FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549
vvasiiiigton,	D.C.	20049

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHI					
	STATEMENT	OF CHANGE	S IN BENEFIC	CIAL OWNERS	HIP

OMB APPROVAL									
OMB Number: 3235-0287									
Estimated average burden									
hours per response:									

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

1. Name and Address of Reporting Person's 2. Issuer Name and Ticker or Trading Symbol HELIX ENERGY SOLUTIONS GROUP HELIX ENERGY SOLUTIONS GROUP No. (First) (Middle) (Middl		or Section 30(h) of the Investment Company Act of 1940																			
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						Code	v	(A)			able		Title	0	or Number			ν-,			
		(1)	01/06/2021			M		424,404		(1)				124,404	\$0.00 ⁽¹⁾	0		D			

Explanation of Responses:

- 1. Each Performance Share Unit ("2018 PSU") represented the contingent right to receive one share of Company common stock. Actual number of shares upon vesting could have ranged from 0% to 200% dependent on the Company's relative shareholder return as compared to its peer group over the three-year period beginning January 1, 2018 and ended December 31, 2020. Amount earned and vested was 200% of the number of 2018 PSUs granted.
- 2. Mr. Kratz disclaims beneficial ownership of 1,000,000 shares included in this amount, which shares are held by Joss Investments Limited Partnership, an entity in which he is a general partner.
- 3. These shares were forfeited to satisfy tax obligations related to the vesting of the reporting person's 2018 PSUs.

Remarks:

Ken Neikirk by power of attorney

01/08/2021

** 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.