

ERA GROUP INC.
Form 5
February 13, 2015

FORM 5

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).
Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL STATEMENT OF CHANGES IN 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

1. Name and Address of Reporting Person *
FABRIKANT CHARLES

(Last) (First) (Middle)

C/O SEACOR HOLDINGS INC., 2200 ELLER DRIVE

(Street)

FORT LAUDERDALE, FL 33316

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ERA GROUP INC. [ERA]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
12/31/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Non-Exec Chairman of the Board

6. Individual or Joint/Group Reporting

(check applicable line)

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 at end of Issuer's Fiscal Year (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|--|--|---|
| | | | | (A) Amount or (D) Price | | | |
| Common Stock | 03/24/2014 | ^ | G | 7,300 D \$ 0 | 389,370 | D | ^ |
| Common Stock | 04/10/2014 | ^ | J ⁽¹⁾ | 37,821 D \$ 0 | 351,549 | D | ^ |
| Common Stock | 04/10/2014 | ^ | J ⁽¹⁾ | 37,821 A \$ 0 | 37,821 | I | Charles Fabrikant 2009 Family Trust ⁽²⁾ |

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| | | | | | | | | | |
|--------------|------------|---|---|--------------|---|------|---------|---|---|
| Common Stock | 06/24/2014 | Â | G | 1,540 (3) | D | \$ 0 | 0 | I | Jane Strasser 1974 Trust (2) |
| Common Stock | 11/07/2014 | Â | G | 5,000 | D | \$ 0 | 323,529 | I | Fabrikant International Corporation (4) |
| Common Stock | 11/17/2014 | Â | G | 36,900 | D | \$ 0 | 314,649 | D | Â |
| Common Stock | 12/23/2014 | Â | G | 20,000 | D | \$ 0 | 294,649 | D | Â |
| Common Stock | Â | Â | Â | Â | Â | Â | 60,000 | I | Charles Fabrikant 2012 GST Exempt Trust (5) |
| Common Stock | Â | Â | Â | Â | Â | Â | 24,236 | I | VSS Holding Corp. (6) |
| Common Stock | Â | Â | Â | Â | Â | Â | 18,995 | I | Estate of Elaine Fabrikant (7) |
| Common Stock | Â | Â | Â | Â | Â | Â | 12,000 | I | Sara Fabrikant 2012 GST Exempt Trust (2) |
| Common Stock | Â | Â | Â | Â | Â | Â | 800 | I | Harlan Saroken 2009 Family Trust (5) |
| Common Stock | Â | Â | Â | Â | Â | Â | 800 | I | Eric Fabrikant 2009 Family Trust (5) |

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

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 control number.

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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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. of |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|-------|
|--|--|--------------------------------------|--|--------------------------------|--|--|---|--|-------|

Disposed
of (D)
(Instr. 3,
4, and 5)

| (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|-----|-----|---------------------|--------------------|-------|--|
|-----|-----|---------------------|--------------------|-------|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | Title |
|--|---------------|-----------|---------|-------|--------------------------------|
| | Director | 10% Owner | Officer | Other | |
| FABRIKANT CHARLES C/O SEACOR HOLDINGS INC. 2200 ELLER DRIVE FORT LAUDERDALE, FL 33316 | X | X | X | | Non-Exec Chairman of the Board |

Signatures

/s/ Christopher Bradshaw,
attorney-in-fact

02/13/2015

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Reporting Person transferred the shares to the Charles Fabrikant 2009 Family Trust, of which he and his spouse are co-trustees.
- (2) Reporting Person is a trustee. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
- (3) Shares were transferred to the beneficial owner and are no longer indirectly owned by the Reporting Person.
- (4) Reporting Person is the President. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
- (5) Reporting Person's spouse is a trustee. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.
- (6) Reporting Person is the President and sole stockholder.
- (7) Reporting Person has discretion over the estate's account. Reporting Person disclaims beneficial ownership except to the extent of his pecuniary interest.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.