

G U L F O F M E X I C O

**RBC Capital Markets  
North American Energy and Power Conference  
Boston, Massachusetts  
June 8, 2004**



*The New Generation Energy Services Company*



**Jim Nelson – Vice Chairman  
Wade Pursell – Chief Financial Officer**

# FORWARD-LOOKING STATEMENTS



Certain statements in this presentation are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements are neither statements of historical fact nor guarantees of future performance or events. Forward-looking statements involve risks and assumptions that could cause actual results to vary materially from those predicted. Among other things, these include unexpected delays and operational issues associated with turnkey projects, the price of crude oil and natural gas, weather conditions in offshore markets, changes in site conditions and capital expenditures by customers. For a more complete discussion of these risk factors, see our Annual Report on Form 10-K for the year ended December 31, 2003, filed with the Securities and Exchange Commission. The Company strongly encourages participants to note that some or all of the assumptions upon which such forward-looking statements are based are beyond the Company’s ability to control or estimate precisely and may in some cases be subject to rapid and material change.

# Cal Dive Evolution: \$800 Million Investment Program

	1999		2003
Shelf.....	5 Vessels		13 Vessels
Deep.....	3 DP Vessels		9 Vessels
ERT.....	30 BCFe		150 BCFe

Canyon US.....	GOM robotics operating 9 ROVs & 4 trenchers
Canyon Asia Pacific..	As/Pac robotics operating 5 ROVs & 2 trenchers
Canyon Europe.....	Primarily North Sea operating 5 ROVs & 5 trenchers
Well Ops US.....	Well intervention GOM
Well Ops UK.....	Well intervention North Sea
Deepwater Gateway..	JV owning 50% of TLP at Marco Polo
Gunnison.....	20% Working interest in reservoir and spar
ERT.....	Acquired interests in 50 offshore properties

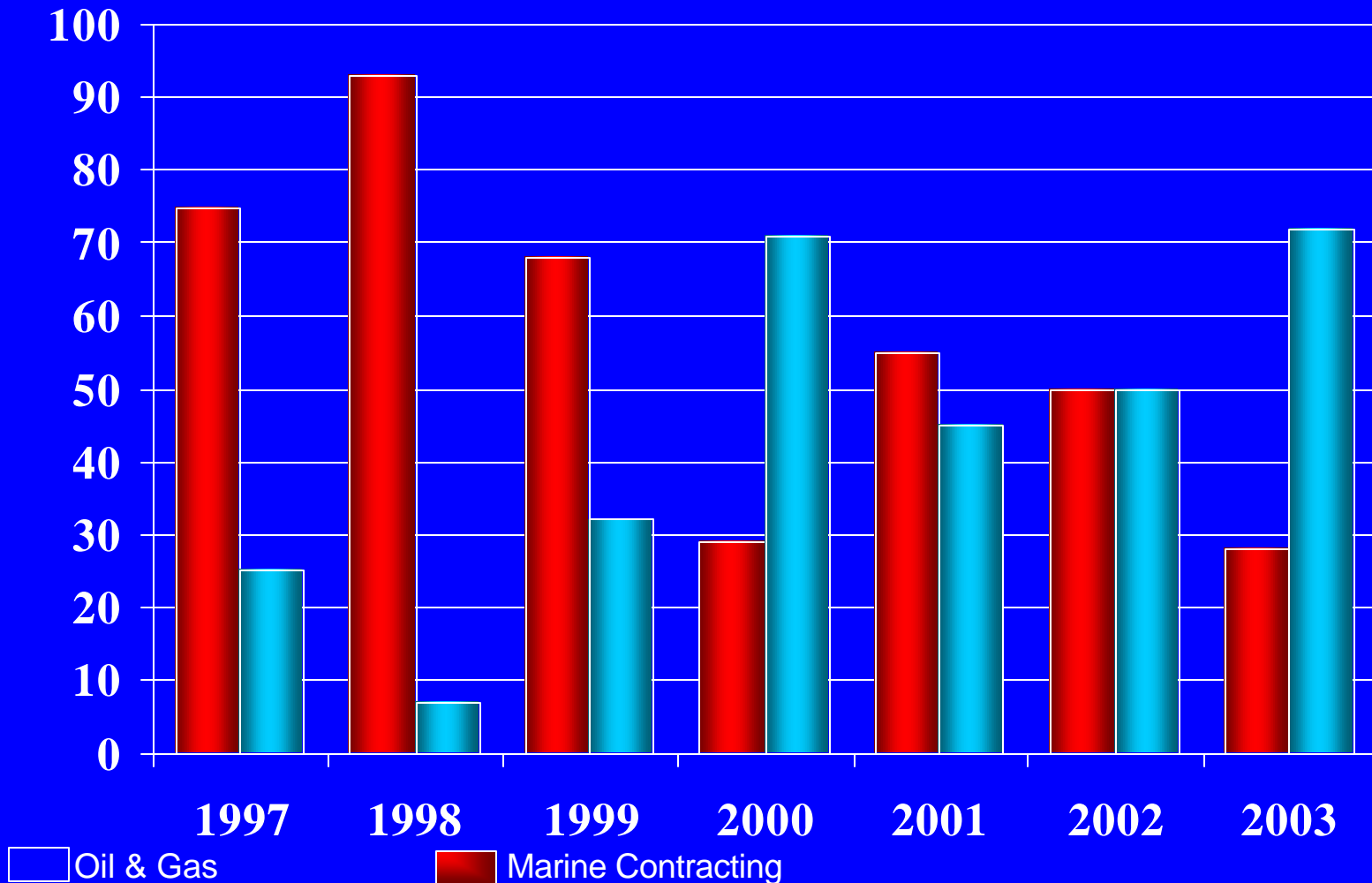
# CDI: A Production Contractor



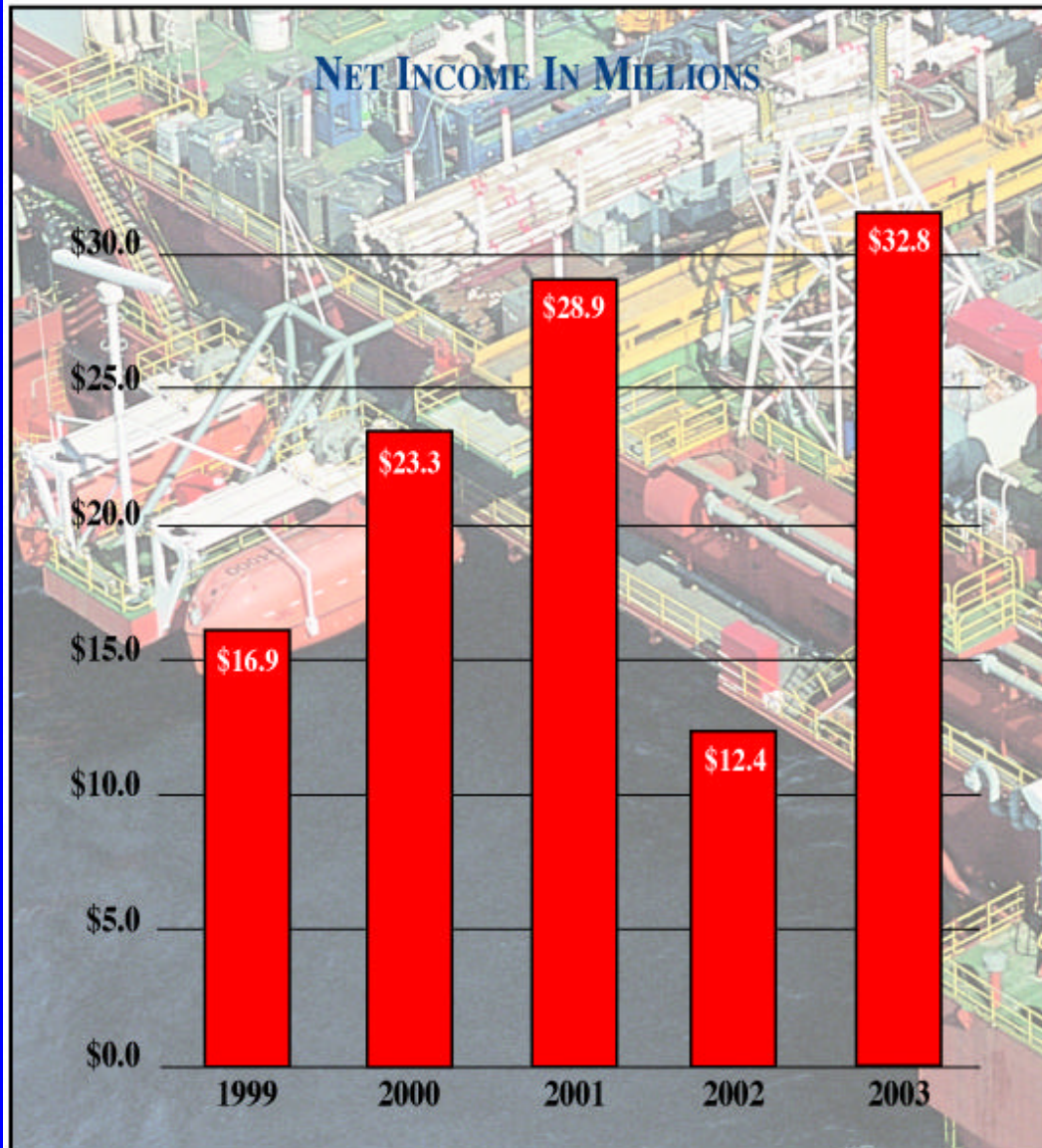
- Strategy:
  - ✓ Contracting Services enable production investments.
  - ✓ Production ownership provides contracting utilization
- Hedged Business Model
  - ✓ Reduces reliance on cyclical construction market.

# CDI Business Model: Counter Cyclical Strategy

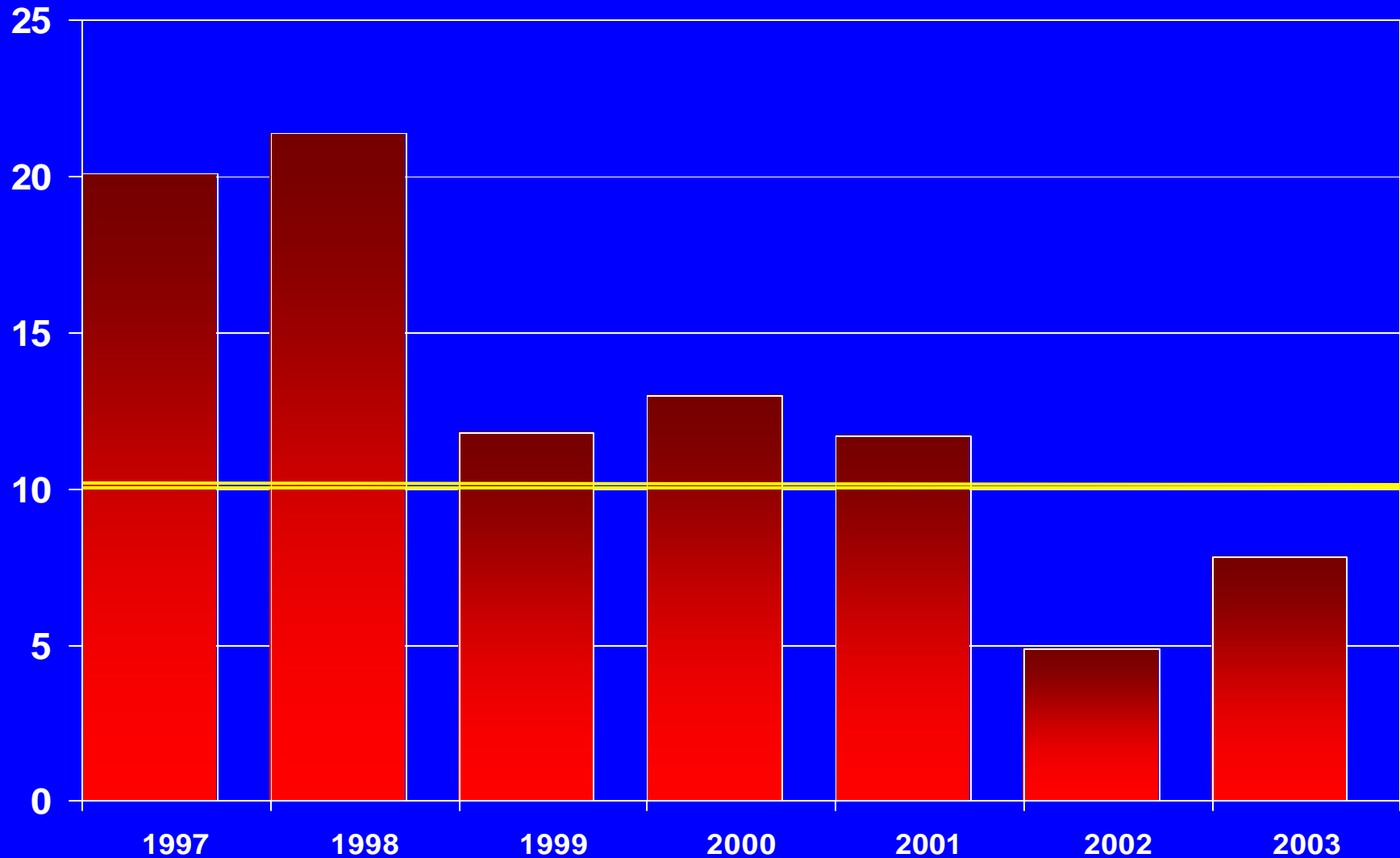
## Gross Profit Mix Percent



# CDI Business Model: Record Earnings in 2003



# CDI Goal: 10% - 15% ROCI



# Cal Dive Business Model: Three Business Segments

## Marine Contracting

Well Ops



Subsea Construction

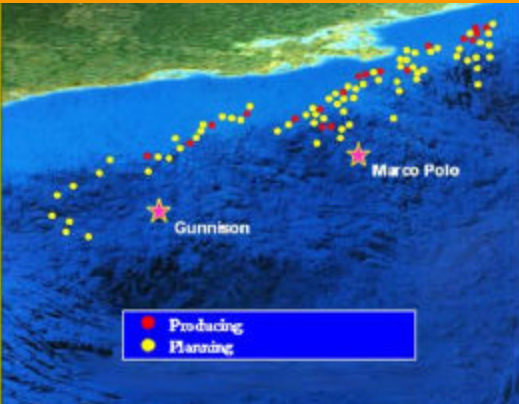


## Oil & Gas

Mature Properties



PUDS (incl. Gunnison)



## Production Facilities

Marco Polo TLP



Gunnison Spar





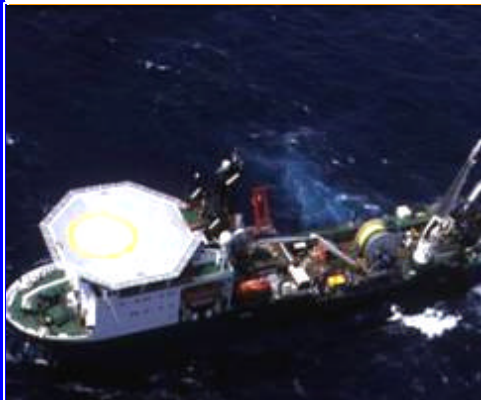
# Geographical Operations: International Expansion

	Marine Contracting				Oil & Gas		Production Facilities
	Shelf Const.	Deepwater Const.	ROV	Well Ops	PUD's	Mature Fields	Facilities
<b>GOM</b>	X	X	X	X	X	X	X
<b>North Sea</b>	X	X	X	X	<b>XX</b>	<b>XX</b>	
<b>SE Asia</b>	<b>XX</b>	X	X		<b>XX</b>	<b>XX</b>	
<b>Trinidad</b>	X	X	X			<b>XX</b>	
<b>Mexico</b>	X	X	<b>XX</b>				

**XX = Target Market**

# CDI: Marine Contracting

## Deepwater Contracting



- Technically diverse DP Fleet
- GOM Dominance
- Specialized Assets Target Niche Markets
- Deepwater Track Record

## Well Operations



- Drill Rig Alternative
- Q4000, Seawell
- Specialized Engineering
- Key Alliances
- Riser, SIL Technology

## Shelf (OCS) Contracting



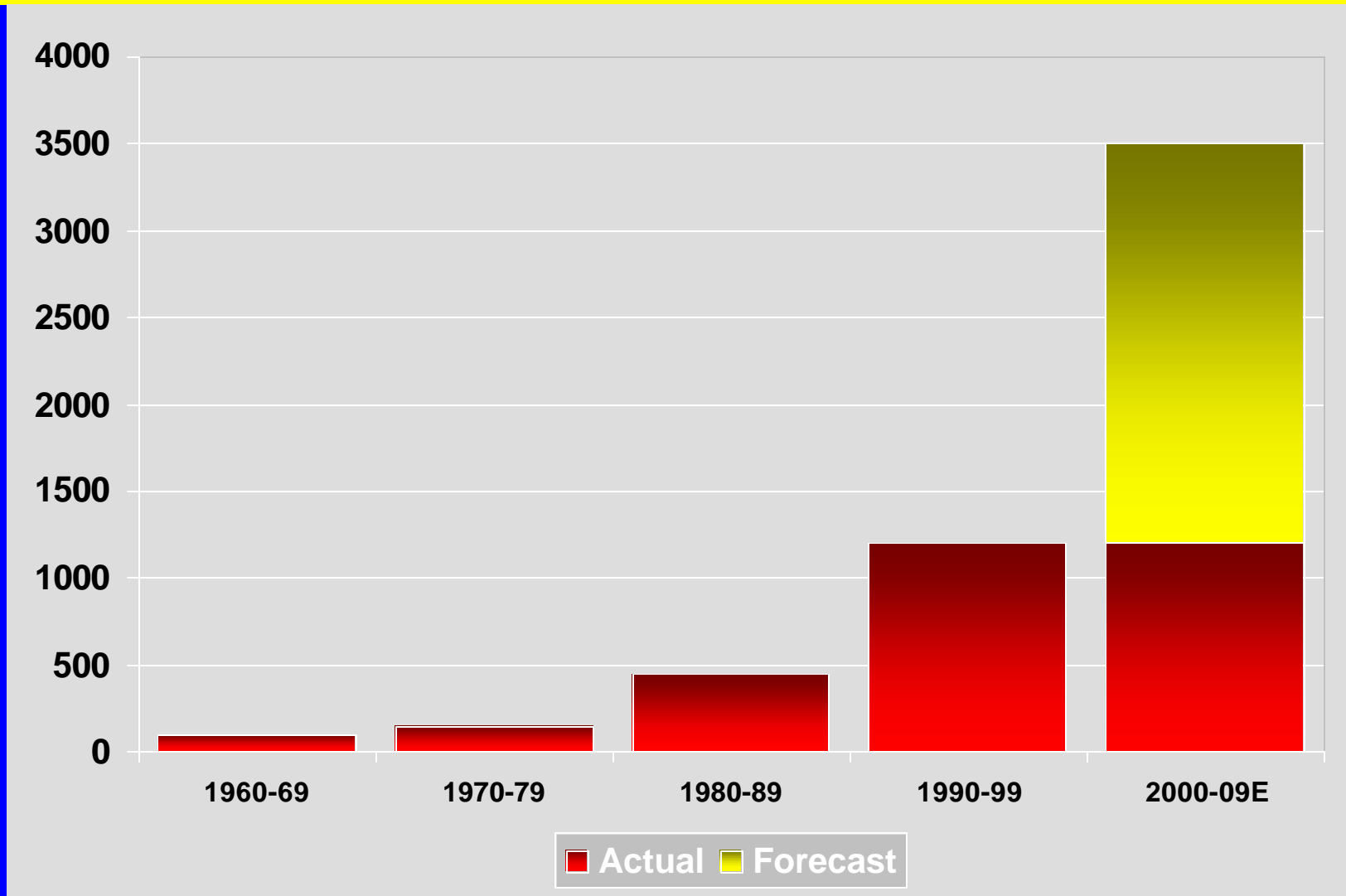
- Manned Diving
- Decommissioning Services
- Dominant Market Position
- Consistent Margins and Cash Flow

## Robotics



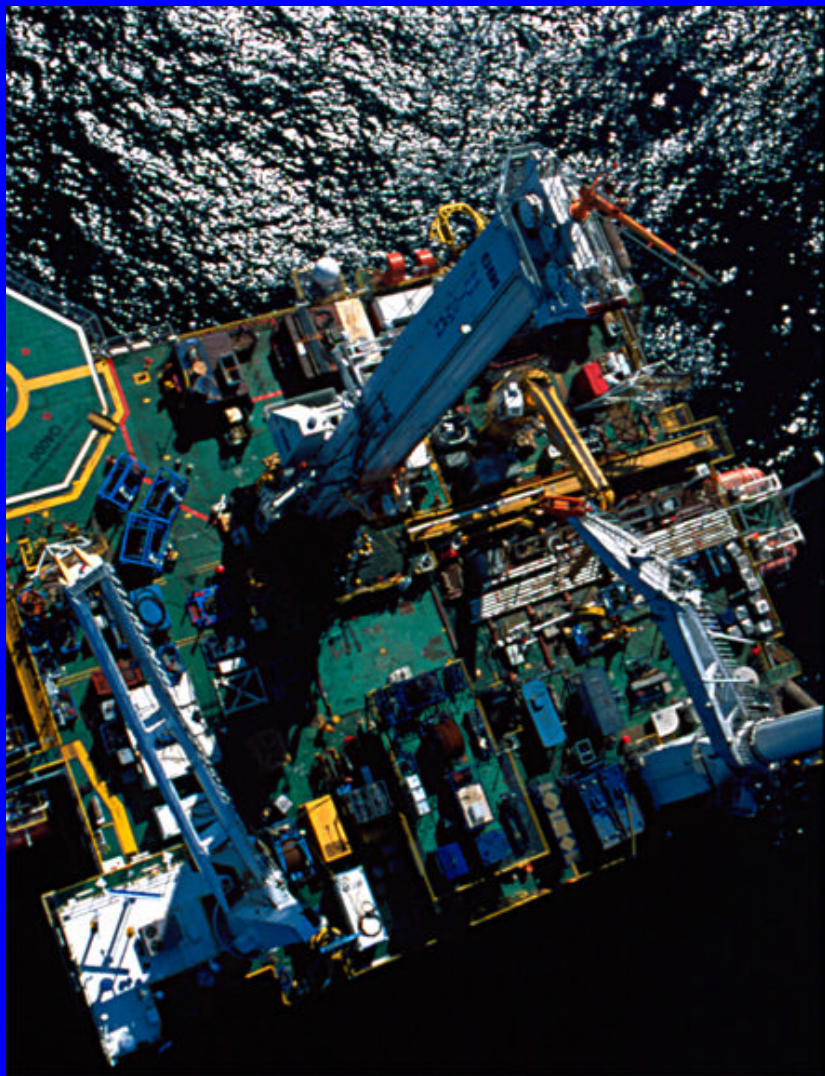
- Work Class ROV Systems
- Trenching/Burial Expertise
- DP Vessels
- Global Operations

# Well Ops Market: Unprecedented Subsea Growth



Worldwide Subsea Completions (by decade)

# US Well Ops Assumptions: Emerging Market



## Market

- Life of field services
- First in competitive advantage
- Alternative to drill rig
- 25% - 50% cost advantage
- Riser based technology

➤ Vessel worked 297 days in 2003

## Budget Variables

- Utilization and Rates
- Goal: Limit Operating Loss

➤ NAM Contract in Holland (Q1)

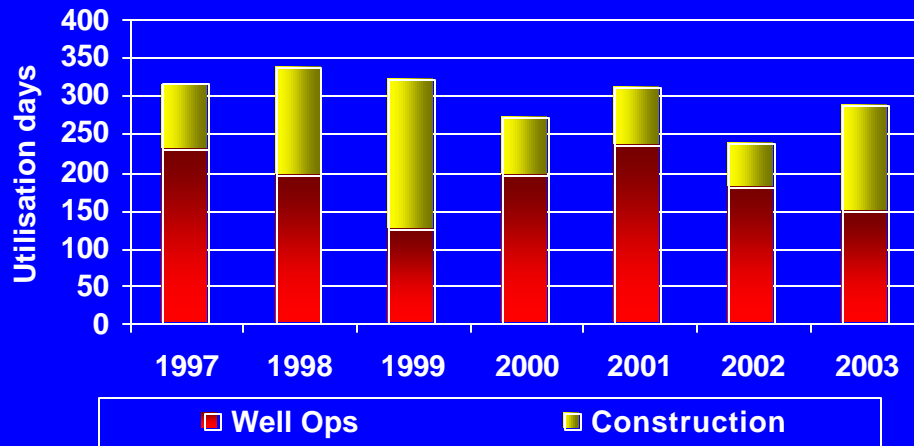
➤ ENI Well Intervention(Q1)

➤ Poor Q2 Utilization

# UK Well Ops Assumptions: Market In Transition



SEAWELL



## Market

- Mature market/largest in world
- Established market position
- Tax law changes impacted 2002/03
- Property sales to Independents
- SIL based technology
- Vessel worked 270 days in 2003

## Budget Variables

- Demand: Rates & Utilization
- Rig Rates
- P&A Activity
- Solid 1H Utilization
- Norway Penetration

# Deepwater Contracting Budget Variables



GOM

World Markets

➤ Market: Rates & Utilization

➤ Project Performance  
✓ Risk Mitigation

➤ Fleet Disposition:  
✓ World Markets  
✓ Sale of assets

➤ Downtime:  
✓ R&M drydock costs  
✓ Weather

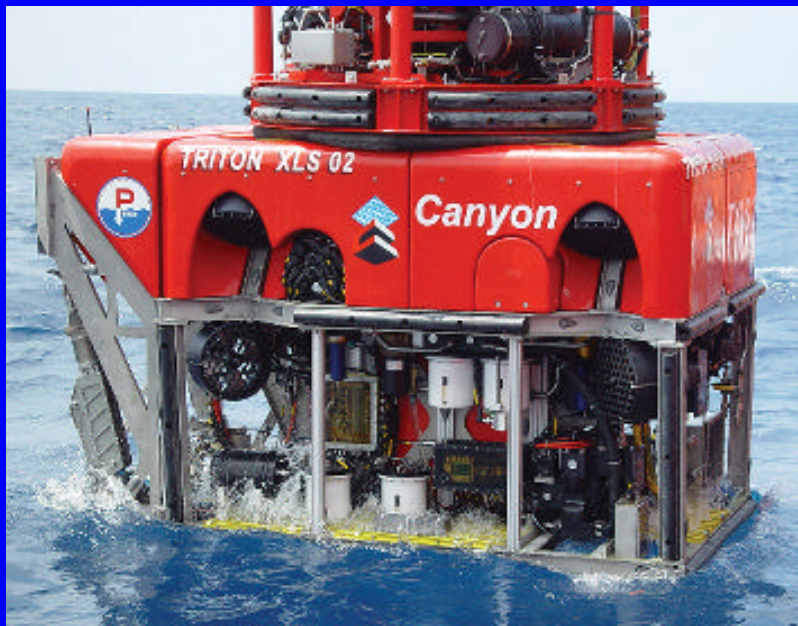
➤ **2003 Utilization: 1500 days (83%)**

➤ **Marco Polo: Q1 Commissioning**

➤ **Intrepid Pipelay: 90% Utilization**

➤ **SE Asia: Demand for Eclipse**  
✓ Out of Service in April

# Robotic Assumptions: Improved 2004



## Strategy

- Deepwater critical path
- Leverage Submarine cable expertise
- Technical support CDI vessels
- Dedicated DP Vessels
- 51% ROV utilization in 2003

## Budget Variables

- ROV System Utilization
- ROV Support Vessel Utilization
- Technip ROV Frame Agreement
- ROV System uptime
- Success of Robotic Trenching

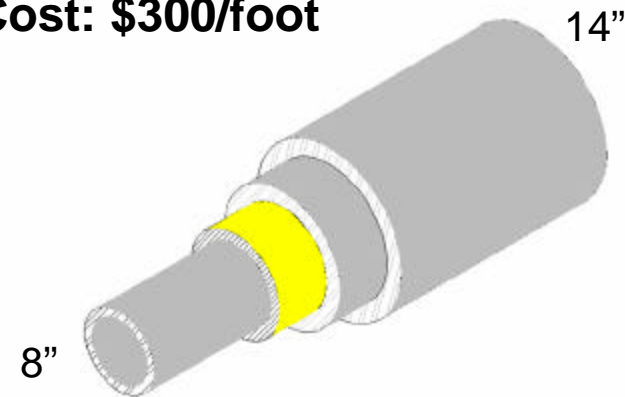
# Pipeline Burial: Success at Glider and Tahoe

## T 750



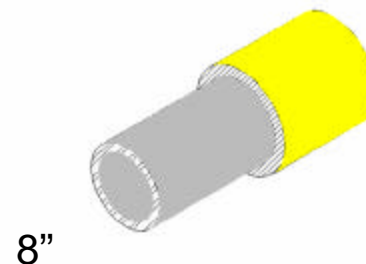
## Pipe In Pipe

Cost: \$300/foot



## Coated & Buried

Cost: \$135/foot

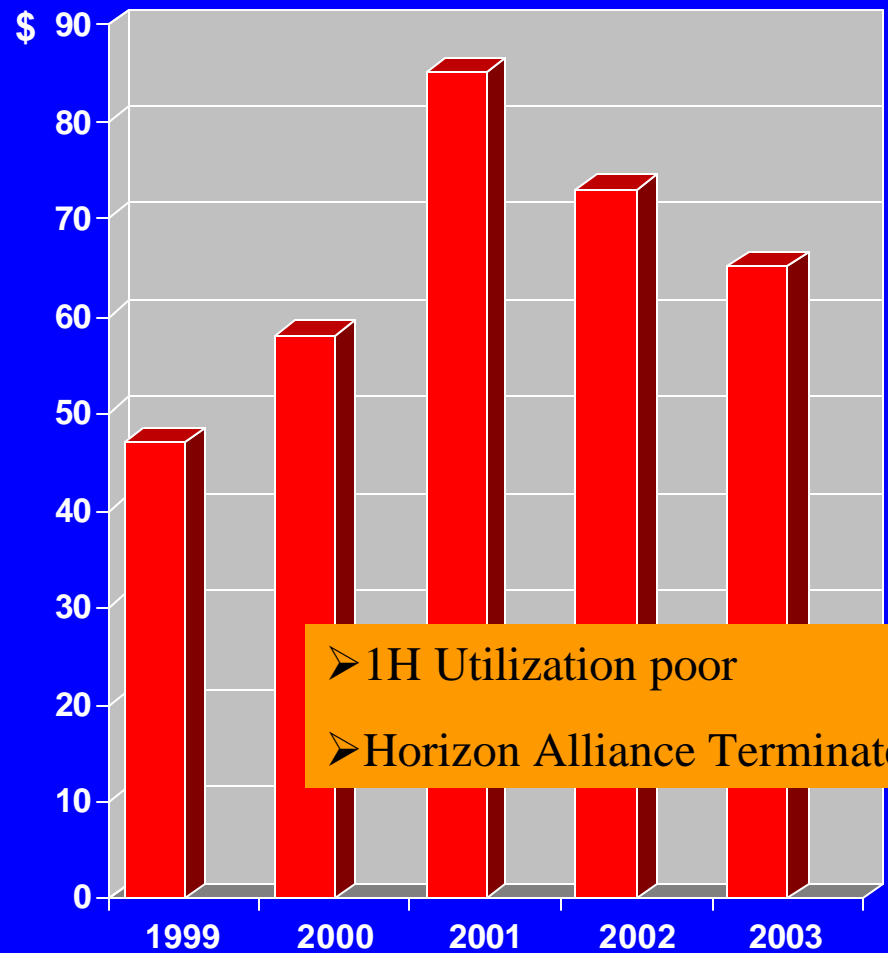




# Shelf Contracting Assumptions: Flat Market/IRM Focus



Core Vessel Revenue  
(in millions)



# CDI Business Model: Oil & Gas Production



- **Strategy:** Countercyclical hedge to Contracting
  - **Sunset Properties:** Low risk, proved reserves
    - ❖ *No exploration risk*
    - ❖ *Do not acquire acreage*
    - ❖ *No drive to replace reserves annually*
    - ❖ *Customers view salvage assets essential*
  - **Deepwater:** Align producer/contractor interest
    - ❖ *Gunnison: Significant earning visibility*
    - ❖ *PUDS: develop non-core, stranded fields*
    - ❖ *CDI Deepwater vessels add value*
- **Goal: 40% CDI Fleet Utilization**

# Oil & Gas Production: Keys to Success



## 11 Year History

- Acquired Interests in 90 Leases
- Revenues of \$400 million
- Produced 100 BCFe

## Keys To Success

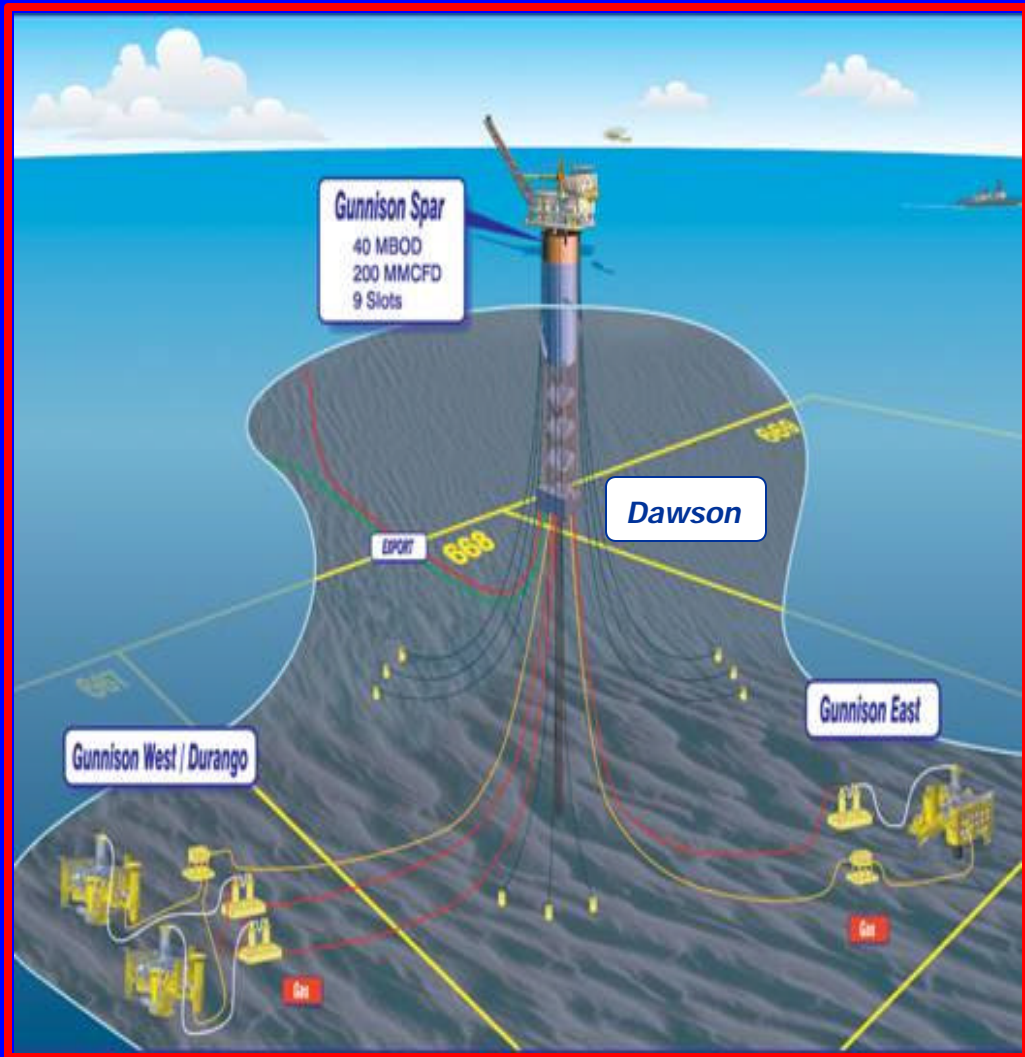
- CDI Assets/Salvage Expertise
- Experienced Management Team
- Focus on Properties
  - ✓ Optimize Production Rates
  - ✓ Control LOE
  - ✓ Regulatory Compliance / Safety
- Find Bypassed Reserves

## ROCE

28% average (29% 2003)



# Gunnison: Adding Significant Earnings Power

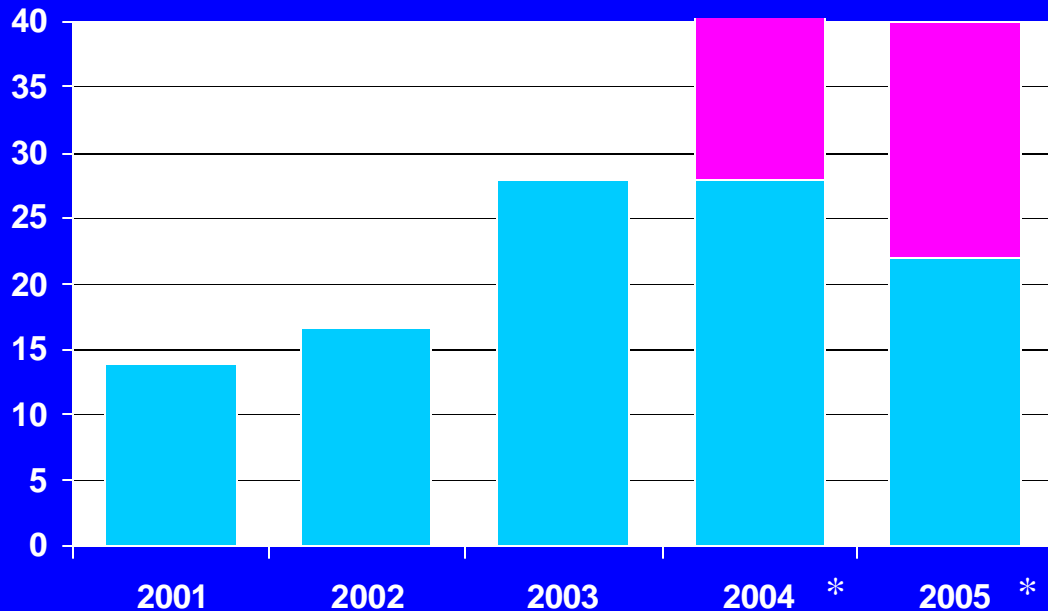


## Budget Variables

- Success of Dawson Well
  - Timing of 6 Wells Online
  - Pressure and Performance
  - PDP Reserve Additions
- Four Wells Producing
  - ✓ Oil well on line April

# Oil & Gas Assumptions: Improved Production and Earnings

Annual Production BCFe



■ Shelf   
 ■ Gunnison   
 \* Estimates

## Budget Variables

- Commodity Prices
- Production Rate
- Production Efficiency
- Property Acquisitions
  - ✓ Mature
  - ✓ PUDS

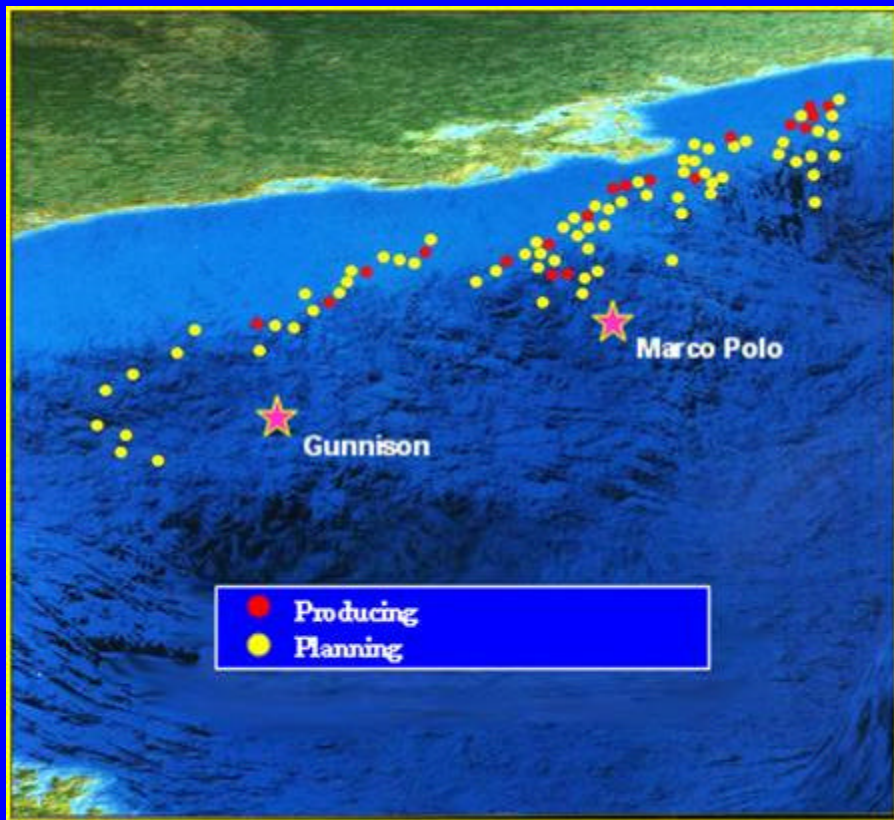
## ➤ DD&A Rate

- Q1 Production: 10 BCFe
- Royalty Relief (*Gunnison*)
- 2004 Hedges – 2H

Oil: 80,000 bbl @ \$31.08

Gas: 600,000 mcf @ \$5.53 – \$7.43  
(costless collars)

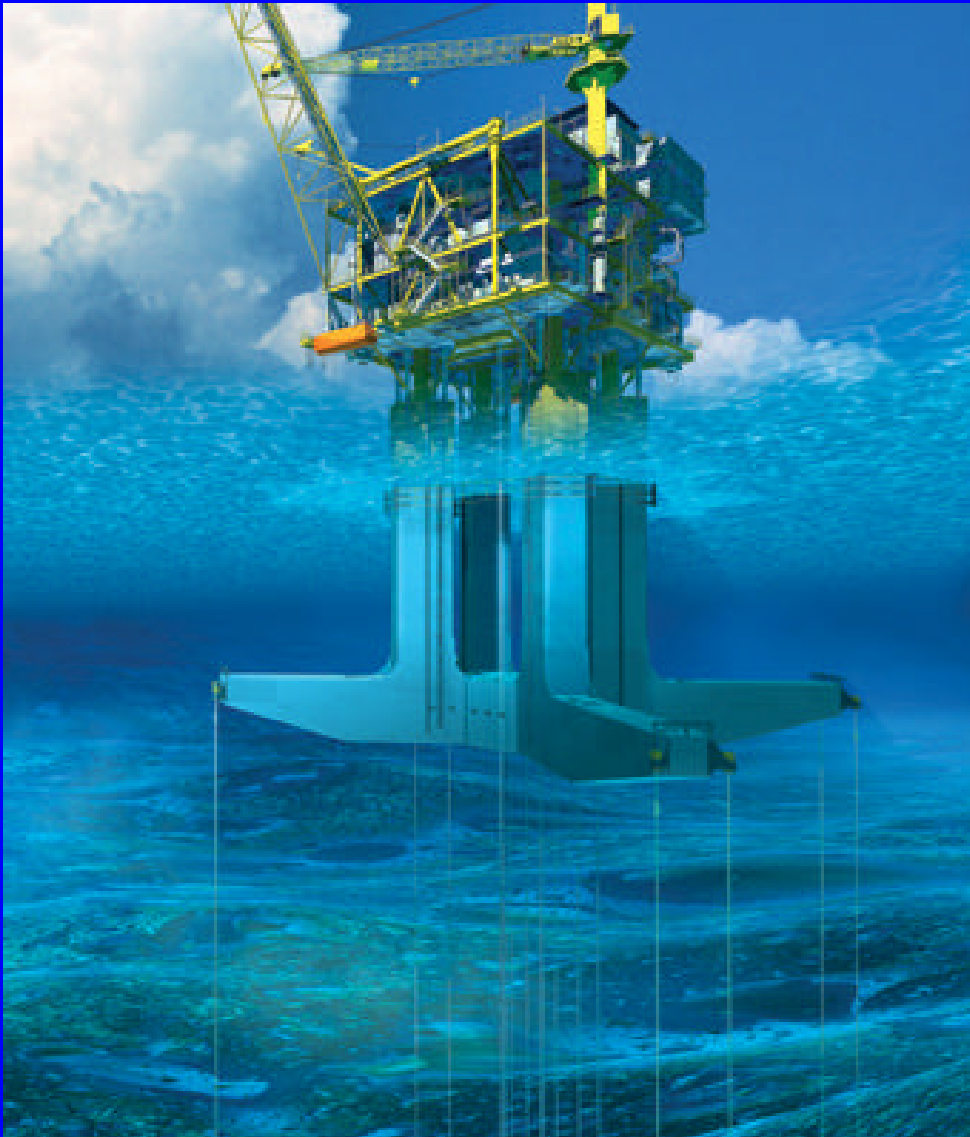
# ERT Growth Strategy: PUD Acquisitions



- ❖ **Strategy:** CDI vessels add value
- ❖ **Deepwater PUD:** Exploration completed
  - Reserves: Size below target threshold
  - Geographic Area: Non-core, limited infrastructure
- ❖ **Producer:** Man power, capital constraints
  - Advantages: Exchange sunk cost for ORRI
- ❖ **EC 374:** Murphy and Callon
  - Install with Intrepid/Cal Diver I
  - Baker Hughes “Smart Completion”
  - Attractive ORRI to Producer
- ❖ **HI 544:** Williams acquisition
  - No reserves assigned
  - 3D Seismic target
  - Completed subsea well

❖ **Goal: One acquisition in GOM**

# Production Facilities Marco Polo Platform



- ❖ **A Hub Location**
  - ✓ **4,300 fsw**
- ❖ **180,000 bbls Capacity**
  - ✓ **120,000 bbls oil**
  - ✓ **300 million cubic feet gas**
- ❖ **Cost: \$220 million**
- ❖ **Ownership:**
  - ✓ **Gulf Terra (50%)**
  - ✓ **CDI (50%)**
- ❖ **Customer: Anadarko**
- ❖ **Online: Q1 2004**

# Marco Polo: Strategy

## ❖ Strategy:

- ✓ Transmission returns
- ✓ Fixed demand charge
- ✓ Install TLP
- ✓ ERT farm-in opportunities
- ✓ Upside: Subsea tiebacks

## ❖ Budget Variables:

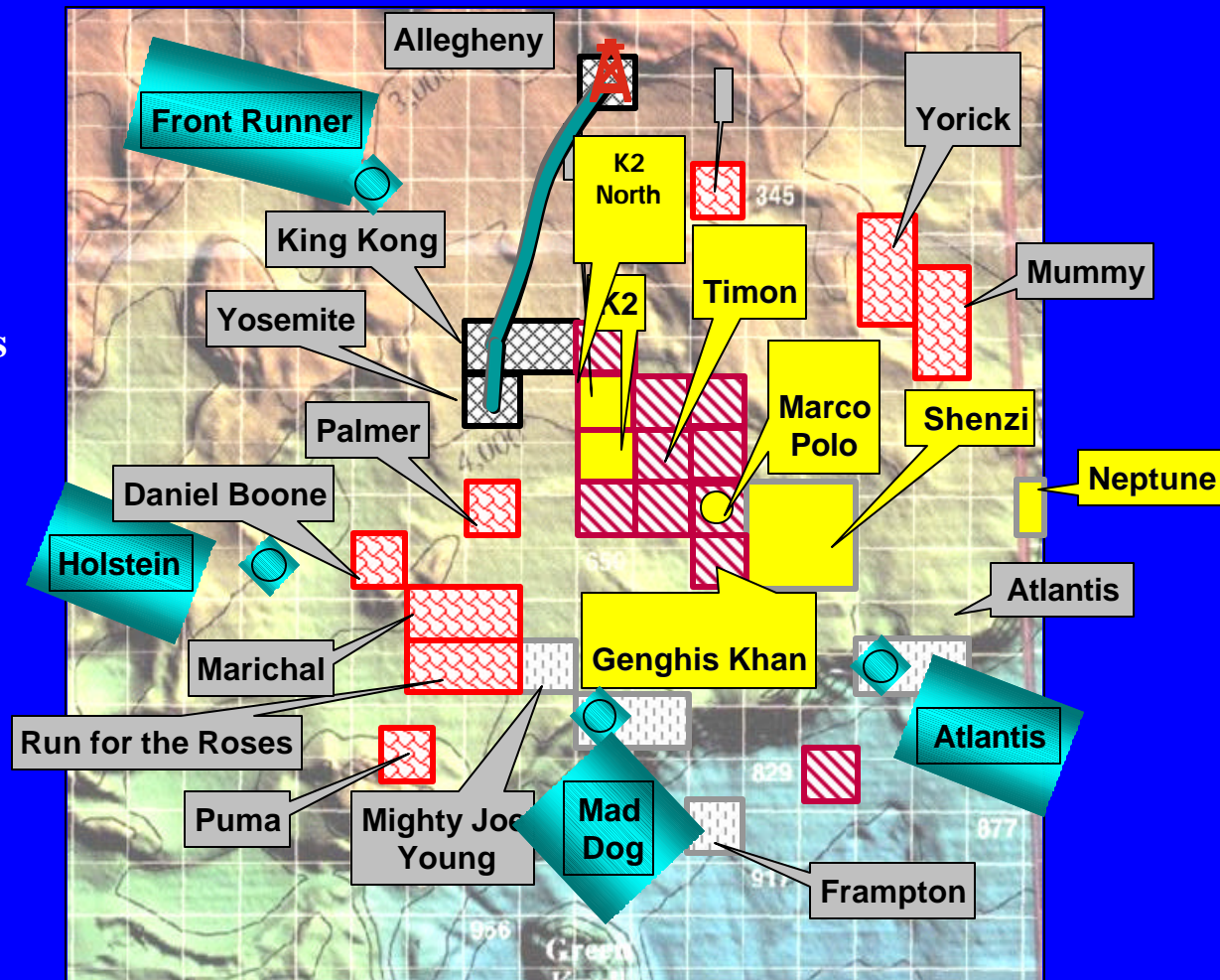
- ✓ Ramp up in 2004
- ✓ Marco Polo Wells
- ✓ Tie in New Wells

## ❖ Mechanical Completion

- ✓ March 12

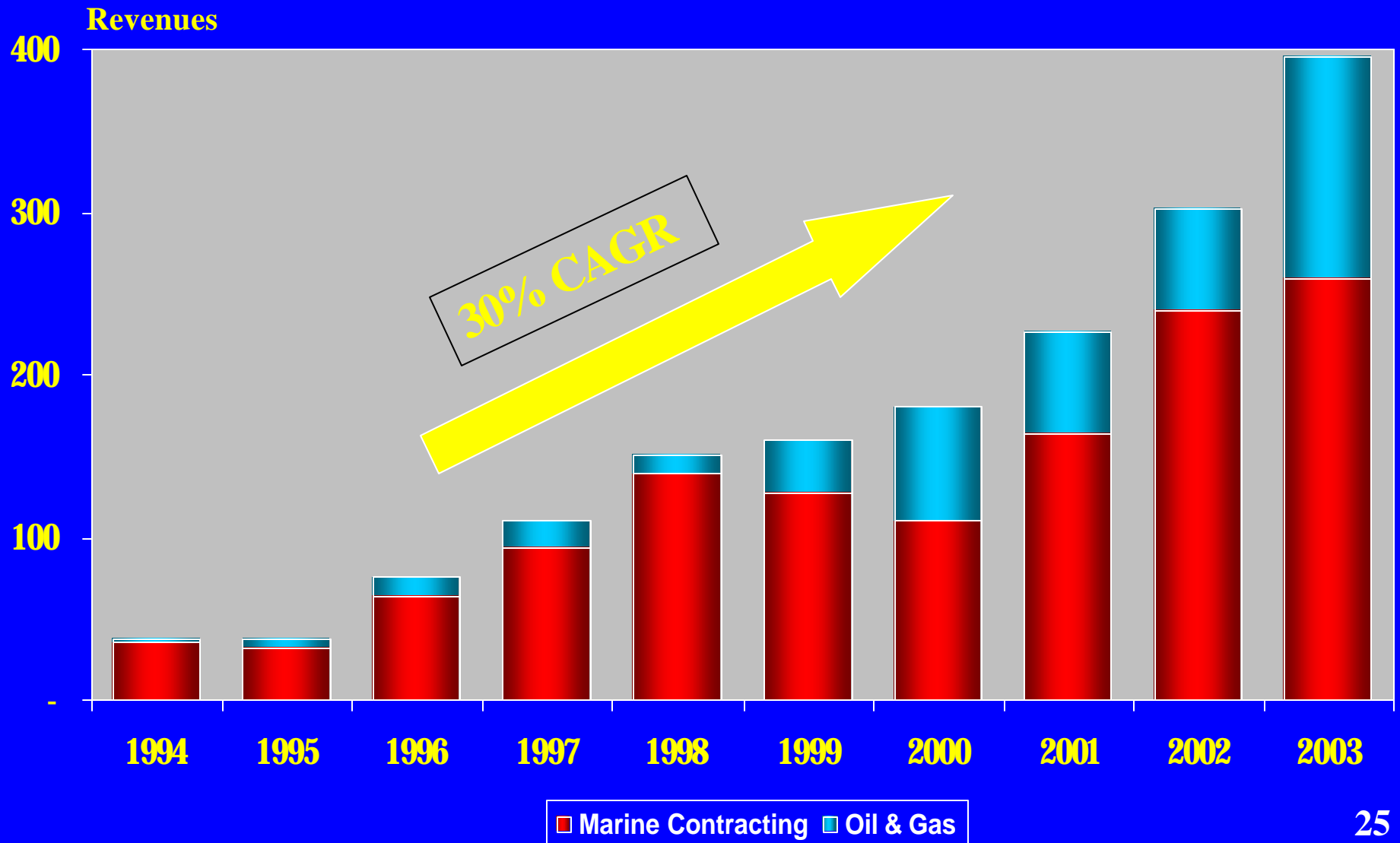
## ❖ New Wells

- ✓ K-2 MOU
- ✓ K-2 North

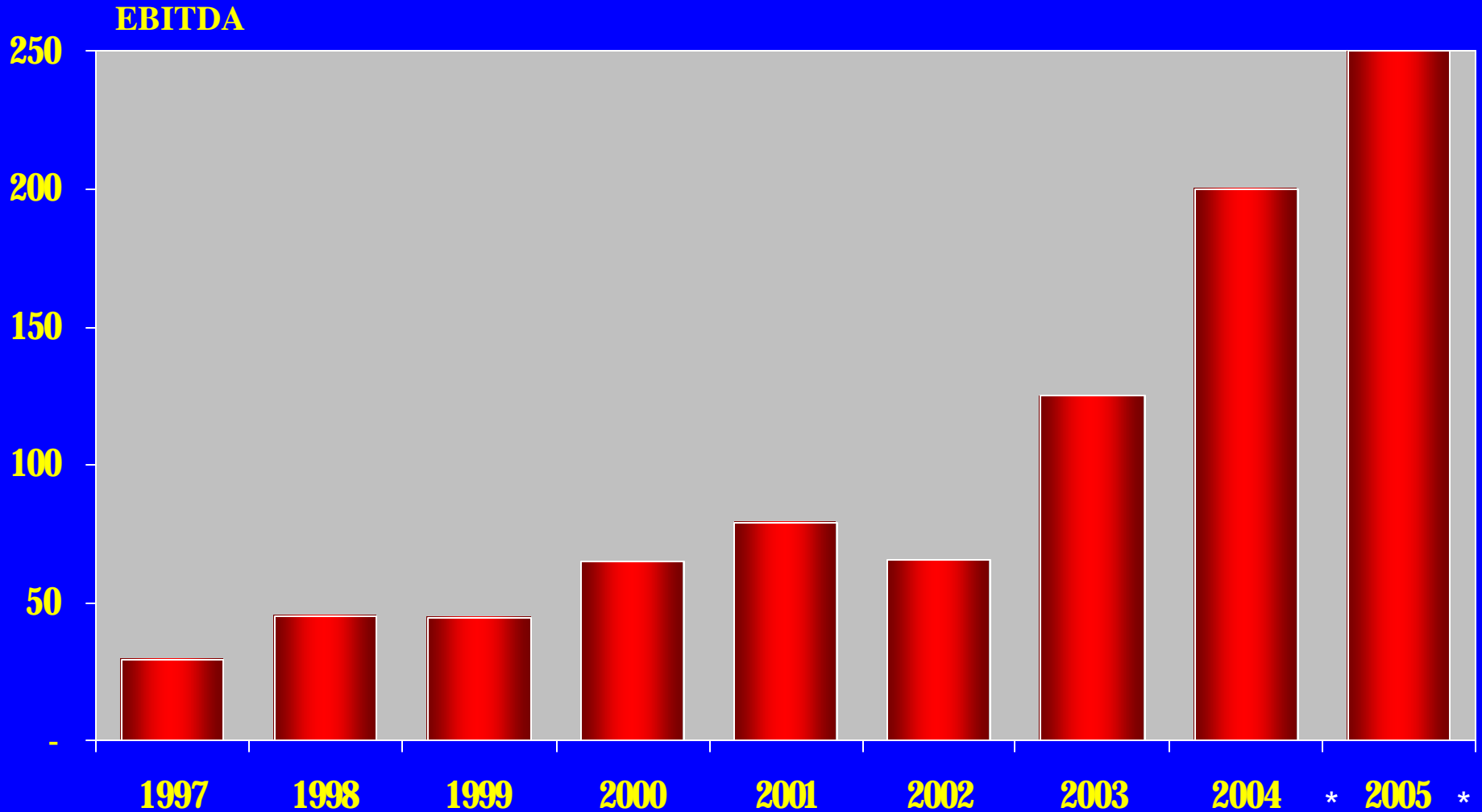




# Significant Top Line Growth

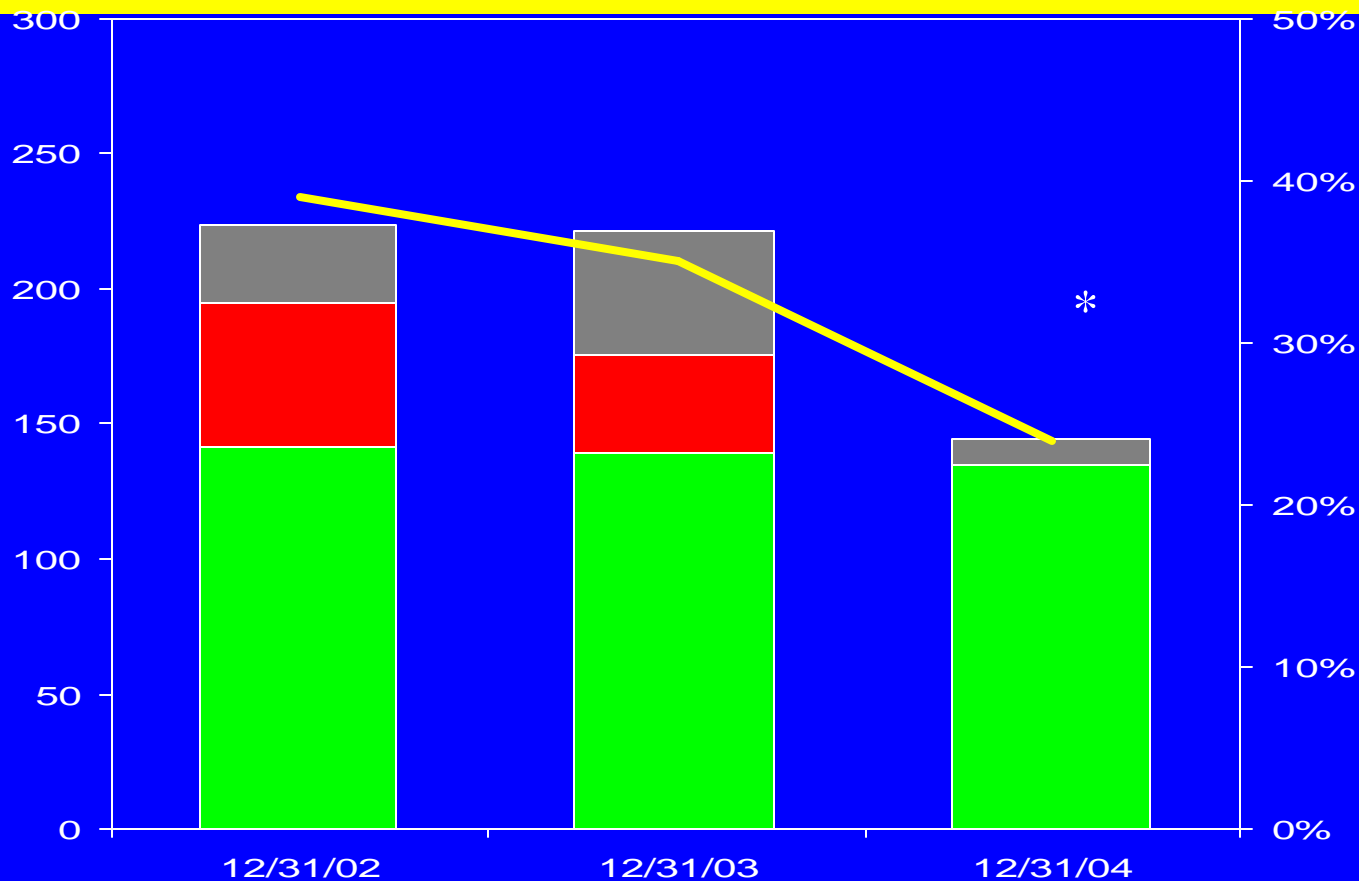


# CDI Strategy: Significant Cash Generation



\* Estimated

# Debt /Book Capitalization



MARAD

Revolving Credit

Construction

Debt to Book Capitalization

**\* Have the capacity to do deals in 2004**

# 2004 Report Card



## Marine Contracting

- 2% Margin improvement
- Reduce Direct Cost \$10 million

## Oil & Gas

- 40 BCFe of Production
- PUD acquisition in GOM
- Mature production acquisition

## Production Facilities

- One new Gateway deal

## Financial

- Flexible credit structure
- No equity dilution

## Safety

- TRIR below 2:00

# *Cal Dive International Inc.*



*New Generation  
Energy Services  
Company*

# Presenter: Jim Nelson

**S. James Nelson, Jr., was appointed Vice Chairman of the Board of Directors in October, 2000. He previously served as Executive Vice president, Chief Financial Officer and a Director of the Company after helping to lead the employee LBO in 1990. From 1985 to 1988, Mr. Nelson was the Sr. Vice President and Chief Financial Officer of Diversified Energies, Inc., the former parent of CDI, at which time he had corporate responsibility for the company. From 1980 to 1985, Mr. Nelson served as Chief Financial Officer of Apache Corporation, an oil and gas exploration and production company. From 1966 to 1980, Mr. Nelson was employed with Arthur Andersen & Co. where, from 1976 to 1980, he was a partner serving on the firm's worldwide oil and gas industry team. Mr. Nelson received an undergraduate degree from Holy Cross College (BS) and a master in business administration (MBA) from Harvard University; he is also a Certified Public Accountant. Mr. Nelson serves on the Board of Trustees of the Ucross Foundation, Ucross, Wyoming. Mr. Nelson owns a Challenger 600 which is operated in the aircraft charter market.**

# Presenter: Wade Pursell

**A. Wade Pursell is Senior Vice President and Chief Financial Officer of Cal Dive International, Inc. In this capacity, to which he was appointed in October 2000, Mr. Pursell oversees the treasury, accounting, information technology, tax, administration and corporate planning functions. He joined the Company in May 1997, as Vice President - Finance and Chief Accounting Officer. From 1988 through 1997 he was with Arthur Andersen LLP, lastly as an Experience Manager specializing in the offshore services industry (which included servicing the Cal Dive account from 1990 to 1997). Mr. Pursell received an undergraduate degree (BS) from the University of Central Arkansas and is a Certified Public Accountant.**