IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF COLUMBIA

UNITED STATES OF AMERICA c/o Department of Justice Washington, D.C. 20530, Plaintiff, v. CALEDONIA INVESTMENTS PLC Cayzer House 30 Buckingham Gate London, UK SW1E6NN Defendant.	Civil Action No.

STIPULATION

It is stipulated by and between the undersigned parties, by their respective attorneys, that:

(1) The parties stipulate that a Final Judgment in the form attached to this Stipulation may be filed with and entered by the Court, on the Court's own motion or on the motion of any party at any time after compliance with the requirements of the Antitrust Procedure and Penalties Act ("APPA") (15 U.S.C. § 16), and without further notice to any party or other proceedings, if Plaintiff has not withdrawn its consent, which it may do at any time before the entry of judgment by serving notice of its withdrawal on Defendant Caledonia Investments plc and filing that notice with the Court;

(2) Defendant Caledonia Investments plc waives any objection to venue or jurisdiction for purposes of this action and authorizes Crowell & Moring LLP to accept service of all process in this matter on its behalf;

(3) Defendant Caledonia agrees to arrange, at its expense, publication of the newspaper notice required by the APPA, which shall be drafted by the United States as prescribed by the APPA. The publication shall be arranged no later than five (5) business days after Defendant Caledonia's receipt from the United States of the text of the notice and the identity of the newspaper within which the publication shall be made. Defendant Caledonia shall promptly send to the United States (1) confirmation that publication of the newspaper notice has been arranged, and (2) the certification of the publication prepared by the newspaper within which the notice was published;

(4) This Stipulation shall apply with equal force and effect to any amended proposed Final Judgment agreed upon in writing by the parties and submitted to the Court;

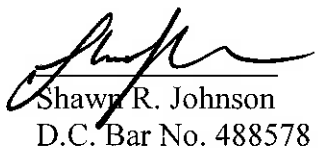
(5) In the event Plaintiff withdraws its consent or if the proposed Final Judgment is not entered pursuant to this Stipulation, and the time has expired for all appeals of any Court ruling declining entry of the proposed Final Judgment, then this Stipulation shall be of no effect whatever and the making of this Stipulation shall be without prejudice to any party in this or any other proceeding; and

(6) The entry of the Final Judgment in accordance with this Stipulation settles, discharges, and releases any and all claims of Plaintiff, the United States, for civil penalties pursuant to Section 7A(g)(1) of the Clayton Act, 15 U.S.C. § 18a(g)(1), against Defendant for

failure to comply with Section 7A of the Clayton Act, 15 U.S.C. § 18a, in connection with Defendant's acquisition of voting securities of Bristow Group, Inc. in 2014.

FOR THE DEFENDANT:

Caledonia Investments plc

By: 

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Dated: June 10, 2016

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