## Edgar Filing: HELIX ENERGY SOLUTIONS GROUP INC - Form 4

HELIX ENERGY SOLUTIONS GROUP INC Form 4 November 20, 2006

| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION                                                                                                                                                                                                                                                    |                                         |                                          |          |                                                              |                            |                               | OMB APPROVAL                                         |                                                                                                                    |                                                                            |                                                                   |  |  |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------|------------------------------------------|----------|--------------------------------------------------------------|----------------------------|-------------------------------|------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------|-------------------------------------------------------------------|--|--|
| Washington, D.C. 20549                                                                                                                                                                                                                                                                                     |                                         |                                          |          |                                                              |                            |                               | OMB<br>Number:                                       | 3235-0287                                                                                                          |                                                                            |                                                                   |  |  |
| Check th<br>if no long                                                                                                                                                                                                                                                                                     | gar                                     |                                          |          |                                                              |                            |                               |                                                      |                                                                                                                    | Expires:                                                                   | January 31,<br>2005                                               |  |  |
| subject to       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF         Section 16.       SECURITIES         Form 4 or       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,         obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section |                                         |                                          |          |                                                              |                            |                               | Estimated average<br>burden hours per<br>response 0. |                                                                                                                    |                                                                            |                                                                   |  |  |
| may cont<br>See Instr<br>1(b).                                                                                                                                                                                                                                                                             | unue.                                   |                                          |          | ivestment                                                    | •                          | · ·                           |                                                      |                                                                                                                    |                                                                            |                                                                   |  |  |
| (Print or Type ]                                                                                                                                                                                                                                                                                           | Responses)                              |                                          |          |                                                              |                            |                               |                                                      |                                                                                                                    |                                                                            |                                                                   |  |  |
| KRATZ OWEN E Symbo                                                                                                                                                                                                                                                                                         |                                         |                                          |          | DOI                                                          |                            |                               |                                                      | 5. Relationship of Reporting Person(s) to Issuer                                                                   |                                                                            |                                                                   |  |  |
|                                                                                                                                                                                                                                                                                                            |                                         |                                          |          | HELIX ENERGY SOLUTIONS<br>GROUP INC [HLX]                    |                            |                               |                                                      | (Check all applicable)                                                                                             |                                                                            |                                                                   |  |  |
| 400 N SAM HOUSTON (Moni<br>11/1)                                                                                                                                                                                                                                                                           |                                         |                                          | (Month/I | Date of Earliest Transaction<br>Ionth/Day/Year)<br>./17/2006 |                            |                               |                                                      | X Director 10% Owner<br>X Officer (give title Other (specify<br>below) below)<br>EXECUTIVE CHAIRMAN                |                                                                            |                                                                   |  |  |
| PARKWAY E, SUITE 400<br>(Street) 4 If Ar                                                                                                                                                                                                                                                                   |                                         |                                          |          | nendment, Date Original                                      |                            |                               |                                                      | 6. Individual or Joint/Group Filing(Check                                                                          |                                                                            |                                                                   |  |  |
|                                                                                                                                                                                                                                                                                                            |                                         |                                          |          | Ionth/Day/Year)                                              |                            |                               |                                                      | Applicable Line)                                                                                                   |                                                                            |                                                                   |  |  |
| HOUSTON                                                                                                                                                                                                                                                                                                    | I, TX 77060                             |                                          |          |                                                              |                            |                               |                                                      | _X_ Form filed by Or<br>Form filed by Mo<br>Person                                                                 |                                                                            |                                                                   |  |  |
| (City)                                                                                                                                                                                                                                                                                                     | (State)                                 | (Zip)                                    | Tab      | le I - Non-I                                                 | Derivative S               | Secur                         | ities Acqu                                           | ired, Disposed of,                                                                                                 | or Beneficiall                                                             | y Owned                                                           |  |  |
| 1.Title of<br>Security<br>(Instr. 3)                                                                                                                                                                                                                                                                       | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deem<br>Execution<br>any<br>(Month/D | Date, if | 3.<br>Transactio<br>Code<br>(Instr. 8)                       | mr Dispose<br>(Instr. 3, 4 | ed of (<br>and 5<br>(A)<br>or | D)<br>i)                                             | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |  |
| Common<br>Stock                                                                                                                                                                                                                                                                                            | 11/17/2006                              |                                          |          | Code V<br>P                                                  | Amount<br>70,000           | (D)<br>A                      | Price<br>\$<br>29.752                                | 5,090,979 <u>(1)</u>                                                                                               | D                                                                          |                                                                   |  |  |

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

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 control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 4.<br>Transactio<br>Code<br>(Instr. 8) | 5.<br>or/Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) |                     | ate                | 7. Titl<br>Amou<br>Under<br>Secur<br>(Instr. | unt of<br>rlying                       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secu<br>Bene<br>Owne<br>Follo<br>Repo<br>Trans<br>(Instr |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|----------------------------------------|--------------------------------------------------------------------------------------------------------------------------|---------------------|--------------------|----------------------------------------------|----------------------------------------|-----------------------------------------------------|----------------------------------------------------------------------------|
|                                                     |                                                                       |                                         | Code V                                 | (A) (D)                                                                                                                  | Date<br>Exercisable | Expiration<br>Date | Title                                        | Amount<br>or<br>Number<br>of<br>Shares |                                                     |                                                                            |

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# **Reporting Owners**

| Reporting Owner Name / Address                                                | Relationships |           |                       |       |  |  |  |  |
|-------------------------------------------------------------------------------|---------------|-----------|-----------------------|-------|--|--|--|--|
| 1                                                                             | Director      | 10% Owner | Officer               | Other |  |  |  |  |
| KRATZ OWEN E<br>400 N SAM HOUSTON PARKWAY E<br>SUITE 400<br>HOUSTON, TX 77060 | Х             |           | EXECUTIVE<br>CHAIRMAN |       |  |  |  |  |
| Signatures                                                                    |               |           |                       |       |  |  |  |  |
| /s/ A. Wade Pursell by Power of Attorney                                      | 11/20/20      | 006       |                       |       |  |  |  |  |
| **Signature of Reporting Person                                               | Date          |           |                       |       |  |  |  |  |
| Explanation of Responses:                                                     |               |           |                       |       |  |  |  |  |

#### \* 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).

(1) Mr. Kratz also has indirect holdings of 1,000,000 shares owned by Joss Investments Limited Partnership, the general partner of which is an entity that Mr. Kratz controls.

### **Remarks:**

The filing of this statement shall not be deemed an admission that any reporting person is, for purposes of section 16 of the Se

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.