

CANADA

SUPERIOR COURT
(Commercial Division)

PROVINCE OF QUEBEC
DISTRICT OF MONTREAL
No.: 500-11-052101-173

IN THE MATTER OF THE PLAN OF COMPROMISE,
ARRANGEMENT AND REORGANIZATION OF:

ALLIANCE HANGER INC.

Debtor

-and-

ERA GROUP INC./GROUPE ERA INC.

Applicant

-and-

KPMG INC.

Monitor

PROXY FORM AND INSTRUCTIONS FOR AFFECTED CREDITORS
IN THE MATTER OF THE PLAN OF COMPROMISE, ARRANGEMENT AND
REORGANIZATION OF ALLIANCE HANGER INC.

A MEETING OF AFFECTED CREDITORS will be held at the time and place below pursuant to the *Order for the Filing of the Plan of Compromise, Arrangement and Reorganization, the Calling of a Creditors' Meeting and the Extension of the Stay Period* (the "**Meeting Procedure Order**") rendered by the Quebec Superior Court (Commercial Division) on March 9, 2017 to allow Affected Creditors (as defined in the Plan) to vote on the Plan of Compromise, Arrangement and Reorganization filed in respect of Alliance Hanger Inc. ("**Alliance**") (as may be amended from time to time, the "**Plan**").

**On March 28, 2017 at 10 o'clock am (Eastern Standard Time)
at the office of the Monitor located at KPMG Tower,
600 de Maisonneuve Blvd. West, Suite 1500, Montreal, Quebec H3A 0A3**

as may be adjourned, postponed or rescheduled (the "**Creditors' Meeting**").

IF YOU DO NOT WISH TO ATTEND THE CREDITORS' MEETING IN PERSON but wish to appoint a proxyholder to attend the Creditors' Meeting to vote on your behalf in respect of the Plan and otherwise act for and on your behalf at the Creditors' Meeting and any adjournment(s), postponement(s) or rescheduling(s) thereof, please follow the instructions below.

PLEASE COMPLETE, SIGN AND DATE THE ENCLOSED PROXY FORM AND RETURN IT TO KPMG INC., IN ITS CAPACITY AS MONITOR, SO THAT IT RECEIVES IT BY NO LATER THAN 5:00 PM EASTERN STANDARD TIME, ON MARCH 27, 2017 (THE "**VOTING DEADLINE**") OR ON THE BUSINESS DAY IMMEDIATELY PRECEDING ANY ADJOURNMENT, POSTPONEMENT OR RESCHEDULING OF THE CREDITORS' MEETING. The Proxy Form may also be deposited with the Chair (as defined in the Plan) at the Creditors' Meeting before the beginning of the Creditors' Meeting.

On February 16, 2017, the Quebec Superior Court (Commercial Division) issued an order establishing certain procedures for the purpose of identifying, establishing, adjudicating or otherwise resolving all Affected Claims against Alliance (the "**Claims Procedure Order**"), a copy of which is available on the Monitor's Website at <http://www.kpmg.com/ca/alliancehanger>. The

Claims Procedure Order and the Meeting Procedure Order contain important information regarding the voting process.

The Plan is attached to the Notice of Creditors' Meeting of Alliance, a copy of which you have received and is available on the Monitor's Website. All capitalized terms used but not defined herein and in the Proxy Form shall have the meanings ascribed to such terms in the Plan.

Please read the Plan, the Claims Procedure Order and the Meeting Order and the instructions sent with the Proxy Form prior to submitting the Proxy Form.

If the Plan is sanctioned by the Quebec Superior Court, it will be binding on you whether or not you vote.

Montreal, this 17th day of March, 2017.

KPMG INC., in its capacity as
Court-appointed Monitor of
Alliance Hanger Inc.

**IN THE MATTER OF THE PLAN OF COMPROMISE, ARRANGEMENT AND
REORGANIZATION OF ALLIANCE HANGER INC.**

PROXY FORM

By checking one of the two boxes below, the undersigned Affected Creditor hereby revokes all proxies previously given and nominates, constitutes and appoints either _____ or a representative of KPMG Inc., in its capacity as Monitor, as proxyholder (if you would like the Monitor to act as your proxyholder, leave space blank) with full power of substitution, to attend, vote and otherwise act for and on behalf of the undersigned at the Creditors' Meeting and any adjournment(s) thereof, and to vote the amount of the Voting Claim. Without limiting the generality of the power hereby conferred, the person named as proxyholder is specifically directed to vote as shown below. The person named as proxyholder is also directed to vote at the proxyholder's discretion and otherwise act for and on behalf of the undersigned with respect to any amendments or variations to the Plan and to any matters that may come before the Creditors' Meeting or any adjournment thereof and to vote the amount of the Affected Creditor's Voting Claim(s) as follows (mark only one):

Vote **FOR** approval of the Plan Vote **AGAINST** approval of the Plan

Please note that if no specification is made hereinabove, the Affected Creditor will be deemed to have voted FOR approval of the Plan.

Dated this _____ day of _____, 2017.

Print Name of Affected Creditor

Signature of Affected Creditor or, if the Affected Creditor is a corporation, partnership or trust, signature of an authorized signing officer of the corporation, partnership or trust

Title of the authorized signing officer of the corporation, partnership or trust, if applicable

E-mail address of Affected Creditor

Telephone number of Affected Creditor or authorized signing officer

Mailing address of Affected Creditor

INSTRUCTIONS FOR COMPLETION OF THE PROXY FORM

Please read and follow these instructions carefully. All capitalized terms used but not defined in this Proxy Form shall have the meanings ascribed to such terms in the Plan, a copy of which is available on the Monitor's Website at <http://www.kpmg.com/ca/alliancehanger>.

Please submit your Proxy Form to the Monitor promptly. You may use the pre-addressed, return envelope provided with the Proxy Form. **YOUR ORIGINAL PROXY FORM MUST BE ACTUALLY RECEIVED BY THE MONITOR AT THE ADDRESS LISTED BELOW, OR BY EMAIL OR FACSIMILE TRANSMISSION, ON OR BEFORE 5:00 PM EASTERN STANDARD TIME, ON THE VOTING DEADLINE (MARCH 27, 2017) OR ON THE BUSINESS DAY IMMEDIATELY PRIOR TO THE ADJOURNMENT, THE POSTPONEMENT OR THE RESCHEDULING OF THE CREDITORS' MEETING:**

KPMG INC.
MONITOR OF ALLIANCE HANGER INC.
600 de Maisonneuve Blvd. West
Suite 1500
Montreal, Quebec
Canada H3A 0A3
Attention: Alliance Hanger Creditors' Meeting
Fax: 514-840-2121
Email: alliancehanger@kpmg.ca

Your Proxy Form may also be hand-delivered to the Chair of the Creditors' Meeting, prior to the Creditors' Meeting, or any adjournment, postponement or rescheduling thereof. Each Affected Creditor who has a right to vote at the Creditors' Meeting has the right to appoint as proxyholder a person (who need not be an Affected Creditor) to attend, act and vote for and on behalf of the Affected Creditor.

In order to appoint a proxyholder for the Creditors' Meeting and to vote by proxy to accept or reject the Plan, rather than in person at the Creditors' Meeting, you must:

either write the name of your proxyholder in the designated space provided on the Proxy Form or, if you would like a representative of the Monitor to act as your proxyholder, leave the space blank (If no name has been inserted in the space provided, the Affected Creditor will be deemed to have appointed any officer of KPMG Inc., in its capacity as Monitor, or such other person as KPMG Inc. may designate, as proxyholder of the Affected Creditor, with power of substitution, to attend on behalf of and act for the Affected Creditor at the Creditors' Meeting to be held in connection with the Plan and at any and all adjournments, postponements or other rescheduling thereof);

check the appropriate box to indicate your vote (NOTE: if you do not check either box, you will be deemed to have voted FOR approval of the Plan);

sign the Proxy Form — your original signature is required on the Proxy in order to appoint a proxyholder and vote at the Creditors' Meeting;

if you are completing the Proxy Form as a duly authorized representative of a corporation or other entity, indicate your relationship with such corporation or other entity and the capacity in which you are signing and, if subsequently requested, provide proof of your authorization to so sign. In addition, please provide your name and mailing address; and

return the completed Proxy Form to the Monitor within the delay stipulated above.

If multiple Proxy Forms are received from the same person with respect to the same Claims prior to the Voting Deadline, the latest dated, validly executed Proxy Form timely received will supersede and revoke any earlier received Proxy Form. All otherwise valid Proxy Forms bearing the same date that vote the same Voting Claims inconsistently will not be counted. If a Proxy Form is not dated in the space provided, it shall be deemed dated as of the date it is received by the Monitor.

If a Creditor attends the Creditors' Meeting and votes in person, that vote will supersede and revoke all previously received Proxy Forms.

Any Proxy Form that is illegible or contains insufficient information to permit the identification of the claimant shall not be counted.

Any Proxy Form that attempts to partially accept and partially reject the Plan will not be counted.

After the Voting Deadline, no Proxy may be withdrawn or modified, except by Proxy deposited with the Chair at the Creditors' Meeting or by a Creditor voting in person at the Creditors' Meeting, without the prior consent of Alliance.

IF YOU HAVE ANY QUESTIONS REGARDING THE PROXY FORM OR THE PROCEDURES GENERALLY, OR IF YOU NEED ADDITIONAL COPIES OF THE FORM OF PROXY OR OTHER ENCLOSED MATERIALS, PLEASE CALL THE MONITOR AT 514-840-2165 OR VISIT THE MONITOR'S WEBSITE AT <http://www.kpmg.com/ca/alliancehanger>.

No fees, commissions, or other remuneration will be payable to any broker, dealer, or other person for soliciting votes on the Plan. The Proxy Form is not a letter of transmittal and may not be used for any purpose other than to appoint a proxyholder and to cast votes to accept or reject the Plan.