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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): September 18, 2007**

**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 September 18, 2007, a representative of Helix Energy Solutions Group, Inc. (“Helix”) will make a presentation at the Pritchard Capital Conference in Dallas, Texas. 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 in the Investor Relations section 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	Pritchard Capital 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: September 18, 2007

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

<u>Exhibit No.</u>	<u>Description</u>
99.1	Pritchard Capital Conference Presentation.



**Pritchard Capital  
Dallas, Texas  
September 18, 2007**



## Forward-Looking Statements

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*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, 2006 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, 2006, which was filed on March 1, 2007 and 10-K/A which was filed on June 18, 2007.*

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## Presentation Outline

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- I. Helix Strategy
- II. Contracting Services
- III. Oil & Gas
- IV. Financial Information
- V. Appendix

HELIX ENERGY SOLUTIONS

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# Helix Strategy

HELIX ENERGY SOLUTIONS

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# Two Stranded Strategy

## Contracting Services

Reservoir &  
Well Tech  
Services



Drilling



Production  
Facilities



Construction



Well Ops

**'Cost Reduction' Focus**



Niche  
Assets &  
Services



& =



Lower Life  
Cycle Costs

Backlog At  
Market Rates

**'Marginal' Field Focus**

Reduced  
Cyclicality  
Steady Growth  
And Superior  
Financial  
Returns



## Near Term Strategic Initiatives

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### Key Steps

- Continue to Add Capacity to Key Contracting Services
- Generate Prospects and Focus Exploration Drilling on:
  - Low Risk Shallow Water Program
  - Deepwater Prospects which can be drilled with Q4000
- Convert PUDs to PDPs
- Monetize Services and Assets which do not Minimize F&D Costs
- Continue to Expand Model Internationally



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# Contracting Services

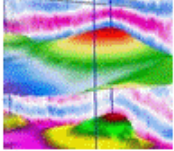
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# Focus on Exploitation Cost Reductions

## Reservoir & Well Technology



## Drilling/Completion



## Production Facilities



## Construction



## Well Ops



### **Key Assets**

120 +  
Engineers

Q4000

Mobile  
Production Units

*Intrepid  
Express  
Caesar  
ROVs*

Q4000  
*Seawell*

### **Value Creating Methodologies**

Reservoir  
Management

Slimbore  
Wells

Floater  
Re-Deployment

Pipe  
Burial

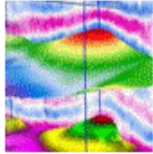




Non-Drill Rig  
Intervention

**'Full cycle cost can be reduced by at least 20%  
compared to conventional approaches'**

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# Organic Growth via Asset Additions

	<u>Reservoir Technology</u>	<u>Drilling/Completion</u>	<u>Production Facilities</u>	<u>Construction</u>	<u>Well Ops</u>
Current Assets	 120 + Engineers	 Q4000	 - Marco Polo TLP (50%)  - Independence Hub Semi (20%)	 <u>Pipelay</u> - <i>Intrepid</i> - <i>Express</i>  <u>ROV</u> - 33ROVs - 5 Trenchers - 2 ROV Drill Units - 4 Chartered Vessels  <u>Shelf Construction</u> - 73% of Cal Dive	 - Q4000 - <i>Seawell</i> - Mobile SIL
Planned Additions	As market dictates	- Q4000 Drilling Upgrade - H4500?	- <i>Helix Producer 1</i> - <i>Shiraz</i>	- <i>Caesar</i> - 2000HPTrencher - 4 ROVs	- <i>Well Enhancer</i>

*Doubling Service Asset Base (see CAPEX details in Appendix)*



# Major Capital Projects – Contracting Services

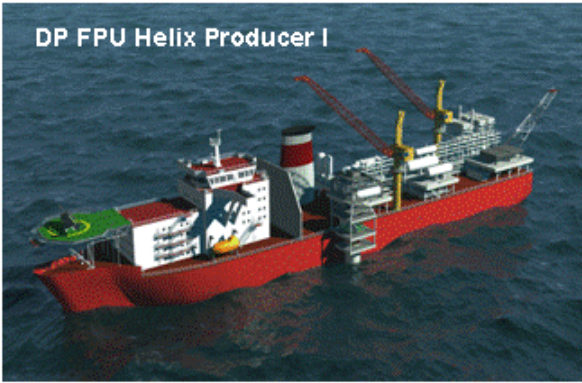
MSV Caesar



MSV Well Enhancer



DP FPU Helix Producer 1



MSV Q4000

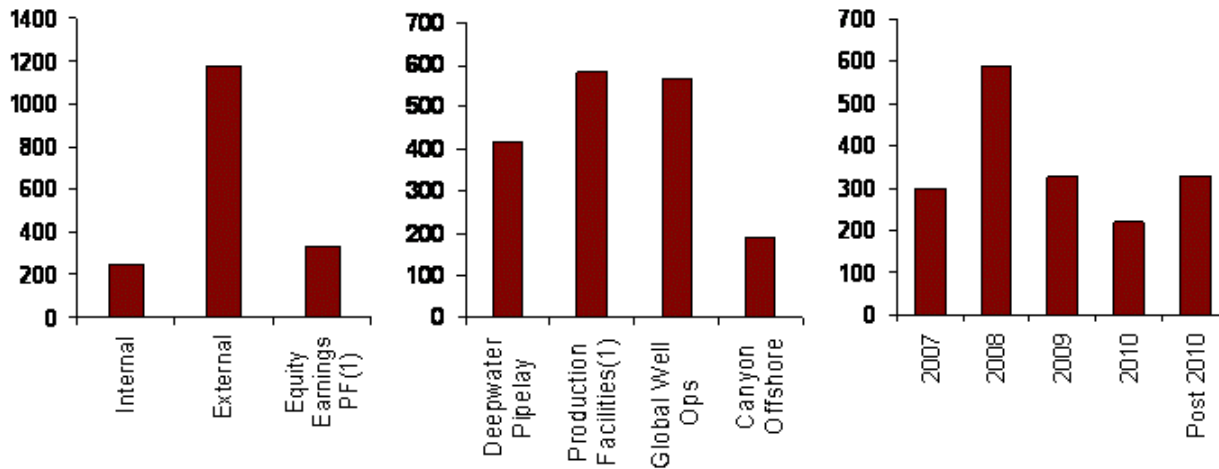




## Contracting Services Backlog (excl. Cal Dive)

\$ in millions as of 7/1/2007

Total: \$1.75 Billion



### Notes

1. Production Facilities backlog consists of (i) expected equity earnings from Deepwater Gateway, L.L.C. and Independence Hub LLC and (ii) contracted revenue from the *Helix Producer I*

### Assumptions

- Backlog based on contracted work including LOIs
- Internal work for ERT (*Q4000, Intrepid, Helix Producer I*)
- Assumes minority partner on Phoenix
- Does not include any turnkey or EPIC projects; or low margin procurement mark-ups
- Full year 2007 budgeted revenue and equity earnings is \$530 MM





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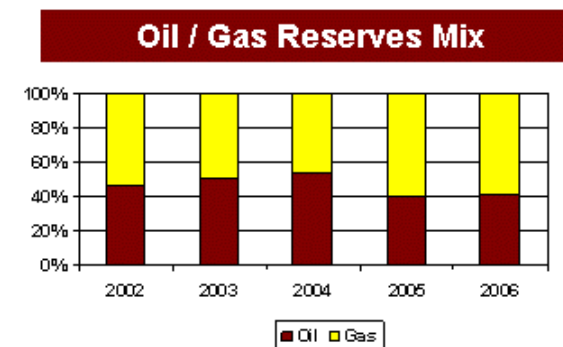
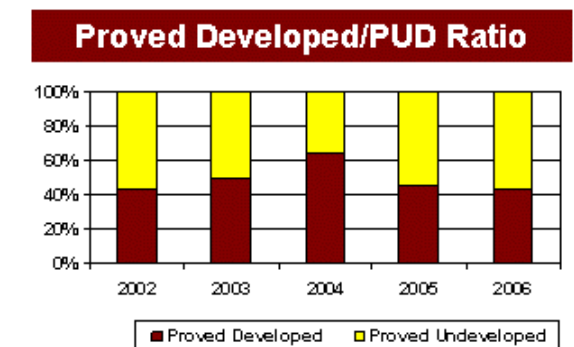
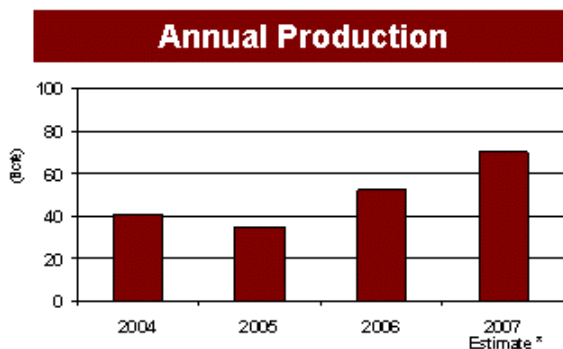
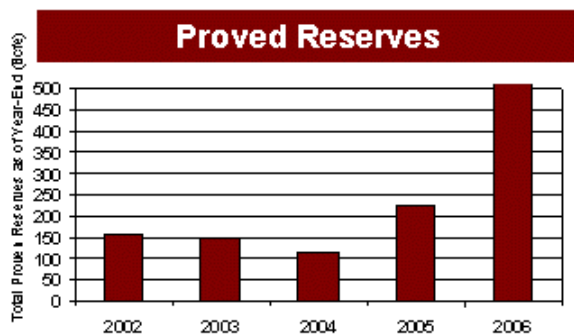
# Oil & Gas

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# Reserve Profile



\* Estimates reflect low end of guidance range

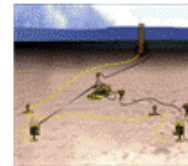
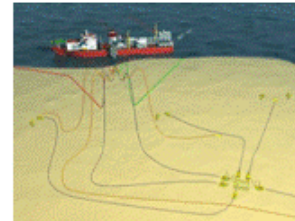


## Oil & Gas: Focus on Marginal Fields

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		<u>Example</u>
Mature Properties (Shallow Water)	:	<i>Camelot</i> Acquisition in North Sea
Mature Properties (Deepwater)	:	<i>Phoenix</i> Acquisition in Gulf of Mexico
Marginal Development (Deepwater)	:	Drilling/Development of <i>Noonan and Danny</i> in Gulf of Mexico



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**'Marginal' : Fields/Prospects that are not material/significant to larger E&P Companies.**

**Offers contracting opportunities over the course of a full cycle.**

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## Strategy in Action

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### Mature Properties (Shallow Water) - *Camelot* Field



- Mature property no longer wanted by major operator
- Value will be unlocked by rejuvenation of existing production and tie back of nearby PUD reserves.
- Important first North Sea transaction.

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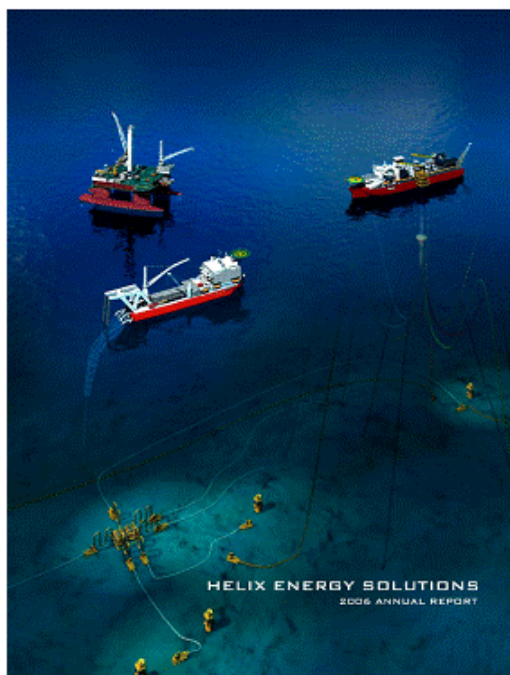
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## Strategy in Action

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### Mature Properties (Deepwater) – *Phoenix* Field



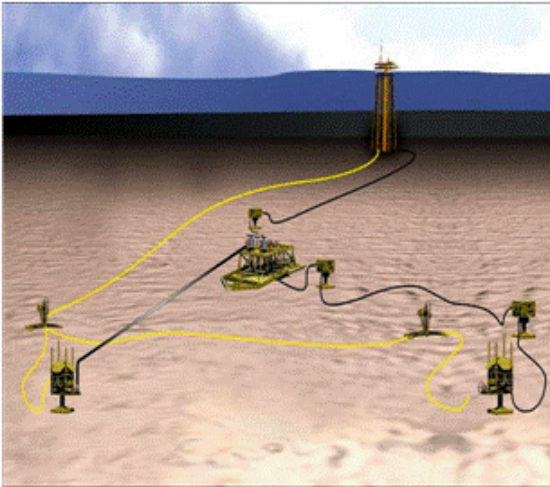
- Production facility on *Typhoon* Field destroyed during 2005 hurricane season.
- Field acquired and renamed *Phoenix*.
- Value will be unlocked by the use of a mobile production unit that should produce several fields sequentially over its lifetime.
- Upside from several satellite prospects that can be drilled with the *Q4000*.



## Strategy in Action

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### Deepwater Developments – Noonan & Danny Fields

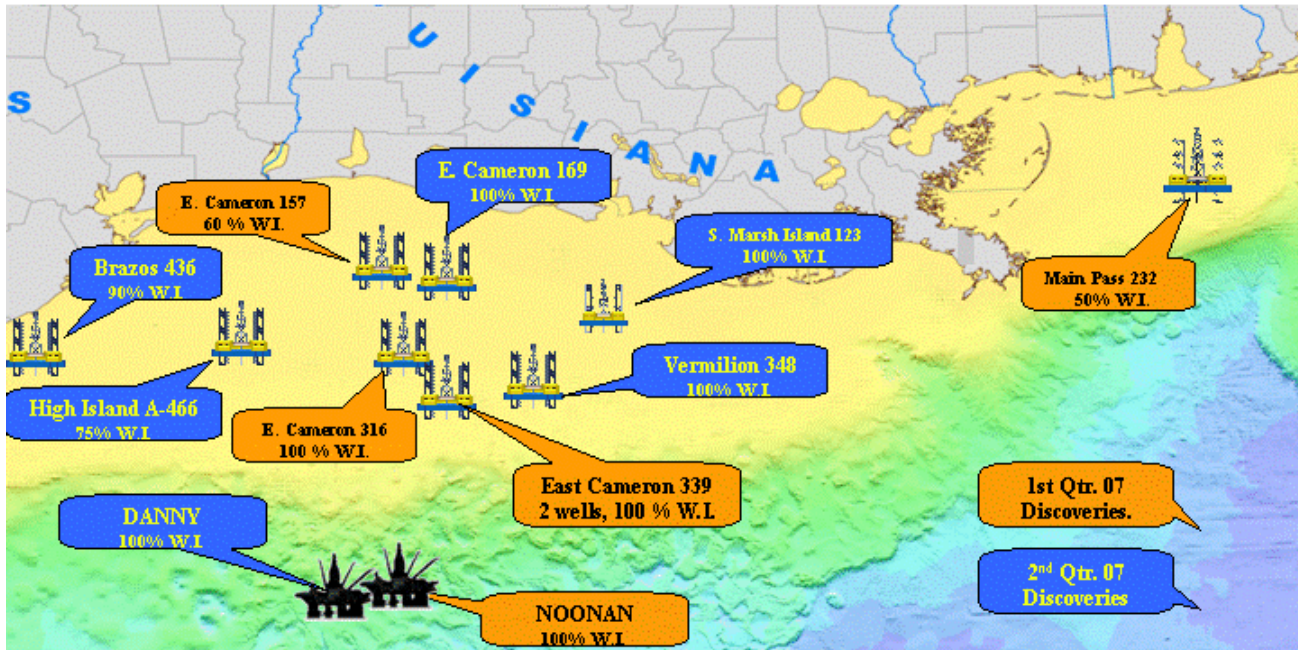


- Low risk, mid water drilling prospects generated in-house.
- Discoveries of at least 150 Bcfe announced in 1H/07
- Fields relatively close to existing infrastructure and therefore can be developed cheaply and quickly.
- Expected F&D cost < \$2.00 Mcfe.
- First Production within 18 months of discovery.
- We have several similar prospects that can be 'Exploited' using our services group.



# Exploration Program

1/07 to 7/07



- 12 of 12 Exploratory Wells Were Discoveries (1/07-7/07), 19 of 21 Since 7/06
- Est. Discovered 2007 Reserves: 140 BCFE Proven: 330 BCFE P+P+P
- Est. Finding & Development Cost < \$2.50 MCFE



# Prospect Portfolio<sup>1</sup>

- Bottom-up reserve risk assessment based on historical success rates.
- 5-7 year drilling inventory

	Number Of Prospects	Net Unrisked Potential (Bcfe)	Net Risked Potential (Bcfe)	Risked Pretax PV 10 <sup>2</sup> \$6.00 Gas / \$65 Oil (\$MM)
Low Risk Shelf (Ps > 50%)	48	234	141	\$170
Deep Shelf/Conventional High Risk	87	1,584	330	480
Deepwater	22	2,479	856	1,920 <sup>1</sup>
Total	<u>157</u>	<u>4,297</u>	<u>1,327</u>	<u>\$2,570</u>
<b>Multiple Of Remington Proved Reserves</b>		<b>15x</b>	<b>5x</b>	

Notes:

1. As acquired with Remington Oil & Gas. Based on July, 2006 Investor Presentation.
2. F & D cost of \$2.50 / Mcfe used throughout.
3. Over \$1 Billion of life of field services involved.





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# Financial Information

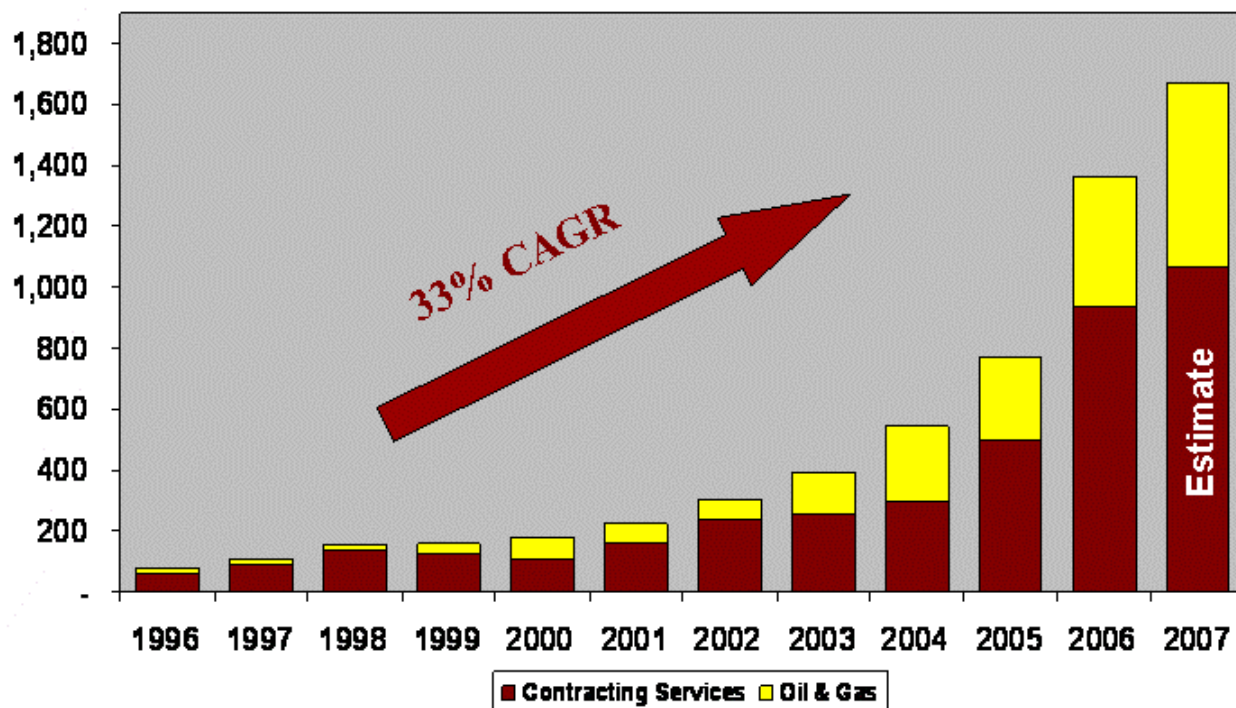
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## Consistent Top Line Growth

Revenues in Millions



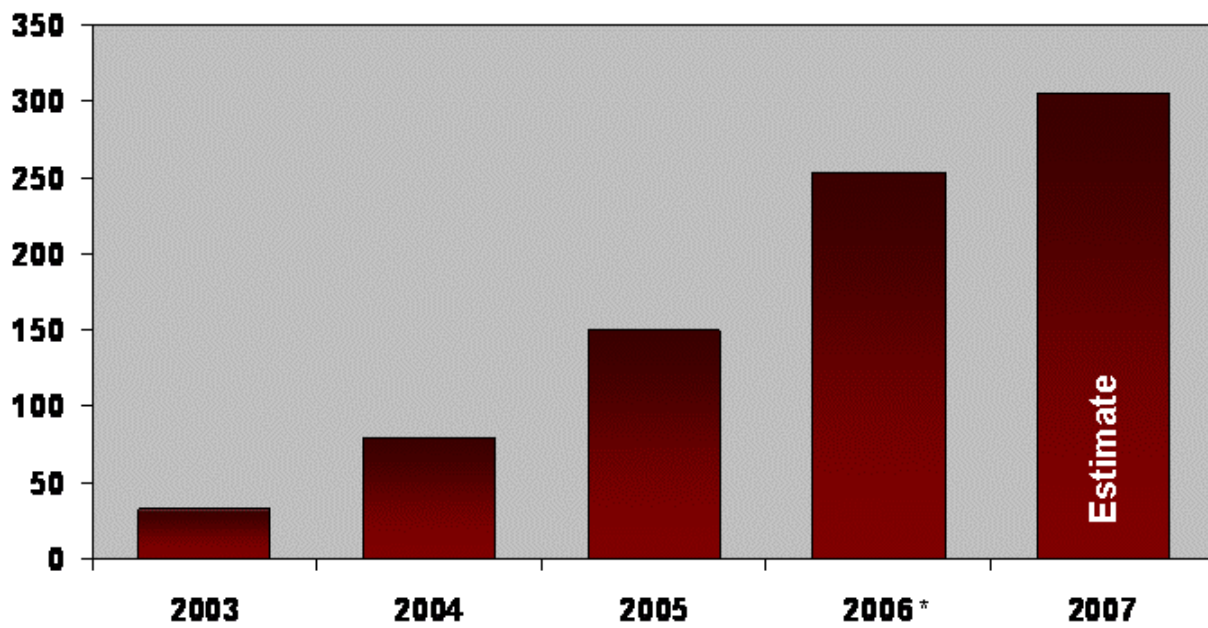
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## Bottom Line

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### Net Income in Millions



\* 2006 results exclude the impact of the gain on sale in the Cal Dive IPO and estimated incremental overhead costs during the year.

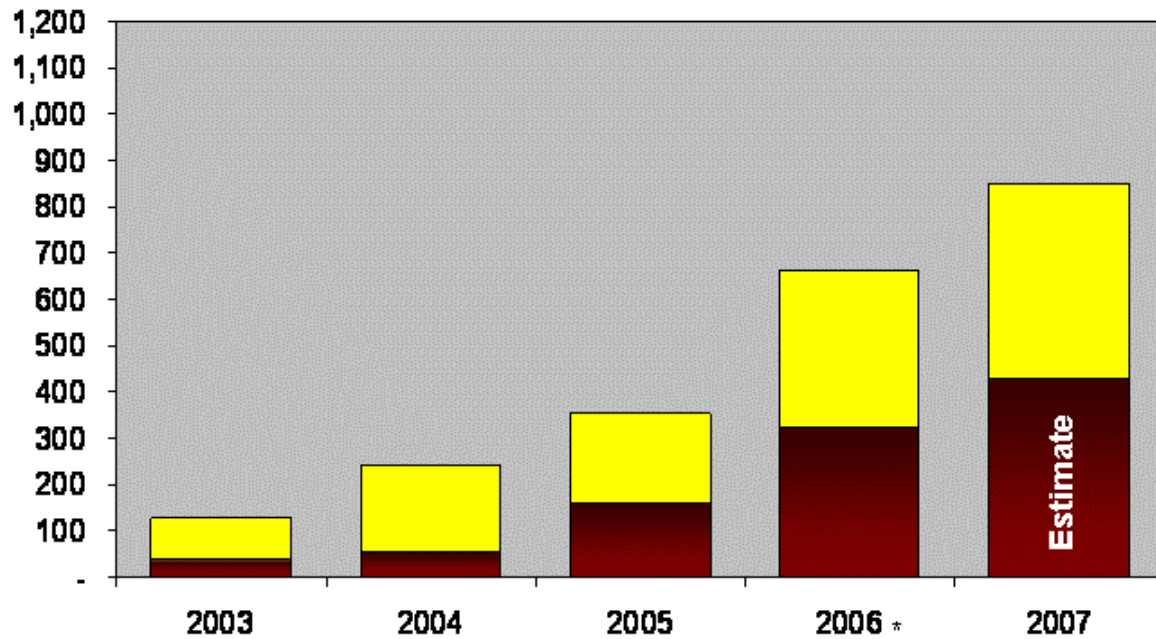
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## Significant Cash Generation

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



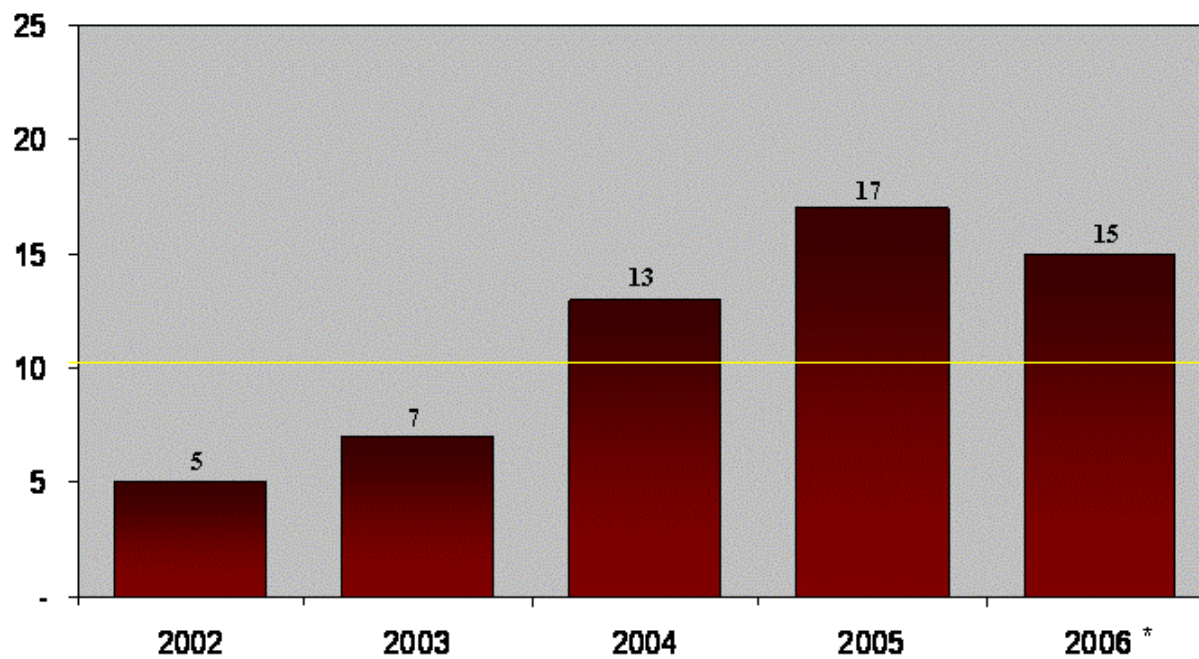
\* 2006 results exclude the impact of the gain on sale in the Cal Dive IPO and estimated incremental overhead costs during the year.

■ Contracting Services ■ Oil & Gas



## Return on Capital Invested

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

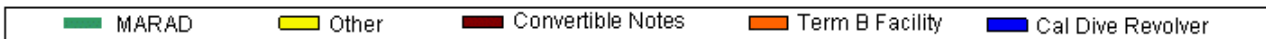
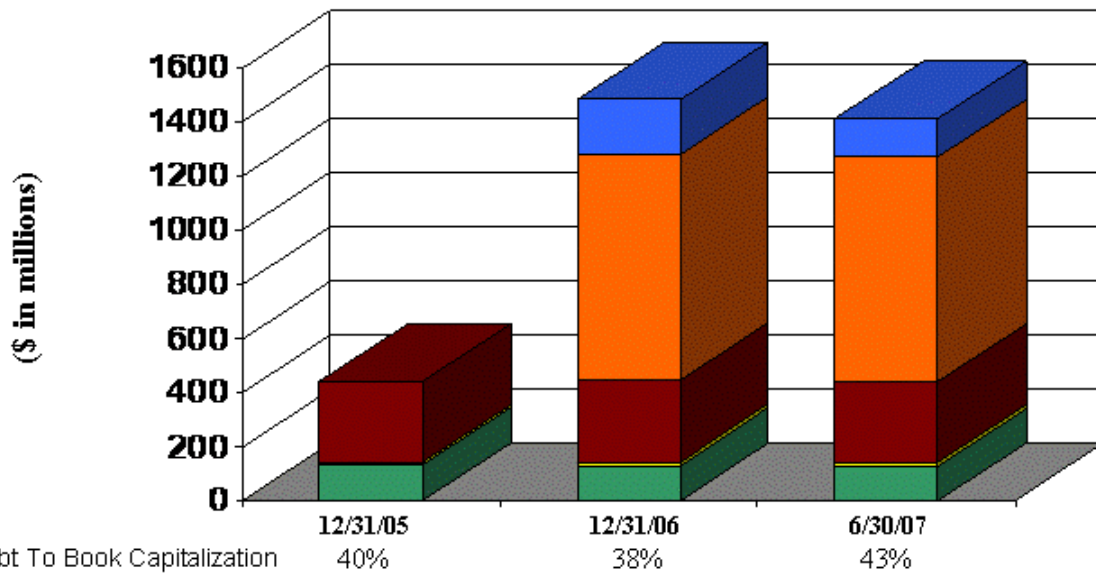


\* 2006 results exclude the impact of the gain on sale in the Cal Dive IPO and estimated incremental overhead costs during the year.

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# Long Term Debt





## 2007 CAPEX Program

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(\$ in Millions)

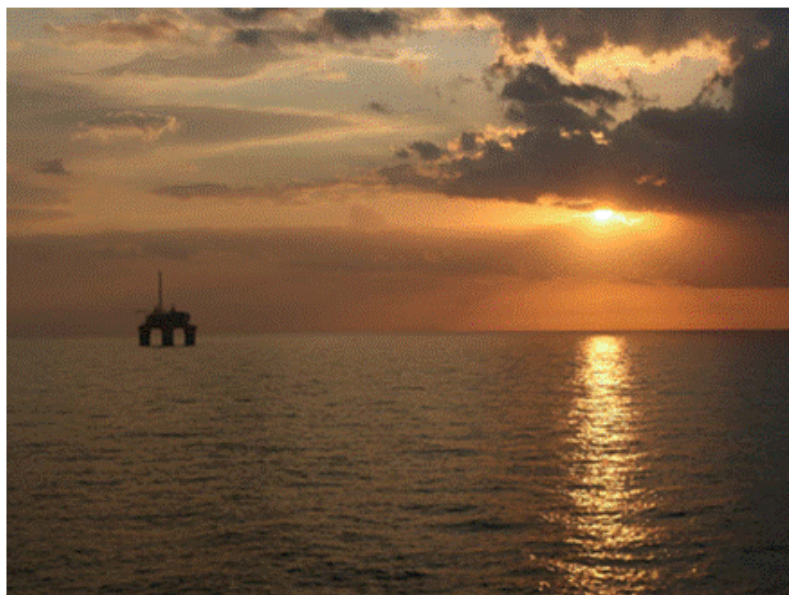
<b><u>Contracting Services</u></b>	<b><u>2007</u></b>	<b><u>Comments</u></b>
Drilling	\$68	Q4000 Upgrade, H4500 Study
Production Facilities	100	Helix Producer I, Shiraz
Construction	152	Caesar, ROVs, Plencher
Well Operations	105	Well Enhancer, Seatrac
Maintenance CAPEX & other	75	
<b>Total Contracting Services</b>	<b>\$500</b>	
<b><u>Oil &amp; Gas</u></b>		
Exploration	\$190	Low Risk Shelf & Noonan / Danny
Development (PUD → PDP)	310	300 Bcfe of PUDs
<b>Total Oil &amp; Gas</b>	<b>\$500</b>	
<b>Total 2007 CAPEX</b>	<b>\$1,000</b>	

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## Helix Energy Solutions

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**HLX**  
**LISTED**  
**NYSE®**







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# APPENDIX

HELIX ENERGY SOLUTIONS

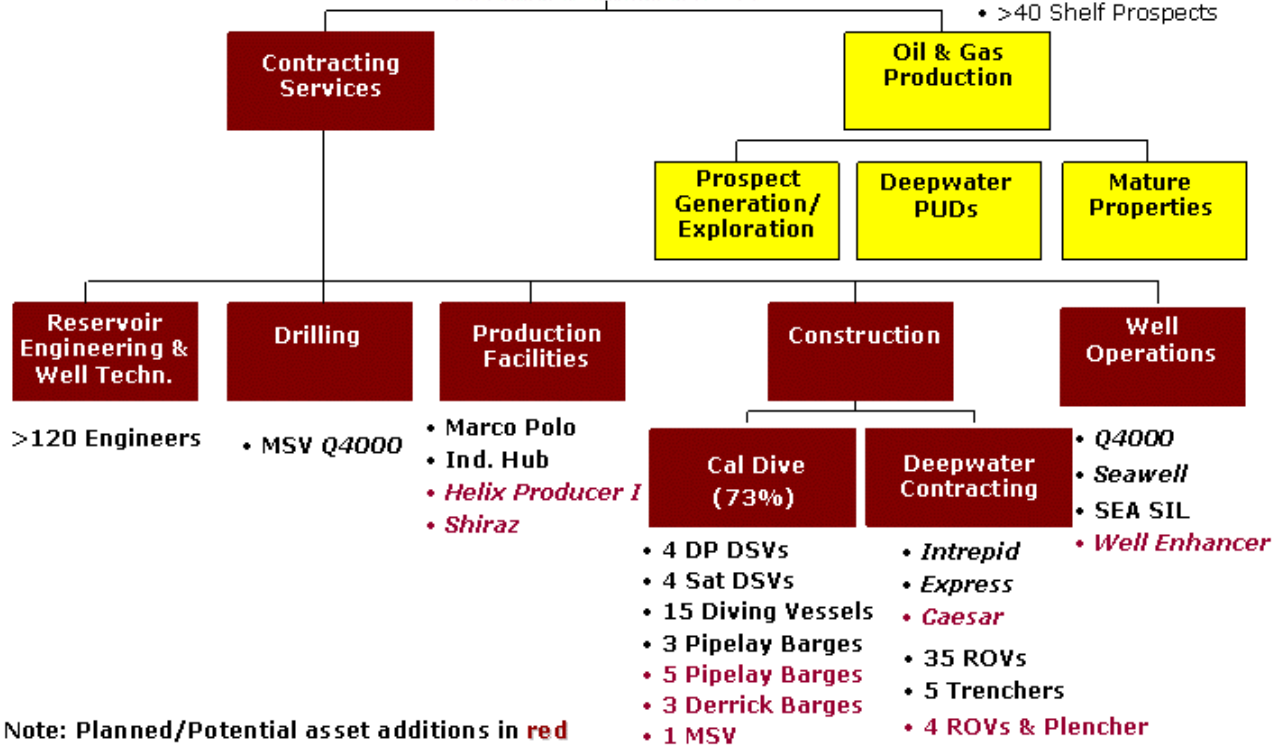
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# Structure / Resources



- >500 Bcfe
- >20 Deep Prospects
- >40 Shelf Prospects





# Oil & Gas

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## Helix Hedges - As Of September 14, 2007

Production Period	Instrument Type	Average Monthly Volumes	Weighted Average Price
<b>Crude Oil</b>			
August - December 2007	Collars	100 MBbl	\$50.00 - \$67.98
October - December 2007	Forward Sale	28 MBbl	72.20
January - December 2008	Forward Sale	45 MBbl	72.20
January - June 2008	Collars	60 MBbl	55.00 - 73.58
July - December 2008	Collars	30 MBbl	60.00 - 82.38
January - December 2009	Forward Sale	150 MBbl	71.79
<b>Natural Gas</b>			
October - December 2007	Forward Sale	583,333 MMBtu	7.91
August - December 2007	Collars	1,283,333 MMBtu	7.50 - 10.10
January - December 2008	Forward Sale	769,133 MMBtu	8.41
January - December 2008	Collars	637,500 MMBtu	7.32 - 10.87
October - December 2008	Forward Sale	750,000 MMBtu	8.27
January - December 2009	Forward Sale	750,000 MMBtu	8.27

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## ***Major Shelf Development Projects***

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<b>Project Name</b>	<b>Working Interest %</b>	<b>Estimated Initial Rate <i>Predominant Hydrocarbon Phase</i> (Net MMCFE/D)</b>	<b>Est. 1<sup>st</sup> Production</b>
<i>East Cameron 339</i>	100	13 <i>Oil</i>	Q3 2007
<i>East Cameron 157/169</i>	60/100	15 <i>Gas</i>	Q3 2007
<i>East Cameron 316</i>	100	13 <i>Gas</i>	Q3 2007
<i>Brazos 436</i>	90	6 <i>Gas</i>	Q3 2007
<i>High Island 466</i>	75	8 <i>Gas</i>	Q4 2007
<i>Vermilion 348</i>	100	8 <i>Gas</i>	Q4 2007
<i>Main Pass Project</i>	20-50	14 <i>Gas</i>	Q4 2007



## Deepwater Development Projects

<b>Project Name</b>	<b>Working Interest</b>	<b>Estimated Initial Rate</b> <i>Predominant Hydrocarbon Phase</i>	<b>1<sup>st</sup> Production</b>
	<b>%</b>	<b>(Net MMCFE/D)</b>	<b>Est.</b>
Atwater Valley 426 "Bass Lite"	18	20 Gas	Q1 2008
Garden Banks 506 "Danny" "Noonan"	100	100 Oil & Gas	Q3 2008
Green Canyon 236/237 "Phoenix"	100	175 Oil	Q3 2008



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# Contracting Services

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## 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.

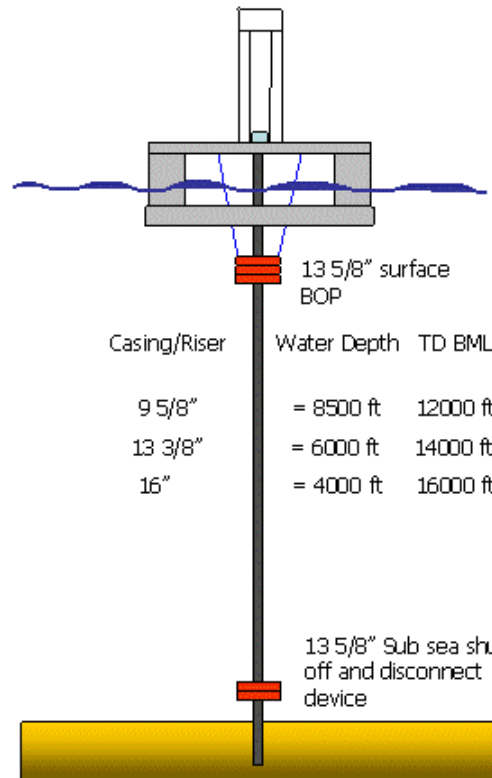
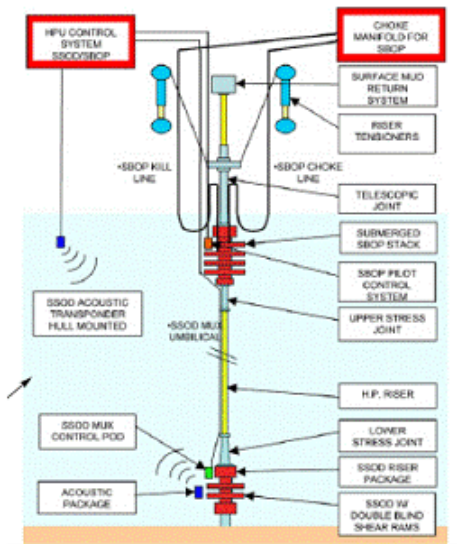
- [CoreTeams™](#) - outsourced integrated reservoir management and well technology capabilities
- [OnDemand™](#) - consultancy services
- [Pulse™](#) - online analysis of upstream data
- [FaultFinder™](#) - high definition analysis of faulting
- [FlowDoctor™](#) - flow assurance service
- [LogDoctor™](#) - formation evaluation services
- [ProductionMentor™](#) - production optimization
- [PromotePartner™](#) service offered to oil and gas companies to help maximise 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



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



## Services – Production Facilities

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### Existing



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

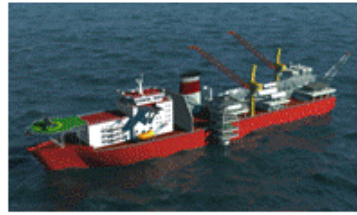
- Located in 4,300 ft. in Green Canyon 608
- Processing capacity:
  - 120,000 BOPD
  - 300 MMCFD
- Host facility for
  - Marco Polo
  - K2 Unit
  - Genghis Khan (2007)



#### **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 (78%)**

- 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
-



## 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 73% interest in Cal Dive
- Sat and Surface Diving
- Construction and abandonment
- Inspection, repair and maintenance



## 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

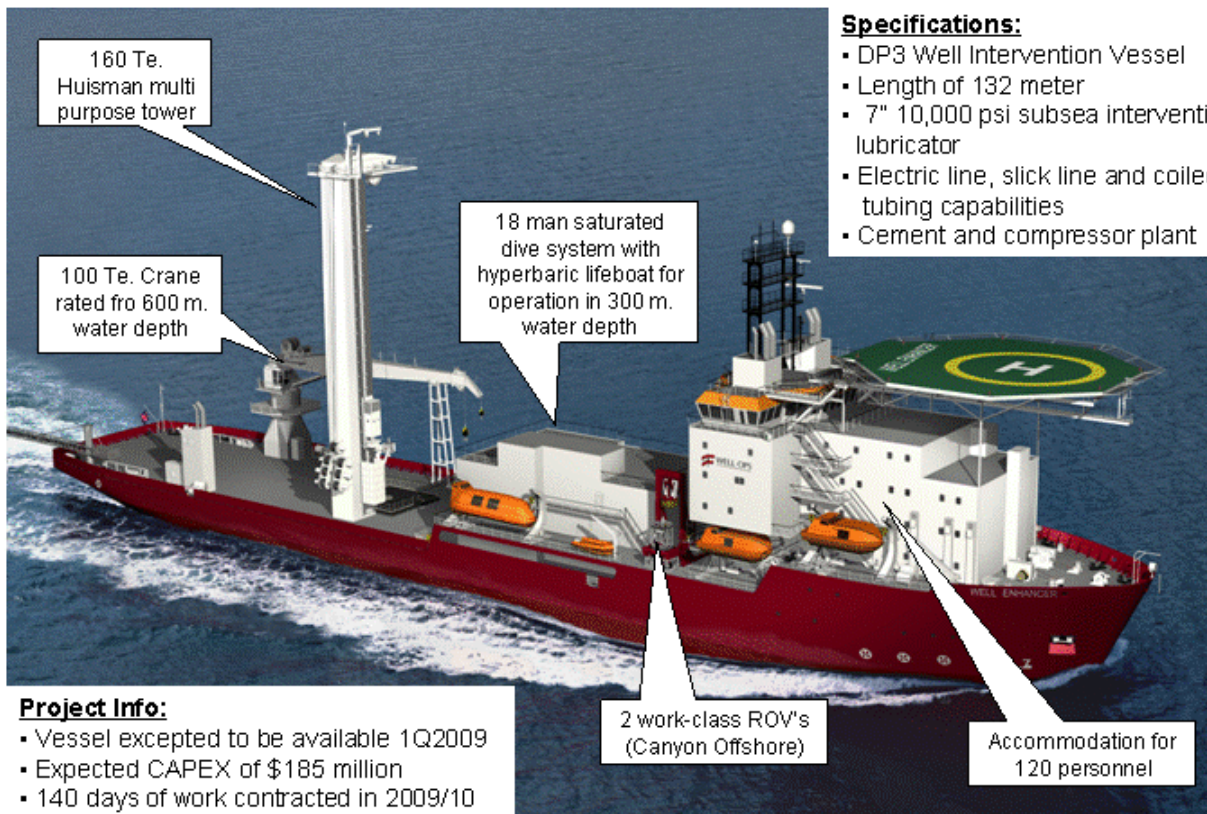
- ◆ Emerging well intervention market
- ◆ Acquired SEATRAC and renamed Well Ops SEA
- ◆ Own VDS and SIL based technology
- ◆ Subcontractor for 3-year Woodside well intervention program



SEATRAC



# MSV Well Enhancer



### 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
- Expected CAPEX of \$185 million
- 140 days of work contracted in 2009/10



# DP FPU Helix Producer I (“HPI”)

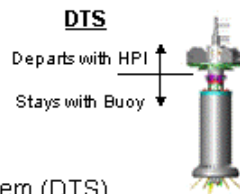


### Project Info:

- Vessel at Victor Lenac shipyard in Croatia and expected to arrive in the US in 1Q 2008
- Fabrication of ten topsides modules ongoing at Kiewit Offshore Services in Ingleside, Texas
- Installation of modules onto HPI and hook-up to take at Kiewit yard in 2Q2008 with offshore deployment on Phoenix field in 3Q2008
- CAPEX \$190 million (8/8<sup>th</sup> and inclusive of vessel acquisition cost)

### 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

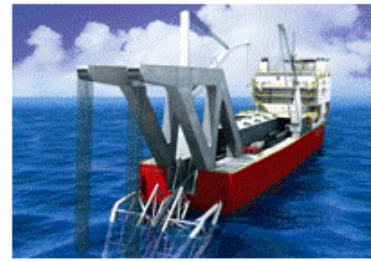
- Low cost floating production unit (FPU)
- Disconnectable (less hurricane risk)
- Re-deployable as FPU worldwide (also as early production test vessel)



# MSV Caesar S-Lay Vessel

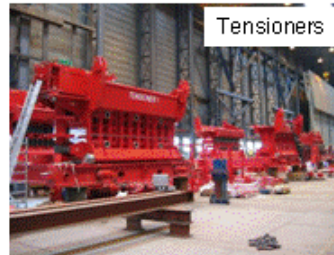


Conversion



## 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



Tensioners

## Project Info:

- Vessel at COSCO yard in Nantong China
- First project in 2Q2008
- Project Conversion Cost: \$165 million (inclusive of vessel acquisition cost)



Shipyard Sponson Fabrication

## Contracted Work:

- ERT Danny Noonan; dual 8-inch 34 mile flowlines in 3,000 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)



# 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:

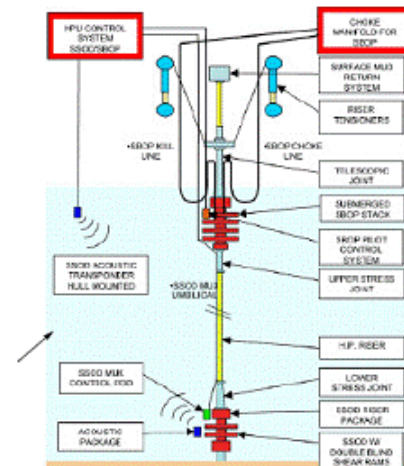
- Upgrades to coincide with regulatory dry-dock in 3-4Q2007
- Total cost of drilling and vessel upgrades, overhauls and regulatory dry-dock is ~\$80 million

## 2008 Contracted Work

- ~180 days for ERT (Helix) in (top hole) drilling / completion mode (contracted)
- 60 days for Shell in well intervention mode (contracted)
- 120 days for third parties in (top hole) drilling / completion and / or well intervention mode (bidding)

## 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





# 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

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