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Suldo Michael R Form 4	2									
February 08, 200)6									
FORM 4	L								PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287	
Check this bo	X							Expires:	January 31,	
if no longer subject to Section 16. Form 4 or	STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O SECURITIES					WNERSHIP OI	Estimated burden hou response	irs per	
Form 5 obligations may continue. <i>See</i> Instruction 1(b).	Section 17((a) of the H	Public U	Itility Hol	ding Con		nge Act of 1934, of 1935 or Secti 940		. 0.0	
(Print or Type Respo	onses)									
1. Name and Address of Reporting Person <u>*</u> Suldo Michael R			2. Issuer Name and Ticker or Trading Symbol Bristow Group Inc [BRS]				5. Relationship of Reporting Person(s) to Issuer			
				•			(Ch	eck all applicabl	e)	
(Last) (First) (Middle) 2000 W. SAM HOUSTON PARKWAY SOUTH, SUITE 1700		3. Date of Earliest Transaction (Month/Day/Year) 12/09/2005			Director 10% Owner X Officer (give title Other (specify below) below) SVP & President Air Logistics					
(Street)			4. If Amendment, Date Original			1	6. Individual or Joint/Group Filing(Check			
			X Form			Applicable Line) _X_ Form filed by Form filed by	Line) led by One Reporting Person led by More than One Reporting			
		(7.)					T CISON			
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
	ransaction Date nth/Day/Year)	2A. Deema Execution any (Month/Da	Date, if	Code (Instr. 8)	4. Securition Acquired Disposed (Instr. 3, 4	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price				
Reminder: Report o	n a separate line	e for each cla	ass of sec	urities bene	ficially own	ned directly	or indirectly.			
					Perso inform requir	ns who res nation cont ed to resp lys a curre	spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	l of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amoun or Numbe of Shares
Employee Stock Option (Right to Buy) (1)	\$ 31.5	12/09/2005		A		3,700		06/01/2006	06/01/2015	Common Stock	3,700
Performance Rights	<u>(2)</u>	12/09/2005		А		3,700		(3)	04/02/2010	Common Stock	3,700

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Suldo Michael R 2000 W. SAM HOUSTON PARKWAY SOUTH SUITE 1700 HOUSTON, TX 77042			SVP & President Air Logistics				
Signatures							

By: Joseph A. Baj, Attorney	02/08/2006
in Fact	02/00/2000

**Signature of Reporting Person

Explanation of Responses:

- If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) 1,233 shares will vest on June 1, 2006. 1,233 shares will vest on June 1, 2007 and 1,234 shares will vest on June 1, 2008.

Date

- (2) The conversion or exercise price of security is 1-for-1
- (3) The award vests upon the attainment of certain performance measures.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.