SEC Form 4

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Ferson						ol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
Bradsnaw Cr	<u>instopher Scc</u>	<u>ni</u>		I			X	Director	10% C	Owner		
(Last)	(First)	(Middle)					x	Officer (give title below)				
C/O BRISTOW	GROUP INC.				on (Month/Day/	rear)		Presider	nt and CEO			
3151 BRIARPA	RK DRIVE, SU	ITE 700										
(Street) HOUSTON	тх	77042	4. If Amer	ndment, Date of Or	iginal Filed (Mo	nth/Day/Year)			•			
	17	77042										
(City)	(State)	(Zip)										
	aw Christopher Scott Bristow Group Inc. [VTOL] X Director X Officer (give title Other (specify below) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Officer (give title Other (specify below) 3. Date of Earliest Transaction (Month/Day/Year) 06/01/2023 President and CEO ON TX 77042 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person											
					•					7 Mature of		

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s)		Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	(Instr. 3 and 4)		(Instr. 4)	
Common Stock	06/01/2023		F		5,926 ⁽¹⁾	D	\$25.28	296,634	D		
Common Stock	06/01/2023		F		6,602(2)	D	\$25.28	290,032	D		

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		

Explanation of Responses:

1. Shares withheld to cover the associated tax liability upon the vesting of the second portion of a previous grant of restricted stock units, which grant was originally reported in Table I of the reporting person's Form 4 filed on June 3, 2021.

2. Shares withheld to cover the associated tax liability upon the vesting of the first portion of a previous grant of restricted stock units, which grant was originally reported in Table I of the reporting person's Form 4 filed on June 3, 2022.

<u>/s/ Justin D. Mogford, Attorney-in-</u> Fact for Christopher S. Bradshaw 06/05/2023

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.