Bristow Group Inc Form 3 August 08, 2008

#### FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person \* Statement Bristow Group Inc [BRS] Wyatt William (Month/Day/Year) 08/05/2008 (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 2000 W. SAM HOUSTON (Check all applicable) PARKWAY S., Â SUITE 1700 (Street) 6. Individual or Joint/Group 10% Owner \_X\_ Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) \_X\_ Form filed by One Reporting Person HOUSTON, TXÂ 77042 Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 5) (Instr. 4) Form: Direct (D) or Indirect (I) (Instr. 5) Â Common Stock 1,222 D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly.

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title	Derivative Security: Security Direct (D)		(

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	Date Expiration Exercisable Date		Amount or Number of Shares			or Indirect (I) (Instr. 5)	
Director Stock Options	02/05/2009	02/05/2018	Common Stock	3,125	\$ 44.21	D	Â
Restricted Stock Units	02/05/2009	(2)	Common Stock	888	\$ <u>(1)</u>	D	Â

### **Reporting Owners**

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Other		
Wyatt William						
2000 W. SAM HOUSTON PARKWAY S.	ÂΧ	Â	â	â		
SUITE 1700	АЛ	A	A	A		
HOUSTON, TX 77042						

## **Signatures**

Randall A. Stafford, Attorney in fact

\*\*Signature of Reporting Person Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(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).
- (1) The conversion or exercise price of the security is 1 for 1
- (2) Time vested restricted stock units that vest into an equal number of shares of common stock 6 months after date of grant

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

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