

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

Form 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 13, 2026** (February 12, 2026)



HELIX ENERGY SOLUTIONS GROUP, INC.

(Exact name of registrant as specified in its charter)

Minnesota (State or other jurisdiction of incorporation)	001-32936 (Commission File Number)	95-3409686 (IRS Employer Identification No.)
3505 West Sam Houston Parkway North Suite 400 Houston, Texas (Address of principal executive offices)		77043 (Zip Code)

Registrant's telephone number, including area code: **281-618-0400**

NOT APPLICABLE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Common Stock, no par value	HLX	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 1.01. Entry into a Material Definitive Agreement.

On February 12, 2026, Helix Energy Solutions Group, Inc. (“Helix”), OneSubsea LLC, OneSubsea UK Limited, Schlumberger Technology Corporation, Schlumberger B.V. and Schlumberger Oilfield Holdings Ltd. entered into an amendment (“Amendment No. 2”) to the Strategic Alliance Agreement entered into by the parties on January 5, 2015 (as amended, the “Alliance Agreement”). The Alliance Agreement provides the terms for the parties’ strategic alliance to design, develop, manufacture, promote, market and sell on a global basis integrated equipment and services for subsea well intervention systems. The Alliance Agreement originally provided for a ten-year term and was previously amended to extend the term until January 5, 2026. Amendment No. 2 further extends the term of the Alliance Agreement by nine months until October 5, 2026. The foregoing description of Amendment No. 2 does not purport to be complete and is qualified in its entirety by reference to Amendment No.2, a copy of which is filed as Exhibit 10.1 to this Current Report on Form 8-K and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) *Exhibits.*

Exhibit Number	Description
10.1	Amendment 2 to Strategic Alliance Agreement.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: February 13, 2026

HELIX ENERGY SOLUTIONS GROUP, INC.

By: /s/ Kenneth E. Neikirk

Kenneth E. Neikirk
Executive Vice President, General Counsel and
Corporate Secretary

**AMENDMENT 2
TO STRATEGIC ALLIANCE AGREEMENT**

This **AMENDMENT 2 TO STRATEGIC ALLIANCE AGREEMENT** (“Amendment 2”) dated as of January 5, 2026 (the “Effective Date”) is made among **OneSubsea LLC** (“OSSLLC”), **OneSubsea UK Limited** (“OSSUK”), **Schlumberger Technology Corporation** (“STC”), **Schlumberger B.V.** (“SBV”), **Schlumberger Oilfield Holdings Ltd.** (“SOHL”) and **Helix Energy Solutions Group, Inc.** (“Helix”).

RECITALS

- A. OSSLLC, OSSUK, STC, SBV, SOHL and Helix are parties to a Strategic Alliance Agreement dated January 5, 2015 (as amended from time to time, the “Contract”).
- B. OSSLLC, OSSUK, STC, SBV, SOHL and Helix agree to extend the term of the Contract pursuant to Section 12.3 of the Contract.
- C. NOW, THEREFORE, in consideration of the above, the mutual covenants and agreements herein set forth, and other good and valuable consideration, the receipt and sufficiency of which is acknowledged by each of the parties hereto, the parties hereto agree as follows:

1. CONTRACT EXTENSION

OSSLLC, OSSUK, STC, SBV, SOHL and Helix agree to extend the term of the Contract for an additional period of nine (9) months from January 5, 2026 to October 5, 2026, pursuant to Section 12.3 of the Contract.

2. GOVERNING LAW

This Amendment 2 is governed, construed, interpreted, enforced and the relations between the parties determined in accordance with the laws as established in the Contract, without regard to choice of law rules.

3. COUNTERPARTS.

This Amendment 2 may be executed in any number of counterparts, each of which will be deemed an original of this Amendment 2, and which together will constitute one and the same instrument.

No party will be bound to this Amendment 2 unless and until all parties have executed a counterpart.

[The remainder of this page left intentionally blank.]

The parties have executed this Amendment 2 to be effective as of the Effective Date, as evidenced by the following signatures of authorized representatives of the parties:

OneSubsea LLC
Signature:

/s/ Hakan Eser
Name: Hakan Eser
Title: Vice President

OneSubsea UK Limited
Signature:

/s/ Robbie Hendry
Name: Robbie Hendry
Title: Director

Schlumberger Oilfield Holdings Ltd.
Signature:

/s/ Rachael Pape
Name: Rachael Pape
Title: Vice President

Schlumberger Technology Corporation
Signature:

/s/ Benjamin Newman
Name: Benjamin Newman
Title: Vice President

Schlumberger B.V.
Signature:

/s/ Pavel Smirnov
Name: Pavel Smirnov
Title: Director

Helix Energy Solutions Group, Inc.
Signature:

/s/ Daniel Stuart
Name: Daniel Stuart
Title: Vice President - Commercial