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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): April 8, 2008

**Helix Energy Solutions Group, Inc.**

(Exact name of registrant as specified in its charter)

<b>Minnesota</b> (State or other Jurisdiction of Incorporation)	<b>001-32936</b> (Commission File Number)	<b>95-3409686</b> (IRS Employer Identification No.)
<b>400 N. Sam Houston Parkway E., Suite 400</b> <b>Houston, Texas</b> (Address of Principal Executive Offices)		<b>77060</b> (Zip Code)

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

(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))
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**Item 7.01 Regulation FD Disclosure.**

On April 9, 2008, representatives of Helix Energy Solutions Group, Inc. (“Helix”) will make a presentation at the Howard Weil Energy Conference in New Orleans, Louisiana. The presentation materials to be delivered at the conference are attached hereto as Exhibit 99.1 and incorporated by reference herein. The presentation materials will also be posted beginning on April 8, 2008 in the *Presentations* section under *Investor Relations* of Helix’s website, [www.helixesg.com](http://www.helixesg.com).

This information is not deemed to be “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (“Exchange Act”), or otherwise subject to the liabilities of that section, and such information is not incorporated by reference into any registration statements or other document filed under the Securities Act of 1933, as amended (“Securities Act”), or the Exchange Act, regardless of the general incorporation language contained in such filing, except as shall be expressly set forth by specific reference to this filing.

**Item 9.01 Financial Statements and Exhibits.**

(c) *Exhibits.*

<u>Number</u>	<u>Description</u>
99.1	Howard Weil Investor Conference Presentation.

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**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: April 8, 2008

HELIX ENERGY SOLUTIONS GROUP, INC.

By: /s/ A. WADE PURSELL \_\_\_\_\_

A. Wade Pursell

Executive Vice President and Chief Financial Officer

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## Index to Exhibits

Exhibit No.	Description
99.1	Howard Weil Investor Conference Presentation.



**Howard Weil**  
**Investor Conference**  
**April 9, 2008**



## Forward-Looking Statements

*This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All such statements, other than statements of historical fact, are statements that could be deemed "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, any projections of revenue, gross margin, expenses, earnings or losses from operations, or other financial items; future production volumes, results of exploration, exploitation, development, acquisition and operations expenditures, and prospective reserve levels of property or wells; any statements of the plans, strategies and objectives of management for future operations; any statement concerning developments, performance or industry rankings relating to services; and any statements of assumptions underlying any of the foregoing. Although Helix believes that the expectations reflected in these forward-looking statements are reasonable, they do involve risks, uncertainties and assumptions that could cause our results to differ materially from those expressed or implied by such forward-looking statements. The risks, uncertainties and assumptions referred to above include the performance of contracts by suppliers, customers and partners; employee management issues; complexities of global political and economic developments, geologic risks and other risks described from time to time in our reports filed with the Securities and Exchange Commission ("SEC"), including the Company's Annual Report on Form 10-K for the year ending December 31, 2007 and subsequent quarterly reports on Form 10-Q. You should not place undue reliance on these forward-looking statements which speak only as of the date of this press release and presentation. We assume no obligation or duty and do not intend to update these forward-looking statements except as required by the securities laws.*

*The United States Securities and Exchange Commission permits oil and gas companies, in their filings with the SEC, to disclose only proved reserves that a company has demonstrated by actual production or conclusive formation tests to be economically and legally producible under existing economic and operating conditions. Statements of proved reserves are only estimates and may be imprecise. Any reserve estimates provided in this presentation that are not specifically designated as being estimates of proved reserves may include not only proved reserves but also other categories of reserves that the SEC's guidelines strictly prohibit the Company from including in filings with the SEC. Investors are urged to consider closely the disclosure in the Company's Annual Report on Form 10-K for the year ending December 31, 2007, which was filed on February 29, 2008.*



## Presentation Outline



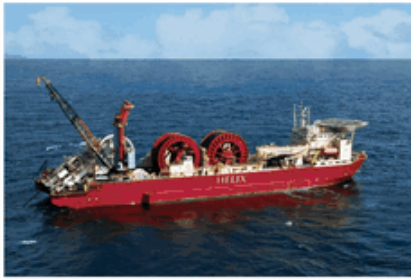
- I. Helix Strategy
- II. Financial Information
- III. Appendix



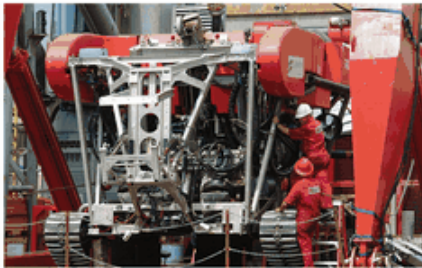


# Helix Strategy

## Helix Defined



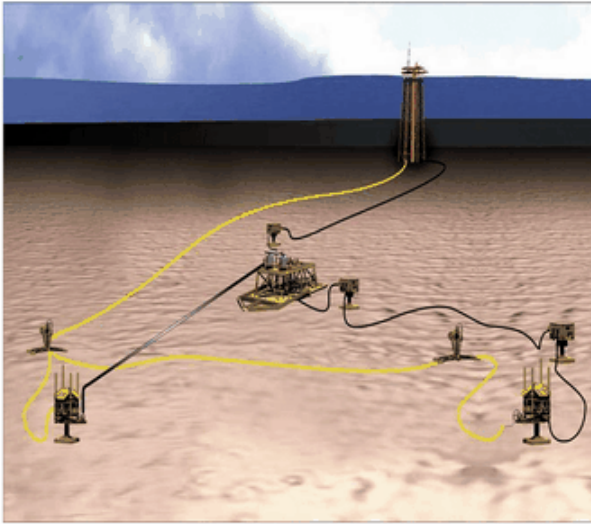
World Class Global Services Contractor offering critical offshore services to the open market and our own reservoirs





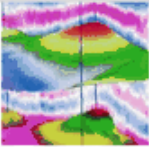




## Why Own Reservoirs

*Consistent Long-Term Sustainable Growth in a Cyclical Business*



- Backlog for Services
- Enabling Utilization for New Assets/Services
- Adds Incremental Returns through production with lower F&D costs

# Contracting Services

	<u>Reservoir Technology</u>	<u>Drilling/Completion</u>	<u>Production Facilities</u>	<u>Construction</u>	<u>Well Ops</u>
					
<b>Current Assets</b>	90 + Engineers	Q4000	<ul style="list-style-type: none"> <li>- Marco Polo TLP (50%)</li> <li>- Independence Hub Semi (20%)</li> </ul>	<u>Pipelay</u> <ul style="list-style-type: none"> <li>- Intrepid</li> <li>- Express</li> </ul> <u>ROV</u> <ul style="list-style-type: none"> <li>- 33ROVs</li> <li>- 5 Trenchers</li> <li>- 2 ROV Drill Units</li> <li>- 6 Chartered Vessels</li> </ul> <u>Shelf Construction</u> <ul style="list-style-type: none"> <li>- 59% of Cal Dive</li> </ul>	<ul style="list-style-type: none"> <li>- Q4000</li> <li>- Seawell</li> <li>- Mobile SILs</li> </ul>
<b>Planned Additions</b>	As market dictates	-Q4000 Drilling Upgrade	- Helix Producer I	<ul style="list-style-type: none"> <li>- Caesar</li> <li>- 2000HPTrencher</li> <li>- 5 ROVs</li> </ul>	-Well Enhancer

# Oil & Gas – 2007 Reserve Report

## Value Created

Amounts in BCFe	12/31/06 Reserves	2007 Production	Exploration Additions	Sales	Revisions	12/31/07 Reserves
Shelf *	406	(52)	38	(15)	(4)	373
Deepwater	<u>130</u>	<u>(13)</u>	<u>206</u>	<u>(14)</u>	<u>(5)</u>	<u>304</u>
Total	<u>536</u>	<u>(65)</u>	<u>244</u>	<u>(27)</u>	<u>(9)</u>	<u>677</u>

### Other 12/31/07 Reserve Statistics:

PV – 10 Value	\$4,058 million
PD/PUD mix %	33/67
Gas/Oil mix %	65/35
Reserve Growth YOY %	26
Reserve Replacement %	376

### Finding and Development Cost\*

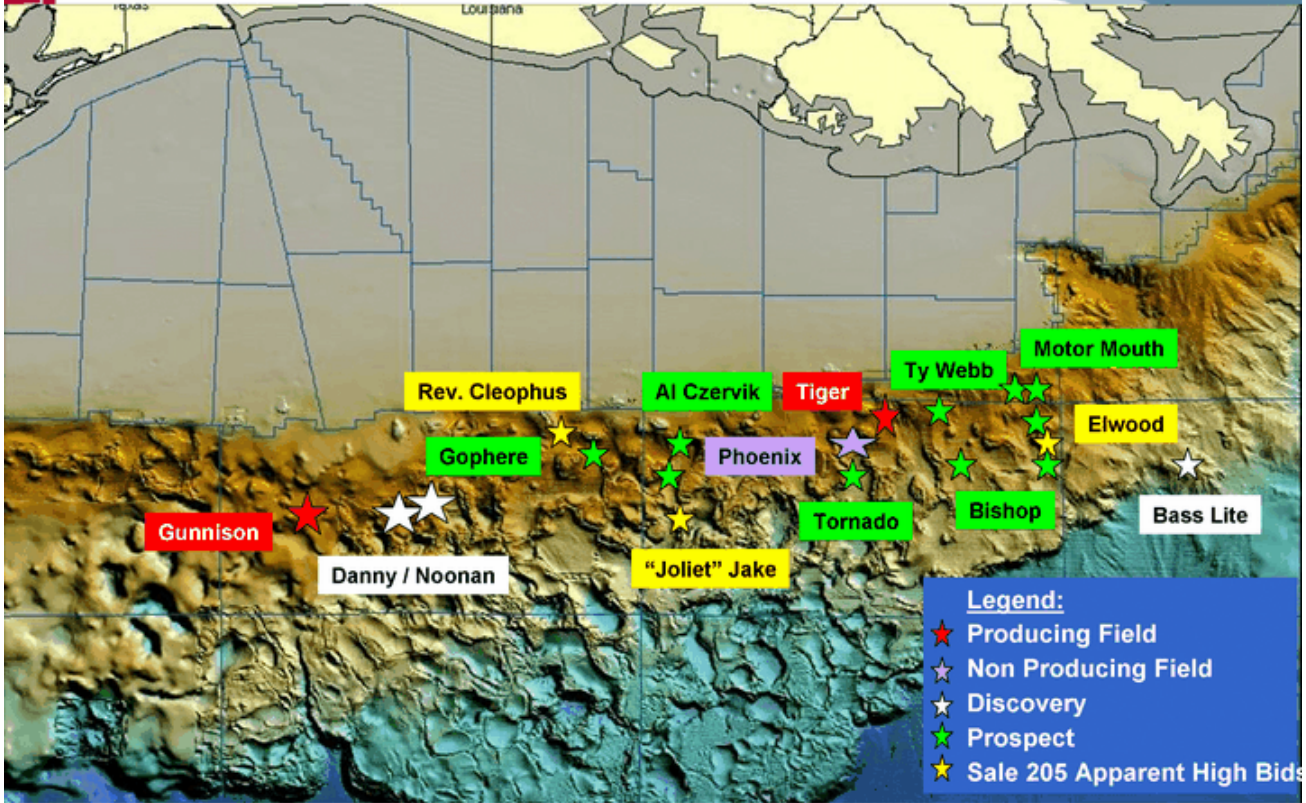
Capital Expenditures	\$585 million
Exploration Additions	244 BCFe
F & D Cost	\$2.40/ MCFe

\* Includes Onshore and U.K. reserves

\*2007 Exploration + Development+ Proved Property Acquisition/Exploratory Additions

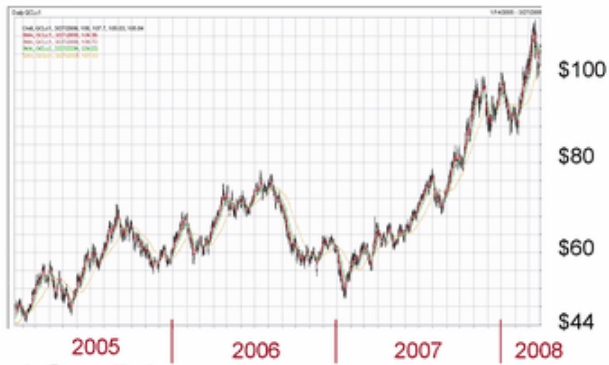
# ERT Deepwater Portfolio – Main Fields/Prospects

Strong Service Backlog & Potential Strong Incremental Return Additions

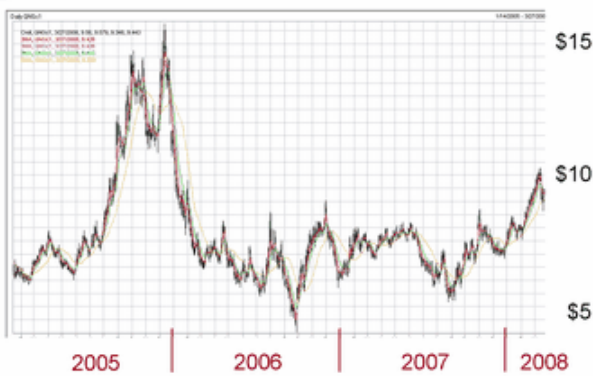


# Market Conditions

## Oil Prices



## Natural Gas Prices



- Strong commodity price fundamentals
- Continuing rise in subsea tree orders
- Increasing Deepwater activity
- Increasing number of "marginal" reservoirs



## Objectives

### 2008

- Sell down interests in Oil & Gas properties capturing value while mitigating risk, reducing intercompany profit deferral and funding capital program.
- Complete new services assets and deepwater developments.
- Outperform guidance.

### 2009

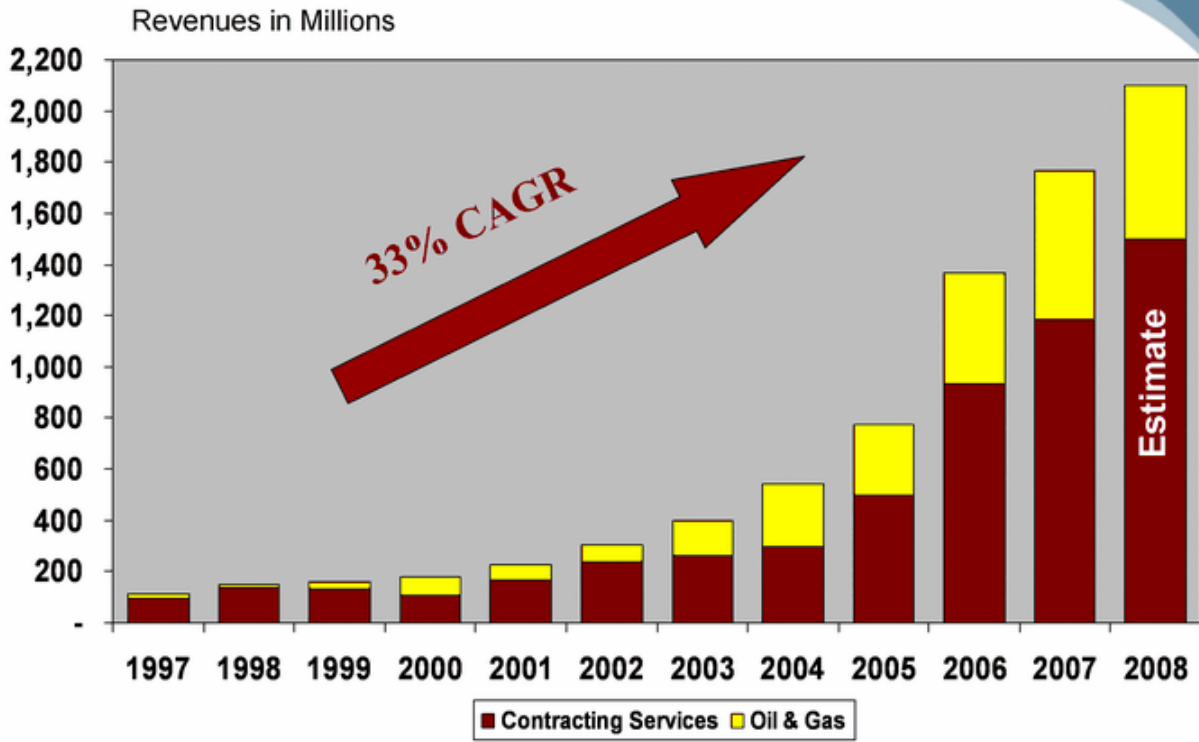
- Reduce debt.
- Drill deepwater wells with partners.
- Harvest returns from new assets.
- Assess services growth opportunities.





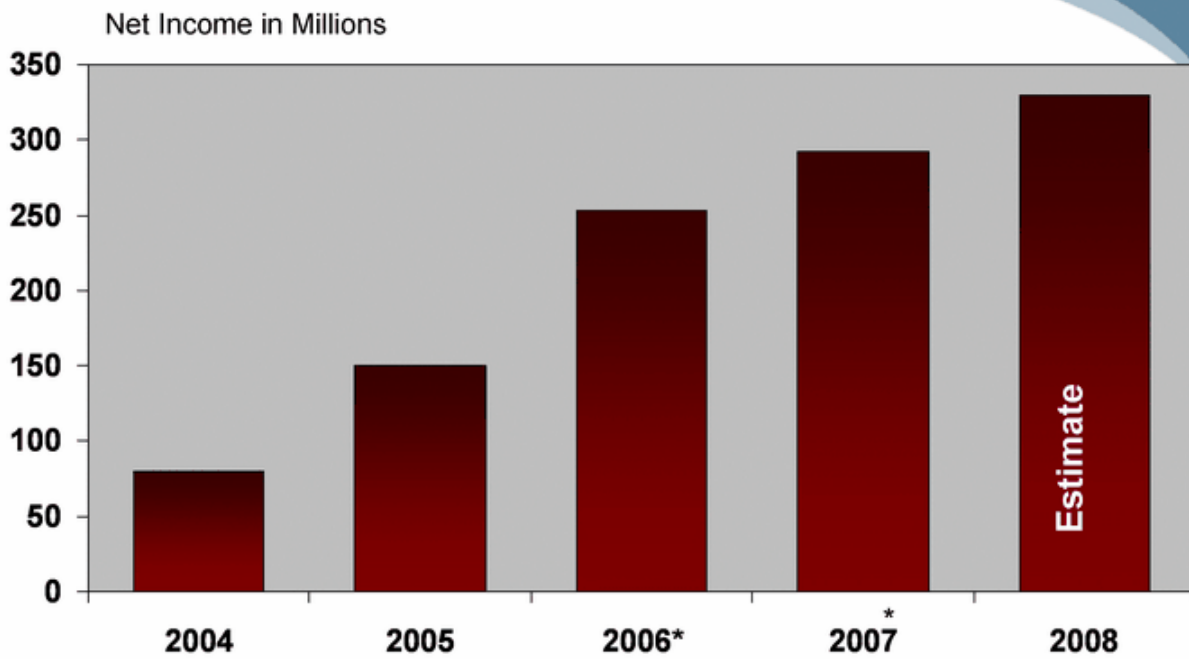
# Financial Information

# Consistent Top Line Growth





## Bottom Line



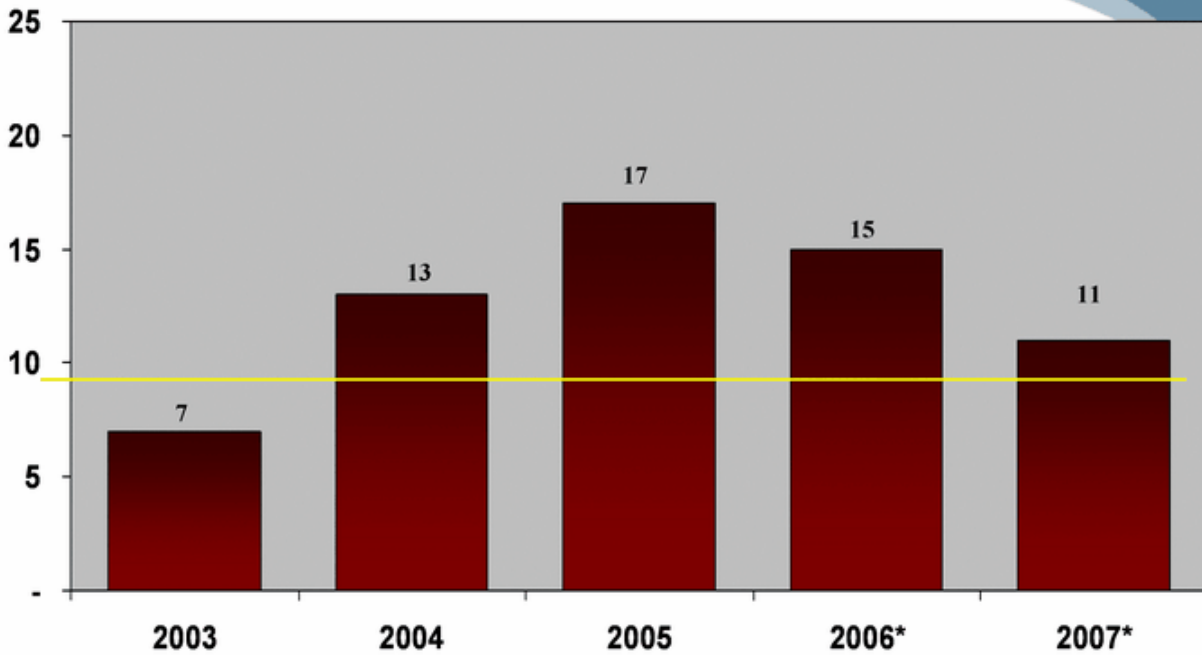
\* 2006 results exclude the impact of the gain on sale in the Cal Dive IPO and estimated incremental overhead costs during the year. 2007 results exclude the impact of the Cal Dive gain, impairments and other unusual items.



## Return on Capital Invested

15

Percentage (see calculation at Company's website – [www.HelixESG.com](http://www.HelixESG.com))

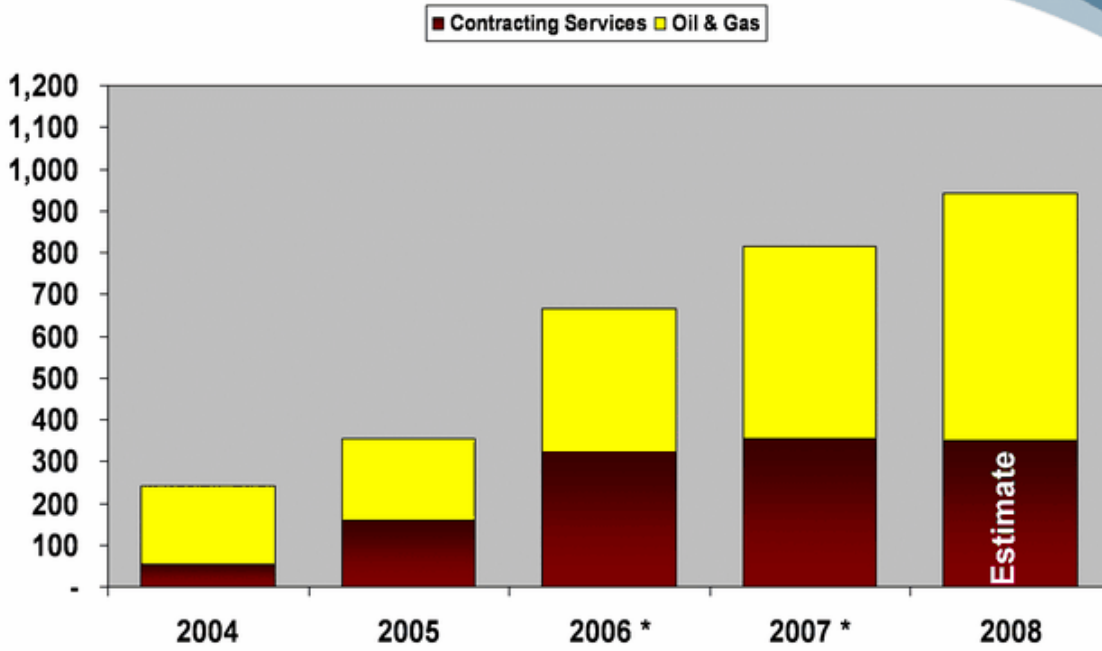


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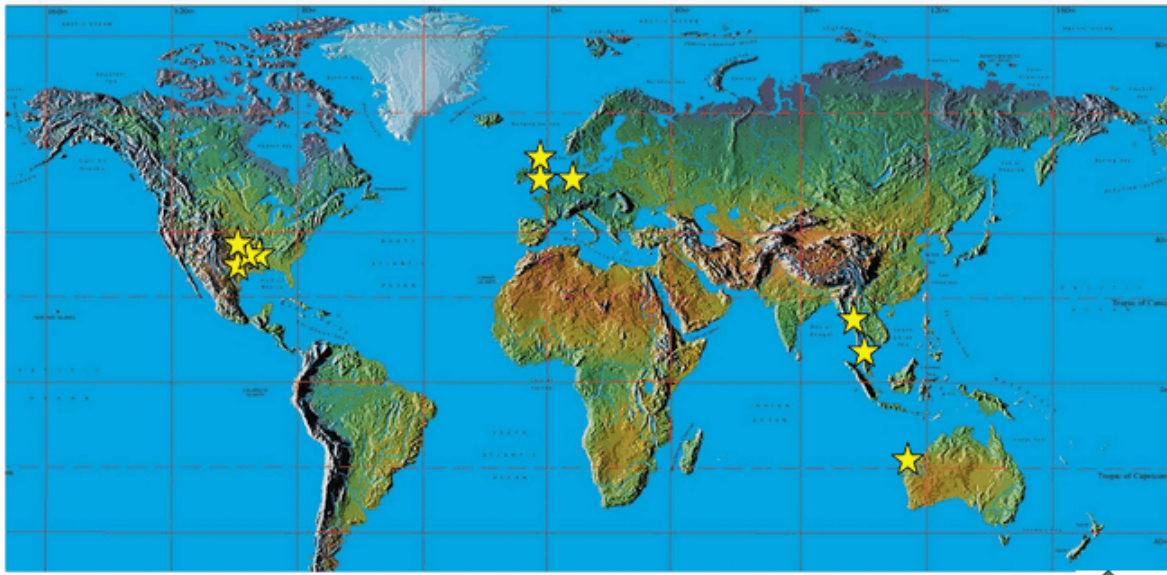
# Significant Cash Generation

EBITDAX in Millions (see GAAP reconciliation at [www.HelixESG.com](http://www.HelixESG.com))



\* 2006 results exclude the impact of the gain on sale in the Cal Dive IPO and estimated incremental overhead costs during the year. 2007 results exclude the impact of the Cal Dive gain, impairments and other unusual items.

# We Are 'Exporting' Our Business Model



- Houston
- Rotterdam
- Perth



- Houston
- Dallas
- Aberdeen



- London
- Aberdeen
- Kuala Lumpur
- Perth



- Houston
- Aberdeen
- Perth



- Houston
- Aberdeen
- Singapore



- Houston
- New Iberia
- Singapore
- Perth



# Helix Energy Solutions



**HLX**  
**LISTED**  
**NYSE®**



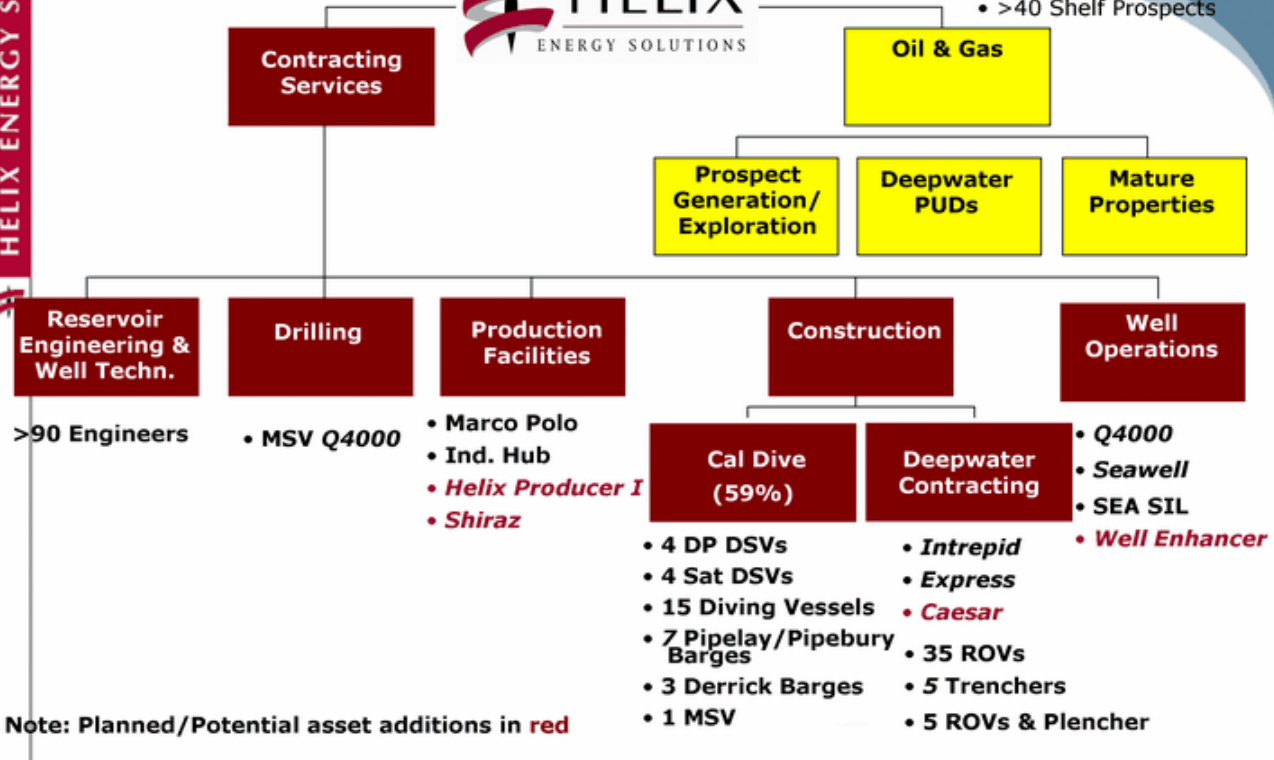
# Appendix



# Structure / Resources



- 677 Bcfe
- >20 Deep Prospects
- >40 Shelf Prospects



## Summary of 2008 – 2009 Hedging Positions

### Helix Energy Solutions Group, Inc. Summary of 2008 - 2009 Hedging Positions

<i>Oil (Bbls)</i>	<u>Forward Sales</u>	<u>Collars</u>	<u>Total Volume Hedged</u>	<u>Forward Pricing</u>	<u>Average Collar Price</u>		<u>Revenue at Collar<sup>a</sup> Floor</u>
					<u>Floor</u>	<u>Ceiling</u>	
2008	535,000	540,000	1,075,000	\$ 72.20	\$ 56.67	\$ 76.51	\$ 69,228,800
2009	1,800,000	-	1,800,000	\$ 71.79	\$ -	\$ -	\$ 129,222,000
<b><i>Natural Gas (mcf)</i></b>							
2008	13,730,200	7,650,000	21,380,200	\$ 8.35	\$ 7.32	\$ 10.87	\$ 170,645,170
2009	17,976,400	-	17,976,400	\$ 8.23	\$ -	\$ -	\$ 147,945,772
<b><i>Totals (mcf)</i></b>							
2008	16,940,200	10,890,000	27,830,200				\$ 239,873,970
2009	28,776,400	-	28,776,400				\$ 277,167,772
<b>Grand Totals</b>	<b>45,716,600</b>	<b>10,890,000</b>	<b>56,606,600</b>				<b>\$ 517,041,742</b>

a - Revenue at the collar ceiling would be approximately \$555 million.



## Services - Reservoir and Well Technology

*Transforming subsurface uncertainty into value*



Helix RDS is a world class provider of reservoir and well technology services to the upstream oil and gas industry. The combination of our business scale, service scope, track record and independence make Helix RDS a unique service partner. This capability and experience continues to transform subsurface uncertainty into significant value for our clients around the globe.

**CoreTeams™** - outsourced integrated reservoir management and well technology capabilities

**OnDemand™** - consultancy services

**Pulse™** - online analysis of upstream data

**FaultFinder™** - high definition analysis of faulting

**FlowDoctor™** - flow assurance service

**LogDoctor™** - formation evaluation services

**ProductionMentor™** - production optimization

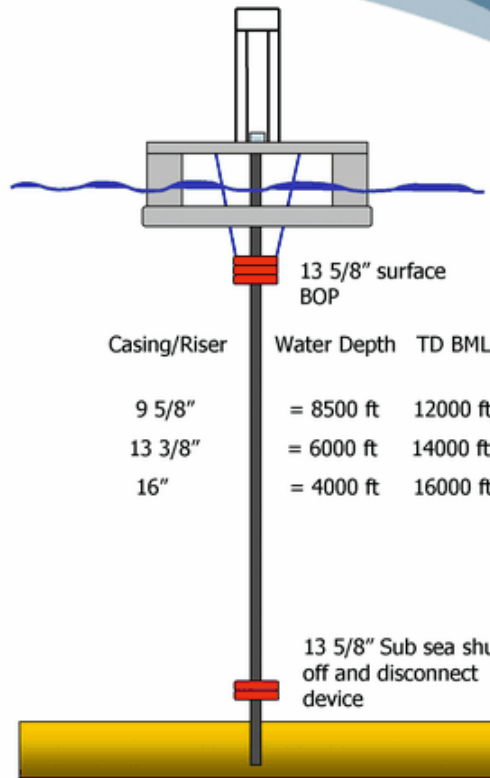
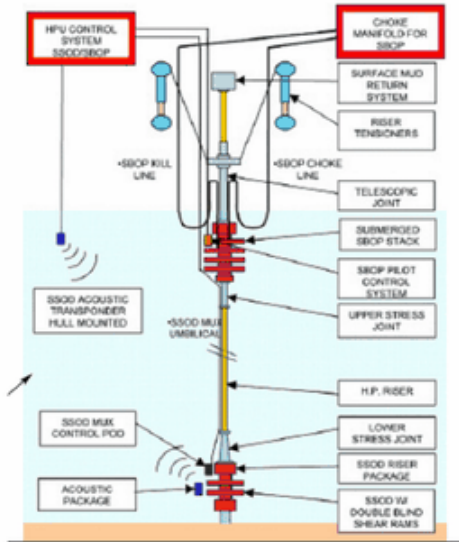
**PromotePartner™** service offered to oil and gas companies to help maximize the value of an asset through a promote, farm out or divestment process.

**SandMentor™** - sand production analyzer

**WellDoctor™** is our well integrity assurance service

# Services – Drilling and Completion

- Combination of proven surface BOP and slimhole D&C technology
- Modular packages
  - Preserve multi-service capability
- Limit subsea equipment
  - Subsea shutoff device only
- Niche deepwater application
  - 2000 – 6000 ft +
  - Normally pressured
  - Shallow BML reservoir
    - 12 - 16000 ft +/-



Casing/Riser	Water Depth	TD BML	Hole Size
9 5/8"	= 8500 ft	12000 ft	4 3/4"
13 3/8"	= 6000 ft	14000 ft	6 / 8 1/2"
16"	= 4000 ft	16000 ft	6 / 8 1/2"

13 5/8" Sub sea shut off and disconnect device



# Q4000 Vessel and Drilling Upgrade

## Vessel Upgrade

- Installation of 2 x 900 HP bow thrusters (making total of 8 thrusters)
- Installation of two 54" OD cross braces
- Upgrade from MOU to MODU
- Installation of variable frequency drives on existing thrusters to reduce load and fuel consumption and wear
- Re-building of all existing thrusters
- Overhaul of all engines
- Regulatory dry-dock frequency to be extended from 30 months to 60 months



## Project Info:

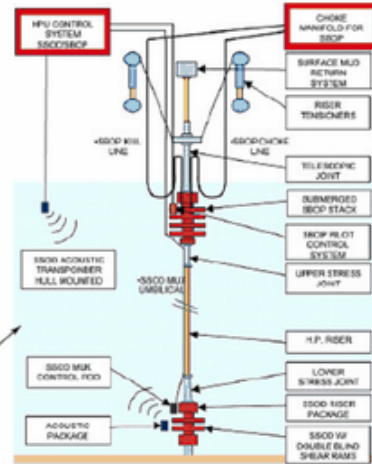
- Upgrades to coincide with regulator dry-dock in 1Q 2008
- Vessel return to Service by April 08

## 2008 Contracted Work

- ~45 days for ERT (Helix) in completion mode
- 60 days for Shell in well intervention mode
- 100 days for third parties in top hole drilling and well intervention mode

## Drilling Upgrade

- Installation of surface mud return system and cement modules ( 4 deck modules and 3 below deck modules)
- Installation of 8 x 200 kips riser tensioners
- 13-5/8" Surface BOP stack with subsea shut-off device



Riser and Subsea System

# Services – Production Facilities

## Existing



### **Marco Polo TLP (50%)**

- Located in 4,300 ft. in Green Canyon 608
- Processing capacity:
  - 120,000 BOPD
  - 300 MMCFD
- Host facility for
  - Marco Polo
  - K2 Unit
  - Genghis Khan (2007)

### **Independence Hub (20%)**

- Located in 8,000 ft. in Mississippi Canyon Block 920
- Processing capacity of 1 BCF
- Host for 10 gas fields in Eastern Gulf of Mexico
- Commenced production in July 2007

## New



### **Helix Producer (60% - hull, 100% topsides)**

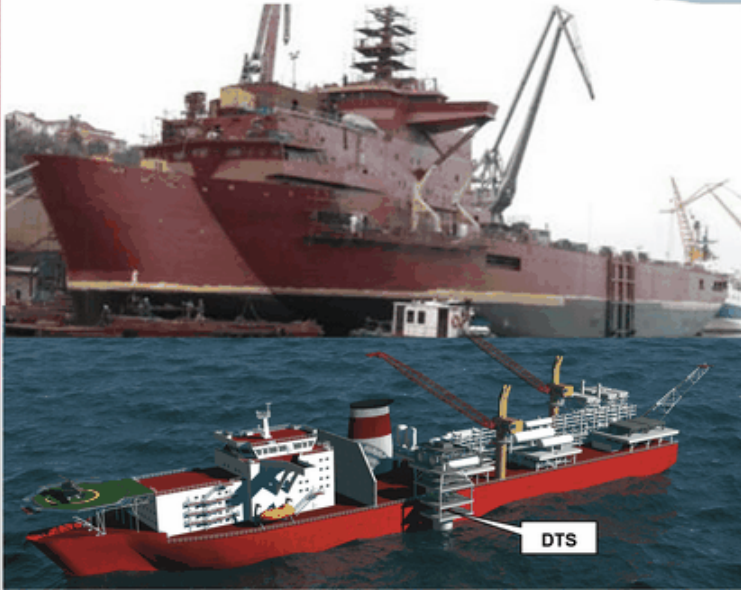
- To be located on Phoenix field in 2,000 ft. in Green Canyon Block 236
- Processing capacity:
  - 45,000 BOPD
  - 70 MMCFD



### **FPSO Shiraz (50%)**

- FEED study completed; awaiting customer
- Processing capacity 20,000 BOPD
- Storage capacity 200,000 barrels

# DP FPU Helix Producer I (“HPI”)

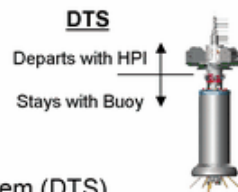


### Project Info:

- Vessel at Victor Lenac shipyard in Croatia
- Fabrication of ten topsides modules ongoing at Kiewit Offshore Services in Ingleside, Texas
- Installation of modules onto HPI and hook-up at Kiewit yard in 2H 2008 with offshore deployment on Phoenix field by end of 08

### Specifications:

- DP2 Vessel
- Length of 162 meter
- Processing capacity:
  - 45,000 BOPD
  - 70 MMCFD
- Disconnectable transfer system (DTS)
- Connected to export pipelines with flexible risers
- High pressure gas compression and oil pumping



### Characteristics

- Low cost floating production unit (FPU)
- Disconnectable (less hurricane risk)
- Re-deployable as FPU worldwide (also as early production test vessel)



# Services - Construction

## Deepwater Construction



- Technically diverse DP Fleet consisting of reeled pipelay vessels Express and Intrepid and S-Lay vessel Caesar (2008)
- Specialized Assets Target Niche Markets
- Global Operations

## Robotics



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



## Shelf Construction



- Under Cal Dive International; Helix owns 59% interest in Cal Dive
- Sat and Surface Diving
- Construction and abandonment
- Inspection, repair and maintenance





# MSV Caesar S-Lay Vessel

28



Conversion



## Specifications:

- Length: 146 meter
- Transit Speed 13 knots
- Tension: 405 mT
- A&R Winch
- Pipe Range: 4" to 36"
- Stinger Length: 90 meter
- Main Crane: 300 mT
- Pipe Transfer Crane: 36 mT
- A-Frame: 450 mT



## Project Info:

- Vessel at COSCO yard in Nantong China
- First project in 4Q 2008

## Contracted Work:

- ERT Danny; 8-inch PIP 34 mile flowlines in 3,800 ft. in GOM (2008)
- Murphy Thunder Hawk (GOM); flowlines & export pipelines with SCR's in 6,000 ft. (2008)
- BP Skarv Udan; 80 km 26-inch gas export pipeline in 1400 ft. offshore Norway (2009)

# Services – Well Operations

## US Market

- ◆ Life of field services
- ◆ Recognized industry leader
- ◆ Alternative to drill rig
- ◆ 25% - 50% cost advantage
- ◆ Riser based technology
- ◆ Market growing rapidly with tree deployments



Q4000

## UK Market

- ◆ Established position in largest world market
- ◆ Property sales to Independents
- ◆ SIL based technology
- ◆ Signed 4 year \$250 million well intervention contract with Shell for North Sea
- ◆ Announced construction of new well intervention vessel



Seawell

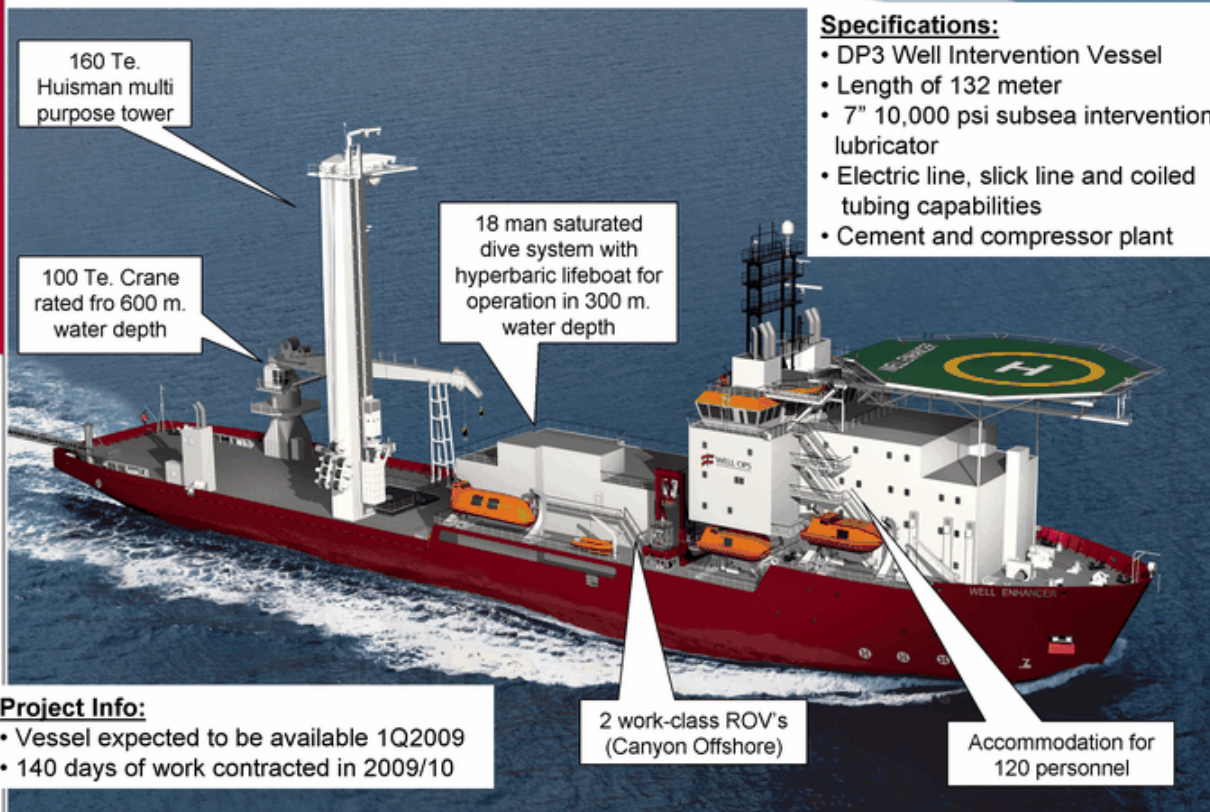
## SEA Market

- ◆ Emerging well intervention market
- ◆ Acquired SEATRAC and renamed Well Ops SEA
- ◆ Own VDS and SIL based technology
- ◆ Subcontractor for 3-year Woodside well intervention program



SEATRAC

# MSV Well Enhancer



160 Te.  
Huisman multi  
purpose tower

100 Te. Crane  
rated fro 600 m.  
water depth

18 man saturated  
dive system with  
hyperbaric lifeboat for  
operation in 300 m.  
water depth

**Specifications:**

- DP3 Well Intervention Vessel
- Length of 132 meter
- 7" 10,000 psi subsea intervention lubricator
- Electric line, slick line and coiled tubing capabilities
- Cement and compressor plant

**Project Info:**

- Vessel expected to be available 1Q2009
- 140 days of work contracted in 2009/10

2 work-class ROV's  
(Canyon Offshore)

Accommodation for  
120 personnel