

CHC Group Ltd.
Form SC 13D
November 04, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13D
Under the Securities Exchange Act of 1934

CHC GROUP LTD.

(Name of Issuer)

Ordinary Shares, par value \$0.0001 per share

(Title of Class of Securities)

G07021101

(CUSIP Number)

Anne E. Gold

First Reserve

One Lafayette Place

Greenwich, CT 06830

(203) 625-2536

(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

October 30, 2014

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box: "

Note: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. G07021101

1. Name of Reporting Persons:

6922767 Holding (Cayman) Inc.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds

00

5. Check if Disclosure of Legal Proceeding is required pursuant to Items 2(d) or 2(e)

..

6. Citizenship or Place of Organization

Cayman Islands

Number of 7. Sole Voting Power

Shares

Beneficially 0

8. Shared Voting Power

Owned by

Each

46,519,484

Reporting 9. Sole Dispositive Power

Person

With: 0

10. Shared Dispositive Power

46,519,484

11. Aggregate Amount Beneficially Owned by Each Reporting Person

46,519,484

12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)

x

13. Percent of Class Represented by Amount in Row (11)

57.2%*

14. Type of Reporting Person (See Instructions)

CO

* All percentages of Ordinary Shares outstanding contained herein are based on 81,344,469 Ordinary Shares outstanding as of October 9, 2014, as reported in the Company's Definitive Proxy Statement, filed October 10, 2014.

CUSIP No. G07021101

1. Name of Reporting Persons:

Horizon Alpha Limited

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds

00

5. Check if Disclosure of Legal Proceeding is required pursuant to Items 2(d) or 2(e)

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CUSIP No. G07021101

1. Name of Reporting Persons:

FR XI Horizon Co-Investment I, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds

00

5. Check if Disclosure of Legal Proceeding is required pursuant to Items 2(d) or 2(e)

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CUSIP No. G07021101

1. Name of Reporting Persons:

FR XI Horizon Co-Investment II, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds

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CUSIP No. G07021101

1. Name of Reporting Persons:

FR XI Offshore GP Limited

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds

00

5. Check if Disclosure of Legal Proceeding is required pursuant to Items 2(d) or 2(e)

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Cayman Islands

Number of 7. Sole Voting Power

Shares

Beneficially 0

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Owned by

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Reporting 9. Sole Dispositive Power

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With: 0

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CUSIP No. G07021101

1. Name of Reporting Persons:

First Reserve Fund XII, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

3. SEC Use Only

4. Source of Funds

00

5. Check if Disclosure of Legal Proceeding is required pursuant to Items 2(d) or 2(e)

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Cayman Islands

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CUSIP No. G07021101

1. Name of Reporting Persons:

FR XII-A Parallel Vehicle, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)
3. SEC Use Only

4. Source of Funds

00
5. Check if Disclosure of Legal Proceeding is required pursuant to Items 2(d) or 2(e)

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CUSIP No. G07021101

1. Name of Reporting Persons:

FR Horizon AIV, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

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4. Source of Funds

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CUSIP No. G07021101

1. Name of Reporting Persons:

First Reserve GP XII, L.P.

2. Check the Appropriate Box if a Member of a Group (See Instructions)

(a) (b)

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