

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instructions 1(b).

U.S. SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or  
Section 30(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person

Becher Andrew C.  
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(Last) (First) (Middle)  
  
400 N. Sam Houston Pkwy E. Suite 400  
-----  
(Street)  
  
Houston, TX 77060  
-----  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Cal Dive International - CDIS

3. IRS or Social Security Number of Reporting Person (Voluntary)

4. Statement for Month/Year

November 1999

5. If Amendment, Date of Original (Month/Year)

N/A

6. Relationship of Reporting Person to Issuer

(Check all applicable)

- [ ] 10% Owner
- [ ] Director
- [X] Officer (give title below)
- [X] Other (specify below)

Senior Vice President

TABLE I--NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

1.	2.	3.	4.			5.	6.	7.
Title of Security (Instr. 3)	Transaction Date (Month/Day/Year)	Transaction Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
		Code V	Amount	(A) or (D)	Price			
Cal Dive International Inc. Common Stock	11/30/99	S	2,500	D	37 1/16	0	N/A	N/A

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
(Print or Type Responses)

FORM 4 (continued)

TABLE II--DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED  
(E.G. PUTS, CALLS, WARRANTS, OPTIONS, CONVERTIBLE SECURITIES)

1.	2.	3.	4.	5.	6.	7.	8.	9.	10.	11.
Conversion	Transaction	Number of Derivative Securities Acquired (A)	Date Exercisable and Expiration Date (Month/	Title and Amount of Underlying Securities (Instr. 3)	Price of	Number of Derivative Securities	Ownership Form of Derivative Security:			

Title of Derivative Security (Instr. 3)	sion or Exercise Price of Derivative Security	Trans- action Date (Month/Day/Year)	action Code (Instr. 8)	or Disposed of (Instr. 3, 4 and 5)	Day/Year)	and 4)	Deriv- ative Secur- ity (Instr. 5)	Benefi- cially Owned at End of Month (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)	Nature of Indirect Beneficial Ownership (Instr. 4)
Option	\$4.50	11/30/99	M	- -	2,500	01/16/97 1/16/01	N/A 2,500	- 40,000	D	-

Explanation of Responses:

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/s/ ANDREW C. BECHER

12-8-99

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\*\* Signature of Reporting Person

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Date

\*\* 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 provided is insufficient, see Instruction 6 for procedure.