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): **October 22, 2018**

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)

281-618-0400
(Registrant's telephone number, including area code)

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 (see General Instruction A.2. below):

☐ 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))

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 October 22, 2018, Helix Energy Solutions Group, Inc. ("Helix") issued a press release announcing its third quarter results of operations for the period ended September 30, 2018. Attached hereto as Exhibit 99.1, and incorporated herein by reference, is the press release.

Item 7.01 Regulation FD Disclosure.

On October 22, 2018, Helix issued a press release announcing its third quarter results of operations for the period ended September 30, 2018. In addition, on October 23, 2018, Helix is making a presentation (with slides) to analysts and investors regarding its financial and operating results. Attached hereto as Exhibits 99.1 and 99.2, respectively, and incorporated herein by reference, are the press release and the slides for the Third Quarter Earnings Conference Call Presentation issued by Helix. The presentation materials are also available beginning on October 22, 2018 under *Investor Relations - Presentations* in the *For the Investor* section of Helix's website, www.HelixESG.com.

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

Exhibit Number	Description
99.1	Press Release of Helix Energy Solutions Group, Inc. dated October 22, 2018 reporting financial results for the third quarter of 2018.
99.2	Third Quarter 2018 Conference Call Presentation.

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: October 22, 2018

HELIX ENERGY SOLUTIONS GROUP, INC.

By: /s/ Erik Staffeldt

Erik Staffeldt

Senior 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 **18-020**

Date: October 22, 2018 **Contact: Erik Staffeldt**
Senior Vice President & CFO

Helix Reports Third Quarter 2018 Results

HOUSTON, TX – Helix Energy Solutions Group, Inc. ("Helix") (NYSE: HLX) reported net income of $27.1 million, or $0.18 per diluted share, for the third quarter of 2018 compared to net income of $2.3 million, or $0.02 per diluted share, for the same period in 2017 and net income of $17.8 million, or $0.12 per diluted share, for the second quarter of 2018. Net income for the nine months ended September 30, 2018 was $42.3 million, or $0.29 per diluted share, compared to a net loss of $20.5 million, or $(0.14) per diluted share, for the nine months ended September 30, 2017.

Helix reported Adjusted EBITDA[1] of $58.6 million for the third quarter of 2018 compared to $30.5 million for the third quarter of 2017 and $52.3 million for the second quarter of 2018. Adjusted EBITDA for the nine months ended September 30, 2018 was $138.5 million compared to $74.8 million for the nine months ended September 30, 2017. The table below summarizes our results of operations:

Summary of Results

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

	Three Months Ended			Nine Months Ended	
	9/30/2018	9/30/2017	6/30/2018	9/30/2018	9/30/2017
Revenues	$ 212,575	$ 163,260	$ 204,625	$ 581,462	$ 418,117
Gross Profit	$ 51,993	$ 21,141	$ 42,897	$ 107,873	$ 38,683
	24%	*13%*	*21%*	*19%*	*9%*
Net Income (Loss)	$ 27,121	$ 2,290	$ 17,784	$ 42,345	$ (20,528)
Diluted Earnings (Loss) Per Share	$ 0.18	$ 0.02	$ 0.12	$ 0.29	$ (0.14)
Adjusted EBITDA [1]	$ 58,636	$ 30,452	$ 52,269	$ 138,471	$ 74,801
Cash and cash equivalents	$ 325,092	$ 356,889	$ 288,490	$ 325,092	$ 356,889
Cash flows from operating activities	$ 63,161	$ 15,722	$ 46,620	$ 150,827	$ 31,323

Owen Kratz, President and Chief Executive Officer of Helix, stated, "The sequential improvement in our financial performance resulted primarily from improvements in our Robotics segment, with increased trenching operations during the quarter and near full utilization of our chartered vessel fleet. Our Well Intervention segment saw continued strong operational performance and high utilization of our intervention vessels, despite lower IRS rental unit utilization and idle time between projects on our *Q4000* vessel. In the fourth quarter our operations will be impacted by the normal winter slowdown in the North Sea and expected low activity levels in the Gulf of Mexico. Our market is still weak and challenging, but we remain committed to finishing the year with strong operational execution and cost discipline."

[1] Adjusted EBITDA is a non-GAAP measure. See reconciliation below.

Segment Information, Operational and Financial Highlights

($ in thousands, unaudited)

	Three Months Ended		
	9/30/2018	9/30/2017	6/30/2018
Revenues:			
Well Intervention	$ 154,441	$ 111,522	$ 161,759
Robotics	54,340	47,049	39,060
Production Facilities	15,877	16,380	16,343
Intercompany Eliminations	(12,083)	(11,691)	(12,537)
Total	$ 212,575	$ 163,260	$ 204,625
Income (Loss) from Operations:			
Well Intervention	$ 34,427	$ 16,906	$ 34,470
Robotics	5,601	(9,365)	(4,102)
Production Facilities	6,694	7,660	6,866
Corporate / Other	(15,567)	(10,633)	(12,684)
Intercompany Eliminations	222	199	222
Total	$ 31,377	$ 4,767	$ 24,772

Business Segment Results

Well Intervention

Well Intervention revenues in the third quarter of 2018 decreased $7.3 million, or 5%, from the previous quarter. The decrease in revenues was primarily the result of a reduction in the IRS rental unit utilization, which decreased to 26 days in the third quarter of 2018 compared to 120 days in the previous quarter, and a reduction in contractual reimbursables from customers in the North Sea quarter over quarter. These reductions were partially offset by an increase in revenues due to higher vessel utilization, which increased to 91% in the third quarter of 2018 compared to 88% in the previous quarter, and higher operating rates in the North Sea.

Well Intervention revenues increased $42.9 million, or 38%, in the third quarter of 2018 compared to the third quarter of 2017. The increase is primarily due to 92 additional vessel days in the third quarter of 2018 compared to the third quarter of 2017 (the introduction of the *Siem Helix 2* occurred in the fourth quarter of 2017), as well as higher overall vessel utilization of 91% in the third quarter of 2018 compared to 88% in the third quarter of 2017. The third quarter of 2018 also had 26 days of utilization for the IRS rental units compared to no utilization in the third quarter of 2017.

Robotics

Robotics revenues in the third quarter of 2018 increased by $15.3 million, or 39%, from the previous quarter. The increase was driven primarily by increased trenching work in the North Sea and higher chartered vessel and ROV utilization compared to the previous quarter. Chartered vessel utilization increased to 98%, which includes 113 spot vessel days, in the third quarter of 2018 from 70%, which includes 54 spot vessel days, in the second quarter of 2018. ROV asset utilization increased to 42%, including 219 trenching days, in the third quarter of 2018 from 38%, including 146 trenching days, in the second quarter of 2018.

Robotics revenue increased 15% in the third quarter of 2018 from the third quarter of 2017. Vessel utilization was 98% in the third quarter of 2018 compared to 80% in the third quarter of 2017. ROV asset utilization decreased to 42% in the third quarter of 2018 from 46% in the third quarter of 2017; however, the third quarter of 2018 included 128 additional trenching days compared to the same quarter in 2017.

Other Expenses

Selling, general and administrative expenses were $20.8 million, or 9.8% of revenue, in the third quarter of 2018 compared to $18.1 million, or 8.9% of revenue, in the second quarter of 2018. The increase was primarily attributable to increased costs associated with our employee share-based compensation awards linked to our stock price.

Other expense was $0.7 million in the third quarter of 2018 compared to $3.4 million in the second quarter of 2018. The change was primarily due to a reduction in foreign currency losses quarter over quarter.

Financial Condition and Liquidity

Cash and cash equivalents at September 30, 2018 were approximately $325 million. Consolidated long-term debt decreased to $448 million at September 30, 2018 from $459 million at June 30, 2018. Consolidated net debt at September 30, 2018 was $123 million. Net debt to book capitalization at September 30, 2018 was 7%. (Net debt and net debt to book capitalization are non-GAAP measures. See reconciliation below.)

Capital additions (including capitalized interest and dry dock costs) totaled $14 million in the third quarter of 2018 compared to $18 million in the second quarter of 2018 and $43 million in the third quarter of 2017.

Operating cash flow increased to $63 million in the third quarter of 2018 compared to $47 million in the second quarter of 2018, primarily due to an increase in operating income and changes in working capital. Operating cash flow in the third quarter of 2018 increased by $47 million year over year due primarily to higher net income and changes in working capital. Free cash flow was $50 million in the third quarter of 2018 compared to $26 million in the second quarter of 2018. The increase was primarily due to higher operating cash flows and lower capital expenditures in the third quarter. Free cash flow in the third quarter of 2018 increased $71 million year over year due to higher operating cash flow on higher earnings and reduced capital expenditures resulting from the completion of the *Siem Helix 1* and *Siem Helix 2* vessels during 2017. (Free cash flow 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 third quarter 2018 results (see the "Investor Relations" page of Helix's website, www.HelixESG.com). The teleconference, scheduled for Tuesday, October 23, 2018 at 9:00 a.m. Central Time, will be audio webcast live from the "Investor Relations" page of Helix's website. Investors and other interested parties wishing to dial into the teleconference may join by dialing 1-800-901-3958 for participants in the United States and 1-212-231-2939 for international participants. The passcode is "Staffeldt." A replay of the webcast will be available at "For the Investor" 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 and robotics operations. For more information about Helix, please visit our website at www.HelixESG.com.

Reconciliation of Non-GAAP Financial Measures

Management evaluates performance and financial condition using certain non-GAAP metrics, primarily EBITDA, Adjusted EBITDA, net debt, net debt to book capitalization and free cash flow. We define EBITDA as earnings before income taxes, net interest expense, gain or loss on extinguishment of long-term debt, net other income or expense, and depreciation and amortization expense. Non-cash losses on equity investments are also added back if applicable. To arrive at our measure of Adjusted EBITDA, we exclude gain or loss on disposition of assets. In addition, we include realized losses from foreign currency exchange contracts not designated as hedging instruments and other than temporary loss on note receivable, which are excluded from EBITDA as a component of net other income or expense. Net debt is calculated as total long-term debt less cash and cash equivalents. Net debt to book capitalization is calculated by dividing net debt by the sum of net debt and shareholders' equity. We define free cash flow as cash flows from operating activities less capital expenditures, net of proceeds from sale of assets.

We use EBITDA and free cash flow 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 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 and free cash flow provide useful information to the public regarding our ability to service debt and fund capital expenditures and may help our investors understand our operating performance 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 and free cash flow differently from the way we do, which may limit their usefulness as comparative measures. EBITDA, Adjusted EBITDA and free cash flow should not be considered in isolation or as a substitute for, but instead are supplemental to, income from operations, net income or other income data prepared in accordance with GAAP. Non-GAAP financial measures should be viewed in addition to, and not as an alternative to, our reported results prepared in accordance with GAAP. Users of this financial information should consider the types of events and transactions that are excluded from these measures.

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 strategy; any statements regarding visibility and future utilization; any projections of financial items; any statements regarding future operations expenditures; any statements regarding the plans, strategies and objectives of management for future operations; any statements regarding our ability to enter into and/or perform commercial contracts; any statements concerning developments; any statements regarding future economic conditions or performance; any statements of expectation or belief; and any statements of assumptions underlying any of the foregoing. The 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 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 ultimate ability to realize current backlog; employee 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 reports filed with the Securities and Exchange Commission ("SEC"), including Helix's most recently filed Annual Report on Form 10-K and in Helix's other filings with the SEC, 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 except as required by the securities laws.

Social Media

From time to time we provide information about Helix on Twitter (@Helix_ESG) and LinkedIn (www.linkedin.com/company/helix-energy-solutions-group).

HELIX ENERGY SOLUTIONS GROUP, INC.

Comparative Condensed Consolidated Statements of Operations

(in thousands, except per share data)	Three Months Ended Sep. 30, 2018	Three Months Ended Sep. 30, 2017	Nine Months Ended Sep. 30, 2018	Nine Months Ended Sep. 30, 2017
	(unaudited)		(unaudited)	
Net revenues	$ 212,575	$ 163,260	$ 581,462	$ 418,117
Cost of sales	160,582	142,119	473,589	379,434
Gross profit	51,993	21,141	107,873	38,683
Gain (loss) on disposition of assets, net	146	—	146	(39)
Selling, general and administrative expenses	(20,762)	(16,374)	(52,986)	(46,532)
Income (loss) from operations	31,377	4,767	55,033	(7,888)
Equity in losses of investment	(107)	(153)	(378)	(457)
Net interest expense	(3,249)	(3,615)	(10,744)	(15,480)
Loss on extinguishment of long-term debt	(2)	—	(1,183)	(397)
Other expense, net	(709)	(551)	(3,225)	(619)
Other income - oil and gas	652	303	4,068	3,196
Income (loss) before income taxes	27,962	751	43,571	(21,645)
Income tax provision (benefit)	841	(1,539)	1,226	(1,117)
Net income (loss)	$ 27,121	$ 2,290	$ 42,345	$ (20,528)
Earnings (loss) per share of common stock:				
Basic	$ 0.18	$ 0.02	$ 0.29	$ (0.14)
Diluted	$ 0.18	$ 0.02	$ 0.29	$ (0.14)
Weighted average common shares outstanding:				
Basic	146,700	145,958	146,679	145,057
Diluted	146,964	145,958	146,761	145,057

Comparative Condensed Consolidated Balance Sheets

ASSETS (in thousands)	Sep. 30, 2018	Dec. 31, 2017	***LIABILITIES & SHAREHOLDERS' EQUITY*** (in thousands)	Sep. 30, 2018	Dec. 31, 2017
	(unaudited)			(unaudited)	
Current Assets:			Current Liabilities:		
Cash and cash equivalents (1)	$ 325,092	$ 266,592	Accounts payable	$ 62,844	$ 81,299
Accounts receivable, net	157,397	143,283	Accrued liabilities	84,431	71,680
Other current assets	47,450	41,768	Income tax payable	5,859	2,799
Total Current Assets	529,939	451,643	Current maturities of long-term debt (1)	46,784	109,861
			Total Current Liabilities	199,918	265,639
			Long-term debt (1)	401,265	385,766
			Deferred tax liabilities	102,742	103,349
Property & equipment, net	1,771,551	1,805,989	Other non-current liabilities	42,382	40,690
Other assets, net	76,985	105,205	Shareholders' equity (1)	1,632,168	1,567,393
Total Assets	$ 2,378,475	$ 2,362,837	Total Liabilities & Equity	$ 2,378,475	$ 2,362,837

(1) Net debt to book capitalization - 7% at September 30, 2018. Calculated as net debt (total long-term debt less cash and cash equivalents - $122,957) divided by the sum of net debt and shareholders' equity ($1,755,125).

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

Earnings Release:

	Three Months Ended			Nine Months Ended	
	9/30/2018	9/30/2017	6/30/2018	9/30/2018	9/30/2017
			(in thousands)		
Reconciliation from Net Income (Loss) to Adjusted EBITDA:					
Net income (loss)	$ 27,121	$ 2,290	$ 17,784	$ 42,345	$ (20,528)
Adjustments:					
Income tax provision (benefit)	841	(1,539)	298	1,226	(1,117)
Net interest expense	3,249	3,615	3,599	10,744	15,480
Loss on extinguishment of long-term debt	2	—	76	1,183	397
Other expense, net	709	551	3,441	3,225	619
Depreciation and amortization	27,680	26,293	27,877	83,339	82,670
EBITDA	59,602	31,210	53,075	142,062	77,521
Adjustments:					
(Gain) loss on disposition of assets, net	(146)	—	—	(146)	39
Realized losses from foreign exchange contracts not designated as hedging instruments	(820)	(758)	(806)	(2,316)	(2,759)
Other than temporary loss on note receivable	—	—	—	(1,129)	—
Adjusted EBITDA	$ 58,636	$ 30,452	$ 52,269	$ 138,471	$ 74,801
Free Cash Flow:					
Cash flows from operating activities	$ 63,161	$ 15,722	$ 46,620	$ 150,827	$ 31,323
Less: Capital expenditures, net of proceeds from sale of assets	(13,437)	(37,032)	(20,755)	(55,406)	(121,428)
Free cash flow	$ 49,724	$ (21,310)	$ 25,865	$ 95,421	$ (90,105)

We define EBITDA as earnings before income taxes, net interest expense, gain or loss on extinguishment of long-term debt, net other income or expense, and depreciation and amortization expense. Non-cash losses on equity investments are also added back if applicable. To arrive at our measure of Adjusted EBITDA, we exclude gain or loss on disposition of assets. In addition, we include realized losses from foreign currency exchange contracts not designated as hedging instruments and other than temporary loss on note receivable, which are excluded from EBITDA as a component of net other income or expense. We define free cash flow as cash flows from operating activities less capital expenditures, net of proceeds from sale of assets. We use EBITDA and free cash flow 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 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 and free cash flow provide useful information to the public regarding our ability to service debt and fund capital expenditures and may help our investors understand our operating performance 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 and free cash flow differently from the way we do, which may limit their usefulness as comparative measures. EBITDA, Adjusted EBITDA and free cash flow should not be considered in isolation or as a substitute for, but instead are supplemental to, income from operations, net income or other income data prepared in accordance with GAAP. Non-GAAP financial measures should be viewed in addition to, and not as an alternative to, our reported results prepared in accordance with GAAP. Users of this financial information should consider the types of events and transactions that are excluded from these measures.

EXHIBIT 99.2

HELIX
ENERGY SOLUTIONS

Third Quarter 2018 Conference Call

October 23, 2018

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 strategy; any statements regarding visibility and future utilization; any projections of financial items; any statements regarding future operations expenditures; any statements regarding the plans, strategies and objectives of management for future operations; any statement regarding our ability to enter into and/or perform commercial contracts; any statements concerning developments; any statements regarding future economic conditions or performance; any statements of expectation or belief; and any statements of assumptions underlying any of the foregoing. The 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 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 ultimate ability to realize current backlog; employee 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 reports filed with the Securities and Exchange Commission ("SEC"), including Helix's most recently filed Annual Report on Form 10-K and in Helix's other filings with the SEC, 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 except as required by the securities laws.

Social Media

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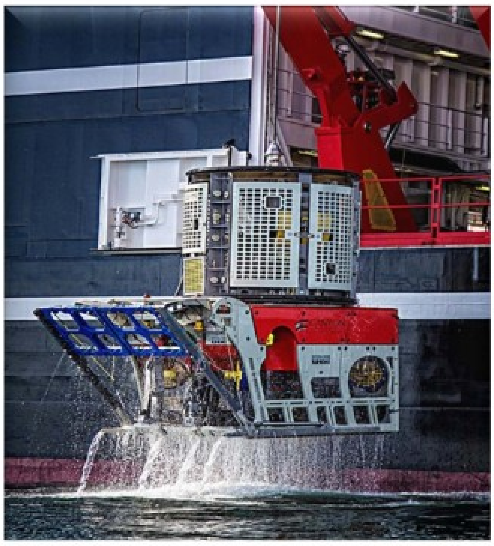
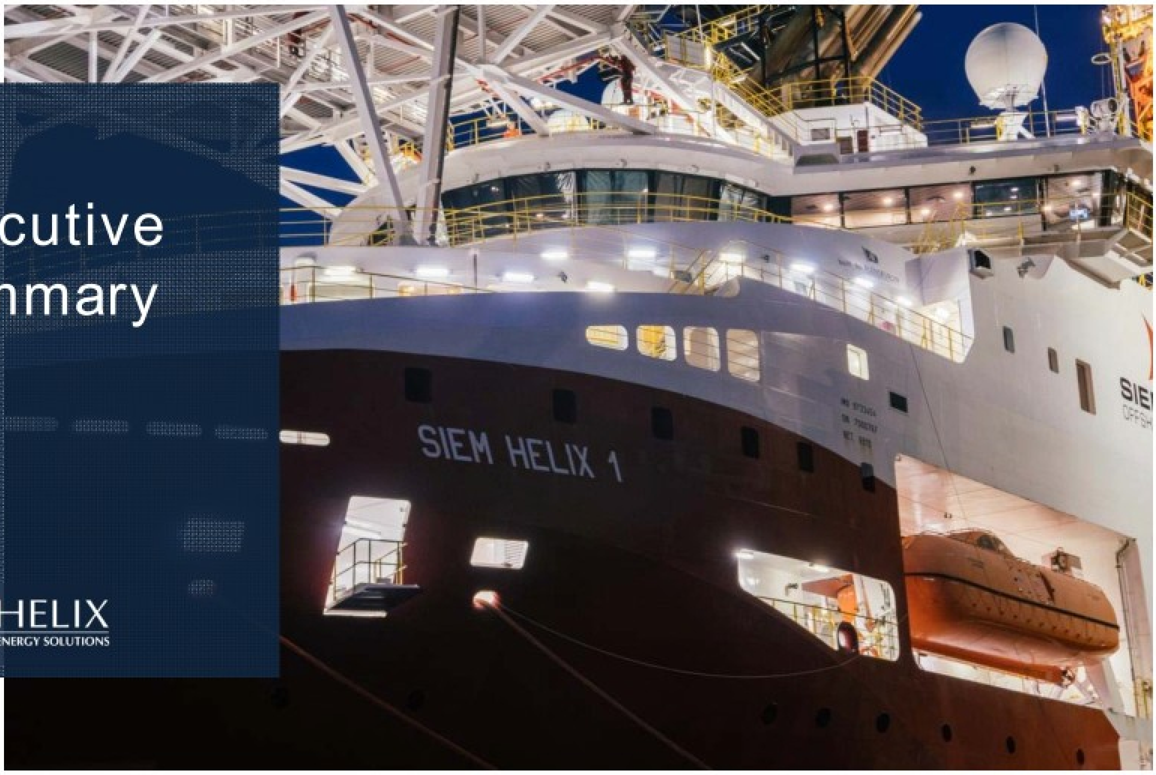
Presentation Outline



ROV Operations on Grand Canyon II

Executive Summary



Executive Summary

($ in millions, except per share data)	Three Months Ended			Nine Months Ended	
	9/30/2018	9/30/2017	6/30/2018	9/30/2018	9/30/2017
Revenues	$ 213	$ 163	$ 205	$ 581	$ 418
Gross profit	$ 52	$ 21	$ 43	$ 108	$ 39
	24%	13%	21%	19%	9%
Net income (loss)	$ 27	$ 2	$ 18	$ 42	$ (21)
Diluted earnings (loss) per share	$ 0.18	$ 0.02	$ 0.12	$ 0.29	$ (0.14)
Adjusted EBITDA[1]					
Business segments	$ 73	$ 40	$ 64	$ 170	$ 98
Corporate, eliminations and other	(14)	(10)	(12)	(32)	(23)
Adjusted EBITDA	$ 59	$ 30	$ 52	$ 138	$ 75
Cash and cash equivalents	$ 325	$ 357	$ 288	$ 325	$ 357
Cash flows from operating activities	$ 63	$ 16	$ 47	$ 151	$ 31

[1]Adjusted EBITDA is a non-GAAP financial measure. See non-GAAP reconciliations on slide 25.

Executive Summary

Highlights

Q3 2018

- Net income of $27 million, $0.18 per diluted share, compared to $18 million, $0.12 per diluted share, in Q2 2018 and $2 million, $0.02 per diluted share, in Q3 2017
- Adjusted EBITDA[1] of $59 million compared to $52 million in Q2 2018 and $30 million in Q3 2017
- Operating cash inflow of $63 million compared to $47 million in Q2 2018 and $16 million in Q3 2017
- Free cash flow[1] of $50 million compared to $26 million in Q2 2018 and $(21) million in Q3 2017

Q3 2018 Year to date

- Net income of $42 million, $0.29 per diluted share, compared to net loss of $(21) million, $(0.14) per diluted share, in same period in 2017
- Adjusted EBITDA of $138 million compared to $75 million in same period in 2017
- Operating cash flow of $151 million compared to $31 million in same period in 2017
- Free cash flow of $95 million compared to $(90) million in same period in 2017

[1]Adjusted EBITDA and Free Cash Flow are non-GAAP financial measures. See non-GAAP reconciliations on slide 25.

Executive Summary

Operations

- Well Intervention – Q3 2018
  - Utilization of 91% across the well intervention vessel fleet
    - 79% in the GOM
    - 99% in the North Sea
    - 95% in Brazil
  - 15K IRS utilization 28%; 10K IRS idle
- Robotics – Q3 2018
  - Robotics chartered vessels utilization 98%, including 113 spot vessel days
  - ROVs, trenchers and ROVDrills utilization 42%, including 219 trenching days
- Production Facilities – Operated at full rates in Q3 2018

Executive Summary

Balance Sheet

- Liquidity[1] of approximately $472 million at 9/30/18
- Cash and cash equivalents totaled $325 million at 9/30/18
  - $13 million of cash used for scheduled debt principal repayments in Q3 2018
  - $13 million of cash used for capital expenditures in Q3 2018
- Long-term debt[2] of $448 million at 9/30/18 compared to $459 million at 6/30/18
- Net debt[3] of $123 million at 9/30/18 compared to $171 million at 6/30/18; see debt instrument profile on slide 17

[1]Liquidity is calculated as the sum of cash and cash equivalents ($325 million) plus available capacity under our revolving credit facility ($147 million)
[2]Net of unamortized discounts and issuance costs
[3]Net debt is calculated as total long-term debt less cash and cash equivalents

HELIX ENERGY SOLUTIONS

Operational Highlights

Business Segment Results

	Three Months Ended					
	9/30/2018		9/30/2017		6/30/2018	
Revenues						
Well Intervention	$ 155		$ 112		$ 162	
Robotics	54		47		39	
Production Facilities	16		16		16	
Intercompany elimination	(12)		(12)		(12)	
Total	$ 213		$ 163		$ 205	
Gross profit (loss), %						
Well Intervention	$ 38	24%	$ 20	19%	$ 38	24%
Robotics	8	15%	(7)	-15%	(1)	-4%
Production Facilities	7	43%	8	47%	7	43%
Elimination and other	(1)		-		(1)	
Total	$ 52	24%	$ 21	13%	$ 43	21%

Third Quarter 2018

- Well Intervention achieved 91% utilization across the vessel fleet
- Q4000 59% utilized; Q5000 100% utilized
- Well Enhancer 100% utilized; Seawell 98% utilized
- Siem Helix 1 100% utilized; Siem Helix 2 90% utilized
- Robotics achieved 98% utilization on chartered vessel fleet; 42% utilization of ROVs, trenchers and ROVDrills

Seawell

HELIX ENERGY SOLUTIONS

Well Intervention – GOM

Gulf of Mexico

- Q5000 – 100% utilized in Q3 2018 for BP
- Q4000 – 59% utilized in Q3 2018; worked on two wells performing production enhancement and P&A programs; between projects and idle at quarter-end
- 15K IRS rental unit – 28% utilized in Q3 2018; system idle at quarter-end
- 10K IRS rental unit – system idle in Q3 2018

Q5000

Q4000

HELIX ENERGY SOLUTIONS

Well Intervention – North Sea

North Sea

- Well Enhancer – 100% utilized in Q3 2018; performed intervention operations on eight wells for one customer and diving operations for another customer

- Seawell – 98% utilized in Q3 2018; operational for two customers in diving and intervention mode on five wells

Well Enhancer

Seawell

HELIX ENERGY SOLUTIONS

Well Intervention – Brazil

Brazil

- Siem Helix 1 – 100% utilized during Q3 2018; performed abandonment through-tubing scopes on two wells and workover and performance enhancement operations on one well

- Siem Helix 2 – 90% utilized during Q3 2018; performed workover and performance enhancement operations on five wells and one tree cap removal; vessel utilization impacted by unplanned maintenance

Siem Helix 1

Siem Helix 2

Robotics

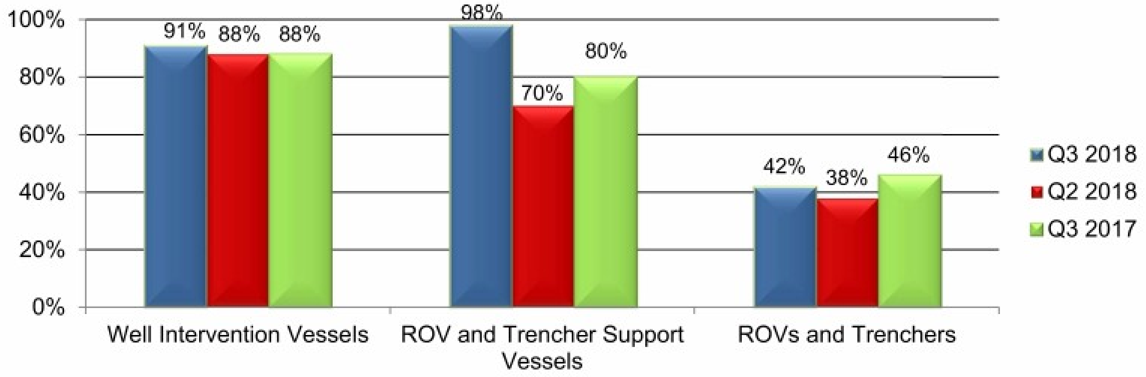
- 98% chartered vessel fleet utilization (including spot vessels) in Q3 2018; 42% utilization for ROVs, trenchers and ROVDrills
- Grand Canyon (North Sea) – full utilization performing trenching during Q3 2018
- Grand Canyon II (GOM) – 90 days of utilization during Q3 2018, including 12 days on an ROV support project with the remainder on walk to work project
- Grand Canyon III (North Sea) – full utilization performing trenching during Q3 2018
- Spot Vessels – 113 days of spot vessel utilization during Q3 2018, using five different vessels in three regions
- Trenching – 219 days of trenching during Q3 2018

ROV

Grand Canyon II

HELIX ENERGY SOLUTIONS

Utilization



- Q4000
- Seawell
- Well Enhancer
- Q5000
- Siem Helix 1[1]
- Siem Helix 2[1,2]

- *Grand Canyon*[1]
- *Grand Canyon II*[1]
- *Grand Canyon III*[1]
- *Deep Cygnus*[1,3]
- *Spot vessels*[1]

- 47 ROVs
- 2 ROVDrill units
- 5 Trenchers

[1] Chartered vessel
[2] Vessel commenced service in December 2017
[3] Charter terminated in February 2018

Key Financial Metrics

Debt Instrument Profile

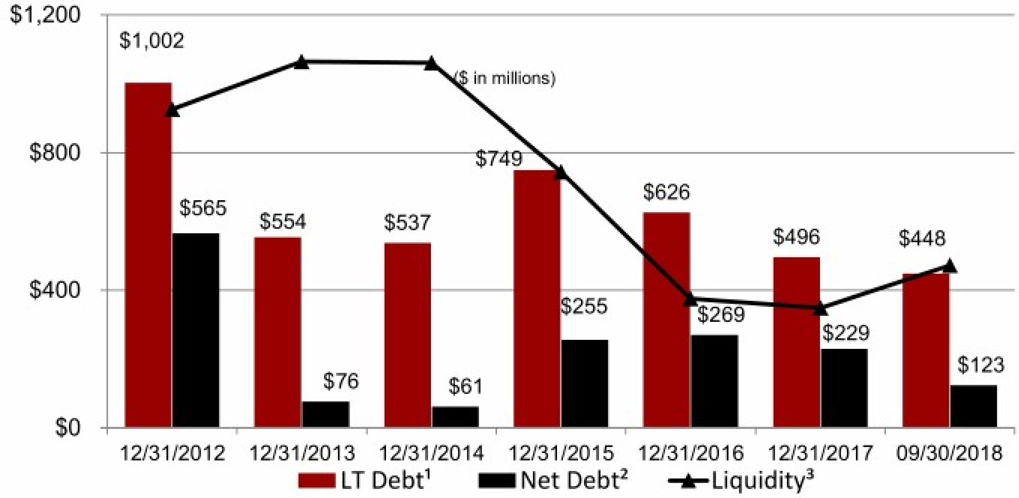
Total funded debt[1] of $489 million at end of Q3 2018

- $125 million Convertible Senior Notes due 2022 – 4.25%
- $125 million Convertible Senior Notes due 2023 – 4.125%
- $35 million Term Loan – LIBOR + 4.25%
  - Amortization payments of $1.0 million in 2018 and $4.7 million in 2019, and remaining balance of $29 million in 2020
- $70 million MARAD Debt – 4.93%
  - Semi-annual amortization payments
- $134 million Q5000 Loan – LIBOR + 2.50%[2]
  - Quarterly amortization payments of approximately $8.9 million with a final balloon payment of $80 million at maturity in 2020

Debt Instrument Profile at 9/30/18
Principal Payment Schedule
($ in millions)

[1] Excludes unamortized debt discounts and debt issuance costs
[2] We have fixed through April 2020 the LIBOR interest rate on 75% of the Q5000 Loan at 1.51% utilizing interest rate swaps

Debt & Liquidity Profile



Liquidity of approximately $472 million at 9/30/18

[1] Long-term debt is net of unamortized debt issuance costs and discount of our Convertible Senior Notes due 2022, Convertible Senior Notes due 2023 and Convertible Senior Notes due 2032.
[2] Net debt is calculated as long-term debt less cash and cash equivalents
[3] Liquidity is calculated as the sum of cash and cash equivalents ($325 million) plus available capacity under our revolving credit facility ($147 million)

2018 Outlook

2018 Outlook: Forecast

($ in millions)		2018 Outlook		2017 Actual
Revenues	$	~ 715-745	$	581
Adjusted EBITDA[1]		~ 148-160		107
Capital Additions		~135		248
Revenue Split:				
Well Intervention	$	540-565	$	406
Robotics		150-155		153
Production Facilities		65		64
Elimination		(40)		(42)
Total	$	~ 715-745	$	581

Key 2018 forecast drivers:

- Siem Helix 1 & Siem Helix 2 both operational in Brazil
- Robotics segment improvements:
  - Reduction in chartered vessel fleet with return of Deep Cygnus in Q1 2018
  - Increased trenching work
  - Vessel and ROV utilization
- Q4000 and Q5000 utilization
- Continued strengthening of North Sea market

[1] Outlook for 2018 includes an approximate $20 million reduction in EBITDA for mobilization costs paid in 2016-2017 for the Brazil contracts and expensed over the term of the contracts.

2018 Outlook: Well Intervention

- Total backlog at September 30, 2018 was approx. $1.2 billion, including $0.9 billion for Well Intervention
- Gulf of Mexico
  - Q4000 – entered fourth quarter idle and between projects; awarded five-well contract starting in December 2018
  - Q5000 – working in spot market during fourth quarter; contracted for two one-well P&A programs
  - 15K IRS rental unit – potential for one-well production enhancement program in late November
  - 10K IRS rental unit – available in spot market
- North Sea
  - Seawell – committed work through early December; further prospects for remainder of December 2018
  - Well Enhancer – committed work into early December
- Brazil
  - Siem Helix 1 and 2 – working for Petrobras

2018 Outlook: Robotics

- Grand Canyon (North Sea) – performing trenching work for the remainder of 2018 and into first quarter of 2019
- Grand Canyon II (GOM) – pursuing spot market opportunities with some contracted work for the remainder of 2018
- Grand Canyon III (North Sea) – trenching work into October; pursuing other spot opportunities for the remainder of 2018
- Spot vessels – we continue to use spot vessels to supplement our chartered fleet; currently working the Posh Mallard in the Southeast Asia

2018 Outlook: Capital Additions & Balance Sheet

2018 Capital Additions are currently forecasted at approximately $135 million, consisting of the following:

- Growth Capex - $117[1] million in growth capital, primarily for newbuilds:
  - o $110 million for Q7000, including a $69 million shipyard payment in December 2018
  - o $7 million for intervention systems
- Maintenance Capex - $18 million for vessel and intervention system maintenance (including dry dock costs)
- Capital Additions for the remainder of 2018 expected to be $85 million

Balance Sheet

- Our total funded debt[2] level is expected to decrease by $10 million (from $489 million at September 30, 2018 to $479 million at December 31, 2018) as a result of scheduled principal payments.

[1] Includes capitalized interest
[2] Excludes unamortized discounts and issuance costs

Non-GAAP Reconciliations

Non-GAAP Reconciliations

($ in millions)	Three Months Ended			Nine Months Ended		Twelve Months Ended
	9/30/2018	9/30/2017	6/30/2018	9/30/2018	9/30/2017	12/31/2017
Adjusted EBITDA:						
Net income (loss)	$ 27	$ 2	$ 18	$ 42	$ (21)	$ 30
Adjustments:						
Income tax provision (benefit)	1	(2)	-	1	(1)	(50)
Net interest expense	3	4	4	11	16	19
Loss on extinguishment of long-term debt	-	-	-	1	-	-
Other expense, net	1	1	3	3	1	1
Depreciation and amortization	28	26	28	83	83	109
Non-cash losses on equity investment	-	-	-	-	-	2
EBITDA	60	31	53	141	78	111
Adjustments:						
Realized losses from FX contracts not designated as hedging instruments	(1)	(1)	(1)	(2)	(3)	(4)
Other than temporary loss on note receivable	-	-	-	(1)	-	-
Adjusted EBITDA	$ 59	$ 30	$ 52	$ 138	$ 75	$ 107
Free cash flow:						
Cash flows from operating activities	$ 63	$ 16	$ 47	$ 151	$ 31	$ 52
Less: Capital expenditures, net of proceeds from sale of assets	(13)	(37)	(21)	(56)	(121)	(221)
Free cash flow	$ 50	$ (21)	$ 26	$ 95	$ (90)	$ (169)

We define EBITDA as earnings before income taxes, net interest expense, gain or loss on extinguishment of long-term debt, net other income or expense, and depreciation and amortization expense. Non-cash losses on equity investments are also added back if applicable. To arrive at our measure of Adjusted EBITDA, we exclude gain or loss on disposition of assets. In addition, we include realized losses from foreign currency exchange contracts not designated as hedging instruments and other than temporary loss on note receivable, which are excluded from EBITDA as a component of net other income and expense. We define free cash flow as cash flows from operating activities less capital expenditures, net of proceeds from sale of assets. We use EBITDA and free cash flow 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 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 and free cash flow provide useful information to the public regarding our ability to service debt and fund capital expenditures and may help our investors understand our operating performance 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 and free cash flow differently from the way we do, which may limit their usefulness as comparative measures. EBITDA, Adjusted EBITDA and free cash flow should not be considered in isolation or as a substitute for, but instead are supplemental to, income from operations, net income or other income data prepared in accordance with GAAP. Non-GAAP financial measures should be viewed in addition to, and not as an alternative to, our reported results prepared in accordance with GAAP. Users of this financial information should consider the types of events and transactions that are excluded from these measures.

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