

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): September 3, 2014

Era Group Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction
of Incorporation)

1-35701

(Commission
File Number)

72-1455213

(IRS Employer
Identification No.)

818 Town & Country Blvd., Suite 200 Houston, Texas

(Address of Principal Executive Offices)

77024

(Zip Code)

Registrant's telephone number, including area code

(281) 606-4900

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure

On September 3, 2014, Era Group Inc. posted to its website at www.eragroupinc.com an investor presentation that will be used to accompany its presentation at the Barclays CEO Energy-Power Conference on September 3, 2014. A copy of the investor presentation is furnished as Exhibit 99.1 to this report and is incorporated herein by reference.

The information set forth in (and incorporated by reference into) this Item 7.01 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act") or otherwise subject to the liabilities of that Section. The information in this Item 7.01 shall not be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing

Item 9.01 Financial Statements and Exhibits.

Exhibit No.	Description
99.1	Presentation Slides

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Era Group Inc.

Date: September 3, 2014

By: /s/ Christopher S. Bradshaw

Name: Christopher S. Bradshaw

Title: Acting Chief Executive Officer and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Presentation Slides

Barclays CEO Energy-Power Conference



September 3, 2014

Cautionary Statement Regarding Forward Looking Statements

This presentation contains "forward-looking statements." Forward-looking statements give the Company's current expectations or forecasts of future events. Forward-looking statements generally can be identified by the use of forward-looking terminology such as "may," "will," "expect," "intend," "estimate," "anticipate," "believe," "project," or "continue," or other similar words. These statements reflect management's current views with respect to future events and are subject to risks and uncertainties, both known and unknown. The Company's actual results may vary materially from those anticipated in forward-looking statements. The Company cautions investors not to place undue reliance on any forward-looking statements.

Such risks, uncertainties and other important factors include, among others, the Company's dependence on, and the cyclical nature of, the offshore oil and gas industry; the Company's dependence on oil and gas exploration and development activity in the areas where the Company operates; fluctuations in worldwide prices of and demand for oil and natural gas; the ability to successfully expand into other geographic and helicopter service markets; the impact of increased U.S. and foreign government regulation and legislation, including potential government implemented moratoriums on drilling activities; the requirement to engage in competitive processes or expend significant resources with no guaranty of recoupment; inherent risks in operating helicopters; the failure to maintain an acceptable safety record; the grounding of all or a portion of our fleet for extended periods of time or indefinitely; reduction or cancellation of services for government agencies; reliance on a small number of helicopter manufacturers and suppliers; political instability, governmental action, war, acts of terrorism and changes in the economic condition in any foreign country where the Company does business, which may result in expropriation, nationalization, confiscation or deprivation of our assets or result in claims of a force majeure situation; declines in the global economy and financial markets; foreign currency exposure and exchange controls; credit risk exposure; the ongoing need to replace aging helicopters; the Company's reliance on the secondary used helicopter market to dispose of older helicopters; the Company's reliance on a small number of customers; allocation of risk between the Company and its customers; liability, legal fees and costs in connection with providing emergency response services; risks associated with the Company's debt structure; operational and financial difficulties of the Company's joint ventures and partners; conflict with the other owners of the Company's non-wholly owned subsidiaries and other equity investees; adverse results of legal proceedings; adverse weather conditions and seasonality; adequacy of insurance coverage; the attraction and retention of qualified personnel; restrictions on the amount of foreign ownership of the Company's common stock; the effect of the Spin-off, including the ability of the Company to recognize the expected benefits from the Spin-off and the Company's dependence on SEACOR's performance under various agreements; and various other matters and factors included in the Company's annual reports on Form 10-K, quarterly reports on Form 10-Q and other SEC filings.

These factors are not exhaustive, and new factors may emerge or changes to the foregoing factors may occur that could impact the Company's business. Except to the extent required by law, the Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise.

This presentation includes disclosure of the Company's Net Asset Value. The Company's Net Asset Value is based upon the fair market value (FMV) of the Company's owned helicopters plus the book value of the Company's other assets less the Company's liabilities. The Company derives FMV from observable market data if available and may require utilization of estimates, application of significant judgment and assistance of valuation specialists. In some cases, FMV is obtained from third party analysts. There is no assurance that FMV of an asset represents the amount that Era could obtain from an unaffiliated third party in an arm's length sale of the asset.

Non-GAAP Financial Measures Reconciliation

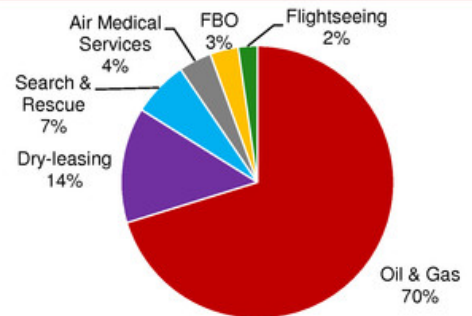
This presentation includes EBITDA and Adjusted EBITDA as supplemental measures of the Company's operating performance. EBITDA is defined as Earnings before Interest (includes interest income, interest expense and interest expense on advances from SEACOR), Taxes, Depreciation and Amortization. Adjusted EBITDA is defined as EBITDA further adjusted for SEACOR Management Fees and certain other items that occurred during the reporting period. Neither EBITDA nor Adjusted EBITDA is a recognized term under generally accepted accounting principles in the U.S. ("GAAP"). Accordingly, they should not be used as an indicator of, or an alternative to, net income as a measure of operating performance. In addition, EBITDA and Adjusted EBITDA are not intended to be a measure of free cash flow available for discretionary use, as they do not consider certain cash requirements, such as debt service requirements. EBITDA and Adjusted EBITDA have limitations as analytical tools, and you should not consider them in isolation, nor as a substitute for analysis of our results as reported under GAAP. Because the definitions of EBITDA and Adjusted EBITDA (or similar measures) may vary among companies and industries, they may not be comparable to other similarly titled measures used by other companies.

A reconciliation of EBITDA and Adjusted EBITDA is included in this presentation.

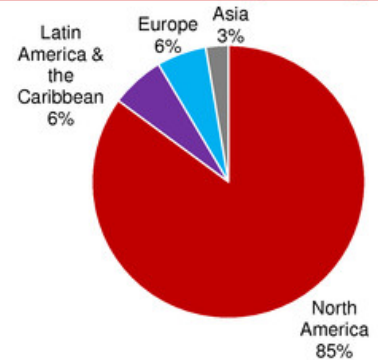
Company Overview

- Founded in Alaska in 1948, Era is the longest-serving helicopter transport company in the U.S.
- Announced CEO change on August 28, 2014, with Chris Bradshaw assuming the role of Acting CEO
- NYSE:ERA – \$525mm market capitalization^(a)
- 166 helicopters^(b) supporting two primary businesses
 - Operations
 - Dry-leasing
- Asset ownership strategy focused on returns over the full life of the asset, including residual value
 - Helicopters retain value
- 884 employees, including 305 pilots and 238 mechanics^(b) (none of which are unionized)
- Company-wide focus on safety

LTM Revenue by End Market



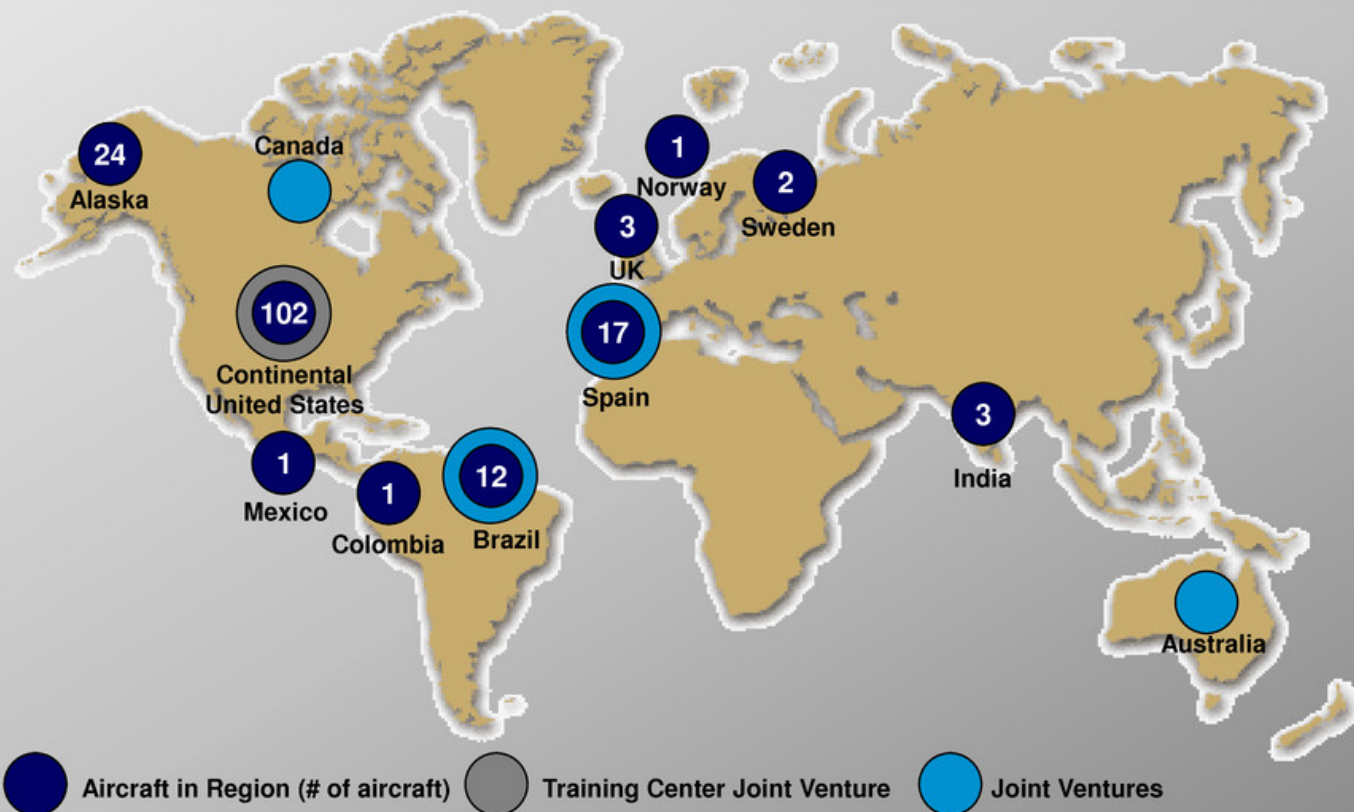
LTM Revenue by Geography



(a) As of 8/25/2014

(b) As of 6/30/2014

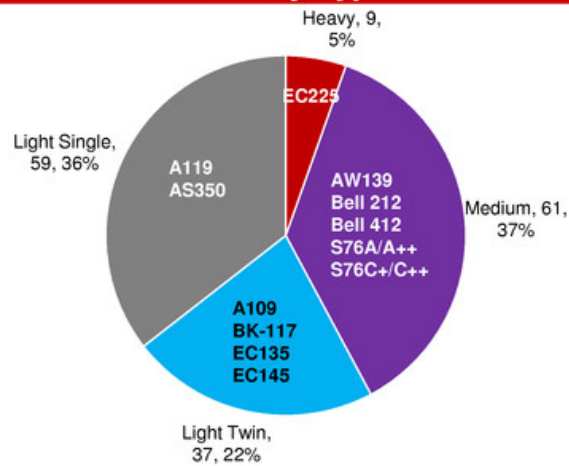
Areas of Operation



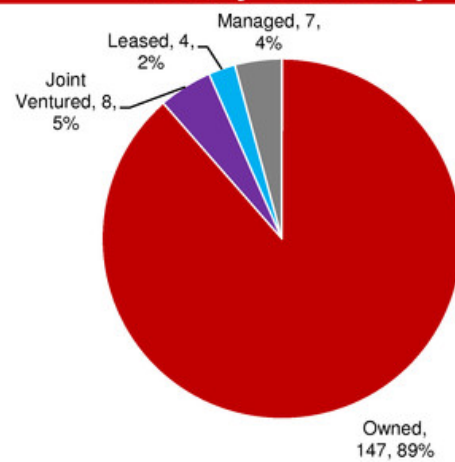
Note: As of 6/30/14. Map excludes one AW139 (medium) helicopter that was fully paid for and delivered in May 2014 but not yet operational as of June 30, 2014. Map includes seven A119 (light-single engine) helicopters in Spain under the Lake Palma joint venture; effective July 24, 2014, we sold our 51% interest in Lake Palma.

Fleet Snapshot

Fleet by Type



Fleet by Ownership



- On a dollar-weighted basis:
 - Heavy and medium helicopters represent 80% of fleet value
 - Average age of the fleet is 4 years^(a)

Notes: As of 6/30/14. Excludes one AW139 helicopter that was fully paid for and delivered in May 2014 but not yet operational as of June 30, 2014; also excludes orders and options. Effective July 24, 2014, we sold our 51% interest in Lake Palma, which owns the seven A119 helicopters listed as joint-ventured above.

(a) Average for owned fleet

Helicopter Order and Options Book

Current Order Book

Delivery	Class	Type	Number	Remaining Amount	
				Firm	Cancellable
2014	Heavy	AW189	3	\$35.8	–
2015	Heavy	AW189	2	\$14.1	\$16.6
2015	Heavy	S92	1	\$17.2	–
2016	Heavy	AW189	3	–	\$51.0
2016	Heavy	S92	2	\$51.3	–
2017	Heavy	AW189	2	–	\$34.7
2017	Heavy	S92	1	\$26.4	–
TBD	Light Twin	AW169	5	–	\$43.0
			19	\$144.8	\$145.3

Options

	Class	Type	Number	Remaining Amount	
				Firm	Cancellable
	Heavy	AW189	10	–	\$171.7
	Heavy	S92	5	–	\$175.5
	Medium	AW139	4	–	\$52.5
			19	–	\$399.7

Note: Capital commitments shown by year of scheduled helicopter delivery (not year in which cash is spent); US\$mm estimates as of 6/30/14

Brazil Update – An Inflection Point

- Era initially invested in Aeroleo in July 2011 (50% economic interest)
 - Shortly after mobilizing 4 AW139s to Brazil in 2011, Petrobras cancelled the contract award due to an AW139 accident at one of Aeroleo's competitors
 - Beginning in late 2012 and continuing through most of 2013, Aeroleo's 3 EC225s were suspended from operations due to an OEM main gear box shaft issue
- Aeroleo's 3 EC225s and 5 of the 9 AW139s are currently operating on contracts
 - 7 AW139s are expected to start long-term contracts with Petrobras with staggered start dates commencing in Dec 2014
 - By May 2015, all of Aeroleo's aircraft are expected to be operating on long-term contracts (fully utilized for the first time)
- We continue to see robust demand for helicopter services in Brazil
 - Petrobras tenders for Heavy, Medium and Medevac helicopters due later this month
 - Multiple tenders from other international oil & gas operators are under evaluation or expected shortly

Current Aeroleo Fleet



EC225



AW139

3

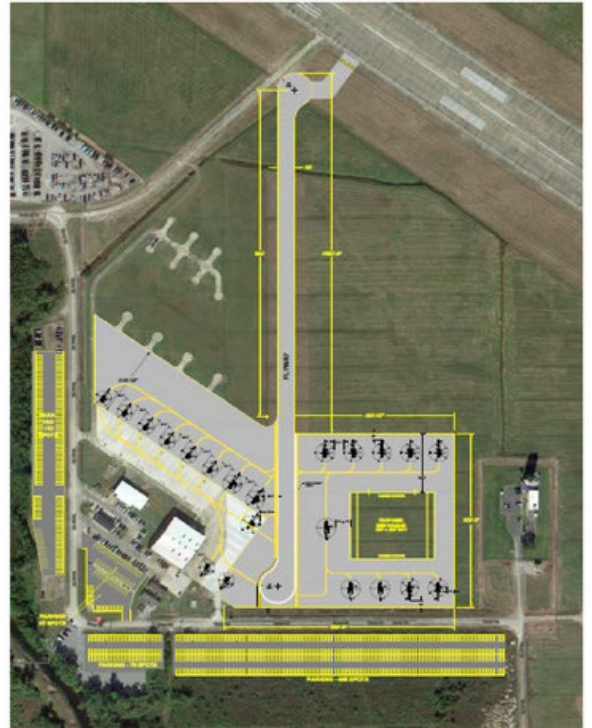
9

Aeroleo Bases



Houma Base Expansion

- Significant expansion of our Houma, LA base is currently underway with completion expected in Q4
 - When completed, it will be the premier helicopter operating facility in the Gulf Coast area
- Strategic benefits
 - Customer sustainability, including future growth
 - Increased passenger terminal capacity
 - Enhanced safety
 - Reduce flyaway limitations
 - Instrument (IFR) infrastructure
 - Better storm protection
 - Addition of TSA-like security



Investment Highlights

Stable and Growing
End Markets

Strong Customer
Relationships

Sound Industry
Structure



Residual Value
Retention

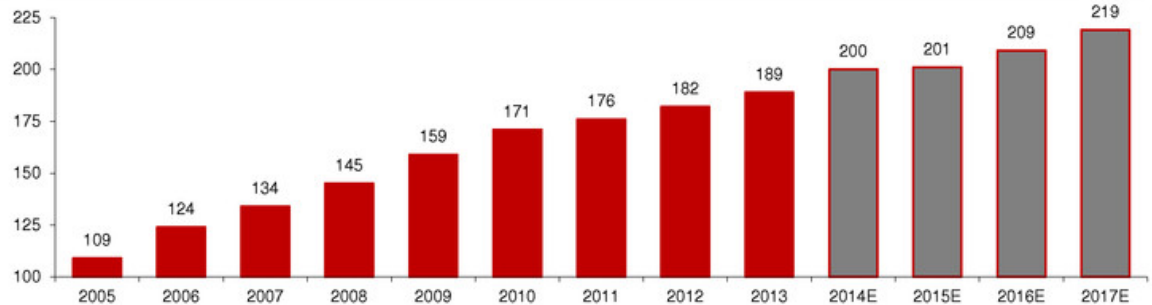
Substantial
Net Asset Value

Attractive Growth
Profile

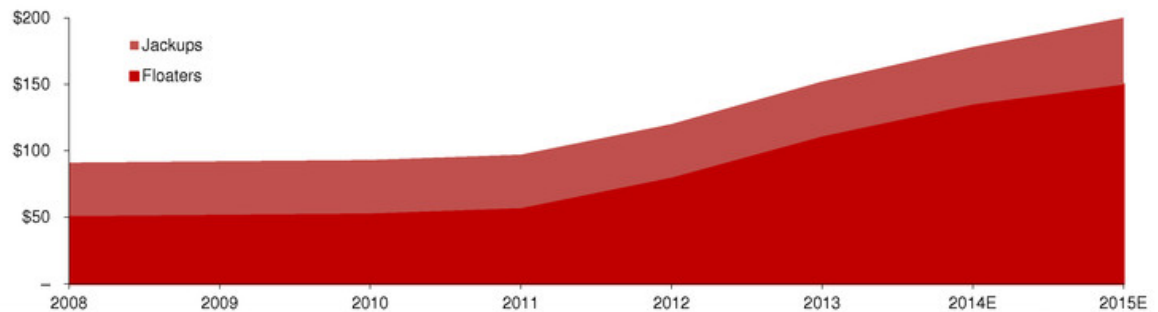
Stable and Growing End Markets

- ~75% of Era's operating fleet is servicing production, pipelines, and government services, the more stable parts of the industry
- Once installed, production platforms are economic to operate in almost any commodity price environment

Global Deepwater Platform With Helipad Count



Offshore Spending^(a) (\$bn)

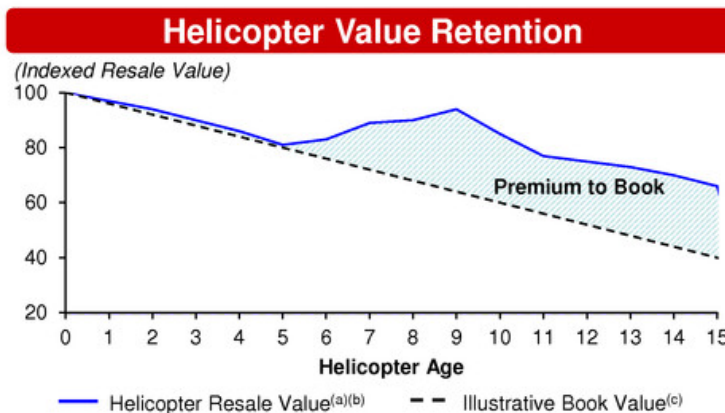


Demand has grown through periods of economic and price volatility

(a) Excludes costs for capital equipment, offshore and subsea infrastructure and seismic exploration
Source: IHS, Wall Street research

Residual Value Retention

- Given helicopters retain significant value over their useful lives, Era has consistently sold helicopters at a premium to book value
- Since 2004, Era has sold 89 aircraft for an aggregate gain of nearly \$75 million
- We spent \$50 million, \$44 million and \$57 million in 2011, 2012 and 2013, respectively, to maintain our fleet



Historical Gains on Helicopter Sales												
(\$000s)	2004	2005	2006	2007	2008	2009	2010	2011	2012	2013	2014	Total
# of Aircraft Sold	2	8	15	11	8	5	2	14	6	15	3	89
Acquisition Cost	\$1,401	\$13,599	\$34,373	\$20,842	\$11,781	\$24,670	\$471	\$20,848	\$4,164	\$74,296	\$2,317	\$208,762
Sale Proceeds	1,385	19,011	36,628	28,170	14,790	25,267	740	28,680	3,435	68,165	6,950	233,221
Book Value at Sale	936	10,958	27,231	19,362	9,776	24,853	254	12,640	1,268	50,247	931	158,457
Gain on Sale	\$449	\$8,053	\$9,397	\$8,808	\$5,014	\$414	\$486	\$16,040	\$2,167	\$17,918	\$6,019	\$74,764

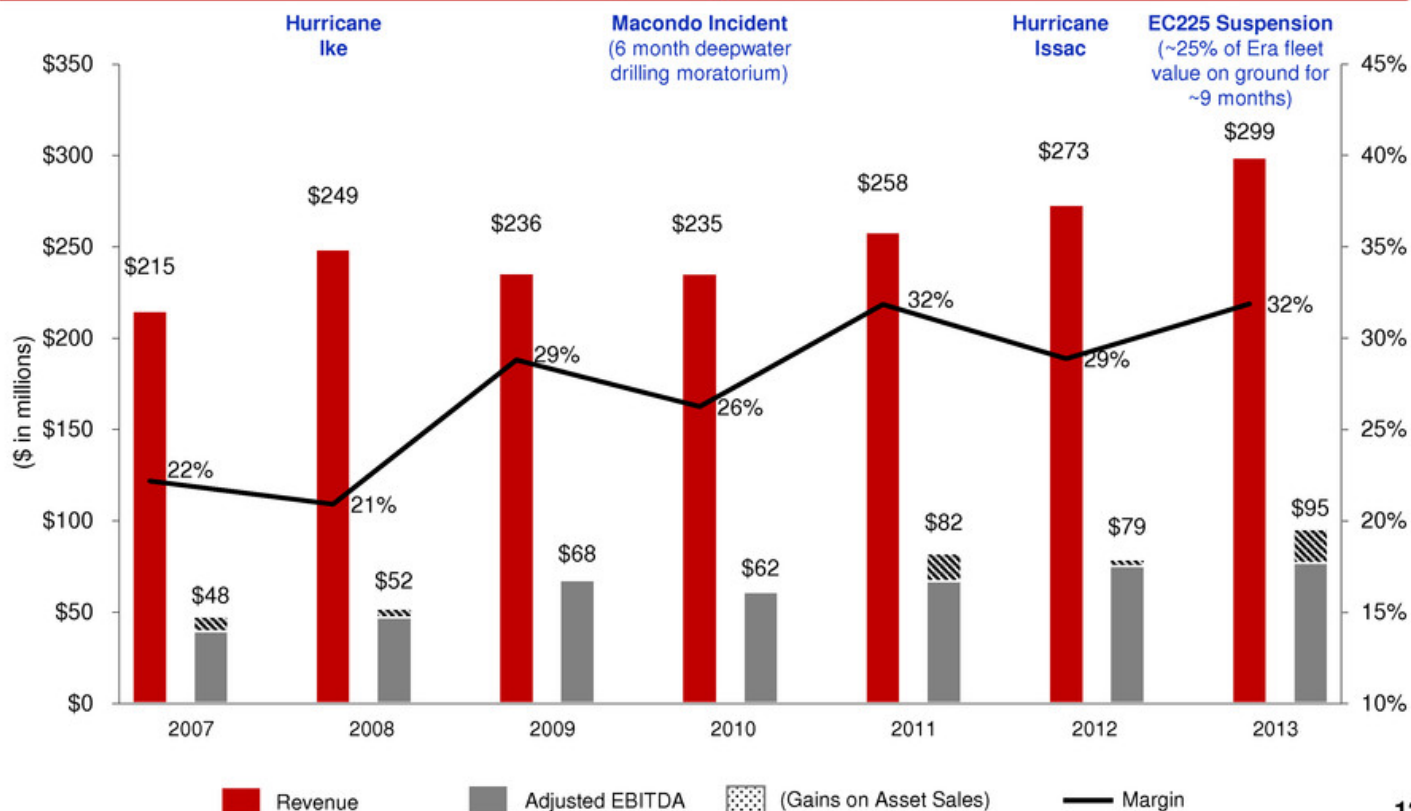
(a) Indexed resale value of several helicopter types by vintage, inflation adjusted to 2011 dollars. Source: HeliValue\$, Cowen and Co.

(b) Index includes: Augusta Westland 109A Widebody (1988 model), Bell 212 (1979 model), Bell 412 (1984 model), Eurocopter BK 117A-4 (1988 model), Eurocopter AS 350B (1982 model), Sikorsky S-76A Mark II (1982 model)

(c) Era depreciates its helicopters to 40% salvage value over 15 years

Historical Financial Performance

Fiscal Year ending December 31



Capitalization and Financial Policy

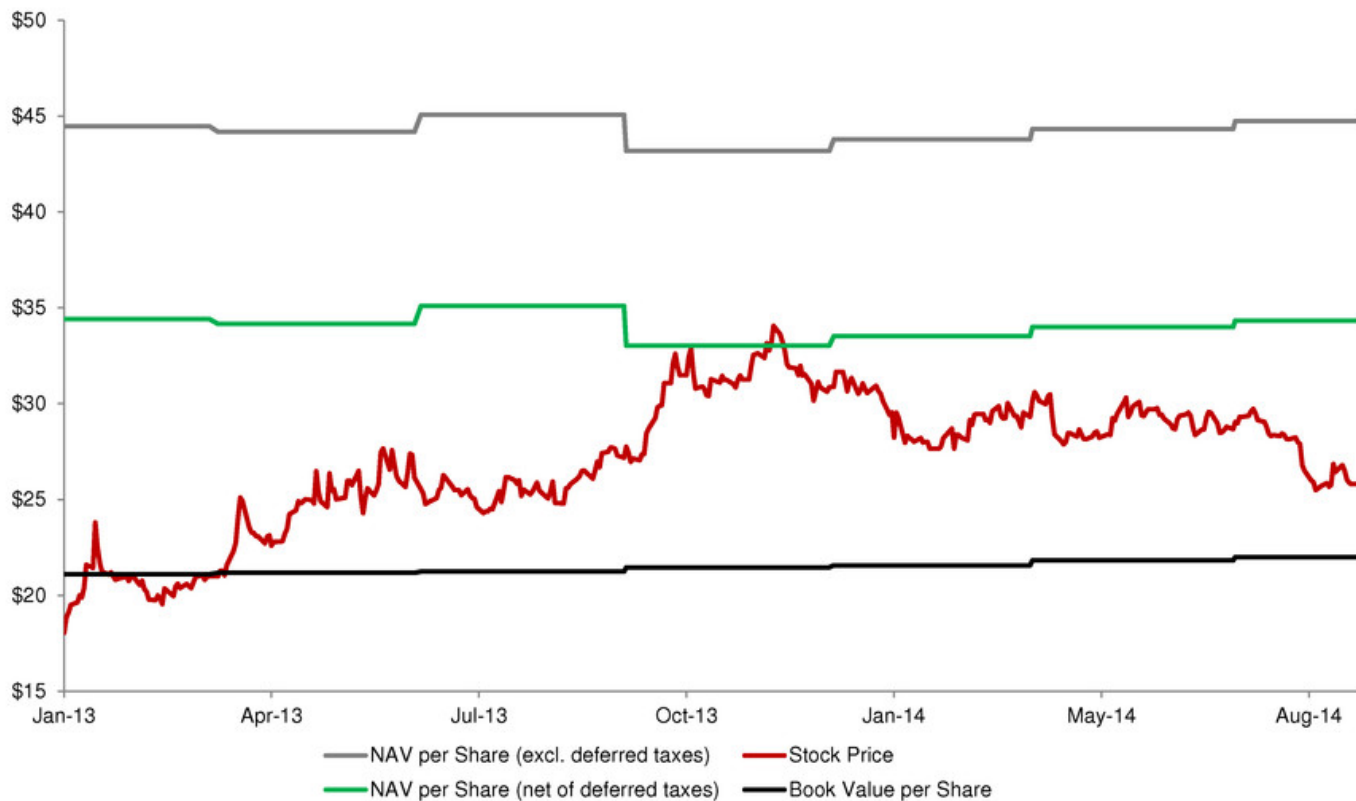
June 30, 2014

(\$000s)

Cash and cash equivalents	\$14,940
Credit facility	\$55,000
Promissory notes	28,819
Total secured debt	\$83,819
7.750% Senior Notes	\$200,000
Total debt	\$283,819
Net debt	\$268,879
Shareholders' Equity	\$448,869
Total capitalization	\$732,688
Total Debt / Adjusted EBITDA	3.2x
Adjusted EBITDA / Interest Expense	5.7x
Net Debt / Net Capitalization	37%
Total Debt / Total capitalization	39%
Available under credit facility	\$244,325

- Era continues to generate substantial free cash flow before growth capex
- Flexibility to deploy capital for attractive opportunities
 - growth via organic capex or strategic acquisitions
 - return of capital to shareholders
- On August 14, 2014, Era announced that its Board of Directors authorized the repurchase of up to \$25 million in value of its common stock
- Existing capital commitments can be funded via combination of cash-on-hand, cash flow from operations and temporary borrowings under our revolving credit facility

Net Asset Value



Appendix



Fleet Overview

	Owned	Joint Ventured	Leased-In	Managed	Total	Average Age ^(a)
Heavy:						
EC225	9	—	—	—	9	4
Total Heavy	9	—	—	—	9	
Medium:						
AW139	37	1	—	—	38	4
B212	9	—	—	—	9	36
B412	6	—	—	—	6	33
S76 A/A++	2	—	—	—	2	24
S76 C+/C++	5	—	—	1	6	7
Total Medium	59	1	—	1	61	
Light – twin engine:						
A109	7	—	—	2	9	8
BK-117	—	—	2	1	3	N/A
EC135	17	—	2	1	20	6
EC145	3	—	—	2	5	6
Total Light – twin engine	27	—	4	6	37	
Light – single engine:						
A119	17	7	—	—	24	8
AS350	35	—	—	—	35	17
Total Light – single engine	52	7	—	—	59	
Total Helicopters	147	8	4	7	166	12

Notes: As of 6/30/14. Excludes one AW139 helicopter that was fully paid for and delivered in May 2014 but not yet operational as of June 30, 2014; also excludes orders and options. Effective July 24, 2014, we sold our 51% interest in Lake Palma, which owns the seven A119 helicopters listed as joint-ventured above.

(a) Average for owned fleet

NAV per Share Calculation (as of 6/30/2014)

<i>(in million, except share data)</i>		
+ FMV of Helicopters	\$	950
+ NBV of Other PP&E		134
+ Working Capital		63
+ Other Net Tangible Assets		49
- Long-term Debt		(281)
- Deferred Taxes		(214)
Net Asset Value	\$	700
 Diluted Share Count		 20.4
NAV per Share (excl. Deferred Taxes)	\$	44.74
NAV per Share (incl. Deferred Taxes)	\$	34.34

Notes:

- 1) NAV calculation only includes fair market value of helicopters that we own; it does not include any value for leased-in or managed helicopters that we operate
- 2) Helicopter fair market values based on annual desktop appraisal performed by Ascend Worldwide; new helicopters delivered subsequent to the last appraisal are reflected at gross cost

Operating Revenues by Line of Service

(\$000s)	Three Months Ended				
	30-Jun-14	31-Mar-14	31-Dec-13	30-Sep-13	30-Jun-13
Oil and gas: ^(a)					
U.S. Gulf of Mexico	\$51,715	\$49,141	\$45,435	\$40,503	\$38,443
Alaska	9,305	6,197	6,885	14,003	9,398
International	173	1,245	1,228	1,248	1,278
Total oil and gas	\$61,193	\$56,583	\$53,548	\$55,754	\$49,119
Dry-Leasing	11,466	10,876	11,566	10,376	13,074
Search and rescue	5,095	6,152	5,417	4,614	3,466
Air medical services	3,137	3,091	3,135	3,288	3,131
Flightseeing	2,946	—	—	4,390	2,794
FBO	2,858	2,842	2,434	2,671	2,782
Eliminations	(115)	(101)	(102)	(96)	(129)
	\$86,580	\$79,443	\$75,998	\$80,997	\$74,237

(a) Primarily oil and gas services, but also includes revenues from activities such as firefighting and utility support

Flight Hours by Line of Service

	Three Months Ended				
	30-Jun-14	31-Mar-14	31-Dec-13	30-Sep-13	30-Jun-13
Oil and gas: ^(a)					
U.S. Gulf of Mexico	11,065	9,447	10,304	10,003	9,676
Alaska	1,122	682	895	2,860	1,405
International	—	57	62	60	48
Total oil and gas	12,187	10,186	11,261	12,923	11,129
Search and rescue	258	382	305	299	208
Air medical services	1,100	951	1,059	1,224	1,016
Flightseeing	1,080	—	—	1,744	1,134
	14,625	11,519	12,625	16,190	13,487

Note: Does not include hours flown by helicopters in our dry-leasing line of service

(a) Primarily oil and gas services, but also includes revenues from activities such as firefighting and utility support

Financial Highlights

(\$ millions)	Fiscal Year					3 Mos. Ended June 30,	
	2009	2010	2011	2012	2013	2014	2013
Revenue	\$ 235.7	\$ 235.4	\$ 258.1	\$ 272.9	\$ 299.0	\$ 86.6	\$ 74.2
Operating Expenses	148.0	147.2	162.7	167.2	186.6	54.7	46.9
G&A	21.4	25.8	31.9	34.8	38.9	10.1	9.5
Depreciation	37.3	43.4	42.6	42.5	45.6	11.4	11.4
Gains on Asset Dispositions	0.3	0.8	15.2	3.6	18.3	3.1	4.5
Operating Income	29.3	19.8	36.1	32.0	46.2	13.6	10.8
Other Income (Expense):							
Interest Income	0.1	0.1	0.7	0.9	0.6	0.1	0.2
Interest Expense	-	(0.1)	(1.4)	(10.6)	(18.1)	(3.8)	(4.6)
Intercompany Interest	(20.3)	(21.4)	(23.4)	-	-	-	-
Derivative Gains (Losses)	0.3	(0.1)	(1.3)	(0.5)	(0.1)	(0.0)	0.0
Note Receivable Impairment	-	-	-	-	-	(2.5)	-
Foreign Currency Transactions	1.4	(1.5)	0.5	0.7	0.7	0.0	0.3
SEACOR Corporate Charges	(5.5)	(4.6)	(8.8)	(2.0)	(0.2)	-	-
All Other Income or Expense	-	-	-	-	-	0.0	0.0
	(24.0)	(27.6)	(33.7)	(11.5)	(17.1)	(6.1)	(4.1)
Income before Taxes and Equity Earnings	5.3	(7.8)	2.4	20.5	29.1	7.4	6.7
Income Taxes	2.9	(4.3)	0.4	7.3	11.7	2.8	2.4
Income before Equity Earnings	2.4	(3.5)	2.0	13.2	17.4	4.7	4.3
Equity Earnings	(0.5)	(0.1)	0.1	(5.5)	0.9	0.5	0.7
Net Income	\$ 1.9	\$ (3.6)	\$ 2.1	\$ 7.7	\$ 18.3	\$ 5.2	\$ 4.9
Adjusted EBITDA ^(a)	\$ 67.9	\$ 61.8	\$ 82.2	\$ 78.8	\$ 95.3	\$ 25.5	\$ 23.2
Adjusted EBITDA Excluding Gains ^(a)	67.6	61.0	67.0	75.2	77.0	22.4	18.8

(a) See next page for Adjusted EBITDA reconciliation to Net Income (Loss)

Reconciliation of Non-GAAP Financial Measures

- Historically, SEACOR charged its corporate costs and overhead charges to all of its operating divisions
 - These charges have been excluded from Adjusted EBITDA to more accurately reflect Era's historical results if we had not been a SEACOR subsidiary
- Effective as of the spin-off, Era pays SEACOR a fixed fee pursuant to the TSA. The initial annualized fee was \$3.4 million. As Era transitions the functions covered by the TSA, the amount paid to SEACOR will be reduced
- Adjusted EBITDA reflects special items:
 - Non-recurring executive severance adjustments of \$0.4 million, \$4.2 million, and \$0.7 million in FY 2010, 2011 and 2012, respectively
 - An adjustment for IPO related fees and expenses of \$2.9 million in FY 2012
 - Impairment of our investment in Aeróleo in the first quarter of 2012 (\$5.9 million)
 - A one-time charge related to operating leases on certain air medical helicopters in Q3 2013 of \$2.0 million
 - A pre-tax impairment charge of \$2.5 million in Q2 2014 representing a reserve against a note receivable

(USD\$ in thousands)	Historical EBITDA and Adjusted EBITDA					3 Mos. Ended June 30,	
	Fiscal Year					2014	2013
	2009	2010	2011	2012	2013		
Net Income (Loss)	1,839	(3,639)	2,108	7,747	18,304	5,196	4,950
Depreciation	37,358	43,351	42,612	42,502	45,561	11,425	11,431
Interest Income	(52)	(109)	(738)	(910)	(591)	(143)	(150)
Interest Expense	13	94	1,376	10,648	18,050	3,840	4,613
Interest Expense on Advances	20,328	21,437	23,410	-	-	-	-
Income Tax Expense (Benefit)	2,883	(4,301)	434	7,298	11,727	2,759	2,398
EBITDA	62,369	56,833	69,202	67,285	93,051	23,077	23,242
SEACOR Management Fees	5,481	4,550	8,799	2,000	168	-	-
Special Items	-	379	4,171	9,552	2,045	2,457	-
Adjusted EBITDA	67,850	61,762	82,172	78,837	95,264	25,534	23,242
Gains on Asset Dispositions, Net ("Gains")	(316)	(764)	(15,172)	(3,612)	(18,301)	(3,139)	(4,476)
Adjusted EBITDA Excluding Gains	67,534	60,998	67,000	75,225	76,963	22,395	18,766

