First Quarter 2007
Earnings Conference Call
May 3, 2007

Forward-Looking Statements

This presentation contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. All such statements, other than statements of historical fact, are statements that could be deemed "forward-looking statements" within the meaning of the Private Securities Litigation Reform Act of 1995, including, without limitation, any projections of revenue, gross margin, expenses, earnings or losses from operations, or other financial items; future production volumes, results of exploration, exploitation, development, acquisition and operations expenditures, and prospective reserve levels of property or wells; any statements of the plans, strategies and objectives of management for future operations; any statement concerning developments, performance or industry rankings; and any statements of assumptions underlying any of the foregoing. Although we believe that the expectations set forth in these forward-looking statements are reasonable, they do involve risks, uncertainties and assumptions that could cause our results to differ materially from those expressed or implied by such forward-looking statements. The risks, uncertainties and assumptions referred to above include the performance of contracts by suppliers, customers and partners; employee management issues; complexities of global political and economic developments; geologic risks and other risks described from time to time in our reports filed with the Securities and Exchange Commission ("SEC"), including the Company's Annual Report on Form 10-K for the year ending December 31, 2006 and subsequent quarterly reports on Form 10-Q. You should not place undue reliance on these forward-looking statements which speak only as of the date of this press release and presentation. We assume no obligation or duty and do not intend to update these forward-looking statements except as required by the securities laws.

The United States Securities and Exchange Commission permits oil and gas companies, in their filings with the SEC, to disclose only proved reserves that a company has demonstrated by actual production or conclusive formation tests to be economically and legally producible under existing economic and operating conditions. Statements of proved reserves are only estimates and may be imprecise. Any reserve estimates provided in this presentation that are not specifically designated as being estimates of proved reserves may include not only proved reserves but also other categories of reserves that the SEC's guidelines strictly prohibit the Company from including in filings with the SEC. Investors are urged to consider closely the disclosure in the Company's Annual Report on Form 10-K for the year ending December 31, 2006.

Presentation Outline

I. Summary of Results and Guidance

II. Operational Highlights by Segment

   A. Contracting Services

   B. Oil & Gas

III. Questions & Answers

Summary of Results

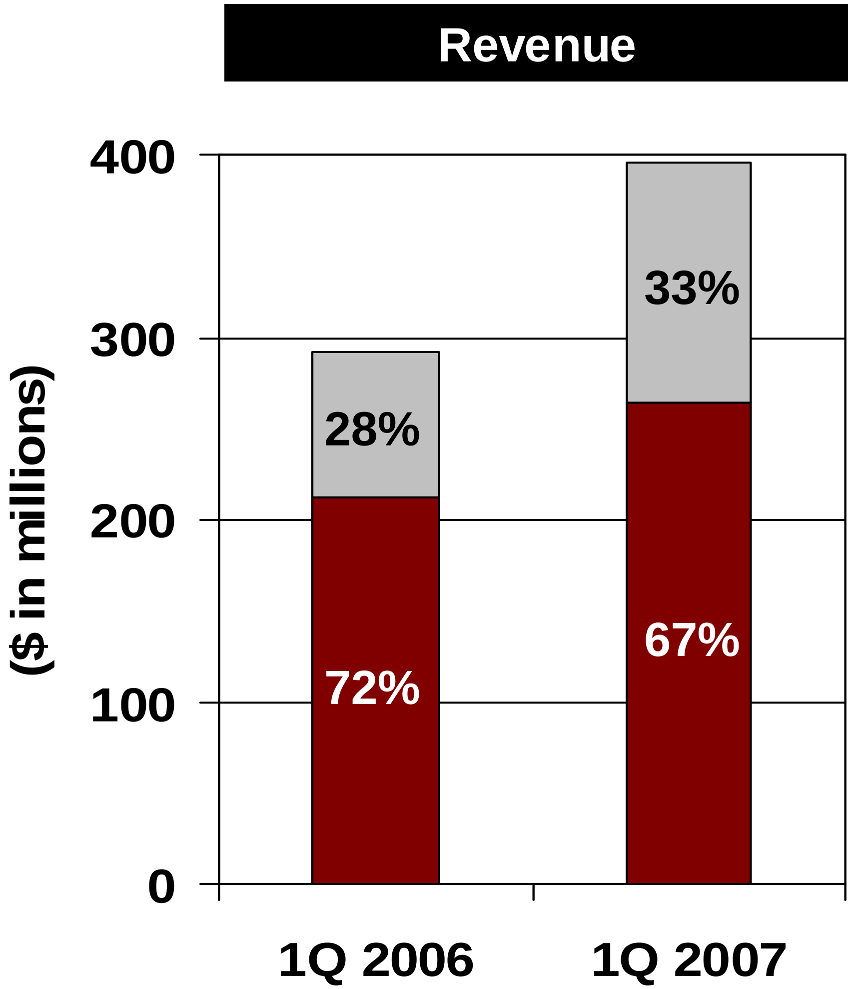
($ in millions, except per share data)

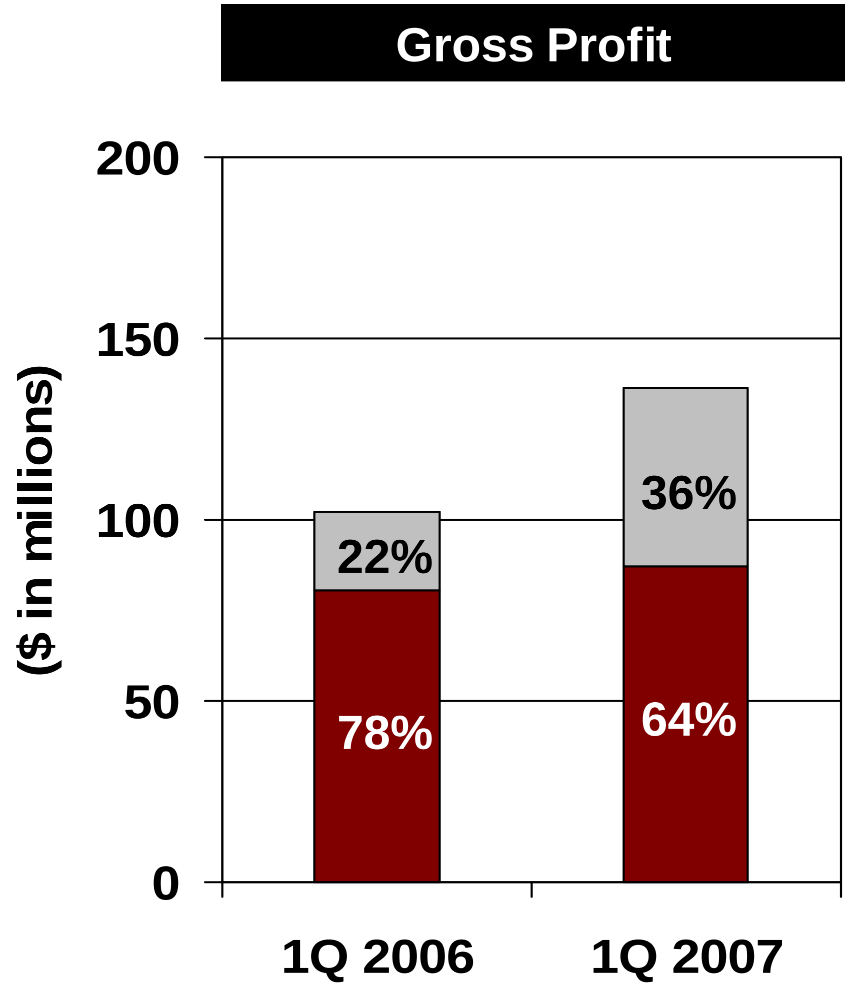
	First Quarter		Fourth Quarter
	2007	**2006**	**2006**
Revenues	$396.1	$291.6	$395.8
Gross Profit	$135.6	$102.3	$151.0
Margins	*34%*	*35%*	*38%*
Net Income	$55.8	$55.4	$65.9 (2)
Margins	*14%*	*19%*	*17%*(2)
Diluted EPS	$0.60	$0.67	$0.71 (2)
EBITDAX(1)	$170.7	$145.6	$182.4(2)
Margins	*43%*	*50%*	*46%*(2)

Note 1: See GAAP reconciliation on slide 19.

Note 2: Excludes gain on sale of Cal Dive IPO of $96.5 million, net of tax, or $1.02 per diluted share.

Revenue and Gross Profit by Segment

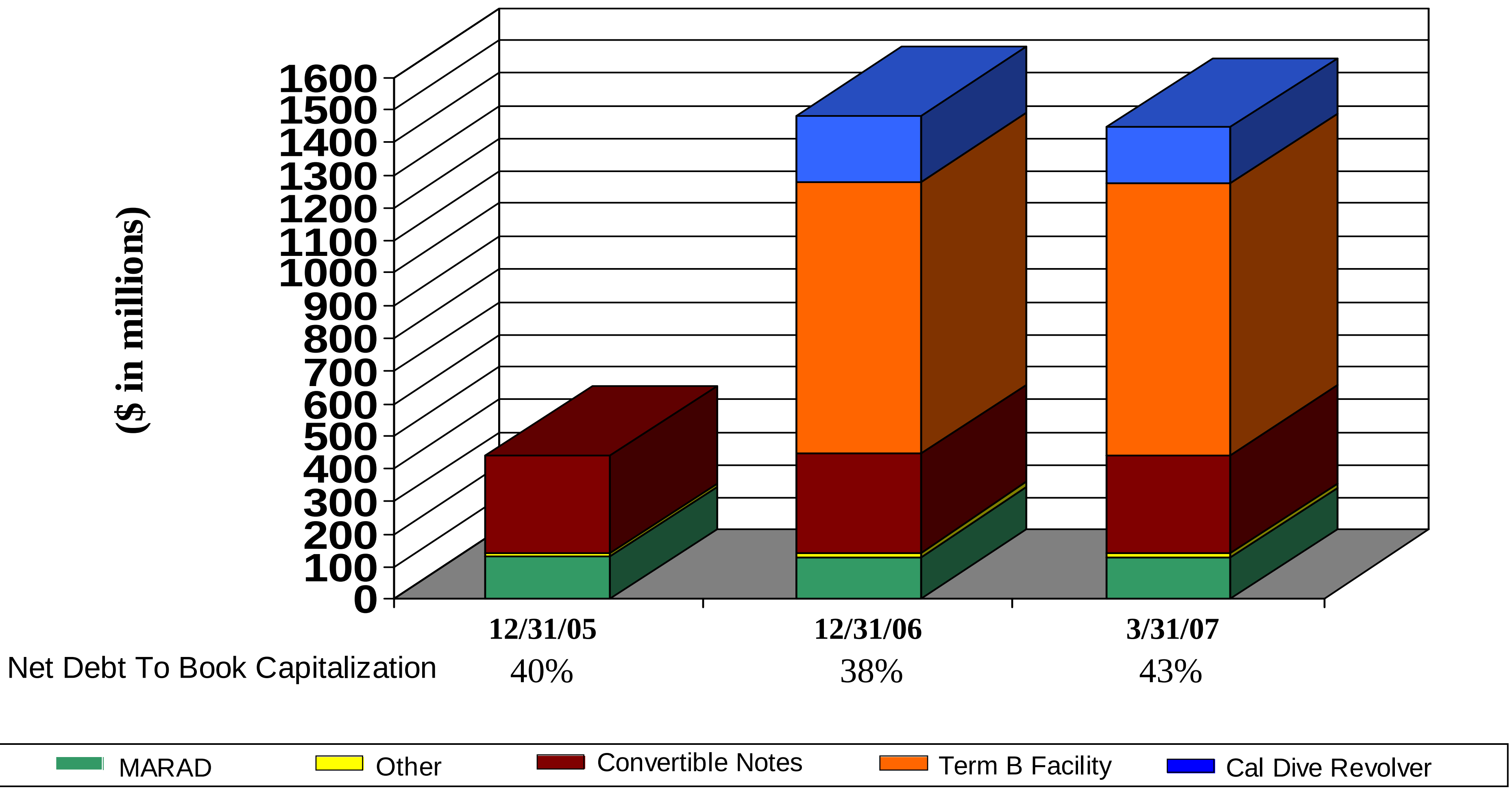




Contracting Services

Oil & Gas

Long Term Debt



Key Guidance Variables – Q1 Performance (1)

($ in millions)

Contracting Services	-	Annual Low	Mid	High	+	Q1 Actual	Commentary
Revenues (A)		$1,060		$1,200		$287	May trend higher depending on uptime of *Q4000* before drydock planned for Q3
EBITDA Margins (B)		35%		40%		35%	
Gross Profit Deferral		$25.0		$20.0		$5.4	Timing of internal well P/A activity and construction work accelerated over $5 million of deferral into Q1
Production Facilities – Equity in Earnings		$35.0		$45.0		$5.2	Timing of production start up at the *Independence Hub* is a key driver
Minority Interest – Cal Dive		$29.4		$36.2		$8.2	May trend higher after good start to year

Present Trend

A. Actual Q1 revenues are before intercompany elimination. See GAAP reconciliation on slide 20.

B. See GAAP reconciliation on slides 21 and 22 .

Key Guidance Variables – Q1 Performance (2)

	Annual						
Oil & Gas	**–**	**Low**	**Mid**	**High**	**+**	**Q1 Actual**	**Commentary**
Oil Price ($/Bbl)		$55		$65		$56.36	At this point we expect 2007 commodity prices to fall within our range
Natural Gas Price ($/Mcf)		$7.00		$8.00		$7.66	
Production (Bcfe)		85		95		15.6	Q1/Q2 shortfall will be more challenging to make up in Q3/Q4
LOE ($/Mcfe)		$1.30		$1.20		$1.41	Quarterly performance should improve as production increases
DD&A ($/Mcfe)		$2.90		$2.80		$3.00	
Exploration Expense (in millions)		$35		$30		$1.2	Q1 was second successive quarter with minimal dry hole expense

Present Trend

Key Guidance Variables – Q1 Performance (3)

(in millions, except percentages)

	Annual						
Corporate	**-**	**Low**	**Mid**	**High**	**+**	**Q1 Actual**	**Commentary**
SG&A (% of Revenue)		8%		7%		8%	Decline related to production ramp-up may be offset by incentive payment accruals in 2H
Effective Tax Rate		35%		34%		34%	
Interest Expense		$70		$60		$13	Quarterly expense will increase as CAPEX is incurred
Average Shares Outstanding		96.5		96.5		94.3	Adjusted for stock repurchase program
CAPEX : Contracting Services		$435		$580		$67	– Some discretionary items deferred or cancelled
Oil & Gas		$415		$470		$127	– Trend is to the high side due to exploration success

Present Trend

Contracting Services – Division Reporting (1)

(in millions, except percentages)

	First Quarter				Fourth Quarter	
Revenues [A]	**2007**		**2006**		**2006**	
Deepwater Construction	$92.5		$61.2		$98.0	
Shelf Construction	149.2		119.8		137.0	
Well Operations	35.4		30.2		41.4	
Reservoir/Well Tech	9.8		9.6		9.4	
Contracting Services	$286.9		$220.8		$285.8	
Gross Profit [A]		Margin		Margin		Margin
Deepwater Construction	$29.5	32%	$24.4	40%	$28.8	29%
Shelf Construction	58.0	39%	50.2	42%	53.6	39%
Well Operations	3.7	10%	4.1	14%	14.5	35%
Reservoir/Well Tech	3.0	31%	2.5	26%	3.1	33%
Contracting Services	$94.2	33%	$81.2	37%	$100.0	35%
Equity in Earnings						
Production Facilities	5.2		3.4		5.3	
OTSL (owned by Cal Dive)	0.9		2.8		0.2	

A. Amounts are before intercompany eliminations. See GAAP reconciliation on slide 20.

Contracting Services – Division Reporting (2)

	First Quarter		Fourth Quarter
Utilization	**2007**	**2006**	**2006**
Deepwater – Pipelay	93%	100%	95%
– Robotics	70%	70%	67%
Shelf Construction	70%	89%	78%
Well Operations	65%	71%	85%
Marco Polo Production			
Facility Throughput (MBOE)	2,978	1,273	3,653

Contracting Services - Commentary

- Overall profitability was up by 16%, year over year, due to asset additions, and continually improving market conditions.

- The sequential decline in overall profitability was mostly due to seasonality, a planned drydocking for the *Seawell* and unplanned downtime for the *Q4000*, caused by a reoccurrence of thruster issues. These cannot be rebuilt until her drydocking in Q3, and will limit vessel performance in the meantime.

- The improved profitability in Shelf Construction (Cal Dive) points to continued growth well beyond the peak of the underwater activity caused by the 2005 hurricanes.

- Profit margins improved sequentially in Deepwater although we have not yet fully worked through the backlog of lower margin work bid in 2005 for our pipelay assets.

- Our robotics group (Canyon) had an encouraging start to the year with both ROV support work and early season pipe burial projects.

- Although continued downhole safety valve issues caused a decline in throughput at the *Marco Polo* facility, we were pleased to achieve mechanical completion at the *Independence Hub* during the quarter.

Oil & Gas – Financial Highlights

	First Quarter		Fourth Quarter
	2007	2006	2006
Revenue (in millions)	$131.0	$80.3	$123.2
Gross Profit (in millions)	$48.6	$22.6	$53.7
Margin	37%	28%	44%
Production (BCFe)			
• Shelf	12.2	5.4	12.9
• Deepwater	3.4	2.7	2.2
Average Commodity Prices (net of hedging impact):			
• Oil / Bbl	$56.36	$58.71	$56.11
• Gas / Mcf	$7.66	$9.52	$7.36
• Hedge gain (loss) (in millions)	$2.1	$4.9	$2.1

Oil & Gas – Statistics (A)

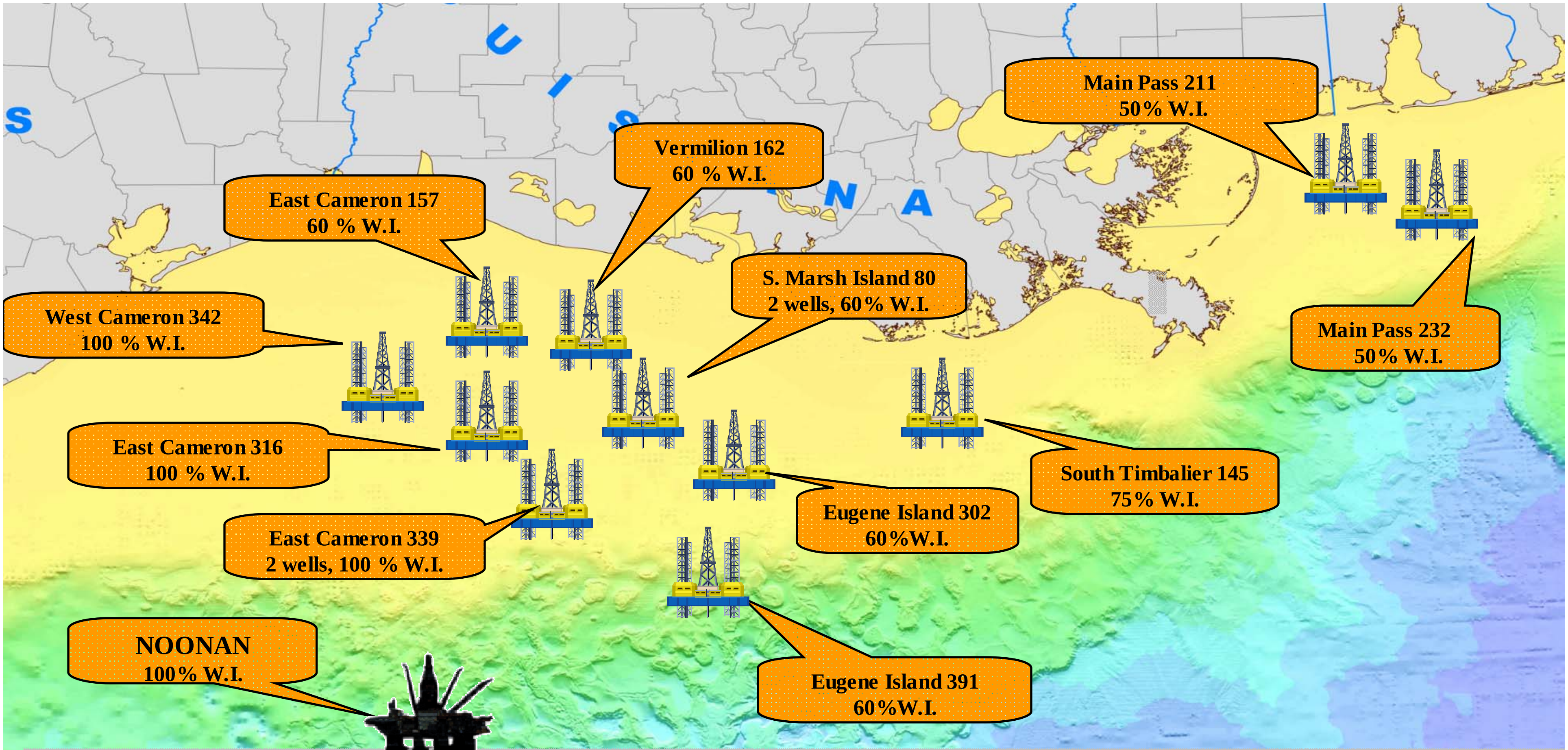
(in millions, except per McFe data)

	First Quarter				Fourth Quarter	
	2007		2006		2006	
	Total	Per Mcfe	Total	Per Mcfe	Total	Per Mcfe
Operating Expenses	$22.0	$1.41	$11.9	$1.43	$20.5	$1.38
Exploration Expense(B)	1.2	0.08	22.1	2.67	1.1	0.07
Repair & Maintenance	6.6	0.42	3.7	0.45	1.5	0.10
DD&A	46.9	3.01	18.2	2.19	43.9	2.95
Other	3.8	0.25	1.9	0.22	2.5	0.17
	$80.5	$5.17	$57.8	$6.96	$69.5	$4.67

(A) Gulf of Mexico only.

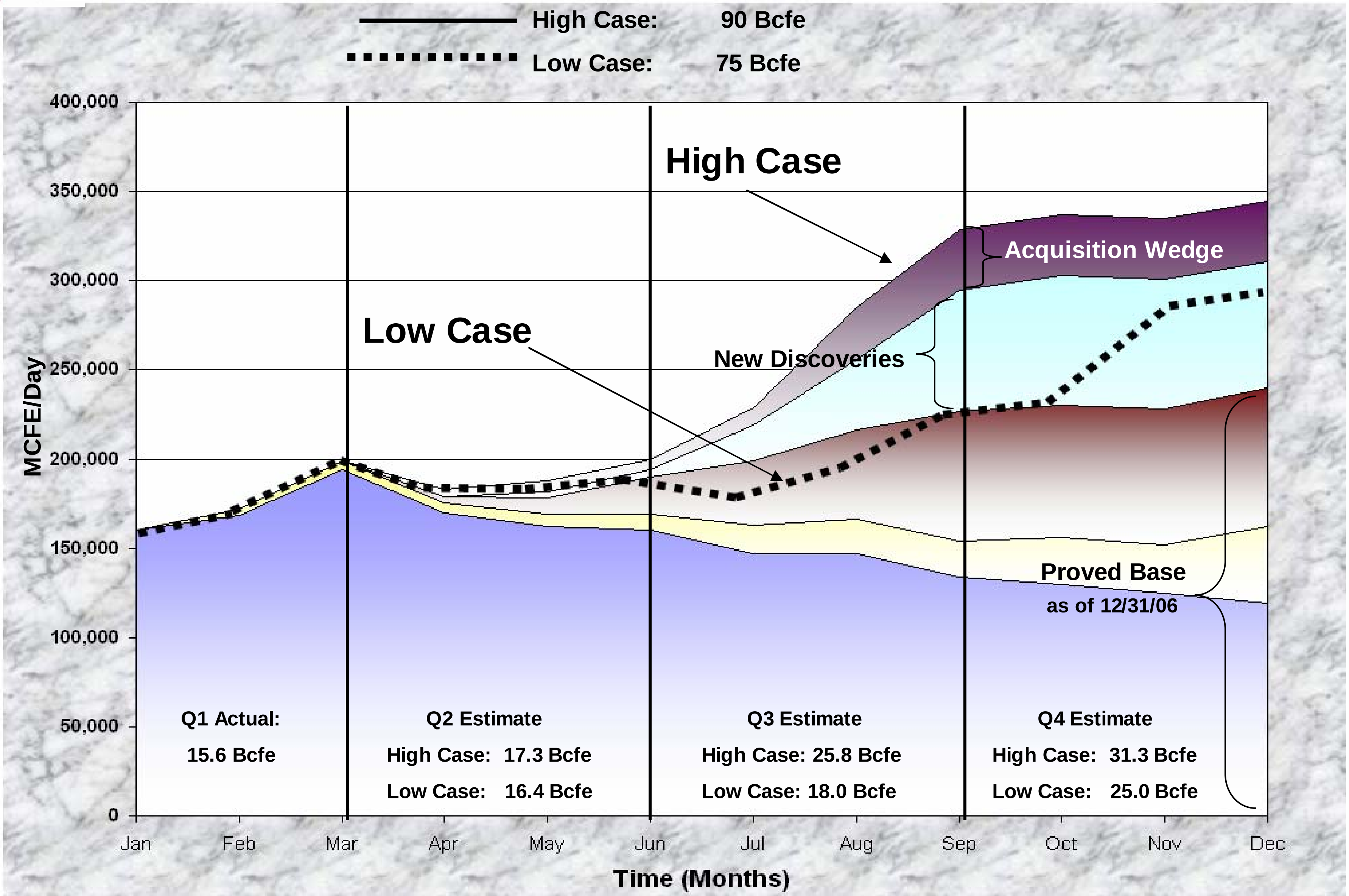
(B) Includes expenditures on seismic data.

Exploration Report Card (since 7/1/06)



- ***14 /16 Exploratory Wells Drilled Were Discoveries (7/06-3/07)***
- ***Est. Discovered Reserves: >115 Bcfe Proved***
- ***Est. Finding & Development Cost of: < $2.50 Mcfe Proved***

Production Update



Helix Hedges - As Of March 31, 2007

Production Period	Instrument Type	Average Monthly Volumes	Weighted Average Price
Crude Oil			
April 2007 - December 2007	Collars	100 MBbl	$50.00 – $67.55
April 2007 – June 2007	Forward Sale	30 MBbl	71.10
January 2008 – June 2008	Collars	60 MBbl	55.00 – 73.58
Natural Gas			
April 2007 – June 2007	Collars	600,000 MMBtu	7.83 – 10.28
July 2007 – December 2007	Collars	1,083,333 MMBtu	7.50 – 10.10
April 2007 - June 2007	Forward Sale	606,666 MMBtu	9.72
January 2008 – June 2008	Collars	900,000 MMBtu	7.25 – 10.73

NON-GAAP MEASURE RECONCILIATIONS

Non-GAAP Measure Reconciliations

Slide 4 (Summary of Results):

Reconciliation From Net Income to EBITDAX (excluding gain on sale of Cal Dive IPO):

	1Q07	1Q06	4Q06
	(in thousands, except percentages)		
Net income applicable to common shareholders	$ 55,820	$ 55,389	$ 65,948
Preferred stock dividends	945	804	945
Income tax provision	28,617	29,091	34,166
Net interest expense and other	12,331	2,457	13,981
Non-cash stock compensation expense	3,267	1,565	2,797
Depreciation and amortization	67,558	33,226	61,809
Exploration expense	1,190	22,105	1,820
Share of equity investments:	-	-	-
Depreciation	1,004	1,008	1,004
Interest expense, net	(57)	(27)	(70)
EBITDAX	$ 170,675	$ 145,618	$ 182,400
Net Revenues	$ 396,055	$ 291,648	$ 395,839
EBITDAX Margin (EBITDAX / Net Revenues)	43%	50%	46%

We calculate EBITDAX as earnings before net interest expense, taxes, depreciation and amortization, exploration expense, non-cash stock compensation expense and our share of depreciation, net interest expense and taxes from our equity investments. Further, we reduce EBITDAX for the minority interest in Cal Dive that we do not own. EBITDAX margin is defined as EBITDAX divided by net revenues. These non-GAAP measures are useful to investors and other internal and external users of our financial statements in evaluating our operating performance because it is widely used by investors in our industry to measure a company's operating performance without regard to items which can vary substantially from company to company and helps investors meaningfully compare our results from period to period. EBITDAX should not be considered in isolation or as a substitute for, but instead is 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 which are excluded.

Non-GAAP Measure Reconciliations cont.

Slide 7 and 10 (Contracting Services):	1Q07	1Q06	4Q06
	(in thousands, except percentages)		
Revenues:			
Deepwater Construction	$ 92,537	$ 61,220	$ 97,980
Shelf Construction	149,226	119,790	136,999
Well Operations	35,379	30,206	41,378
Reservoir/Well Tech	9,801	9,605	9,426
Intercompany elimination Deepwater Construction	(11,761)	(5,254)	(9,305)
Intercompany elimination Shelf Construction	(7,259)	(2,330)	(1,283)
Intercompany elimination Well Operations	(2,835)	(1,901)	(2,508)
Revenues as Reported	$ 265,088	$ 211,336	$ 272,687
Gross Profit:			
Deepwater Construction	$ 29,529	$ 24,459	$ 28,804
Shelf Construction	57,952	50,206	53,643
Well Operations	3,704	4,117	14,530
Reservoir/Well Tech	3,002	2,509	3,075
Corp & Ops Support	(1,741)	(1,647)	(1,708)
Intercompany elimination Deepwater Construction	(2,018)	-	(303)
Intercompany elimination Shelf Construction	(3,395)	-	(716)
Intercompany elimination Well Operations	-	-	-
Gross Profit as Reported	$ 87,033	$ 79,644	$ 97,325
Gross Profit Margin	33%	38%	36%

Non-GAAP Measure Reconciliations cont.

Slide 7:

Contracting Services EBITDA Margins:	**2007 Estimate**	
	Low	**High**
	(in thousands, except percentages)	
Income from operations	$ 273,000	$ 381,000
Plus: Equity in earnings of investment	-	-
Plus: Depreciation and amortization	94,000	94,000
EBITDA	$ 367,000	$ 475,000
Revenues	$ 1,060,000	$ 1,200,000
EBITDA Margin (EBITDA /Revenues)	35%	40%

Non-GAAP Measure Reconciliations cont.

Slide 7:

Contracting Services EBITDA Margins (amounts before intercompany eliminations):

	1Q07 (in thousands, except percentages)
Income from operations	$ 71,213
Plus: Equity in earnings of OTSL	952
Plus: Equity in earnings of production facilities investments and other	5,152
Plus: Depreciation and amortization	20,065
Plus: Stock compensation expense	2,707
Plus: Interest expense	(57)
EBITDA	$ 100,032
Revenues	$ 286,943
EBITDA Margin (EBITDA /Revenues)	35%