

CHC Group Ltd.
Form SC 13G
June 02, 2014

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934

CHC GROUP LTD.

(Name of Issuer)

COMMON STOCK

(Title of Class of Securities)

G07021101

(CUSIP Number)

February 19, 2014

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

.. Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 (Act) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931 (See Item 4)

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 2,261,931 (See Item 4)

8 SHARED DISPOSITIVE POWER

WITH

None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,261,931 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Global, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 2,261,931
8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,261,931 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

OO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Global Investments, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 2,261,931
8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,261,931 (See Item 4)

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11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 2,261,931

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

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TYPE OF REPORTING PERSON*

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Atlas Institutional Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931
6 SHARED VOTING POWER

BENEFICIALLY

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REPORTING

PERSON 2,261,931
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WITH

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund II, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 2,261,931

8 SHARED DISPOSITIVE POWER

WITH

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2,261,931 (See Item 4)

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PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

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***SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Institutional Fund II, Ltd.

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(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)
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REPORTING

PERSON 2,261,931
8 SHARED DISPOSITIVE POWER

WITH

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2,261,931 (See Item 4)

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11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Global Japan Unit Trust

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 2,261,931
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 2,261,931
8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

2,261,931 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 2.92%
TYPE OF REPORTING PERSON*

OO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Enhanced Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 1,389,277

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 1,389,277

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,389,277 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 1.79%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Enhanced Fund, L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 1,389,277

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 1,389,277

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,389,277 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 1.79%
TYPE OF REPORTING PERSON*

OO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Atlas Enhanced Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 1,389,277

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 1,389,277

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,389,277 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 1.79%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

BAM Zie Master Fund, Ltd.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Cayman

5 SOLE VOTING POWER

NUMBER OF

SHARES 187,132
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None (See Item 4)
EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 187,132
8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

187,132 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 .24%
TYPE OF REPORTING PERSON*

CO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

BAM Zie Fund, LLC

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 187,132

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 187,132

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

187,132 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 .24%
TYPE OF REPORTING PERSON*

OO

*** SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Lyxor/Balyasny Atlas Enhanced Fund Limited

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Jersey

5 SOLE VOTING POWER

NUMBER OF

SHARES 211,660

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY

None (See Item 4)

EACH

7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 211,660

8 SHARED DISPOSITIVE POWER

WITH

None (See Item 4)

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

211,660 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 .27%
TYPE OF REPORTING PERSON*

CO

***SEE INSTRUCTIONS BEFORE FILLING OUT.**

1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

Balyasny Asset Management L.P.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a) (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Delaware

5 SOLE VOTING POWER

NUMBER OF

SHARES 4,050,000 (See Item 4)

6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY None

EACH 7 SOLE DISPOSITIVE POWER

REPORTING

PERSON 4,050,000 (See Item 4)

8 SHARED DISPOSITIVE POWER

WITH

None

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,050,000 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 5.22%
TYPE OF REPORTING PERSON*

IA

***SEE INSTRUCTIONS BEFORE FILLING OUT.**

CUSIP No. G07021101

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1 NAMES OF REPORTING PERSONS

I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (Entities Only)

2 Dmitry Balyasny
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

3 (a) (b)
SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States
5 SOLE VOTING POWER

NUMBER OF

SHARES 4,050,000 (See Item 4)
6 SHARED VOTING POWER

BENEFICIALLY

OWNED BY
EACH 7 None
SOLE DISPOSITIVE POWER

REPORTING

PERSON 4,050,000 (See Item 4)
8 SHARED DISPOSITIVE POWER

WITH

9 None
AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

4,050,000 (See Item 4)

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES* ..

11 Not Applicable
PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

12 5.22%
TYPE OF REPORTING PERSON*

IN

***SEE INSTRUCTIONS BEFORE FILLING OUT.**

Item 1(a) Name of Issuer:

CHC Group, Ltd. (the Company)

(b) Address of Issuer's Principal Executive Offices:

4740 Agar Drive

BC V7B 1A3

Richmond, BC

Canada

Item 2(a) (c) This statement is filed on behalf of the following:

(1) Atlas Master Fund, Ltd. is a Cayman corporation (AMF), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies.

(2) Atlas Global, LLC is a Delaware limited liability company (AG), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AG owns 9.17% of the equity interests in AMF.

(3) Atlas Global Investments, Ltd. is a Cayman corporation (AGI), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies. AGI owns 14.76% of the equity interests in AMF.

(4) Atlas Institutional Fund, LLC is a Delaware limited liability company (AIF LLC), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AIF LLC owns 4.15% of the equity interests in AMF.

(5) Atlas Institutional Fund, Ltd. is a Cayman corporation (AIF LTD), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies. AIF, LTD owns 20.68% of the equity interests in AMF.

(6) Atlas Institutional Fund II, LLC is a Delaware limited liability company (AIF2 LLC), with its principal business office at 181 West Madison, Suite 3600, and Chicago, IL 60602. AIF2 LLC owns 9.69% of the equity interests in AMF.

(7) Atlas Institutional Fund II, Ltd. is a Cayman corporation (AIF2 LTD), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies. AIF2, LTD owns 28.40% of the equity interests in AMF.

- (8) Atlas Global Japan Unit Trust is a Cayman exempted unit trust (AGJ), with its principal business office at c/o CIBC Bank and Trust Company (Cayman) Limited, CIBC Financial Centre, 11 Dr. Roy s Drive-~~9~~ Floor, P.O. Box 694, Grand Cayman, Cayman Islands, British West Indies. AGJ owns 9.81% of the equity interests in AMF.
- (9) Atlas Enhanced Master Fund, Ltd. is a Cayman corporation (AEMF), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies.
- (10) Atlas Enhanced Fund, L.P. is a Delaware limited partnership (AEF LP), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. AEF LP owns 22.34% of the equity interests in AEMF.
- (11) Atlas Enhanced Fund, Ltd. is a Cayman corporation (AEF LTD), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies. AEF LTD owns 77.65% of the equity interests in AEMF.
- (12) BAM Zie Master Fund Ltd. is a Cayman corporation (BZF MASTER), with its principal business office at c/o Walkers SPV Limited, Walker House, P.O. Box 908 GT, George Town, Grand Cayman, Cayman, British West Indies.
- (13) BAM Zie Fund, LLC, is a Delaware limited partnership (BZF LLC), with its principal business office at 181 West Madison, Suite 3600, Chicago, IL 60602. BZF LLC owns 99.81% of the equity interests in BZF MASTER.
- (14) Lyxor/Balyasny Atlas Enhanced Fund Limited is a Jersey limited corporation (LYXOR), with its registered office at 18 Esplanade, St. Helier, Jersey JE4 8RT, Channel Islands.
- (15) Balyasny Asset Management L.P. is a Delaware limited partnership (BAM), with its principal business office at 181 West Madison, Suite 3600, and Chicago, IL 60602. BAM is the investment manager to each of AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, BZF MASTER, BZF LLC and LYXOR.
- (16) Dmitry Balyasny, a United States citizen whose business address is 181 West Madison, Suite 3600, Chicago, IL 60602. Dmitry Balyasny is the sole managing member of the general partner of BAM.

(d) Title of Class of Securities:
Common Stock

(e) CUSIP Number: **G07021101**

Item 3 If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:
Not Applicable

Item 4 Ownership:
AMF

(a) Amount Beneficially Owned:
2,261,931

(b) Percent of Class:
2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
2,261,931

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:
2,261,931

(iv) Shared power to dispose or to direct disposition of:
None

AG

(a) Amount Beneficially Owned:

By virtue of its ownership of 9.17% of the equity interest in AMF, AG may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

2,261,931

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

2,261,931

(iv) Shared power to dispose or to direct disposition of:

None

AGI

(a) Amount Beneficially Owned:

By virtue of its ownership of 14.76% of the equity interest in AMF, AGI may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
2,261,931

(ii) Shared power to vote or to direct vote:
None

(ii) Sole power to dispose or direct disposition of:
2,261,931

(iv) Shared power to dispose or to direct disposition of:
None

AIF, LLC

(a) Amount Beneficially Owned:

By virtue of its ownership of 4.15% of the equity interest in AMF, AIF LLC may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:
2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
2,261,931

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:

2,261,931

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(iv) Shared power to dispose or to direct disposition of:

None

AIF LTD

(a) Amount Beneficially Owned:

By virtue of its ownership of 20.68% of the equity interest in AMF, AIF LTD may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

2,261,931

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

2,261,931

(iv) Shared power to dispose or to direct disposition of:

None

AIF2 LLC

(a) Amount Beneficially Owned:

By virtue of its ownership of 9.69% of the equity interest in AMF, AIF2 LLC may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:
2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
2,261,931

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:
2,261,931

(iv) Shared power to dispose or to direct disposition of:
None

AIF2 LTD

(a) Amount Beneficially Owned:
By virtue of its ownership of 28.40% of the equity interest in AMF, AIF2 LTD may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:
2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
2,261,931

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:
2,261,931

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(iv) Shared power to dispose or to direct disposition of:

None

AGJ

(a) Amount Beneficially Owned:

By virtue of its ownership of 9.81% of the equity interest in AMF, AGJ may be deemed to beneficially own the 2,261,931 Shares of the Company's Common Stock beneficially owned by AMF.

(b) Percent of Class:

2.92%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

2,261,931

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

2,261,931

(iv) Shared power to dispose or to direct disposition of:

None

AEMF

(a) Amount Beneficially Owned:

1,389,277

(b) Percent of Class:

1.79%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
1,389,277

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:
1,389,277

(iv) Shared power to dispose or to direct disposition of:
None

AEF LP

(a) Amount Beneficially Owned:

By virtue of its ownership of 22.34% of the equity interest in AEMF, AEF LP may be deemed to beneficially own the 1,389,277 Shares of the Company's Common Stock beneficially owned by AEMF.

(b) Percent of Class:
1.79%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
1,389,277

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:

1,389,277

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(iv) Shared power to dispose or to direct disposition of:

None

AEF LTD.

(a) Amount Beneficially Owned:

By virtue of its ownership of 77.65% of the equity interest in AEMF, AEF LTD may be deemed to beneficially own the 1,389,277 Shares of the Company s Common Stock beneficially owned by AEMF.

(b) Percent of Class:

1.79%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

1,389,277

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

1,389,277

(iv) Shared power to dispose or to direct disposition of:

None

BZF MASTER

(a) Amount Beneficially Owned:

187,132

(b) Percent of Class:

.24%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
187,132

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:
187,132

(iv) Shared power to dispose or to direct disposition of:
None

BZF LLC

(a) Amount Beneficially Owned:

By virtue of its ownership of 99.81% of the equity interest in BZF MASTER, BZF LLC may be deemed to beneficially own the 187,132 Shares of the Company's Common Stock beneficially owned by BZF MASTER.

(b) Percent of Class:
.24%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
187,132

(ii) Shared power to vote or to direct vote:
None

(iii) Sole power to dispose or direct disposition of:

187,132

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(iv) Shared power to dispose or to direct disposition of:

None

LYXOR

(a) Amount Beneficially Owned:

211,660

(b) Percent of Class:

.27%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

211,660

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

211,660

(iv) Shared power to dispose or to direct disposition of:

None

BAM

(a) Amount Beneficially Owned:

By virtue of its position as investment manager to each of AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, BZF MASTER, BZF LLC and LYXOR, BAM may be deemed to beneficially own the 4,050,000 Shares of the Company's Common Stock beneficially owned by AMF, AG, AGI, AIF LLC, AIF LTD, AIF2 LLC, AIF2 LTD, AGJ, AEMF, AEF LP, AEF LTD, BZF MASTER, BZF LLC and LYXOR.

4,050,000

(b) Percent of Class:

5.22%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:

4,050,000

(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

4,050,000

(iv) Shared power to dispose or to direct disposition of:

None

Dmitry Balyasny

(a) Amount Beneficially Owned:

By virtue of his position as the sole managing member of the general partner of BAM, Mr. Balyasny may be deemed to beneficially own the 4,050,000 Shares of the Company's Common Stock beneficially owned by BAM.

4,050,000

(b) Percent of Class:

5.22%

(c) Number of Shares as to which person has:

(i) Sole power to vote or to direct vote:
4,050,000

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(ii) Shared power to vote or to direct vote:

None

(iii) Sole power to dispose or direct disposition of:

4,050,000

(iv) Shared power to dispose or to direct disposition of:

None

Item 5 Ownership of Five Percent or Less of a Class:

Applicable

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company:

Not Applicable

Item 8 Identification and Classification of Members of the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: June 2, 2014.

ATLAS MASTER FUND, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS GLOBAL, LLC

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS GLOBAL INVESTMENTS, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS INSTITUTIONAL FUND, LLC

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS INSTITUTIONAL FUND, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS INSTITUTIONAL FUND II, LLC

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS INSTITUTIONAL FUND II, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS GLOBAL JAPAN UNIT TRUST

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Representative

ATLAS ENHANCED MASTER FUND, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS ENHANCED FUND, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

BAM ZIE FUND, LLC.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

BALYASNY ASSET MANAGEMENT L.P.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

ATLAS ENHANCED FUND, L.P.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

BAM ZIE MASTER FUND, LTD.

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Signatory

**LYXOR/BALYASNY ATLAS ENHANCED
FUND LIMITED**

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Representative

DMITRY BALYASNY

By: /s/ Scott Schroeder
Scott Schroeder
Authorized Representative