HELIX
ENERGY SOLUTIONS

Fourth Quarter 2013 Conference Call

February 20, 2014

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 future utilization; any projections of financial items; future operations expenditures; any statements of the plans, strategies and objectives of management for future operations; any statement 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 including but not limited to the performance of contracts by suppliers, customers and partners; actions by governmental and regulatory authorities; operating hazards and delays; 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 the Company's most recently filed Annual Report on Form 10-K and in the Company'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 the Company on Twitter (@Helix_ESG) and LinkedIn (www.linkedin.com/company/helix-energy-solutions-group).

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Presentation Outline

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Executive Summary

Executive Summary

($ in millions, except per share data)	Quarter Ended			Year Ended	
	12/31/2013	**12/31/2012**	**9/30/2013**	**12/31/2013**	**12/31/2012**
Revenues	**$ 227**	**$ 202**	**$ 220**	**$ 877**	**$ 846**
Gross profit:					
Operating	71	49	69	261	227
	31%	*24%*	*32%*	*30%*	*27%*
Contracting services impairments (A)	-	(158)	-	-	(177)
Total	$ 71	$ (109)	$ 69	$ 261	$ 50
Net income (loss) from continuing operations	**$ 37**	**$ (100)**	**$ 45**	**$ 109**	**$ (70)**
Net income (loss) from discontinued operations	$ -	$ (72)	$ -	$ 1	$ 24
Diluted earnings (loss) per share:					
Continuing operations	$ 0.35	$ (0.95)	$ 0.42	$ 1.03	$ (0.67)
Discontinued operations (Oil and Gas)	$ -	$ (0.69)	$ -	$ 0.01	$ 0.23
Adjusted EBITDAX (B)					
Contracting Services	$ 93	$ 73	$ 83	$ 336	$ 321
Corporate / Elimination	(11)	(25)	(13)	(68)	(87)
Adjusted EBITDA from continuing operations	$ 82	$ 48	$ 70	$ 268	$ 234
Adjusted EBITDAX from discontinued operations	-	65	-	32	367
Adjusted EBITDAX	**$ 82**	**$ 113**	**$ 70**	**$ 300**	**$ 601**

(A) 2012 impairment charges include $157.8 million for the *Caesar* and related mobile pipelay equipment (Q4), $14.6 million for the *Intrepid* and $4.6 million for well intervention assets at our former operations in Australia.

(B) See non-GAAP reconciliation on slide 21.

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Executive Summary

- Q4 2013 earnings of $0.35 per diluted share compared to $0.42 per diluted share in Q3 2013
  - Q3 included a $15.6 million gain on the sale of the Express and an $8.6 million loss on the early extinguishment of debt; both items netted to an after-tax impact of $0.04 per diluted share
- Contracting Services and Production Facilities
  - 94% utilization of Well Intervention vessels; strong outlook and backlog expected for 2014 and beyond
  - *Skandi Constructor* (chartered vessel) mobilized to offshore West Africa in Q4; approximately 60 day campaign commenced mid-January 2014
  - Robotics long-term chartered fleet utilization of 88% utilization in Q4; all four trenchers active in the fourth quarter
  - Completed 46 day regulatory dry dock of the *Helix Producer I* and returned to service mid-November 2013
  - Completed 47 day regulatory dry dock of the *Well Enhancer* and returned to service late January 2014
  - *Helix 534* commenced operations in the Gulf of Mexico in mid-February 2014
  - Signed agreement with Petróbras to provide well intervention services offshore Brazil, commencing in 2016

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Executive Summary

Balance sheet

- Cash and cash equivalents totaled $478 million at 12/31/2013
- Liquidity* of $1.1 billion at 12/31/2013
- Net debt of $88 million at 12/31/2013
- See updated debt maturity profile on slide 14

* We define liquidity as the total of cash and cash equivalents ($478 million) plus unused capacity under our revolving credit facility ($584 million).

Operational Highlights

Contracting Services

($ in millions, except percentages)

	Quarter Ended		
	12/31/2013	**12/31/2012**	**9/30/2013**
Revenues [(A)]			
Well Intervention	$ 133	$ 104	$ 114
Robotics	90	90	91
Subsea Construction	2	30	4
Production Facilities	19	20	24
Total Revenue	$ 244	$ 244	$ 233
Gross Profit			
Contracting Services [(B)]	$ 63	$ 47	$ 56
Profit Margin	*28%*	*21%*	*27%*
Production Facilities	$ 10	$ 10	$ 14
Profit Margin	*53%*	*51%*	*59%*
Total Gross Profit	$ 73	$ 57	$ 70
Gross Profit Margin	*30%*	*23%*	*30%*

(A) See non-GAAP reconciliation on slide 24. Amounts are prior to intercompany eliminations.

(B) Before gross profit impact of $157.8 million in asset impairments for the *Caesar* and related mobile pipelay equipment in Q4 2012.

- 94% utilization for the Well Intervention fleet
- *Skandi Constructor* mobilized for operations off the coast of West Africa
- 88% chartered vessel utilization in Robotics
- *Helix Producer I* completed dry dock and returned to service mid-November 2013
- *Well Enhancer* completed dry dock and returned to service January 2014

ROV onboard the *Siem Daya I*

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Contracting Services – Well Intervention

<u>GOM</u>

- *Q4000* fully utilized during Q4
- IRS no. 2 on hire for the entire quarter; working at operational rates beginning late November through the end of the Q4
- *Helix 534* commenced operations in the Gulf of Mexico in mid-February 2014 with full backlog for the remainder of the year; backlog beyond 2014, and extending into 2017

<u>North Sea</u>

- Full utilization of *Seawell* and *Skandi Constructor* during Q4 on a variety of well intervention projects
- *Well Enhancer* fully utilized prior to entering dry dock in mid-December; returned to service late January 2014
- *Skandi Constructor* departed UK mid-December for a well intervention campaign offshore Africa
- All vessels with high backlog in Q1 through Q3 2014, offshore UK, Canada and Africa; limited availability in Q4 2014

The SIL system

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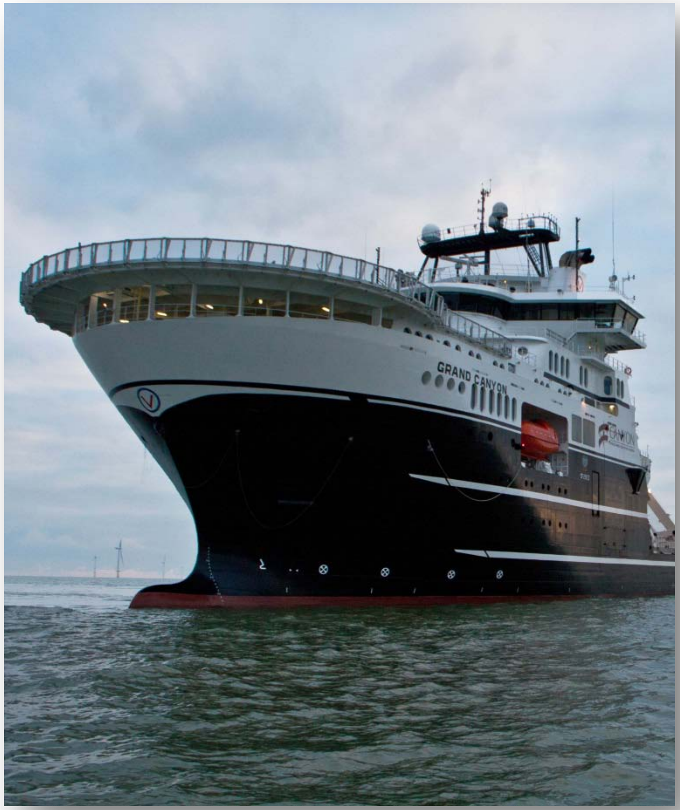
Contracting Services – Robotics

- 88% long-term chartered vessel fleet utilization in Q4
- 69% utilization for ROVs, trenchers and ROVDrill
- *Olympic Canyon* continued operations in India at 100% utilization for the quarter
- *REM Installer* completed accommodations project in the North Sea, then transited to the Gulf of Mexico to commence ROV services campaign
- *Deep Cygnus* utilized *T750* trencher on various trenching projects in the North Sea
- *Grand Canyon* performed ROV and trenching projects in the North Sea utilizing *T1200* and *iTrencher*
- *Olympic Triton* achieved 95% utilization on a ROVDrill campaign offshore West Africa
- Extended existing multi-ROV services contract in Malaysia through January 2015
- Awarded trenching campaign in the Middle East onboard the *Grand Canyon* during Q1 and Q2 2014



The *Grand Canyon*

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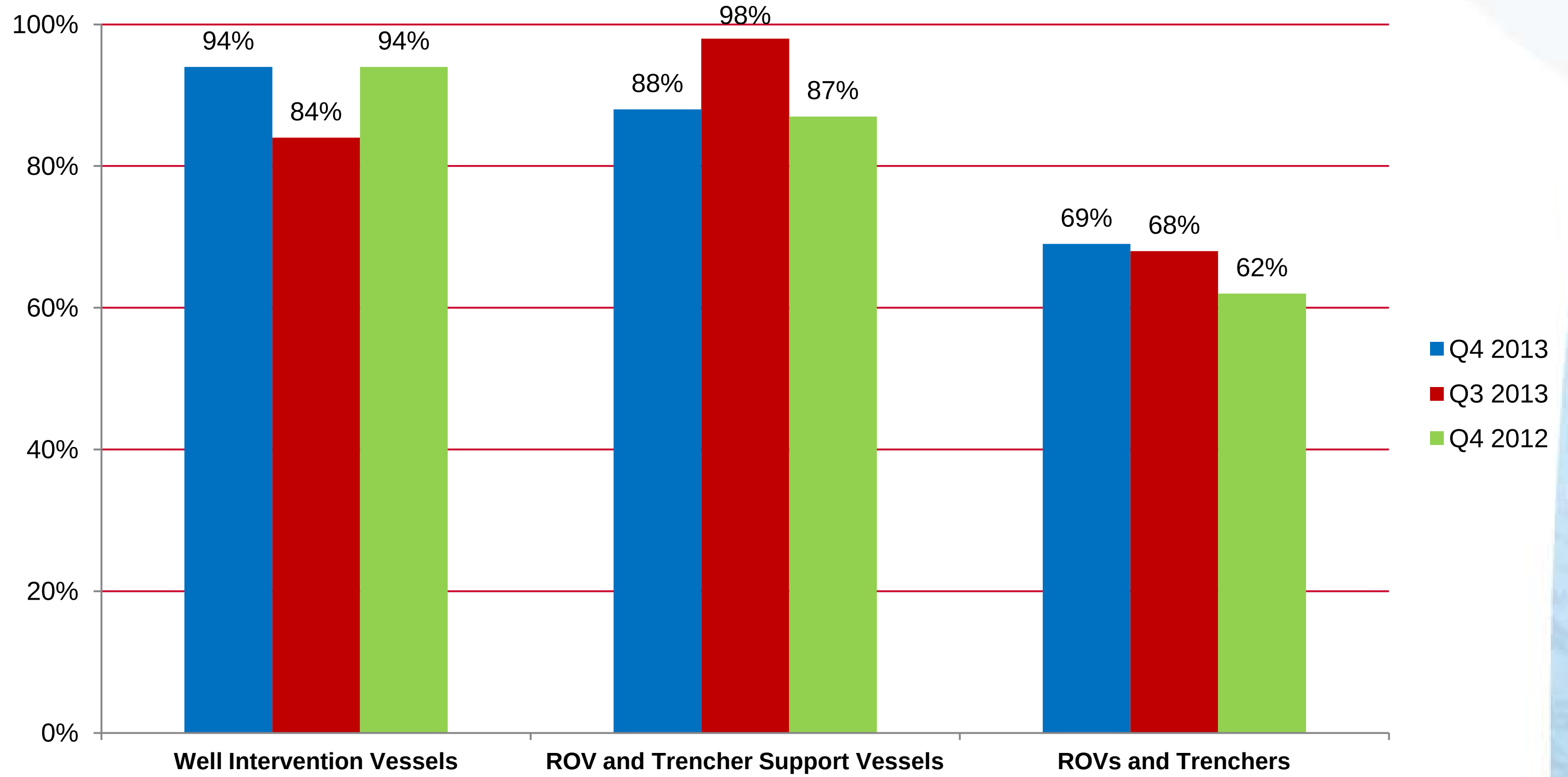
Contracting Services Utilization



Well Intervention Vessels

- *Seawell*
- *Well Enhancer*
- *Q4000*
- *Skandi Constructor* (1)

ROV and Trencher Support Vessels

- *Olympic Canyon* (1)
- *Deep Cygnus* (1)
- *Olympic Triton* (1)
- *Grand Canyon* (1)
- *REM Installer* (1)

ROVs and Trenchers

- 51 ROVs
- 2 ROVDrill Units
- 4 Trenchers

(1) Chartered vessel

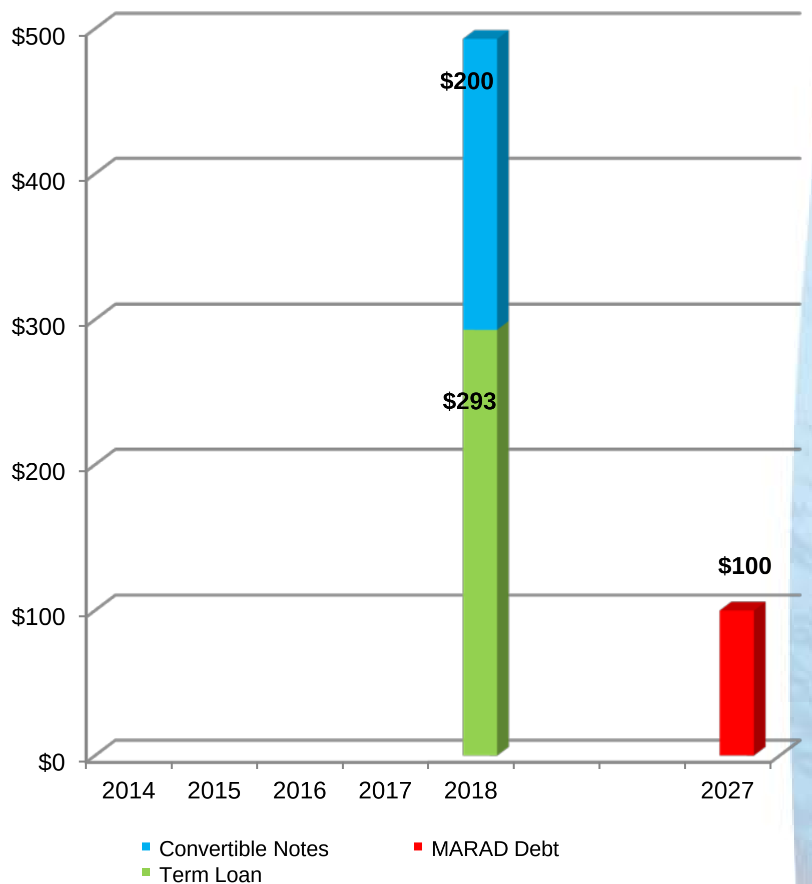
Key Balance Sheet Metrics

Debt Maturity Profile

Total funded debt of $593 million at end of Q4 2013:

- $200 million Convertible Senior Notes – 3.25% (A)
  ($173 million net of unamortized debt discount)
- $293 million Term Loan – LIBOR + 2.75% (B)
  - Annual amortization payments of 5% in years 1 and 2, 10% per annum in years 3 through 5
- $100 million MARAD Debt – 4.93%
  - Semi-annual amortization payments

Debt Instrument Profile at 12/31/2013
($ amounts in millions)



(A) Stated maturity 2032. First put / call date – March 2018.

(B) We have fixed the LIBOR interest rate on 50% of the Term Loan debt at 0.75%, utilizing interest rate swaps, through October 2016.

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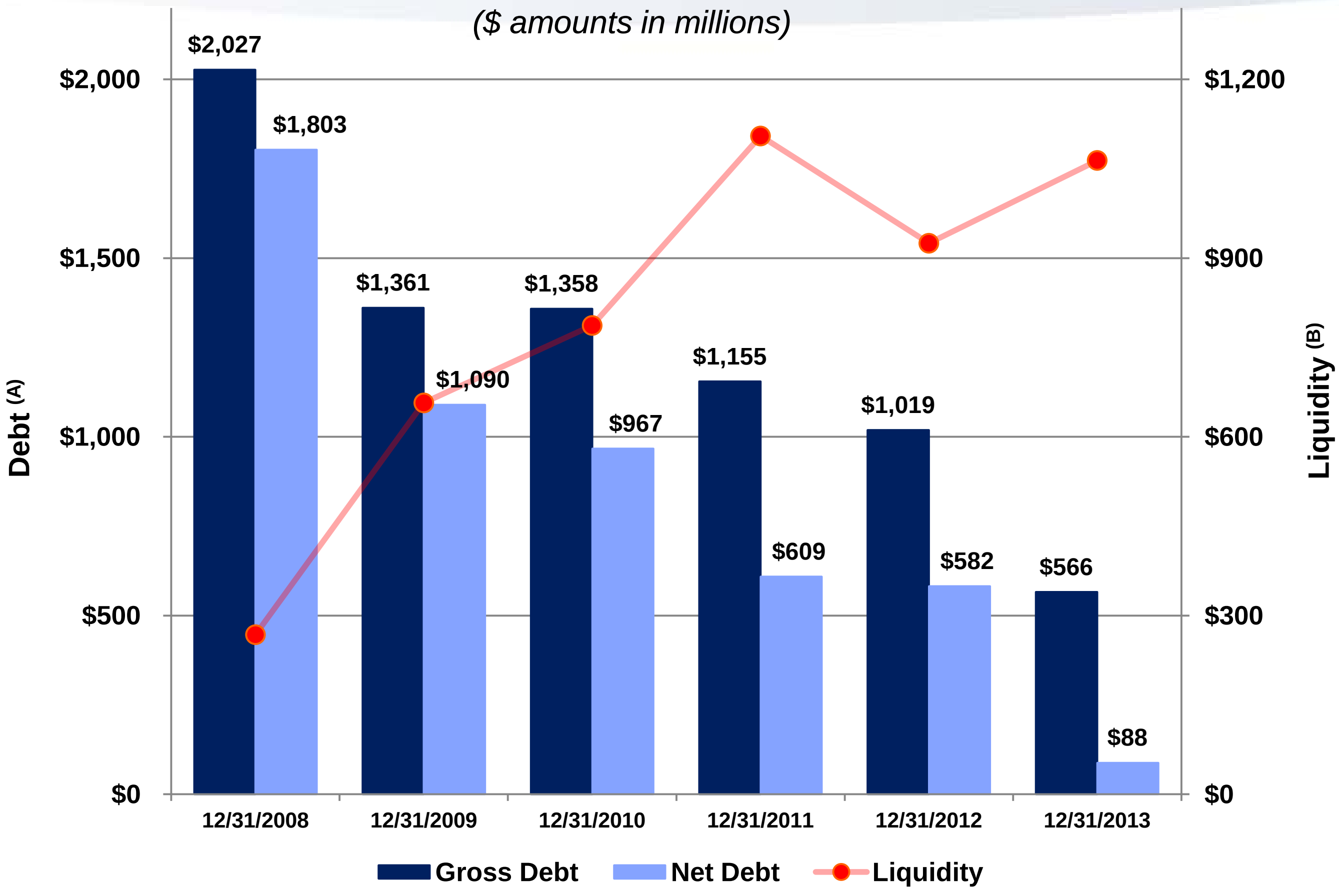
Debt and Liquidity Profile



Liquidity of approximately $1.1 billion at 12/31/2013

(A) Includes impact of unamortized debt discount under our convertible senior notes.

(B) We define liquidity as the total of cash and cash equivalents ($478 million) plus unused capacity under our revolving credit facility ($584 million).

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2014 Outlook

2014 Outlook

($ in millions)

	2014 Outlook		2013 Actual	
Revenues (on-going operations)	$	1,030	$	805
EBITDA		~ 350		300
CAPEX		~ 400		343
Earnings Per Share (A)		*$1.55 – $1.65*		*$1.04*
Revenue Split:				
Well Intervention	$	625	$	452
Robotics		355		333
Production Facilities		95		88
Eliminations		(45)		(68)
On-going Operations	**$**	**1,030**	**$**	**805**
Oil and Gas		-		49
Subsea Construction		-		71
Total Revenues	**$**	**1,030**	**$**	**925**

(A) Earnings per share estimates based on a corporate tax rate ranging from 25% - 30%.

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2014 Outlook

- Contracting Services backlog as of December 31, 2013 was approximately $1.8 billion; total backlog of approximately $2.0 billion including Production Facilities
- Utilization expected to remain strong for the well intervention fleet
    - *Q4000* backlog through 2015; negotiations ongoing to extend commitments into 2017
    - *Q5000* backlog currently a minimum of 270 days annually over first 5 years of operations
    - *Helix 534* has full backlog through 2016 and extending into 2017
    - *Well Enhancer* and *Seawell* have high levels of backlog in 2014 and extending into 2015
    - *Seawell* re-fit dry dock expected to commence in December 2014
    - *Skandi Constructor* nearly full backlog in 2014, with commitments into 2015
        - Vessel operating offshore Africa for Q1 2014, with new business commitments in Canada and West of Shetland Q2/Q3 2014
        - *Skandi Constructor* scheduled for ~30 day dry dock in December

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2014 Outlook

- Robotics business entering 2014 with a healthy, growing backlog (14% increase in backlog from Q3 to Q4 2013)
    - Europe and Middle East trenching markets expected to be strong; similar to 2012
    - Multi-trencher burial campaign onboard the *Grand Canyon I* in the Middle East during Q1 and Q2 2014
    - Mobilizing two new work class ROVs onboard client's vessel to commence 5-year ROV services contract beginning Q1 2014
    - "Walk-to-work" accommodations project in the North Sea utilizing the *REM Installer* commencing March 2014 for approximately six months
    - *Grand Canyon II* vessel expected to enter Robotics long-term chartered fleet late 2014

2014 Outlook – Capex

- Total capital expenditures currently budgeted at approximately $400 million in 2014
  - Growth capital of approximately $320 million, including:
    - Approximately $160 million for the *Q5000* and intervention riser system
    - Approximately $30 million for the *Q7000* and intervention riser system
    - Approximately $50 million for the two monohull intervention vessels going to Brazil in 2016 for Petróbras award
    - ROVs, *T1500* jet trencher
  - Maintenance capital of approximately $55 million, including:
    - Approximately $40 million in dry dock costs, including the *Seawell* life extension expected to begin December 2014
    - Robotics, IRS / SIL maintenance
    - *Helix Producer I* engines
  - Approximately $21 million for the *Helix Producer I* minority interest buyout

Non-GAAP Reconciliations

Non-GAAP Reconciliations

($ in millions)

	Quarter Ended			Year Ended	
	12/31/2013	12/31/2012	9/30/2013	12/31/2013	12/31/2012
Net income (loss) from continuing operations	$ 37	$ (99)	$ 45	$ 112	$ (67)
Adjustments:					
Income tax provision (benefit)	16	(58)	7	32	(59)
Net interest expense and other	3	12	13	45	66
Depreciation and amortization	27	25	22	98	97
Asset impairment charges	-	158	-	-	177
EBITDA	$ 83	$ 38	$ 87	$ 287	$ 214
Adjustments:					
Noncontrolling interest	(1)	(1)	(1)	(4)	(4)
Loss on commodity derivative contracts	-	10	-	-	10
(Gain) / Loss on sale of assets	-	1	(16)	(15)	14
Adjusted EBITDA from continuing operations	$ 82	$ 48	$ 70	$ 268	$ 234
Adjusted EBITDAX from discontinued operations	-	65	-	32	367
Adjusted EBITDAX	**$ 82**	**$ 113**	**$ 70**	**$ 300**	**$ 601**

We calculate Adjusted EBITDA from continuing operations as earnings before net interest expense and other, taxes, depreciation and amortization. Adjusted EBITDAX is Adjusted EBITDA from continuing operations plus the earnings of our former oil and gas business before net interest expense and other, taxes, depreciation and amortization, and exploration expense. These non-GAAP measures are useful to investors and other internal and external users of our financial statements in evaluating our operating performance; they are 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 help investors meaningfully compare our results from period to period. Adjusted EBITDA from continuing operations and Adjusted EBITDAX should not be considered in isolation or as a substitute for, but instead is supplemental to, income from operations, net income and 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 from this measure.

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Non-GAAP Reconciliations

($ in millions)

Reconciliation of Adjusted EBITDAX from discontinued operations:

	Quarter Ended			Year Ended	
	12/31/2013	12/31/2012	9/30/2013	12/31/2013	12/31/2012
Net income (loss) from discontinued operations	$ -	$ (72)	$ -	$ 1	$ 24
Adjustments:					
Income tax provision (benefit)	-	(39)	-	1	13
Net interest expense and other	-	6	-	3	28
Depreciation and amortization	-	32	-	1	158
Asset impairment charges		139		-	139
Exploration expenses	-	1	-	3	3
EBITDAX	$ -	$ 67	$ -	$ 9	$ 365
Adjustments:					
Unrealized loss on commodity derivative contracts	-	(2)	-	-	-
(Gain) loss on sale of assets	-	-	-	23	2
Adjusted EBITDAX from discontinued operations	$ -	$ 65	$ -	$ 32	$ 367

We calculate Adjusted EBITDA from continuing operations as earnings before net interest expense and other, taxes, depreciation and amortization. Adjusted EBITDAX is Adjusted EBITDA from continuing operations plus the earnings of our former oil and gas business before net interest expense and other, taxes, depreciation and amortization, and exploration expense. These non-GAAP measures are useful to investors and other internal and external users of our financial statements in evaluating our operating performance; they are 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 help investors meaningfully compare our results from period to period. Adjusted EBITDA from continuing operations and Adjusted EBITDAX should not be considered in isolation or as a substitute for, but instead is supplemental to, income from operations, net income and 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 from this measure.

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Non-GAAP Reconciliations

($ in millions)

	Quarter Ended		
	12/31/2013	**12/31/2012**	**9/30/2013**
Revenues			
Contracting Services	$ 225	$ 224	$ 209
Production Facilities	19	20	24
Intercompany elim. - Contracting Services	(17)	(31)	(13)
Intercompany elim. - Production Facilities	-	(11)	-
Revenue as Reported	$ 227	$ 202	$ 220
Gross Profit			
Contracting Services	$ 63	$ 47	$ 56
Production Facilities	10	10	14
Corporate - Ops Support	(1)	(1)	(1)
Intercompany elim. - Contracting Services	(1)	(5)	-
Intercompany elim. - Production Facilities	-	-	-
Gross Profit as Reported	$ 71	$ 51	$ 69
Gross Profit Margin	*31%*	*26%*	*32%*

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