200 212 72505 1152				
LAFAYETTE, LOUISIANA 70505 USA				
OFFSHORE LOGISTICS INTERNATIONAL INC	1,430,800	· · · · · · · · · · · · · · · · · · ·		Ordinary "B"
224 RUE DE JEAN, POST OFFICE BOX 5C	,,430,000			orainavy is
LAFAYETTE, LOUISIANA, 70505 USA				
				

LIST OF PAST AND PRESENT MEMBERS (continued) **SCHEDULE TO FORM 363** Account of Shares Company Number: 03234500 Particulars of shares transferred Number of since the date of the last return, shares or or, in the case of the first return, Company Name: amount of since the incorporation of the BRISTOW AVIATION HOLDINGS LIMITED stock held company, by by existing (a) persons who are still members at members, and date of this (b) persons who have return. ceased to be members. Number Date of Number Name and address Currently Registration Remarks Transferred of Transfer Held

CURRENT DIRECTORSHIPS OF MR S W PALFRAMAN

Name of Company

	Country of Incorporation	Company No:
Bristow Aviation Holdings Limited	England	3234500
Bristow Helicopter Group Limited	England	2641653
United Helicopters Limited	England	552382
Bristow Helicopters Limited	England	551102
Bristow Helicopters (International) Limited	England	604403
Bristow Helicopters (Eastern) Limited	England	520374
Caledonian Helicopters Limited	England	985151
British Executive Air Services Limited	England	805738
Oxford Heli Services Limited	England	827367
Heli Union BEAS Limited	England	928170
Perth Airport Limited	England	345684
Bristow Nominees Limited	England	2641652
Bristow Aviation Limited	England	923298
Helicopter Rentals Limited		
Bristow Caledonian Helicopters Limited	Scotland	136989
Bitsystem Limited	England	2325297
Bristow Helikopters B.V.	Amsterdam	262.40.7149
Helitalia SpA	Italy	4 64531
Norsk Helikopter As	Norway	967827363
Bristow Helicopters Malaysia Sdn Berhad	Malaysia	351/70
Irish Helicopters Limited	Ireland	27315
Irish Helicopters (Shannon) Limited	Ireland	147402
F.B.S Limited	England	3065846
Bristow Caribbean Limited	England	155
Bristow Helicopters Singapore Pte Limited	Singapore	1375/1971
Bristow Helicopters (Nigeria) Limited	Nigeria	6702
West Australia Helicopters Pte Limited	Australia	781/67
Bristow Helicopters Australia Pty Limited	Sydney	000 5 65 579
Lindair (Europe) Limited	England	2517954
Bristow Helicopters (Bangladesh) Ltd	???	???
TASS ????	Italy???	???
Bristow Helicopters (South Atlantic) Ltd	Falklands	11221

<u>DIRECTORSHIPS OF MR I B MCINTOSH</u>

Name of Company

Bristow Helikopters B.V.

United Helicopters Limited Bristow Helicopters (International) Limited Bristow Helicopters (Eastern) Limited **Bristow Helicopters Limited** Caledonian Helicopters Limited **Bristow Aviation Limited** British Executive Air Services Limited Oxford Heli Services Limited Heli Union BEAS Limited Perth Airport Limited **Bristow Nominees Limited** Bristow Caledonian Helicopters Limited Bristow Staff Pension Scheme Trustees Limited Bristow Helikopters BV Eligestione SpA Bitsystem Ltd Lindair (Europe) Ltd Kingsmill Insurance Company Limited Bristow Helicopters (Bangladesh) Limited Bristow Helicopters (South Atlantic) Ltd-

CURRENT DIRECTORSHIPS OF P. N. BUCKLEY

JOB TITLE

DATE OF APPOINTMENT

21.05.97

Chairman Amber Industrial Holdings PLC Director **Battle Farm Lands Limited** Chairman Bristow Helicopter Group Ltd. **Bristow Nominees Limited** Bristow Staff Pension Scheme Trustees Ltd. British Air Transport (Holdings) Ltd. Director Dpty Chrmn and Ch Exec Caledonia Investments PLC Director Five Ash Ltd Director Clan Asset Management Limited Crewkerne Investments Limited Chairman English and Scottish Investors PLC Director Garlandheath Limited Director Hall Mark Livestock Limited Director Hall Mark Turkeys Limited Hope Street Investments Limited President Director -Huntley and Sparks (Lands) Ltd Scottan Investments Ltd. Director Societe Generale de Surveillance Holding S.A. Chairman Sterling Industries PLC Director The Amber Chemical Company Ltd. The Cayzer Trust Co. Limited Director Provident Mutual Life Assurance Assoc. 01.06.92 **EXCOPLC** 21.07.92 **Pollox Limited** 01.01.93 **RHS Enterprises Limited** 11.10.93 Sun International Investments Limited 21.04.94 Hog Island Holdings Limited 03.04.94 Rosegrove Limitee 29.04.94 Sun International Hotels Limited 03.11.95 Close Brothers Group PLC 29.03.96 Caledonia Industrial & Services Ltd. 29.03.96 Caledonia Financial Limited 29.03.96 Caledonia Leisure and Media Limited 29.03.96 Caledonia Investments Trusts Limited 29.03.96 Caledonia Group Services Limited

The Telegraph Group Limited

COMPANY NAME

OTHER DIRECTORSHIPS OF J H CARTWRIGHT

	Appointed	Resigned
Air UK Holdings Limited	05/07/90	J
Amber Industrial Holdings PLC	19/02/90	
Caledonia Financial Limited	29/02/96	
Caledonia General Investments Limited	20/08/96	
Caledonia Group Services Limited	29/02/96	
Caledonia Industrial & Services Limited	29/02/96	
Caledonia Investments plc	02/01/91	
Caledonia Leisure & Media Limited	29/02/96	
Caytrust Fianance Company Limited	04/07/90	
Five Ash Limited	28/11/90	
Hope Street Investments Limited	05/11/91	
Huntley & Sparks (Lands) Limited	13/01/95	
Hurstsquare Limited	30/03/92	
Itemstone Limited	22/03/90	
London-American Maritime Trading	03/12/93	
Company Limited		
Proplastics Limited	28/09/93	
Sloane Interior Decorations and Design	23/02/93	
Limited		
The Amber Chemical Company Limited	01/09/92	
The Edinburgh Crystal Glass Company	17/12/90	
Limited		
The Sloane Club Group Limited	17/09/91	
The Sloane Club Management Limited	17/09/91	
Exco plc	17/07/92	13/06/94
Hayward Aviation Ltd	18/10/92	
Radian Shipping Co Ltd	16/11/89	
Sterling Hydraulics Ltd		02/12/93
Sterling Industries PLC	01/05/90	
Vaux Group plc	09/05/95	
Bristow Helicopter Group Limited	08/11/91	

CURRENT DIRECTORSHIPS OF H.W.J SCHMIDT-REPS

Company Name

British Air Transport (Holdings) Ltd BAT (H) Investments Ltd Air UK Engineering Ltd Air UK Leisure Ltd Unijet Travel Plc