OCEANEERING®

PRESS RELEASE

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Oceaneering Announces Record Quarterly Earnings

October 30, 2008 – Houston, Texas – Oceaneering International, Inc. (NYSE:OII) today reported record earnings for the third quarter ended September 30, 2008. On revenue of $516 million, Oceaneering generated net income of $55.0 million, or $0.99 per share.

Oceaneering reported revenue of $485 million and net income of $53.9 million, or $0.96 per share, for the third quarter of 2007. For the second quarter of 2008, Oceaneering reported revenue of $500 million and net income of $52.1 million, or $0.93 per share.

Summary of Results
(in thousands, except per share amounts)

	Three months ended			Nine months ended	
	September 30,		June 30,	September 30,	
	2008	2007	2008	2008	2007
Revenue	$515,795	$485,424	$500,120	$1,451,730	$1,261,469
Gross Margin	127,596	117,513	118,290	344,552	303,125
Operating Income	89,697	85,605	81,465	235,932	215,439
Net Income	54,975	53,853	52,123	148,377	134,892
Diluted Earnings Per Share	$0.99	$0.96	$0.93	$2.65	$2.42
Weighted Average Number of Diluted Shares	55,794	55,821	56,069	55,947	55,684

Year-over-year and sequentially, quarterly earnings increased due to growth in ROV operating profits and a reduction in Unallocated Expenses.

T. Jay Collins, President and Chief Executive Officer, stated, “Our record quarterly net income results demonstrate the healthy demand we are experiencing for our subsea services and products. Year-to-date we are on track to achieve a fifth consecutive year of record earnings in 2008.

“Our ROV business achieved record operating income. We attained all-time high days on hire and average operating income per day-on-hire. During the quarter we placed nine new ROVs into service to meet rising market demand. At the end of September we had 223 ROVs in our fleet.

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"Compared to the second quarter of this year, Subsea Products operating income improved on the strength of best-ever throughput by our Multiflex umbilical manufacturing operation. At quarter-end our products backlog was $334 million, compared to $372 million at June 30, 2008.

"Year-over-year and sequentially, Unallocated Expenses declined on lower incentive plan costs, particularly those related to a long-term plan adopted in 2002 that fluctuate with the price of our stock. Other Expense consisted primarily of currency translation losses as the U.S. dollar strengthened relative to the real in Brazil, where we use the U.S. dollar as the functional currency.

"During the quarter we purchased approximately one million shares of our common stock at a cost of about $55 million. This completed the stock repurchase program previously authorized by our Board.

"To enhance our future financial flexibility, we entered into a one-year, unsecured, $85 million term loan agreement to augment our existing $300 million revolving credit facility. As of September 30, 2008, we had $303 million of debt and $122 million available under our credit facilities. With $981 million of equity on our balance sheet, our debt-to-capitalization percentage was 24%.

"We are narrowing our annual 2008 EPS guidance to a range of $3.53 to $3.61, up slightly at the midpoint from last quarter. We expect to report record fourth quarter earnings.

"Heading into 2009, the financial markets are in turmoil, oil prices have plummeted, and economists write about a global recession. Under these conditions, the expected level of deepwater and subsea activity next year is uncertain and dependent upon a number of factors outside our control or influence. It would be presumptuous to claim we know the impact this environment will have on our business, particularly with regard to commodity prices, the level of our customers' capital spending on deepwater exploration and development, and the timing of sanctioned projects. Consequently, at this time, we are not giving our customary detailed annual earnings guidance for the upcoming year.

"To date we have not seen any reduction in the demand for our services and products. And, given the current expressed view of a considerable number of energy analysts that oil prices during 2009 should average above $70 per barrel, we believe the deepwater and subsea completion markets we serve will be least impacted by the current global uncertainty. Under this scenario, we currently believe that we will achieve record earnings in 2009 for the sixth consecutive year, with EPS of $4.00 or more.

"At this earnings level, we should generate at least $340 million of cash flow, defined simply as projected net income plus depreciation expense. At this time, as a cautionary step, we are slowing the rate of our capital spending. We project our 2009 capital expenditures, including potential acquisitions, to total approximately $175 million, which is considerably reduced from recent years. We will build new ROVs to meet firm demand; we will not add further capacity into our Subsea Products segment; and we will be more selective in our acquisition efforts. With our ability to generate significant annual cash flow and our decision to reduce capital expenditures, we expect to generate a substantial amount of cash, which will be available to pay down our debt in 2009.

"We will, of course, revisit our earnings estimate and our plans for 2009 as we gain greater clarity on the oil price outlook and the overall macro environment.

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"Looking beyond 2009, our belief remains unchanged that the oil and gas industry will continue to increase its investment in deepwater to counteract high existing reservoir depletion rates. Deepwater is one of the best frontiers for adding large hydrocarbon reserves with high production flow rates at relatively low finding and development costs. Therefore, we still anticipate that demand for our deepwater services and products will continue to rise and believe our business prospects for the next several years remain promising."

Statements in this press release that express a belief, expectation or intention, as well as those that are not historical fact, are forward looking. The forward-looking statements in this press release include the statements concerning Oceaneering's: 2008 EPS guidance range of $3.53 to $3.61; expectation of record fourth quarter 2008 earnings and a fifth consecutive year of record earnings in 2008; belief in achieving record earnings in 2009 of at least $4.00 per share and the assumptions for that belief, including average oil prices above $70 per barrel and our belief that the deepwater and subsea completion markets we serve will be least impacted by the current global uncertainty; belief that we should generate at least $340 million of cash flow, as defined, in 2009; expectation that capital expenditures will be approximately $175 million in 2009; belief in its ability to generate substantial cash, which will be available to pay down debt in 2009; belief that the oil and gas industry, over the long term, will continue to increase its investment in deepwater to counteract high existing reservoir depletion rates; anticipation that demand beyond 2009 for its deepwater services and products will continue to rise; and belief that its business prospects for the next several years remain promising. These forward-looking statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and are based on current information and expectations of Oceaneering that involve a number of risks, uncertainties, and assumptions. Among the factors that could cause the actual results to differ materially from those indicated in the forward-looking statements are risks and uncertainties related to: industry conditions; prices of crude oil and natural gas; Oceaneering's ability to obtain, and the timing of, new projects; and changes in competitive factors. Should one or more of these risks or uncertainties materialize, or should the assumptions underlying the forward-looking statements prove incorrect, actual outcomes could vary materially from those indicated. These and other risks are more fully described in Oceaneering's latest annual report on Form 10-K and its other subsequent filings with the Securities and Exchange Commission.

Oceaneering is a global oilfield provider of engineered services and products primarily to the offshore oil and gas industry, with a focus on deepwater applications. Through the use of its applied technology expertise, Oceaneering also serves the defense and aerospace industries.

For further information, please contact Jack Jurkoshek, Director Investor Relations, Oceaneering International, Inc., 11911 FM 529, Houston, Texas 77041; Telephone 713-329-4670; Fax 713-329-4653; E-Mail investorrelations@oceaneering.com. A live webcast of the Company's earnings release conference call, scheduled for Friday, October 31, 2008 at 10:00 a.m. Central, can be accessed at www.oceaneering.com/index.asp.

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OII LISTED NYSE

OCEANEERING INTERNATIONAL, INC. AND SUBSIDIARIES

CONDENSED CONSOLIDATED BALANCE SHEETS

	Sept. 30, 2008	Dec. 31, 2007
	(in thousands)	
ASSETS		
Current Assets (including cash and cash equivalents of $25,128 and $27,110)	$ 789,789	$ 670,569
Net Property and Equipment	705,484	638,107
Other Assets	241,438	222,764
TOTAL ASSETS	$ 1,736,711	$ 1,531,440
LIABILITIES AND SHAREHOLDERS' EQUITY		
Current Liabilities	$ 347,763	$ 338,975
Long-term Debt	303,000	200,000
Other Long-term Liabilities	104,639	77,155
Shareholders' Equity	981,309	915,310
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	$ 1,736,711	$ 1,531,440

CONDENSED CONSOLIDATED STATEMENTS OF INCOME

	For the Three Months Ended			For the Nine Months Ended September 30,	
	Sept. 30, 2008	Sept. 30, 2007	June 30, 2008	2008	2007
	(in thousands, except per share amounts)				
Revenue	$ 515,795	$ 485,424	$ 500,120	$ 1,451,730	$ 1,261,469
Cost of Services and Products	388,199	367,911	381,830	1,107,178	958,344
Gross margin	127,596	117,513	118,290	344,552	303,125
Selling, General and Administrative Expense	37,899	31,908	36,825	108,620	87,686
Income from operations	89,697	85,605	81,465	235,932	215,439
Interest Income	304	316	77	512	568
Interest Expense, net	(3,070)	(4,400)	(3,503)	(9,882)	(11,502)
Equity Earnings of Unconsolidated Affiliates	444	1,022	612	1,897	3,263
Other Income (Expense), net	(2,887)	(69)	1,537	(276)	(242)
Income before income taxes	84,488	82,474	80,188	228,183	207,526
Provision for Income Taxes	29,513	28,621	28,065	79,806	72,634
Net Income	$ 54,975	$ 53,853	$ 52,123	$ 148,377	$ 134,892
Diluted Earnings per Share	$0.99	$0.96	$0.93	$2.65	$2.42
Weighted average number of common shares and equivalents	55,794	55,821	56,069	55,947	55,684

The above Condensed Consolidated Balance Sheets and Consolidated Statements of Income should be read in conjunction with the Company's latest Annual Report, Quarterly Report on Form 10-Q and Annual Report on Form 10-K.

SEGMENT INFORMATION

		For the Three Months Ended			For the Nine Months Ended	
		Sept. 30, 2008	Sept. 30, 2007	June 30, 2008	Sept. 30, 2008	Sept. 30, 2007
				($ in thousands)		
Remotely Operated Vehicles	Revenue	$ 161,710	$ 141,887	$ 159,229	$ 465,668	$ 385,436
	Gross margin	$ 58,764	$ 45,712	$ 53,068	$ 160,461	$ 120,759
	Operating income	$ 50,617	$ 39,815	$ 45,338	$ 137,452	$ 103,983
	Operating income %	31%	28%	28%	30%	27%
	Days available	20,057	18,779	19,114	58,403	53,856
	Utilization	84%	88%	84%	83%	86%
Subsea Products	Revenue	$ 176,086	$ 145,186	$ 164,124	$ 478,728	$ 367,368
	Gross margin	$ 40,612	$ 40,172	$ 38,185	$ 111,391	$ 99,717
	Operating income	$ 27,708	$ 29,786	$ 25,432	$ 73,857	$ 71,383
	Operating income %	16%	21%	15%	15%	19%
	Backlog	$ 334,000	$ 344,000	$ 372,000	$ 334,000	$ 344,000
Subsea Projects	Revenue	$ 59,801	$ 82,989	$ 58,790	$ 166,205	$ 184,664
	Gross margin	$ 19,853	$ 31,118	$ 20,906	$ 54,799	$ 72,215
	Operating income	$ 17,771	$ 28,954	$ 18,878	$ 48,782	$ 66,588
	Operating income %	30%	35%	32%	29%	36%
Inspection	Revenue	$ 65,336	$ 58,182	$ 67,969	$ 192,856	$ 161,019
	Gross margin	$ 12,880	$ 10,483	$ 13,776	$ 38,243	$ 28,309
	Operating income	$ 8,170	$ 6,752	$ 9,337	$ 25,044	$ 17,749
	Operating income %	13%	12%	14%	13%	11%
Mobile Offshore Production Systems	Revenue	$ 9,687	$ 13,366	$ 10,165	$ 29,885	$ 38,843
	Gross margin	$ 2,974	$ 3,049	$ 4,766	$ 10,410	$ 12,474
	Operating income	$ 2,553	$ 2,657	$ 4,341	$ 9,148	$ 11,363
	Operating income %	26%	20%	43%	31%	29%
Advanced Technologies	Revenue	$ 43,175	$ 43,814	$ 39,843	$ 118,388	$ 124,139
	Gross margin	$ 5,799	$ 7,425	$ 6,430	$ 17,163	$ 20,545
	Operating income	$ 2,883	$ 4,139	$ 3,335	$ 8,323	$ 13,093
	Operating income %	7%	9%	8%	7%	11%
Unallocated Expenses	Gross margin	$ (13,286)	$ (20,446)	$ (18,841)	$ (47,915)	$ (50,894)
	Operating income	$ (20,005)	$ (26,498)	$ (25,196)	$ (66,674)	$ (68,720)
TOTAL	Revenue	$ 515,795	$ 485,424	$ 500,120	$ 1,451,730	$ 1,261,469
	Gross margin	$ 127,596	$ 117,513	$ 118,290	$ 344,552	$ 303,125
	Operating income	$ 89,697	$ 85,605	$ 81,465	$ 235,932	$ 215,439
	Operating income %	17%	18%	16%	16%	17%
SELECTED CASH FLOW INFORMATION						
	Capital expenditures, including acquisitions	$ 52,393	$ 66,504	$ 58,210	$ 198,427	$ 178,017
	Depreciation and amortization	$ 27,967	$ 24,534	$ 27,541	$ 82,007	$ 68,666