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): **July 26, 2023**

HELIX ENERGY SOLUTIONS GROUP, INC.
(Exact name of registrant as specified in its charter)

Minnesota	**001-32936**	**95-3409686**
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

3505 West Sam Houston Parkway North
Suite 400
Houston, Texas — **77043**
(Address of principal executive offices) (Zip Code)

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

NOT APPLICABLE
(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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, no par value	HLX	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

Item 2.02 Results of Operations and Financial Condition.

On July 26, 2023, Helix Energy Solutions Group, Inc. ("Helix") issued a press release reporting its financial results for the second quarter 2023. The press release is furnished herewith as Exhibit 99.1 and incorporated herein by reference.

Item 7.01 Regulation FD Disclosure.

On July 26, 2023, Helix issued a press release reporting its financial results for the second quarter 2023. In addition, on July 27, 2023, Helix is making a presentation (with slides) to analysts and investors regarding its financial and operating results. Furnished herewith as Exhibits 99.1 and 99.2, respectively, and incorporated herein by reference, are the press release and the slides for the Second Quarter 2023 Conference Call Presentation issued by Helix. The presentation materials are also available on the "For the Investor" page of Helix's website, www.helixesg.com.

The information furnished pursuant to Items 2.02 and 7.01, including Exhibits 99.1 and 99.2, shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and will not be incorporated by reference into any filing under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

Exhibit Number	Description
99.1	Press Release of Helix Energy Solutions Group, Inc. dated July 26, 2023 reporting financial results for the second quarter 2023.
99.2	Second Quarter 2023 Conference Call Presentation.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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: July 26, 2023

HELIX ENERGY SOLUTIONS GROUP, INC.

By: /s/ Erik Staffeldt
Erik Staffeldt
Executive Vice President and
Chief Financial Officer

EXHIBIT 99.1

PRESSRELEASE

www.helixesg.com

Helix Energy Solutions Group, Inc. • 3505 W. Sam Houston Parkway N., Suite 400 • Houston, TX 77043 • 281-618-0400 • fax: 281-618-0505

For Immediate Release **23-010**

Date: July 26, 2023 **Contact: Erik Staffeldt**
Executive Vice President & CFO

Helix Reports Second Quarter 2023 Results

HOUSTON, TX – Helix Energy Solutions Group, Inc. ("Helix") (NYSE: HLX) reported net income of $7.1 million, or $0.05 per diluted share, for the second quarter 2023 compared to a net loss of $5.2 million, or $(0.03) per diluted share, for the first quarter 2023 and a net loss of $29.7 million, or $(0.20) per diluted share, for the second quarter 2022. Helix reported adjusted EBITDA[1] of $71.3 million for the second quarter 2023 compared to $35.1 million for the first quarter 2023 and $16.8 million for the second quarter 2022.

For the six months ended June 30, 2023, Helix reported net income of $1.9 million, or $0.01 per diluted share, compared to a net loss of $71.7 million, or $(0.47) per diluted share, for the six months ended June 30, 2022. Adjusted EBITDA for the six months ended June 30, 2023 was $106.4 million compared to $19.3 million for the six months ended June 30, 2022. The table below summarizes our results of operations:

Summary of Results

($ in thousands, except per share amounts, unaudited)

	Three Months Ended			Six Months Ended	
	6/30/2023	6/30/2022	3/31/2023	6/30/2023	6/30/2022
Revenues	$ 308,817	$ 162,612	$ 250,084	$ 558,901	$ 312,737
Gross Profit (Loss)	$ 55,349	$ (1,354)	$ 15,184	$ 70,533	$ (19,963)
	18 %	*(1)%*	*6 %*	*13 %*	*(6)%*
Net Income (Loss)	$ 7,100	$ (29,699)	$ (5,165)	$ 1,935	$ (71,730)
Diluted Earnings (Loss) Per Share	$ 0.05	$ (0.20)	$ (0.03)	$ 0.01	$ (0.47)
Adjusted EBITDA[1]	$ 71,292	$ 16,759	$ 35,094	$ 106,386	$ 19,285
Cash and Cash Equivalents[2]	$ 182,651	$ 260,595	$ 166,674	$ 182,651	$ 260,595
Net Debt[1]	$ 78,317	$ 4,010	$ 91,278	$ 78,317	$ 4,010
Cash Flows from Operating Activities	$ 31,501	$ (5,841)	$ (5,392)	$ 26,109	$ (23,254)
Free Cash Flow[1]	$ 30,246	$ (7,405)	$ (11,692)	$ 18,554	$ (25,441)

Owen Kratz, President and Chief Executive Officer of Helix, stated, "The offshore energy services markets continue to improve with the oil and gas and the renewables markets driving increased activity globally and across all our business segments. Our second quarter results improved sequentially, as we benefitted from the seasonal pick-up in activity in our Robotics and Shallow Water Abandonment segments and strong utilization in our Well Intervention segment with the *Q7000* commencing operations in the Asia Pacific region. Our Robotics segment benefited from strong vessel and trenching activity, with trenching projects in the quarter performed in Europe, the U.S. east coast and Asia Pacific. With improved global activity, the Robotics segment achieved its highest quarterly revenues since 2015. In our Shallow Water Abandonment segment, Helix Alliance operations improved with the commencement of seasonal activity of the *Epic Hedron* heavy lift barge. Given our overall strong performance during the second quarter and the strength in our outlook for the second half of the year, we increased our guidance for 2023. Additionally, we amended our ABL facility, increasing our facility size by $20 million, and continued to buy back shares under our share repurchase program."

[1] Adjusted EBITDA, Net Debt and Free Cash Flow are non-GAAP measures; see reconciliations below
[2] Excludes restricted cash of $2.5 million as of 3/31/23 and 6/30/22

Segment Information, Operational and Financial Highlights

($ in thousands, unaudited)

	Three Months Ended			Six Months Ended	
	6/30/2023	**6/30/2022**	**3/31/2023**	**6/30/2023**	**6/30/2022**
Revenues:					
Well Intervention	$ 154,221	$ 106,291	$ 142,438	$ 296,659	$ 212,658
Robotics	70,050	49,850	49,222	119,272	87,201
Shallow Water Abandonment[1]	76,306	—	49,381	125,687	—
Production Facilities	23,128	17,678	20,905	44,033	35,972
Intercompany Eliminations	(14,888)	(11,207)	(11,862)	(26,750)	(23,094)
Total	$ 308,817	$ 162,612	$ 250,084	$ 558,901	$ 312,737
Income (Loss) from Operations:					
Well Intervention	$ 3,380	$ (22,548)	$ (8,143)	$ (4,763)	$ (54,306)
Robotics	17,467	9,666	5,094	22,561	11,146
Shallow Water Abandonment[1]	19,762	—	6,822	26,584	—
Production Facilities	7,774	6,045	5,157	12,931	11,896
Change in Fair Value of Contingent Consideration	(10,828)	—	(3,992)	(14,820)	—
Corporate / Other / Eliminations	(17,350)	(12,139)	(13,241)	(30,591)	(20,689)
Total	$ 20,205	$ (18,976)	$ (8,303)	$ 11,902	$ (51,953)

[1] Shallow Water Abandonment includes the results of Helix Alliance beginning July 1, 2022, the date of acquisition

Segment Results

Well Intervention

Well Intervention revenues increased $11.8 million, or 8%, during the second quarter 2023 compared to the prior quarter. Our second quarter 2023 revenues increased primarily due to higher revenue on the *Q7000*, as well as higher utilization on the *Q5000* and the North Sea vessels following their completion of scheduled regulatory inspections and maintenance during the first quarter. The revenue increases were offset in part by lower utilization on the *Q4000*, which commenced its regulatory dry dock during the quarter. During the second quarter 2023, the *Q7000* recognized revenues over approximately 27 days following its paid transit and mobilization to New Zealand. During the prior quarter, the *Q7000* recognized no revenue as it had 53 days of dry dock and 37 days of paid transit and mobilization to New Zealand for which all revenues were deferred. Overall Well Intervention vessel utilization increased to 84% during the second quarter 2023 compared to 80% during the prior quarter. Well Intervention generated operating income of $3.4 million during the second quarter 2023 compared to operating losses of $8.1 million during the prior quarter. The improvement in operating results was primarily due to higher revenues during the second quarter.

Well Intervention revenues increased $47.9 million, or 45%, during the second quarter 2023 compared to the second quarter 2022. The increase was primarily due to higher revenues in the North Sea, Brazil and on the *Q7000*, offset in part by lower utilization on the *Q4000* during the second quarter 2023. North Sea revenues improved during the second quarter 2023 with stronger utilization and rates compared to the second quarter 2022, and revenues in Brazil increased primarily due to higher rates as both vessels commenced long-term contracts with improved day rates at the end of 2022. During the second quarter 2023, the *Q7000* recognized revenues over approximately 27 days following its paid transit and mobilization to New Zealand, compared to the second quarter 2022 when the vessel had only 2 days of utilization before conducting scheduled regulatory maintenance during the remainder of the quarter. The second quarter 2023 revenue increases were offset in part by lower utilization on the *Q4000*, which commenced its regulatory dry dock during the second quarter 2023. Overall Well Intervention vessel utilization increased to 84% during the second quarter 2023 compared to 67% during the second quarter 2022. Well Intervention generated operating income of $3.4 million during the second quarter 2023 compared to operating losses of $22.5 million during the second quarter 2022. The improvement in operating results was primarily due to higher revenues during 2023.

Robotics

Robotics revenues increased $20.8 million, or 42%, during the second quarter 2023 compared to the prior quarter. The increase in revenues was due to higher utilization and rates on ROVs, trenchers and vessels during the second quarter 2023 compared to the prior quarter. Chartered vessel activity increased to 435 days compared to 295 days, and vessel utilization increased to 96% during the second quarter 2023 compared to 91% during the prior quarter. Vessel days included 113 spot vessel days during the second quarter 2023 compared to 13 spot vessel days during the prior quarter. ROV and trencher utilization increased to 58% during the second quarter 2023 compared to 56% during the prior quarter. Integrated vessel trenching days increased to 194 days during the second quarter 2023 compared to 66 days during the prior quarter. Trenching activity during the second quarter also included 58 days of utilization of the i-Plough as a stand-alone trencher performing site clearance on a third-party vessel compared to 90 days during the prior quarter. The IROV boulder grab, included in ROV utilization, had 83 days of utilization during the second quarter 2023 performing seabed clearance operations on the U.S. east coast compared to no utilization during the prior quarter. Robotics operating income increased $12.4 million during the second quarter 2023 compared to the prior quarter due to higher revenues.

Robotics revenues increased $20.2 million, or 41%, during the second quarter 2023 compared to the second quarter 2022. The increase in revenues was primarily due to higher utilization and rates on ROVs, trenchers and vessels during the second quarter 2023 compared to the second quarter 2022. Chartered vessel days and utilization increased to 435 days and 96%, respectively, during the second quarter 2023 compared to 370 days and 94%, respectively, during the second quarter 2022. Vessel days included 113 spot vessel days during the second quarter 2023 compared to 116 spot vessel days during the second quarter 2022. ROV and trencher utilization increased to 58% during the second quarter 2023 compared to 53% during the second quarter 2022. The second quarter 2023 included 194 days of integrated vessel trenching compared to 81 days of integrated vessel trenching during the second quarter 2022. The second quarter 2023 included 58 days of stand-alone trencher activities on the i-Plough trencher and 83 days of utilization on the IROV boulder grab, both of which were acquired subsequent to the second quarter 2022. Robotics operating income increased $7.8 million during the second quarter 2023 compared to the second quarter 2022 primarily due to higher revenues.

Shallow Water Abandonment

Shallow Water Abandonment revenues increased $26.9 million, or 55%, during the second quarter 2023 compared to the previous quarter. The increase in revenues reflected higher seasonal activity, with increases in vessel and system utilization including high utilization on the *Epic Hedron*. Overall vessel utilization was 78% during the second quarter 2023 compared to 58% during the prior quarter. Plug and Abandonment and Coiled Tubing systems achieved 1,554 days of utilization, or 81%, during the second quarter 2023 compared to 1,277 days of utilization, or 68%, during the prior quarter. The *Epic Hedron* heavy lift barge commenced seasonal operations and achieved 72 days of utilization, or 79%, during the second quarter 2023 compared to 13 days, or 14%, during the prior quarter. Shallow Water Abandonment operating income increased $12.9 million during the second quarter 2023 compared to the prior quarter primarily due to higher revenue during the second quarter.

Production Facilities

Production Facilities revenues increased $2.2 million, or 11%, during the second quarter 2023 compared to the prior quarter due to higher oil and gas production on the Thunder Hawk wells, which were shut-in for planned maintenance during the prior quarter. Production Facilities operating income increased $2.6 million during the second quarter 2023 compared to the prior quarter due to higher revenues.

Production Facilities revenues increased $5.5 million, or 31%, during the second quarter 2023 compared to the second quarter 2022 primarily due to higher oil and gas production with the contribution from our interest in the Thunder Hawk field, which was acquired during the third quarter 2022. The increase in revenue was offset in part by lower commodity prices realized on the Droshky wells during the second quarter 2023 compared to the second quarter 2022. Production Facilities operating income increased $1.7 million during the second quarter 2023 due primarily to higher revenues.

Selling, General and Administrative and Other

Share Repurchases

Cash flows during the second quarter 2023 included $5.1 million for repurchases of 750,000 Helix common shares pursuant to our share repurchase program, an average purchase price of $6.77 per share. Year-to-date cash flows include $10.1 million for repurchases of 1,410,000 Helix common shares, an average purchase price of $7.13 per share.

Selling, General and Administrative

Selling, general and administrative expenses were $24.0 million, or 7.8% of revenue, during the second quarter 2023 compared to $19.6 million, or 7.8% of revenue, during the prior quarter. The increase during the second quarter was primarily due to higher compensation costs compared to the prior quarter.

Acquisition and Integration Costs

Acquisition and integration costs were $0.3 million during the second quarter 2023 compared to $0.2 million during the prior quarter and included primarily financial and operational integration costs related to our acquisition of the Alliance group of companies, which closed on July 1, 2022.

Change in Fair Value of Contingent Consideration

Change in fair value of contingent consideration related to our acquisition of Alliance was $10.8 million during the second quarter 2023 and reflects an increase in the fair value of the estimated earn-out payable in 2024.

Other Income and Expenses

Other expense, net was $5.7 million during the second quarter 2023 compared to other income of $3.4 million during the prior quarter. Other expense, net during the second quarter 2023 includes primarily foreign currency losses of $11.7 million related to the approximate 39% devaluation of the Nigerian naira on our naira cash holdings, which approximated $16.2 million at quarter end. The losses on the naira were offset in part by the approximate 3% strengthening of the British pound primarily on U.S. dollar denominated intercompany debt in our U.K. entities.

Cash Flows

Operating cash flows were $31.5 million during the second quarter 2023 compared to $(5.4) million during the prior quarter and $(5.8) million during the second quarter 2022. The increases in operating cash flows quarter over quarter and year over year were primarily due to higher earnings, offset in part by higher regulatory certification costs for our vessels and systems during the second quarter 2023 compared to the prior quarter and to the second quarter 2022. Cash paid for regulatory recertifications for our vessels and systems, which are included in operating cash flows, were $24.2 million during the second quarter 2023 compared to $17.2 million during the prior quarter and $9.3 million during the second quarter 2022.

Capital expenditures, which are included in investing cash flows, totaled $1.3 million during the second quarter 2023 compared to $6.7 million during the prior quarter and $1.6 million during the second quarter 2022.

Free Cash Flow was $30.2 million during the second quarter 2023 compared to $(11.7) million during the prior quarter and $(7.4) million during the second quarter 2022. The increase in Free Cash Flow quarter over quarter and year over year was due to higher operating cash flows and lower capital expenditures during the first quarter 2023. (Free Cash Flow is a non-GAAP measure. See reconciliation below.)

Financial Condition and Liquidity

Cash and cash equivalents were $182.7 million at June 30, 2023. Available capacity under our ABL facility at June 30, 2023 was $102.5 million, resulting in total liquidity of $285.2 million. At June 30, 2023 we had $261.0 million of long-term debt and Net Debt of $78.3 million. (Net Debt is a non-GAAP measure. See reconciliation below.)

* * * * *

Conference Call Information

Further details are provided in the presentation for Helix's quarterly teleconference to review its second quarter 2023 results (see the "For the Investor" page of Helix's website, www.helixesg.com). The teleconference, scheduled for Thursday, July 27, 2023, at 9:00 a.m. Central Time, will be audio webcast live from the "For the Investor" page of Helix's website. Investors and other interested parties wishing to participate in the teleconference may join by dialing 1-877-224-1468 for participants in the United States and 1-312-546-6631 for international participants. The passcode is "Staffeldt." A replay of the webcast will be available on the "For the Investor" page of Helix's website by selecting the "Audio Archives" link beginning approximately two hours after the completion of the event.

About Helix

Helix Energy Solutions Group, Inc., headquartered in Houston, Texas, is an international offshore energy services company that provides specialty services to the offshore energy industry, with a focus on well intervention, robotics and full field decommissioning operations. Our services are centered on a three-legged business model well positioned for a global energy transition by maximizing production of existing oil and gas reserves, supporting renewable energy developments and decommissioning end-of-life oil and gas fields. For more information about Helix, please visit our website at www.helixesg.com.

Non-GAAP Financial Measures

Management evaluates operating performance and financial condition using certain non-GAAP measures, primarily EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt. We define EBITDA as earnings before income taxes, net interest expense, gains or losses on extinguishment of long-term debt, gains and losses on equity investments, net other income or expense, and depreciation and amortization expense. Non-cash impairment losses on goodwill and other long-lived assets are also added back if applicable. To arrive at our measure of Adjusted EBITDA, we exclude the gain or loss on disposition of assets, acquisition and integration costs, the change in fair value of the contingent consideration and the general provision (release) for current expected credit losses, if any. We define Free Cash Flow as cash flows from operating activities less capital expenditures, net of proceeds from sale of assets. Net Debt is calculated as long-term debt including current maturities of long-term debt less cash and cash equivalents and restricted cash.

We use EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt to monitor and facilitate internal evaluation of the performance of our business operations, to facilitate external comparison of our business results to those of others in our industry, to analyze and evaluate financial and strategic planning decisions regarding future investments and acquisitions, to plan and evaluate operating budgets, and in certain cases, to report our results to the holders of our debt as required by our debt covenants. We believe that our measures of EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt provide useful information to the public regarding our operating performance and ability to service debt and fund capital expenditures and may help our investors understand and compare our results to other companies that have different financing, capital and tax structures. Other companies may calculate their measures of EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt differently from the way we do, which may limit their usefulness as comparative measures. EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt should not be considered in isolation or as a substitute for, but instead are supplemental to, income from operations, net income, cash flows from operating activities, or other income or cash flow data prepared in accordance with GAAP. Users of this financial information should consider the types of events and transactions that are excluded from these measures. See reconciliation of the non-GAAP financial information presented in this press release to the most directly comparable financial information presented in accordance with GAAP.

Forward-Looking Statements

This press release contains forward-looking statements that involve risks, uncertainties and assumptions that could cause our results to differ materially from those expressed or implied by such forward-looking statements. All statements, other than statements of historical fact, are “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, any statements regarding: our plans, strategies and objectives for future operations; visibility and future utilization; energy transition or energy security; any projections of financial items including projections as to guidance and other outlook information; our share repurchase authorization or program; our ability to identify, effect and integrate acquisitions, joint ventures or other transactions, including the integration of the Alliance acquisition; oil price volatility and its effects and results; our protocols and plans; our current work continuing; the spot market; our spending and cost management efforts and our ability to manage changes; future operations expenditures; our ability to enter into, renew and/or perform commercial contracts; developments; our environmental, social and governance (“ESG”) initiatives; future economic conditions or performance; any statements of expectation or belief; and any statements of assumptions underlying any of the foregoing. Forward-looking statements are subject to a number of known and unknown risks, uncertainties and other factors that could cause results to differ materially from those in the forward-looking statements, including but not limited to market conditions; results from acquired properties; demand for our services; the performance of contracts by suppliers, customers and partners; actions by governmental and regulatory authorities; operating hazards and delays, which include delays in delivery, chartering or customer acceptance of assets or terms of their acceptance; our ability to secure and realize backlog; the effectiveness of our ESG initiatives and disclosures; human capital management issues; complexities of global political and economic developments; geologic risks; volatility of oil and gas prices and other risks described from time to time in our filings with the Securities and Exchange Commission (“SEC”), including our most recently filed Annual Report on Form 10-K, which are available free of charge on the SEC’s website at www.sec.gov. We assume no obligation and do not intend to update these forward-looking statements, which speak only as of their respective dates, except as required by law.

Comparative Condensed Consolidated Statements of Operations

(in thousands, except per share data)	Three Months Ended June 30, 2023	Three Months Ended June 30, 2022	Six Months Ended June 30, 2023	Six Months Ended June 30, 2022
	(unaudited)		(unaudited)	
Net revenues	$ 308,817	$ 162,612	$ 558,901	$ 312,737
Cost of sales	253,468	163,966	488,368	332,700
Gross profit (loss)	55,349	(1,354)	70,533	(19,963)
Gain on disposition of assets, net	—	—	367	—
Acquisition and integration costs	(309)	(1,587)	(540)	(1,587)
Change in fair value of contingent consideration	(10,828)	—	(14,820)	—
Selling, general and administrative expenses	(24,007)	(16,035)	(43,638)	(30,403)
Income (loss) from operations	20,205	(18,976)	11,902	(51,953)
Equity in earnings of investment	—	8,184	—	8,184
Net interest expense	(4,228)	(4,799)	(8,415)	(9,973)
Other expense, net	(5,740)	(13,471)	(2,296)	(17,352)
Royalty income and other	175	797	2,038	2,938
Income (loss) before income taxes	10,412	(28,265)	3,229	(68,156)
Income tax provision	3,312	1,434	1,294	3,574
Net income (loss)	$ 7,100	$ (29,699)	$ 1,935	$ (71,730)
Earnings (loss) per share of common stock:				
Basic	$ 0.05	$ (0.20)	$ 0.01	$ (0.47)
Diluted	$ 0.05	$ (0.20)	$ 0.01	$ (0.47)
Weighted average common shares outstanding:				
Basic	150,791	151,205	151,275	151,174
Diluted	153,404	151,205	153,873	151,174

Comparative Condensed Consolidated Balance Sheets

(in thousands)	June 30, 2023 (unaudited)	Dec. 31, 2022
ASSETS		
Current Assets:		
Cash and cash equivalents	$ 182,651	$ 186,604
Restricted cash	—	2,507
Accounts receivable, net	253,147	212,779
Other current assets	76,212	58,699
Total Current Assets	512,010	460,589
Property and equipment, net	1,608,988	1,641,615
Operating lease right-of-use assets	177,942	197,849
Deferred recertification and dry dock costs, net	77,243	38,778
Other assets, net	47,662	50,507
Total Assets	$ 2,423,845	$ 2,389,338
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities:		
Accounts payable	$ 145,937	$ 135,267
Accrued liabilities	142,609	73,574
Current maturities of long-term debt	38,499	38,200
Current operating lease liabilities	55,667	50,914
Total Current Liabilities	382,712	297,955
Long-term debt	222,469	225,875
Operating lease liabilities	131,175	154,686
Deferred tax liabilities	99,864	98,883
Other non-current liabilities	55,697	95,230
Shareholders' equity	1,531,928	1,516,709
Total Liabilities and Equity	$ 2,423,845	$ 2,389,338

Helix Energy Solutions Group, Inc.
Reconciliation of Non-GAAP Measures

(in thousands, unaudited)	Three Months Ended 6/30/2023	Three Months Ended 6/30/2022	Three Months Ended 3/31/2023	Six Months Ended 6/30/2023	Six Months Ended 6/30/2022
Reconciliation from Net Income (Loss) to Adjusted EBITDA:					
Net income (loss)	$ 7,100	$ (29,699)	$ (5,165)	$ 1,935	$ (71,730)
Adjustments:					
Income tax provision (benefit)	3,312	1,434	(2,018)	1,294	3,574
Net interest expense	4,228	4,799	4,187	8,415	9,973
Other (income) expense, net	5,740	13,471	(3,444)	2,296	17,352
Depreciation and amortization	39,227	33,158	37,537	76,764	66,646
Gain on equity investment	—	(8,184)	—	—	(8,184)
EBITDA	59,607	14,979	31,097	90,704	17,631
Adjustments:					
Gain on disposition of assets, net	—	—	(367)	(367)	—
Acquisition and integration costs	309	1,587	231	540	1,587
Change in fair value of contingent consideration	10,828	—	3,992	14,820	—
General provision for current expected credit losses	548	193	141	689	67
Adjusted EBITDA	$ 71,292	$ 16,759	$ 35,094	$ 106,386	$ 19,285
Free Cash Flow:					
Cash flows from operating activities	$ 31,501	$ (5,841)	$ (5,392)	$ 26,109	$ (23,254)
Less: Capital expenditures, net of proceeds from sale of assets	(1,255)	(1,564)	(6,300)	(7,555)	(2,187)
Free Cash Flow	$ 30,246	$ (7,405)	$ (11,692)	$ 18,554	$ (25,441)
Net Debt:					
Long-term debt including current maturities	$ 260,968	$ 267,110	$ 260,460	$ 260,968	$ 267,110
Less: Cash and cash equivalents and restricted cash	(182,651)	(263,100)	(169,182)	(182,651)	(263,100)
Net Debt	$ 78,317	$ 4,010	$ 91,278	$ 78,317	$ 4,010

July 27, 2023

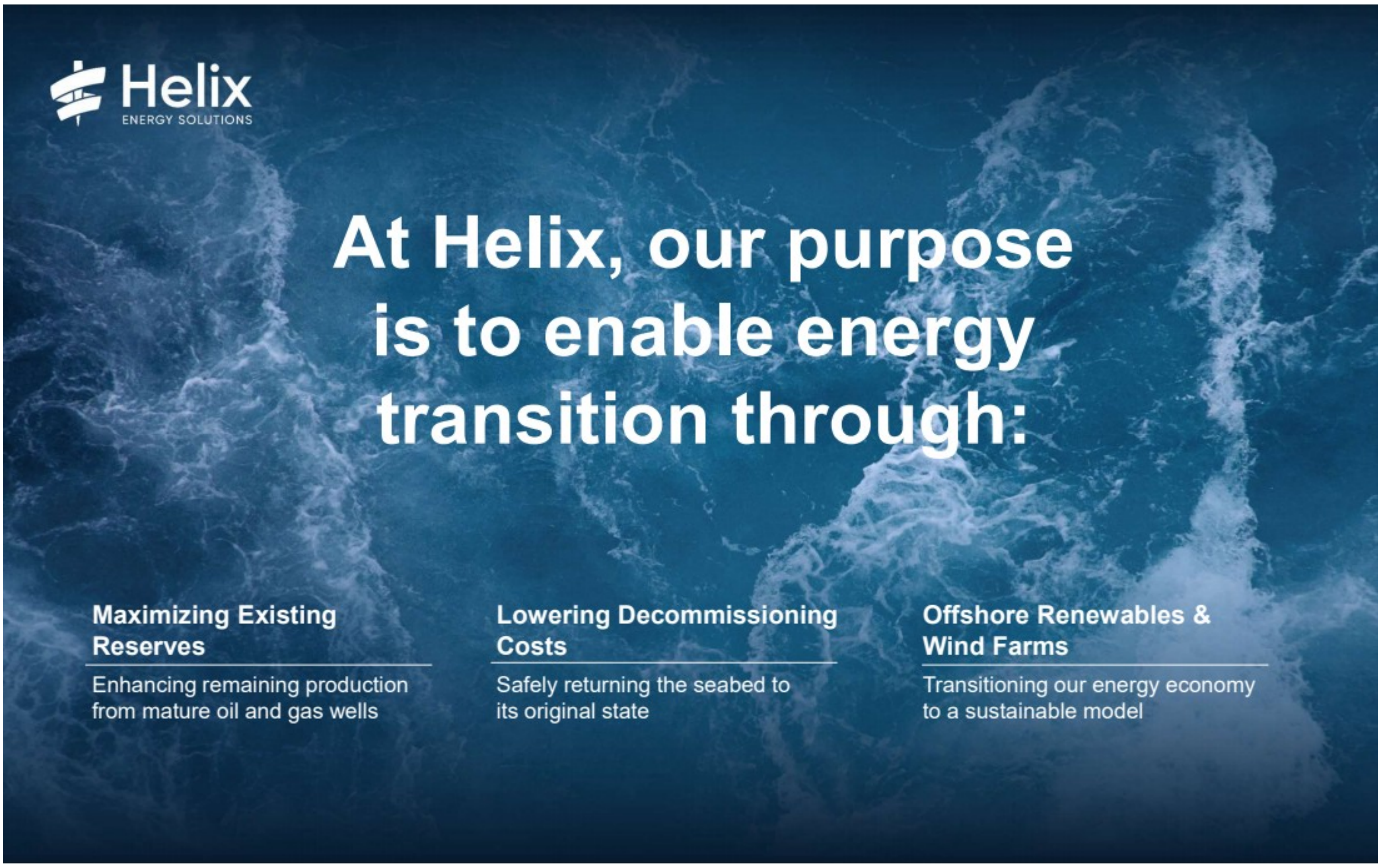
Second Quarter Conference Call

2023

Helix
ENERGY SOLUTIONS

Forward-Looking Statements

This presentation contains forward-looking statements that involve risks, uncertainties and assumptions that could cause our results to differ materially from those expressed or implied by such forward-looking statements. All statements, other than statements of historical fact, are "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, any statements regarding: our plans, strategies and objectives for future operations; visibility and future utilization; energy transition or energy security; any projections of financial items including projections as to guidance and other outlook information; our share repurchase authorization or program; our ability to identify, effect and integrate acquisitions, joint ventures or other transactions, including the integration of the Alliance acquisition; oil price volatility and its effects and results; our protocols and plans; our current work continuing; the spot market; our spending and cost management efforts and our ability to manage changes; future operations expenditures; our ability to enter into, renew and/or perform commercial contracts; developments; our environmental, social and governance ("ESG") initiatives; future economic conditions or performance; any statements of expectation or belief; and any statements of assumptions underlying any of the foregoing. Forward-looking statements are subject to a number of known and unknown risks, uncertainties and other factors that could cause results to differ materially from those in the forward-looking statements, including but not limited to market conditions; results from acquired properties; demand for our services; the performance of contracts by suppliers, customers and partners; actions by governmental and regulatory authorities; operating hazards and delays, which include delays in delivery, chartering or customer acceptance of assets or terms of their acceptance; our ability to secure and realize backlog; the effectiveness of our ESG initiatives and disclosures; human capital management issues; complexities of global political and economic developments; geologic risks; volatility of oil and gas prices and other risks described from time to time in our filings with the Securities and Exchange Commission ("SEC"), including our most recently filed Annual Report on Form 10-K, which are available free of charge on the SEC's website at www.sec.gov. We assume no obligation and do not intend to update these forward-looking statements, which speak only as of their respective dates, except as required by law.


Helix
ENERGY SOLUTIONS
At Helix, our purpose is to enable energy transition through:
Maximizing Existing Reserves
Enhancing remaining production from mature oil and gas wells
Lowering Decommissioning Costs
Safely returning the seabed to its original state
Offshore Renewables & Wind Farms
Transitioning our energy economy to a sustainable model

PRESENTATION OUTLINE

Agenda

Executive Summary

Summary of Results

($ in millions, except per share amounts, unaudited)	Three Months Ended			Six Months Ended	
	6/30/23	6/30/22	3/31/23	6/30/23	6/30/22
Revenues	$ 309	$ 163	$ 250	$ 559	$ 313
Gross profit (loss)	$ 55	$ (1)	$ 15	$ 71	$ (20)
	18%	*(1)%*	*6%*	*13%*	*(6)%*
Net income (loss)	$ 7	$ (30)	$ (5)	$ 2	$ (72)
Diluted earnings (loss) per share	$ 0.05	$ (0.20)	$ (0.03)	$ 0.01	$ (0.47)
Adjusted EBITDA[1]					
Business segments	$ 88	$ 26	$ 46	$ 134	$ 36
Corporate, eliminations and other	(16)	(10)	(11)	(27)	(16)
Adjusted EBITDA[1]	$ 71	$ 17	$ 35	$ 106	$ 19
Cash and cash equivalents[2]	$ 183	$ 261	$ 167	$ 183	$ 261
Net Debt[1]	$ 78	$ 4	$ 91	$ 78	$ 4
Cash flows from operating activities	$ 32	$ (6)	$ (5)	$ 26	$ (23)
Free Cash Flow[1]	$ 30	$ (7)	$ (12)	$ 19	$ (25)

[1] Adjusted EBITDA, Net Debt and Free Cash Flow are non-GAAP financial measures; see non-GAAP reconciliations below
[2] Excludes restricted cash of $3 million as of 3/31/23 and 6/30/22

Amounts may not add due to rounding

Second Quarter 2023 Highlights

Financial Results

- Net income of $7 million, $0.05 per diluted share
- Adjusted EBITDA[1] of $71 million
- Operating cash flows of $32 million
- Free Cash Flow[1] of $30 million

Operations

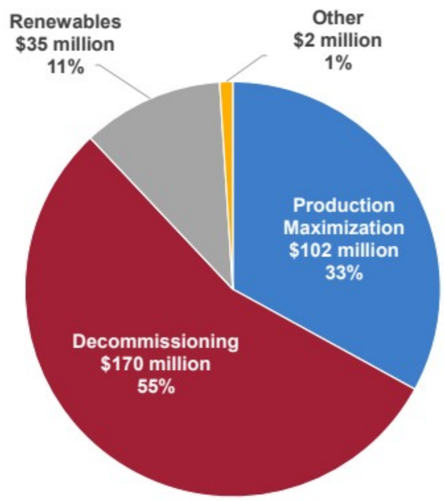
- *Q7000* commenced decommissioning operations offshore New Zealand
- Well Intervention achieved near-full utilization with the exception of the *Q4000,* which entered dry dock during Q2
- Robotics achieved strong utilization and operating results with high trenching and vessel activities during Q2
- Strong contribution from Helix Alliance with the commencement of *Epic Hedron* operations earlier than expected
- Solid cash generation and positive Free Cash Flow despite concentration of capital spending

Awards

- Helix Alliance awarded 39-well full-field decommissioning contract in Gulf of Mexico

Revenue by Core Market

Quarter Ended June 30, 2023



[1] Adjusted EBITDA and Free Cash Flow are non-GAAP financial measures; see non-GAAP reconciliations below

Second Quarter 2023 Segments

Well Intervention

- Well Intervention vessel fleet utilization 84%
  - 53% in the GOM
  - 97% in the North Sea and Asia Pacific
  - 97% in Brazil
  - 15K IRS idle during quarter; 10K IRS mobilizing for contract offshore Australia

Robotics

- Robotics chartered vessels utilization 96%
  - 435 total vessel days (113 spot vessel days)
- 194 days vessel trenching; 58 days i-Plough trenching on third party vessel
- ROV and trencher utilization 58%

Shallow Water Abandonment

- 78% liftboat, OSV and crewboat combined utilization
- 53% diving support vessel (DSV) utilization
- 79% utilization on the *Epic Hedron* heavy lift barge
- 1,554 days P&A and coiled tubing (CT) systems utilization, 81% utilization on 15 P&A systems and six CT systems

Production Facilities

- *Helix Producer I* operated at full rates during quarter
- Increased oil and gas production following scheduled maintenance in the Thunder Hawk field during Q1

Balance Sheet

Q2 2023

- Cash and cash equivalents of $183 million
- Liquidity[1] of $285 million
- Long-term debt[2] of $261 million
- Net Debt[3] of $78 million

Share Repurchases

- Acquired 750,000 Helix common shares for approximately $5.1 million, average $6.77 per share, under our repurchase program in Q2
- Year to date repurchases of 1,410,000 shares for approximately $10.1 million, average $7.13 per share

[1] Liquidity at is calculated as the sum of cash and cash equivalents and availability under Helix's ABL facility, which was amended in Q2 to, among other things, expand the capacity of the ABL facility to $120 million
[2] Net of unamortized issuance costs
[3] Net Debt is a non-GAAP financial measure; see non-GAAP reconciliations below

Operational Highlights

Segment Results

($ in millions, unaudited)	Three Months Ended						Six Months Ended			
	6/30/23		6/30/22		3/31/23		6/30/23		6/30/22	
Revenues										
Well Intervention	$ 154		$ 106		$ 142		$ 297		$ 213	
Robotics	70		50		49		119		87	
Shallow Water Abandonment[1]	76		-		49		126		-	
Production Facilities	23		18		21		44		36	
Intercompany eliminations	(15)		(11)		(12)		(27)		(23)	
Total	$ 309		$ 163		$ 250		$ 559		$ 313	
Gross profit (loss) %										
Well Intervention	$ 7	5%	$ (19)	(18)%	$ (4)	(3)%	$ 3	1%	$ (48)	(22)%
Robotics	20	28%	12	23%	7	14%	27	22%	15	17%
Shallow Water Abandonment[1]	21	28%	-		7	15%	28	23%	-	
Production Facilities	9	37%	7	38%	6	28%	14	33%	13	37%
Eliminations and other	(1)		-		(1)		(2)		(1)	
Total	$ 55	18%	$ (1)	(1)%	$ 15	6%	$ 71	13%	$ (20)	(6)%
Utilization										
Well Intervention vessels	84%		67%		80%		82%		67%	
Robotics vessels	96%		94%		91%		94%		92%	
Robotics assets (ROVs and trenchers)	58%		53%		56%		57%		44%	
Shallow Water Abandonment vessels[1]	78%		-		58%		68%		-	
Shallow Water Abandonment systems[1]	81%		-		68%		74%		-	

[1] Shallow Water Abandonment includes the results of Helix Alliance beginning July 1, 2022, the date of acquisition

Amounts may not add due to rounding

OPERATIONAL HIGHLIGHTS

Well Intervention - Gulf of Mexico

- ***Q5000*** – 99% utilized in Q2; performed a combination of production enhancement and abandonment scopes on five wells under a multi-year campaign for Shell
- ***Q4000*** – 7% utilized in Q2; completed a decommissioning campaign for one customer and subsequently underwent scheduled regulatory dry dock for the remainder of the quarter
- 15K IRS rental unit – idle in Q2
- 10K IRS units – one system mobilizing for an 18-month contract offshore Australia

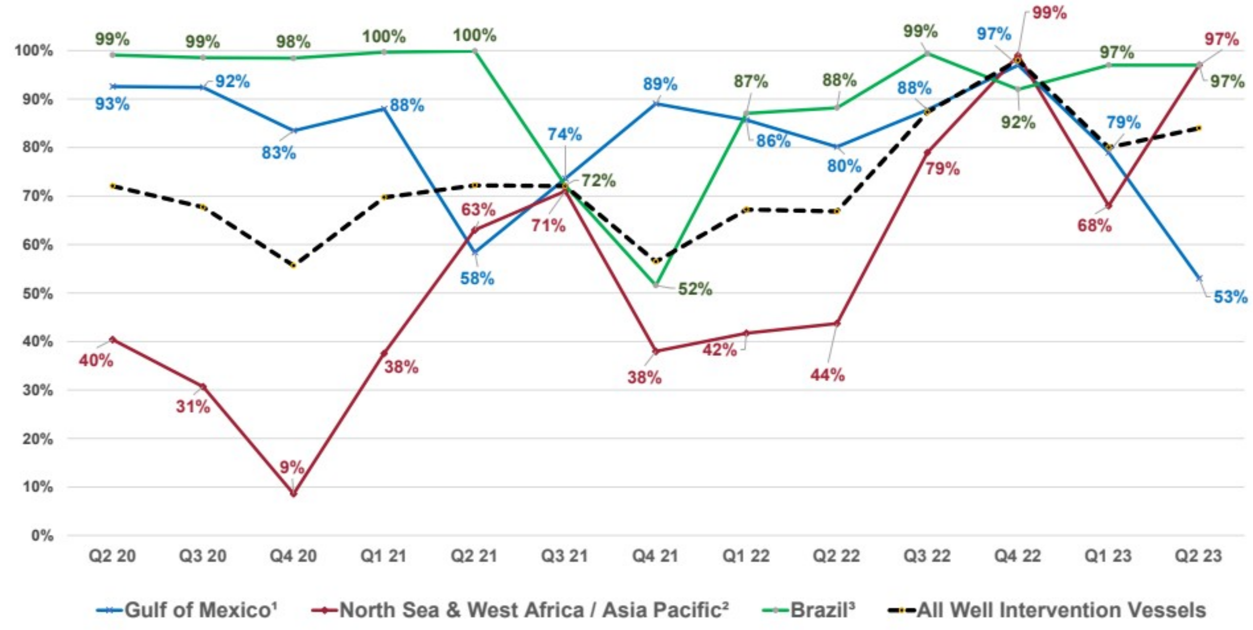
Well Intervention - North Sea & Asia Pacific

- ***Well Enhancer*** – 100% utilized in Q2; worked for four customers performing production enhancement operations on six wells and decommissioning operations on one well
- ***Seawell*** – 100% utilized in Q2; worked for three customers performing decommissioning operations on nine wells and production enhancement work on three wells
- ***Q7000*** – completed paid transit to New Zealand and commenced decommissioning operations during the quarter; 91% utilization includes 55 days paid transit and mobilization with related fees and costs deferred

Well Intervention - Brazil

- ***Siem Helix 1*** – 94% utilized in Q2; performed decommissioning scopes on five wells in the Campos basin for Trident Energy
- ***Siem Helix 2*** – 100% utilized in Q2; performed production enhancement scope on two wells and decommissioning scopes on two wells in the Campos basin for Petrobras

Well Intervention Utilization



[1] Gulf of Mexico includes the *Q4000* and *Q5000*
[2] North Sea & West Africa / Asia Pacific includes the *Seawell*, *Well Enhancer* and *Q7000*
[3] Brazil includes the *Siem Helix 1* and *Siem Helix 2*

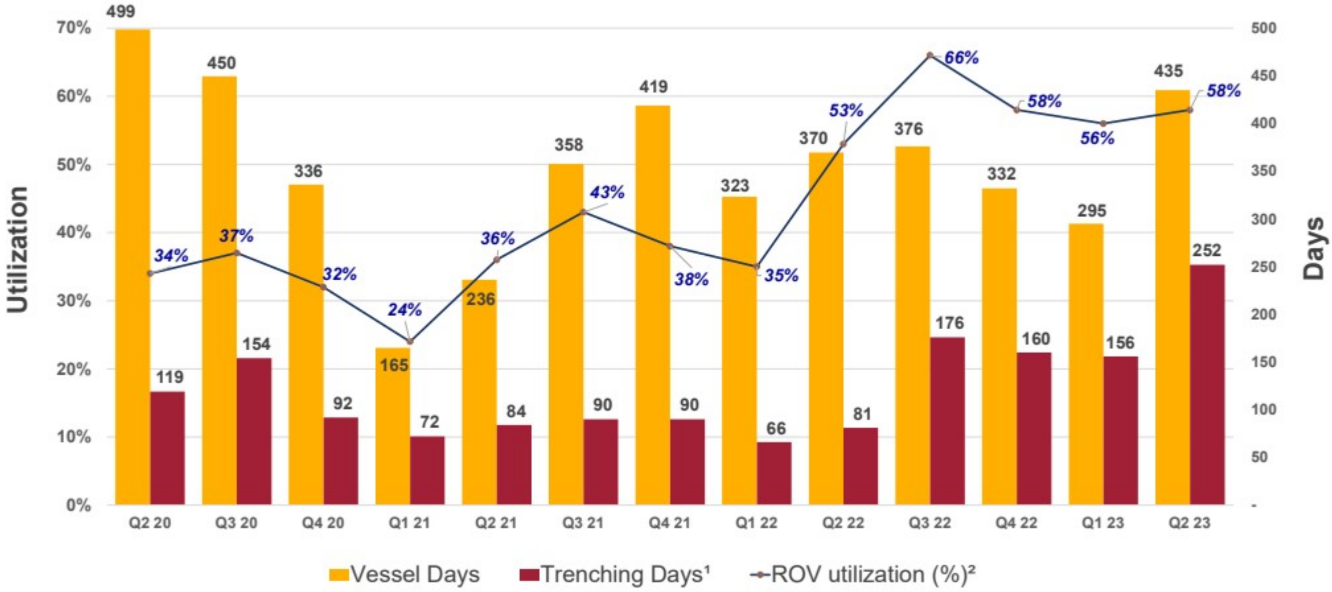
OPERATIONAL HIGHLIGHTS

Robotics

- ***Grand Canyon II*** (Asia Pacific) – 100% utilized in Q2 performing long-term decommissioning project offshore Thailand
- ***Grand Canyon III*** (North Sea) – 89% utilized in Q2 performing two separate renewables trenching projects for one client
- ***Shelia Bordelon*** (GOM) – 91% utilized in Q2 performing ROV seismic node installation services for one customer
- ***Glomar Wave*** (North Sea) – 68 days operational in Q2 performing site clearance operations
- **Spot Vessels** – 113 days of spot vessel operations during Q2
  - 48 days for the *Horizon Enabler* performing renewables trenching projects for two customers and oil and gas trenching for another client
  - 65 days on the *Siem Topaz* performing a renewables trenching project offshore Taiwan
- **Trenching** – 194 integrated vessel trenching days on oil and gas and renewables projects on the *Grand Canyon III, Horizon Enabler* and *Siem Topaz* and 58 days trenching with the i-Plough trencher on a third-party vessel performing boulder clearance operations

OPERATIONAL HIGHLIGHTS

Robotics Utilization



[1] Trenching days represent integrated vessel trenching activities on Helix-chartered vessels except for stand-alone trenching operations on third-party vessels of 69 days, 92 days, 90 days and 58 days during Q2 2020, Q3 2020, Q1 2023 and Q2 2023, respectively

[2] ROV utilization included 44, 42, 40 and 39 work class ROVs during 2020, 2021, 2022 and 2023, respectively and four trenchers during 2020 and 2021; IROV boulder grab placed into service end of Q3 2022 and two trenchers placed into service late Q4 2022

Shallow Water Abandonment

Offshore

- **Liftboats** – nine liftboats with combined utilization of 88% in Q2 performing make safe, well abandonment, pipeline abandonment, CT, wireline, construction support, production support and dive support operations
- **OSVs** – six OSVs and one crew boat with combined utilization of 76% in Q2

Energy Services

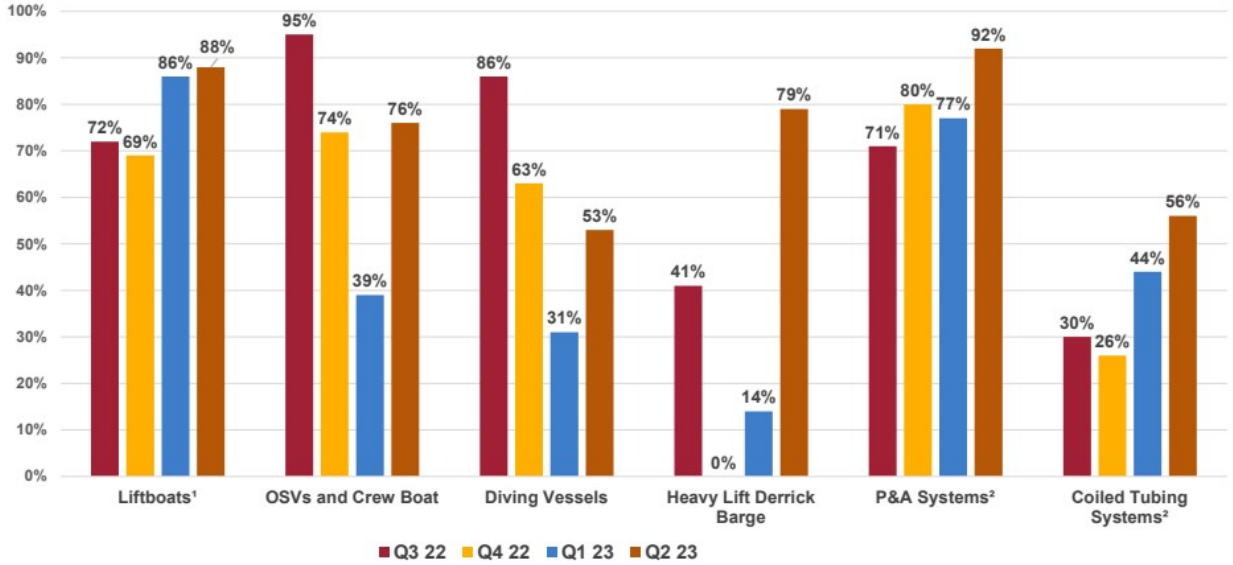
- **P&A Systems** – 1,250 days of utilization, or 92%, over 15 P&A systems in Q2
- **CT systems** – 304 days of utilization, or 56%, over six CT systems in Q2

Diving & Heavy Lift

- ***Epic Hedron*** – heavy lift barge utilization of 79% during Q2
- **DSVs** – three diving support vessels with combined utilization of 53% in Q2

Shallow Water Abandonment Utilization

The graph below presents the utilization statistics of the Helix Alliance vessels and equipment following their acquisition on July 1, 2022



[1] Liftboat utilization includes nine liftboats during Q1-Q2 2023 and ten liftboats during Q3-Q4 2022

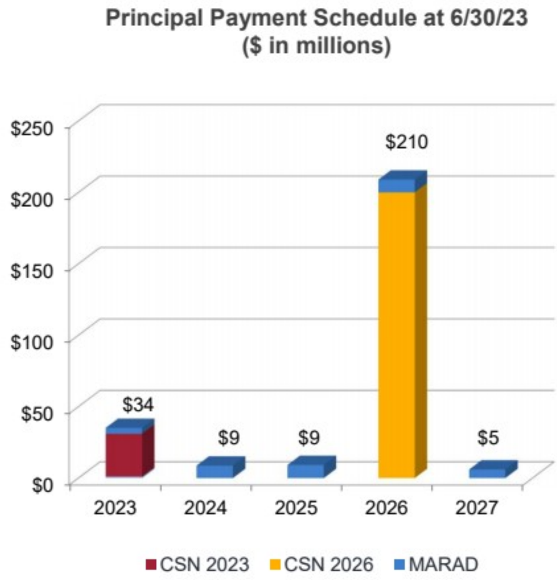
[2] Systems utilization includes six coiled tubing systems and 14 marketable P&A systems during Q3 2022, and 15 P&A systems and six coiled tubing systems during Q4 2022 and Q1-Q2 2023

Key Financial Metrics

Debt Instrument Profile

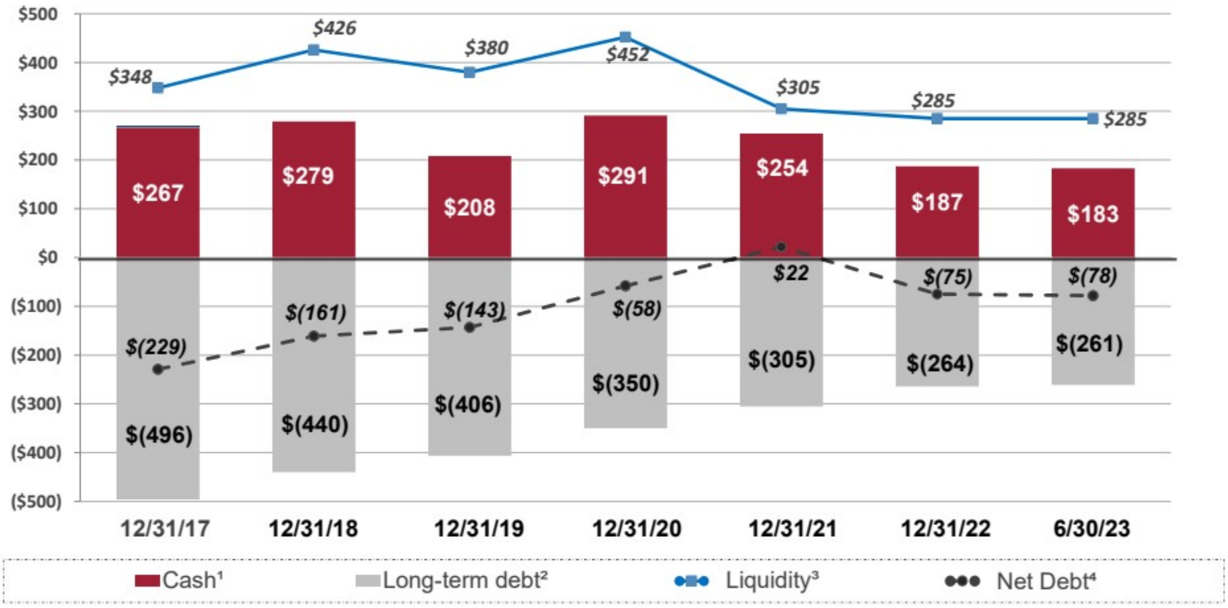
Total funded debt[1] of $267 million at 6/30/23

- $30 million Convertible Senior Notes due 2023 – 4.125%
  - Final maturity September 15, 2023
- $200 million Convertible Senior Notes due 2026 – 6.75%
- $37 million MARAD Debt – 4.93%
  - Semi-annual amortization payments through maturity in Q1 2027



[1] Excludes $6 million of remaining unamortized debt issuance costs

Debt & Liquidity Profile ($ in millions)



[1] Cash includes cash and cash equivalents but excludes restricted cash at December 31, 2019 of $54 million, December 31, 2021 of $74 million and December 31, 2022 of $3 million
[2] Long-term debt through December 31, 2020 was net of unamortized discounts and issuance costs; beginning January 1, 2021, long-term debt is net of issuance costs only
[3] Liquidity is calculated as the sum of cash and cash equivalents and available capacity under Helix's ABL facility and excludes restricted cash
[4] Net Debt is a non-GAAP financial measure; see non-GAAP reconciliations below

2023 Outlook

Forecast

($ in millions)	2023 Outlook	2022 Actual[1]
Revenues	$ 1,175 - 1,250	$ 873
Adjusted EBITDA[2]	240 - 270	121
Free Cash Flow[2]	130 - 170	18
Capital Additions[3]	65 - 80	69
Revenue Split:		
Well Intervention	$ 680 - 720	$ 524
Robotics	235 - 245	192
Shallow Water Abandonment[1]	230 - 250	125
Production Facilities[1]	85 - 90	82
Eliminations	(55)	(50)
Total Revenue	**$ 1,175 - 1,250**	**$ 873**

1 2022 Actual includes the results of Helix Alliance in the Shallow Water Abandonment segment beginning July 1, 2022, and Thunder Hawk field production in the Production Facilities segment beginning August 25, 2022

2 Adjusted EBITDA and Free Cash Flow are non-GAAP financial measures; see non-GAAP reconciliations below

3 Capital Additions include regulatory certification costs for our vessels and systems as well as other capital expenditures

Well Intervention

- ***Q4000*** **(Gulf of Mexico)** – expected to complete regulatory dry dock late-July followed by contracted work into Q4 with identified opportunities for remainder of 2023
- ***Q5000*** **(Gulf of Mexico)** – ongoing multi-year campaign with Shell followed by contracted work into late Q4 with expected strong utilization for remainder of 2023
- **IRS rental units (Global)** – 15K IRS has visibility for Q4; 10K IRS on 18-month contract offshore Australia through Q3 2024
- ***Well Enhancer*** **(North Sea)** – contracted work through late-December 2023 and strong utilization expected through remainder of 2023 and backlog into 2024
- ***Seawell*** **(North Sea and Europe)** – contracted work through remainder of 2023 and into Q2 2024
- ***Q7000*** **(Asia Pacific)** – decommissioning operations offshore New Zealand during Q3 followed by contracted work in Australia expected to continue into 2024
- ***Siem Helix 1*** **(Brazil)** – under decommissioning contract for Trident Energy in the Campos Basin offshore Brazil through remainder of 2023
- ***Siem Helix 2*** **(Brazil)** – contracted decommissioning and production enhancement work for Petrobras in various basins offshore Brazil through remainder of 2023

Robotics

- ***Grand Canyon II* (Asia Pacific)** – performing contracted decommissioning and ROV support work offshore Thailand with full utilization expected during Q3; vessel expected to be nearly fully utilized for remainder of 2023
- ***Grand Canyon III* (North Sea)** – continuing North Sea trenching campaign which is expected to keep vessel nearly fully utilized for remainder of 2023
- ***Shelia Bordelon* (U.S.)** – performing ROV survey support project expected to continue though Q3; subsequently in spot market and expected to have strong utilization over remainder of 2023 with visibility in the Gulf of Mexico and on the U.S. east coast for possible wind farm projects
- ***Siem Topaz* (Taiwan)** – seasonal charter currently expected into November 2023; vessel working on offshore windfarm project utilizing T1400-1 trencher
- ***Horizon Enabler* (North Sea)** – spot vessel performing seasonal trenching campaign into Q4; identified projects in Q4 in Mediterranean and North Seas with expected utilization for remainder of 2023
- ***Glomar Wave* (North Sea)** – vessel under flexible charter with committed and optional days, currently performing UXO survey for one customer on offshore windfarm project expected to continue into Q3 2023 with visibility during the remainder of 2023
- **Trenchers (Global)** – seven trenchers with expected ongoing three working trencher spreads, two in the North Sea and one in Asia Pacific; remaining trenchers in spot market available to work on third-party vessels including the i-Plough trenching system for U.S. east coast operations; expect good seasonal utilization on five trenchers during 2023
- **ROVs (Global)** – expect seasonally strong utilization in all three regions during 2023

Shallow Water Abandonment

- **Offshore**
  - **Liftboats** – expected high utilization on eight of nine liftboats for the remainder of 2023; one liftboat undergoing regulatory out of service period in Q3 and one in Q4
  - **OSVs** – expected strong Q3 utilization and seasonal slowdown in Q4
- **Energy Services**
  - **P&A Systems** – expected strong utilization for 12 to 15 P&A systems during remainder of 2023
  - **Coiled Tubing Systems** – expected strong utilization on two to three coiled tubing systems during remainder of 2023
- **Diving & Heavy Lift**
  - **DSVs** – saturation diving vessel *Triton Explorer* expected to have high utilization into late Q4; two surface diving vessels expected to have high utilization into late Q3 followed by seasonal slow down in Q4
  - ***Epic Hedron*** – heavy lift barge expected to have high utilization into late Q3

Capital Additions & Balance Sheet

2023 Capital additions are forecasted at approximately $65 – $80 million:

- Primarily maintenance capex related to regulatory recertification costs of our vessels and systems, which are reported in operating cash flows
- Capital additions[1] during Q2 approximated $29 million and included:
  - Approximately $28 million of regulatory certification costs
  - Approximately $1 million of capital expenditures
- Capital additions during the remainder of 2023 are expected to be approximately $10 – $25 million

Balance Sheet

- Our total funded debt[2] is expected to decrease by $34 million (from $267 million at June 30, 2023 to $233 million at December 31, 2023)
  - Remaining principal payment of $30 million of convertible senior notes due September 2023
  - Semi-annual principal payment of $4 million of MARAD Debt due August 2023

Share Repurchase Program

- Repurchased 750,000 shares for $5.1 million during Q2, average $6.77 per share
- YTD repurchases of 1,410,000 shares for $10.1 million, average $7.13 per share

[1] Capital additions represents total accrued capital additions; total cash capital spending was approximately $25 million during Q2
[2] Excludes unamortized issuance costs

Beyond 2023

We plan to continue momentum on the three legs of our Energy Transition business model: production maximization, renewables and decommissioning

- Expected continued strong operating and free cash flows in this environment
- Annual maintenance capex anticipated to average approximately $50 million for foreseeable future

Well Intervention

- *Seawell* and *Well Enhancer* contracted backlog into 2024 with rate improvements and expected good utilization
- *Q7000* under decommissioning contract with Shell in Brazil in 2024
- Expect continued existing operations with incremental rate improvements in Brazil in 2024:
  - *Siem Helix 1* on long-term contract with Trident in Brazil into Q4 2024, with options to extend
  - *Siem Helix 2* on long-term contract with Petrobras through late 2024
- Approximately 200 fewer days scheduled maintenance in 2024 vs. 2023

Robotics

- Anticipate continued strong renewables trenching market
- Expect continued renewables site clearance project opportunities, including in the U.S. markets
- Continued tight ROV market
- New Robotics assets: second IROV boulder grab and T-1400-2 jet trencher expected to be available during 2024

Shallow Water Abandonment

- Expected strong Gulf of Mexico shallow water decommissioning market for foreseeable future

Balance Sheet

- No significant debt maturities until 2026
- $120 million revolving credit facility available through 2025
- Alliance earn-out first half of 2024
- Continued execution of share repurchase program

Sustainability and ESG

SUSTAINABILITY AND ESG

Corporate Sustainability

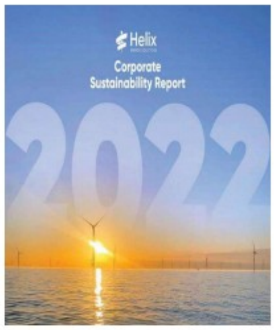
"Safety, Sustainability and Value Creation – our core goals – support our vision as a preeminent offshore energy transition Company."

Owen Kratz, President and Chief Executive Officer

Sustainability continues to drive our business strategy and decision-making with a focus on our commitment to and participation in the world's energy transition. Through production maximization, renewable energy support and decommissioning, our services lay the foundation for this transformation.

Our 2022 Corporate Sustainability Report (available here) details our Greenhouse Gas reduction targets and the progress we have made year over year beginning with the baseline year of 2019 with a nearly 8% decrease in our Scope 1 emissions, a 30% decrease in our Scope 2 emissions and a nearly 43% decrease in our Scope 3 emissions. We focus on the risks and opportunities that climate change presents our Company and delve into the core of our business, our human capital.

The disclosures in the 2022 Corporate Sustainability Report reflect our commitment to a more sustainable future and furthering our accountability to our investors, customers and employees.



Environmental, Social and Governance

Environmental

- Our business supports the responsible transition from a carbon-based economy through a three-pronged strategy of maximizing existing oil and gas reserves, applying the techniques and technologies proven in offshore oil and gas fields to offshore renewables and wind farms, and abandoning and decommissioning end of life wells. These efforts are published in greater detail in our 2022 Corporate Sustainability Report, a copy of which is available on our website at https://www.helixesg.com/about-helix/our-company/corporate-sustainability/.

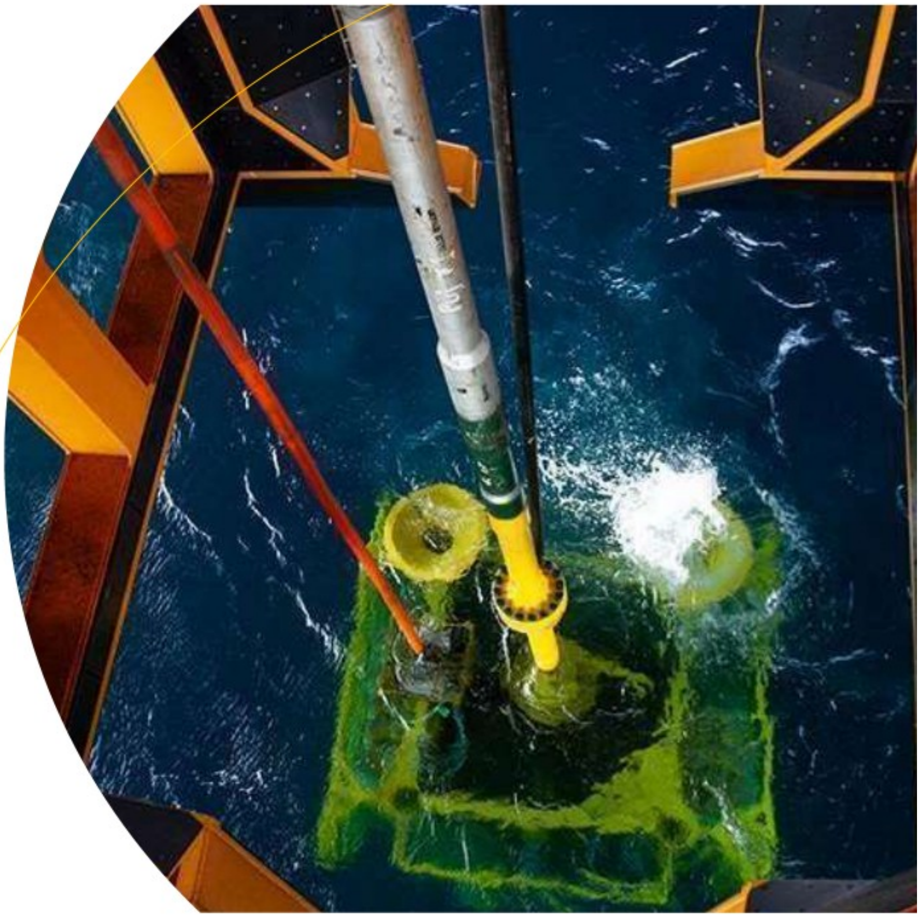
Social

- Human capital management is a priority at Helix. Investment in our human capital through competitive compensation and attractive benefits, including training and development is necessary to attract and retain talent

Governance

- Our Board is actively engaged on ESG strategy including health, safety, social, environmental and climate change issues through an open dialogue with management coupled with regular reports from key team members
- Our Board has been significantly refreshed over the past four years adding five new members with increased gender and ethnic diversity

Non-GAAP Reconciliations



Non-GAAP Reconciliations

	Three Months Ended			Six Months Ended		Year Ended
($ in thousands, unaudited)	6/30/23	6/30/22	3/31/23	6/30/23	6/30/22	12/31/2022
Reconciliation from Net Income (Loss) to Adjusted EBITDA:						
Net income (loss)	$ 7,100	$ (29,699)	$ (5,165)	$ 1,935	$ (71,730)	$ (87,784)
Adjustments:						
Income tax provision (benefit)	3,312	1,434	(2,018)	1,294	3,574	12,603
Net interest expense	4,228	4,799	4,187	8,415	9,973	18,950
Other (income) expense, net	5,740	13,471	(3,444)	2,296	17,352	23,330
Depreciation and amortization	39,227	33,158	37,537	76,764	66,646	142,686
Gain on equity investment	-	(8,184)	-	-	(8,184)	(8,262)
EBITDA	59,607	14,979	31,097	90,704	17,631	101,523
Adjustments:						
Gain on disposition of assets	-	-	(367)	(367)	-	-
General provision for current expected credit losses	548	193	141	689	67	781
Change in fair value of contingent consideration	10,828	-	3,992	14,820	-	16,054
Acquisition and integtation costs	309	1,587	231	540	1,587	2,664
Adjusted EBITDA	$ 71,292	$ 16,759	$ 35,094	$ 106,386	$ 19,285	$ 121,022
Free Cash Flow:						
Cash flows from operating activities	$ 31,501	$ (5,841)	$ (5,392)	$ 26,109	$ (23,254)	$ 51,108
Less: Capital expenditures, net of proceeds from sale of assets	(1,255)	(1,564)	(6,300)	(7,555)	(2,187)	(33,504)
Free Cash Flow	$ 30,246	$ (7,405)	$ (11,692)	$ 18,554	$ (25,441)	$ 17,604
Net Debt:						
Long-term debt and current maturities of long-term debt	$ 260,968	$ 267,110	$ 260,460	$ 260,968	$ 267,110	$ 264,075
Less: Cash and cash equivalents and restricted cash	(182,651)	(263,100)	(169,182)	(182,651)	(263,100)	(189,111)
Net Debt	$ 78,317	$ 4,010	$ 91,278	$ 78,317	$ 4,010	$ 74,964

Non-GAAP Definitions

Non-GAAP Financial Measures

We define EBITDA as earnings before income taxes, net interest expense, gains or losses on extinguishment of long-term debt, gains and losses on equity investments, net other income or expense, and depreciation and amortization expense. Non-cash impairment losses on goodwill and other long-lived assets are also added back if applicable. To arrive at our measure of Adjusted EBITDA, we exclude the gain or loss on disposition of assets, acquisition and integration costs, the change in fair value of the contingent consideration and the general provision (release) for current expected credit losses, if any. Net debt is calculated as long-term debt including current maturities of long-term debt less cash and cash equivalents and restricted cash. We define Free Cash Flow as cash flows from operating activities less capital expenditures, net of proceeds from sale of assets.

We use EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt to monitor and facilitate internal evaluation of the performance of our business operations, to facilitate external comparison of our business results to those of others in our industry, to analyze and evaluate financial and strategic planning decisions regarding future investments and acquisitions, to plan and evaluate operating budgets, and in certain cases, to report our results to the holders of our debt as required by our debt covenants. We believe that our measures of EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt provide useful information to the public regarding our operating performance and ability to service debt and fund capital expenditures and may help our investors understand and compare our results to other companies that have different financing, capital and tax structures. Other companies may calculate their measures of EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt differently from the way we do, which may limit their usefulness as comparative measures. EBITDA, Adjusted EBITDA, Free Cash Flow and Net Debt should not be considered in isolation or as a substitute for, but instead are supplemental to, income from operations, net income, cash flows from operating activities, or other income or cash flow data prepared in accordance with GAAP. Users of this financial information should consider the types of events and transactions that are excluded from these measures. See reconciliation of the non-GAAP financial information presented in this press release to the most directly comparable financial information presented in accordance with GAAP.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