SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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 Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Whalen Jennifer Dawn (Last) (First) (Middle) C/O BRISTOW GROUP INC. 3151 BRIARPARK DRIVE, SUITE 700 (Street) HOUSTON TX 77042 (City) (State) (Zip)	Bristow Group Inc. [VTOL] 3. Date of Earliest Transaction (Month/Day/Year) 03/02/2026	Director / 10% Owner X Officer (give title below) / Other (specify below) SVP, CFO
	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

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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) (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	(A) or (D)	Price			
Common Stock	03/02/2026		M		11,667	A	$24.54	134,908	D	
Common Stock	03/02/2026		S		11,367	D	$46.8297(1)	123,541	D	
Common Stock	03/02/2026		S		300	D	$47.9833(2)	123,241	D	
Common Stock	03/02/2026		S		14,500	D	$46.8964(3)	108,741	D	
Common Stock	03/02/2026		S		500	D	$47.828(4)	108,241	D	
Common Stock	03/02/2026		G		650(5)	D	$0	107,591	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)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option (Right to Buy)	$24.54(6)	03/02/2026		M			11,667	(6)	09/16/2030	Common Stock	11,667	$0	0	D	

Explanation of Responses:

1. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions on March 2, 2026 at prices ranging from $46.50 to $47.40, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4.

2. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions on March 2, 2026 at prices ranging from $47.89 to $48.17, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4.

3. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions on March 2, 2026 at prices ranging from $46.50 to $47.40, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4.

4. The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions on March 2, 2026 at prices ranging from $47.59 to $48.17, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer or the staff of the SEC, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4.

5. Represents a bona fide gift of the Issuer's common stock by the Reporting Person to charity.

6. The stock options vest in full on June 12, 2023, subject to continuous service of the reporting person as of such vesting date.

/s/ Justin D. Mogford, Attorney-in-Fact for Jennifer D. Whalen — 03/03/2026

** 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.