

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Arriaga Brent Alexander</u>  (Last) (First) (Middle) 3505 WEST SAM HOUSTON PKWY NORTH SUITE 400  (Street) HOUSTON TX 77043  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>HELIX ENERGY SOLUTIONS GROUP INC [ HLX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) VP and CAO
	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2026	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/01/2026		M		4,053	A	(1)	16,457 <sup>(2)</sup>	D	
Common Stock	01/01/2026		F		1,810 <sup>(3)</sup>	D	\$6.27	14,647 <sup>(2)</sup>	D	
Common Stock	01/01/2026		M		7,153	A	(4)	21,800 <sup>(2)</sup>	D	
Common Stock	01/01/2026		F		3,194 <sup>(5)</sup>	D	\$6.27	18,606 <sup>(2)</sup>	D	
Common Stock	01/03/2026		M		5,646	A	(6)	24,252 <sup>(2)</sup>	D	
Common Stock	01/03/2026		F		2,521 <sup>(7)</sup>	D	\$6.4	21,731 <sup>(2)</sup>	D	

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Units	(1)	01/01/2026		M		4,053	(1)	(8)	(8)	Common Stock	4,053	\$0	4,054	D	
Restricted Stock Units	(4)	01/01/2026		M		7,153	(4)	(9)	(9)	Common Stock	7,153	\$0	14,306	D	
Restricted Stock Units	(10)	01/01/2026		A		31,898	(10)	(11)	(11)	Common Stock	31,898	\$0	31,898	D	
Restricted Stock Units	(6)	01/03/2026		M		5,646	(6)	(12)	(12)	Common Stock	5,646	\$0	0	D	

**Explanation of Responses:**

- Each Restricted Stock Unit ("2024 RSU") represents the contingent right to receive one share of Company common stock. Forfeiture restrictions lapsed with respect to one-third of the grant of the 2024 RSUs on January 1, 2025, forfeiture restrictions with respect to an additional one-third of the grant lapsed on January 1, 2026 and forfeiture restrictions with respect to the last one-third of the grant are scheduled to lapse on January 1, 2027.
- Includes shares acquired under the Company's Employee Stock Purchase Plan.
- These shares were forfeited to satisfy tax obligations related to the vesting of the pro rata portion of the reporting person's 2024 RSUs.
- Each Restricted Stock Unit ("2025 RSU") represents the contingent right to receive one share of Company common stock. Forfeiture restrictions lapsed with respect to one-third of the grant of the 2025 RSUs on January 1, 2026, forfeiture restrictions with respect to an additional one-third of the grant are scheduled to lapse on January 1, 2027 and forfeiture restrictions with respect to the last one-third of the grant are scheduled to lapse on January 1, 2028.
- These shares were forfeited to satisfy tax obligations related to the vesting of the pro rata portion of the reporting person's 2025 RSUs.
- Each Restricted Stock Unit ("2023 RSU") represents the contingent right to receive one share of Company common stock. Forfeiture restrictions lapsed with respect to one-third of the grant of the 2023 RSUs on January 3, 2024, forfeiture restrictions with respect to an additional one-third of the grant lapsed on January 3, 2025 and forfeiture restrictions with respect to the last one-third of the grant lapsed on January 3, 2026.
- These shares were forfeited to satisfy tax obligations related to the vesting of the pro rata portion of the reporting person's 2023 RSUs.
- Upon lapse of the forfeiture restrictions of the 2024 RSUs.
- Upon lapse of the forfeiture restrictions of the 2025 RSUs.
- This Restricted Stock Unit ("2026 RSU") award was granted pursuant to the Company's 2005 Long Term Incentive Plan (as Amended and Restated effective May 15, 2024, the "LTIP") and each 2026 RSU represents the contingent right to receive one share of Company common stock. Forfeiture restrictions are scheduled to lapse with respect to the 2026 RSUs granted on the basis of one-third of the grant on January

1, 2027, an additional one-third of the grant on January 1, 2028 and the remaining one-third of the grant on January 1, 2029. Upon each 2026 RSU vesting, the Compensation Committee of the Company's Board of Directors has the option to pay the value in cash at its discretion.

11. Upon lapse of the forfeiture restrictions of the 2026 RSUs.

12. Upon lapse of the forfeiture restrictions of the 2023 RSUs.

/s/ Ken Neikirk by power of attorney

01/05/2026

\*\* Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.**