

Bristow Group Inc
Form 8-K
November 09, 2006

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**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 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) November 9, 2006 (November 7, 2006)

Bristow Group Inc.

(Exact name of registrant as specified in its charter)

**Delaware
(State or other jurisdiction
of incorporation)**

**001-31617
(Commission File Number)**

**72-0679819
(IRS Employer
Identification No.)**

**2000 West Sam Houston Parkway South, Suite 1700,
Houston, Texas 77042**

**(Address of principal executive offices)
(713) 267-7600**

(Registrant's telephone number, including area code)

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))
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Item 2.02 Results of Operations and Financial Condition.

On November 7, 2006, Bristow Group Inc. (the Company) issued a press release announcing results of operations for its fiscal 2007 second quarter and six months ended September 30, 2006. This press release was issued in anticipation of a conference call and Q&A session starting at 10:00 a.m. EST (9:00 a.m. CST) on Wednesday, November 8, 2006, to review the financial results for the three and six months ended September 30, 2006. A copy of the press release is furnished with this report as Exhibit 99.1, and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits

99.1 Press Release of the Company dated November 7, 2006 announcing results of operations for its fiscal 2007 second quarter and six months ended September 30, 2006.

Limitation on Incorporation by Reference.

In accordance with General Instruction B.2 of Form 8-K, the information set forth in Item 2.02 and the related exhibit furnished in Item 9.01 of this report shall not be deemed to be 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, nor shall such information be deemed incorporated by reference in 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. The information set forth in Item 2.02 and the related exhibit furnished in Item 9.01 of this report shall not be deemed an admission as to the materiality of any information in this report on Form 8-K.

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.

BRISTOW GROUP INC.

Date: November 9, 2006

By: /s/ Randall A. Stafford
Randall A. Stafford
Vice President, General Counsel and
Corporate Secretary

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| Exhibit Number | Description of Exhibit |
|-----------------------|--|
| 99.1 | Press Release of the Company dated November 7, 2006 announcing results of operations for its fiscal 2007 second quarter and six months ended September 30, 2006. |