

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>HAJDIK LLOYD A</u> (Last) (First) (Middle) <u>400 N. SAM HOUSTON PARKWAY E.</u> <u>SUITE 400</u> (Street) <u>HOUSTON TX 77060</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HELIX ENERGY SOLUTIONS GROUP</u> <u>INC [HLX]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Senior VP-Finance & CAO</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/08/2013</u>	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	05/08/2013		F		10,423 ⁽¹⁾	D	\$0.00	72,005	D	
Common Stock	05/08/2013		D		23,691 ⁽²⁾	D	\$0.00	48,314	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Performance Share Unit	(3)	05/08/2013		D		25,316 ⁽⁴⁾		(3)	(3)	Common Stock	25,316 ⁽⁴⁾	\$0.00	0	D	
Performance Share Unit	(5)	05/08/2013		D		19,380 ⁽⁶⁾		(5)	(5)	Common Stock	19,380 ⁽⁶⁾	\$0.00	0	D	

Explanation of Responses:

- These shares were forfeited to satisfy tax obligations related to the vesting of Mr. Hajdik's restricted stock awards.
- These shares of restricted stock were forfeited upon Mr. Hajdik's separation from the Company pursuant to the Separation Agreement between Mr. Hajdik and the Company dated April 24, 2013.
- Each Performance Share Unit ("PSU") represented a right to receive one share of Company common stock. The actual number of shares upon vesting ranged from 0% to 200% dependent on the Company's relative shareholder return as compared to its peer group over a three-year period beginning January 1, 2012 and ending December 31, 2014. The amount originally reported was 200% of the number of PSUs granted and the maximum that could have been earned.
- These PSUs were forfeited upon Mr. Hajdik's separation from the Company.
- Each PSU represented a right to receive one share of Company common stock. The actual number of shares upon vesting ranged from 0% to 200% dependent on the Company's relative shareholder return as compared to its peer group over a three-year period beginning January 1, 2013 and ending December 31, 2015. The amount originally reported was 200% of the number of PSUs granted and the maximum that could have been earned.
- These PSUs were forfeited upon Mr. Hajdik's separation from the Company.

Remarks:

/s/Margaret C. Fitzgerald by 05/09/2013
power of attorney.

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.