

CHC Helicopter Prices Private Offering of US\$200 Million Senior Secured Notes Due 2020

(Oct 2, 2012)

CHC Helicopter ("CHC" or "the Company") announced today that it has priced a private offering that is exempt from the registration requirements of the Securities Act of 1933, as amended (the "Securities Act"), of an additional US\$200 million aggregate principal amount of its 9.250% Senior Secured Notes due 2020 (the "Notes"). Other than with respect to the date of issuance and issue price, the Notes will have the same terms as, and will be treated as a single class with, the Company's existing outstanding US\$1.1 billion aggregate principal amount of 9.250% Senior Secured Notes due 2020. The Company expects the issuance and delivery of the Notes to occur on October 5, 2012, subject to customary closing conditions.

Proceeds from the issuance of the Notes are expected to be used to pay down the majority of borrowings under the Company's senior secured revolving credit facility.

The Notes and related guarantees will be offered only to qualified institutional buyers in reliance on the exemption from registration set forth in Rule 144A under the Securities Act, and outside the United States to non-U.S. persons in reliance on the exemption from registration set forth in Regulation S under the Securities Act. The Notes and the related guarantees have not been registered under the Securities Act, or the securities laws of any state or other jurisdiction, and may not be offered or sold in the United States without registration or an applicable exemption from the Securities Act and applicable state securities or blue sky laws and foreign securities laws.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy, any securities, nor shall there be any sales of the Notes in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such jurisdiction. This notice is being issued pursuant to and in accordance with Rule 135(c) under the Securities Act.
