

Goss Anna M.  
Form 4  
May 20, 2013

**FORM 4**

**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).

**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Goss Anna M.

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/16/2013

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

C/O ERA GROUP INC., 818 TOWN & COUNTRY BLVD., SUITE 200

SVP-Finance and CAO

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

HOUSTON, TX 77024

(City) (State) (Zip)

**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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	05/16/2013		M		111 A \$ 11.89	5,790	D
Common Stock	05/16/2013		M		111 A \$ 14.23	5,901	D
Common Stock	05/16/2013		M		111 A \$ 15.09	6,012	D
Common Stock	05/16/2013		M		2,230 A \$ 15.2	8,242	D
Common Stock	05/16/2013		M		1,722 A \$ 15.82	9,964	D

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Common Stock	05/16/2013	M	2,230	A	\$ 16.67	12,194	D
Common Stock	05/16/2013	M	557	A	\$ 16.69	12,751	D
Common Stock	05/16/2013	M	2,230	A	\$ 16.92	14,981	D
Common Stock	05/16/2013	S	5,800	D	\$ 25.71 (2)	9,181	D
Common Stock	05/16/2013	S	2,296	D	\$ 26.79 (3)	6,885	D
Common Stock	05/16/2013	S	1,206	D	\$ 27.42 (4)	5,679	D
Common Stock	05/17/2013	M	164	A	\$ 8.22	5,843	D
Common Stock	05/17/2013	M	557	A	\$ 8.73	6,400	D
Common Stock	05/17/2013	M	557	A	\$ 14.05	6,957	D
Common Stock	05/17/2013	M	557	A	\$ 15.35	7,514	D
Common Stock	05/17/2013	M	508	A	\$ 15.82	8,022	D
Common Stock	05/17/2013	M	557	A	\$ 16.8	8,579	D
Common Stock	05/17/2013	S	2,900	D	\$ 25.21 (1)	5,679	D
Common Stock	05/20/2013	M	1,174	A	\$ 8.22	6,853	D
Common Stock	05/20/2013	M	726	A	\$ 12.99	7,579	D
Common Stock	05/20/2013	S	1,900	D	\$ 25.02 (5)	5,679	D

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

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SEC 1474  
(9-02)

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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 Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options (right to buy)	\$ 11.89	05/16/2013		M	111	<u>(6)</u> 03/02/2016	Common stock	111
Stock Options (right to buy)	\$ 14.23	05/16/2013		M	111	<u>(6)</u> 03/02/2016	Common stock	111
Stock Options (right to buy)	\$ 15.09	05/16/2013		M	111	<u>(6)</u> 03/02/2016	Common stock	111
Stock Options (right to buy)	\$ 15.2	05/16/2013		M	2,230	<u>(6)</u> 03/04/2017	Common stock	2,230
Stock Options (right to buy)	\$ 15.82	05/16/2013		M	1,722	<u>(6)</u> 03/04/2017	Common stock	1,722
Stock Options (right to buy)	\$ 16.67	05/16/2013		M	2,230	<u>(6)</u> 03/04/2017	Common stock	2,230
Stock Options (right to buy)	\$ 16.69	05/16/2013		M	557	<u>(6)</u> 03/02/2016	Common stock	557
Stock Options (right to buy)	\$ 16.92	05/16/2013		M	2,230	<u>(6)</u> 03/04/2017	Common stock	2,230

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Stock Options (right to buy)	\$ 8.22	05/17/2013	M	164	(7)	03/04/2019	Common stock	164
Stock Options (right to buy)	\$ 8.73	05/17/2013	M	557	(6)	03/04/2018	Common stock	557
Stock Options (right to buy)	\$ 14.05	05/17/2013	M	557	(6)	03/04/2018	Common stock	557
Stock Options (right to buy)	\$ 15.35	05/17/2013	M	557	(6)	03/04/2018	Common stock	557
Stock Options (right to buy)	\$ 15.82	05/17/2013	M	508	(6)	03/04/2017	Common stock	508
Stock Options (right to buy)	\$ 16.8	05/17/2013	M	557	(6)	03/04/2018	Common stock	557
Stock Options (right to buy)	\$ 8.22	05/20/2013	M	1,174	(7)	03/04/2019	Common stock	1,174
Stock Options (right to buy)	\$ 12.99	05/20/2013	M	726	(7)	03/04/2019	Common stock	726

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Goss Anna M. C/O ERA GROUP INC. 818 TOWN & COUNTRY BLVD., SUITE 200 HOUSTON, TX 77024			SVP-Finance and CAO	

## Signatures

/s/ Anna Goss

05/20/2013

\*\*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) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.00 to \$25.31, inclusive. The reporting person undertakes to provide to Era Group Inc., any security holder of Era Group Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes (1), (2), (3), (4) and (5) to this Form 4.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.30 to \$26.15, inclusive.
  - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$26.36 to \$27.25, inclusive.
  - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$27.40 to \$27.49, inclusive.
  - (5) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$25.00 to \$25.18, inclusive.
  - (6) The options are fully vested and exercisable.
  - (7) Includes 335 unvested options that will vest on March 4, 2014.

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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