

CGG

A Limited Company with a registered capital of € 70,826,076
Registered Office : Tour Maine-Montparnasse 33 avenue du Maine 75015 Paris, France
No. 969 202 241 - RCS Paris

Correction to the Notice of Shareholders' Meeting published in the *Bulletin des Annonces Légales Obligatoires (BALO)* (Bulletin no 54)

The shareholders of CGG are convened to a Combined General on Friday, May 29, 2015 at 9:30 a.m. at the Auditorium of the Centre Etoile Saint-Honoré, 21-25 rue Balzac, 75008 Paris, France with the following agenda:

AGENDA

I - FALLING UNDER THE AUTHORITY OF AN ORDINARY GENERAL MEETING

- Report of the Board of Directors and Auditors' reports, and approval of the statutory accounts of the company for fiscal year 2014;
- Allocation of earnings;
- Deduction from the share premium account of the amount necessary to bring the carry forward account to zero;
- Approval of the consolidated financial statements for fiscal year 2014;
- Renewal of the term of Mr. Jean-Georges MALCOR as Director;
- Renewal of the term of Mrs. Gilberte LOMBARD as Director;
- Renewal of the term of Mrs. Hilde MYRBERG as Director;
- Renewal of the term of Mr. Robert SEMMENS as Director;
- Ratification of the cooptation of Mr. Jean-Yves GILET;
- Ratification of the cooptation of Ms. Anne GUERIN;
- Replacement of an alternate statutory auditor;
- Allocation of Directors' fees for fiscal year 2015;
- Delegation of powers and authority to the Board of Directors to trade in Company's shares;
- Approval of the financial related-party agreements falling within the scope of section L.225-38 of the French Commercial Code;

- Approval of the related-party agreements in relation with the compensation of the Senior Executive Officers ("*mandataires sociaux*"), falling within the scope of section L.225-38 of the French Commercial Code ;
- Approval of the related-party agreement falling within the scope of section L.225-42-1 of the French Commercial Code, between the Company and Mr. Jean-Georges MALCOR;
- Approval of the related-party agreement falling within the scope of section L.225-42-1 of the French Commercial Code, between the Company and Mr. Stéphane-Paul FRYDMAN;
- Approval of the related-party agreement falling within the scope of section L.225-42-1 of the French Commercial Code, between the Company and Mr. Pascal ROUILLER;
- Advisory vote on the elements of compensation due or granted for the 2014 financial year to Mr. Robert BRUNCK, Chairman of the Board of Directors until June 4, 2014;
- Advisory vote on the elements of compensation due or granted for the 2014 financial year to Mr. Remi DORVAL, Chairman of the Board of Directors since June 4, 2014;
- Advisory vote on the elements of compensation due or granted for the 2014 financial year to Mr. Jean-Georges MALCOR, Chief Executive Officer;
- Advisory vote on the elements of compensation due or granted for the 2014 financial year to Messrs. Stéphane-Paul FRYDMAN and Pascal ROUILLER, Corporate Officers (*Directeurs Généraux Délégués*);

II - FALLING UNDER THE AUTHORITY OF AN EXTRAORDINARY GENERAL MEETING

- Reports of the Board of Directors and Auditors' reports;
- Delegation of authority to the Board of Directors to increase the share capital through the issue of shares, or any other securities giving access to share capital, with preferential subscription rights in favor of holders of existing shares;
- Delegation of authority to the Board of Directors to issue bonds convertible into new shares and/or exchangeable for existing shares (OCEANE) due January 2020, in the event of exchange offers initiated by the Company on its own OCEANE due January 2019 ;
- Delegation of authority to the Board of Directors to increase the share capital through the incorporation of reserves, profits or premiums;
- Delegation of authority to the Board of Directors to increase the capital by issue of shares or securities giving access to the share capital of the company, to members of a Company Savings Plan;
- Authorization given to the Board of Directors to grant stock options to the employees of the Company and its subsidiaries – excluding the Senior Executive Officers ("*mandataires sociaux*") and the other members of the Corporate Committee of the Company;

- Authorization given to the Board of Directors to grant stock options to the Senior Executive Officers (“*mandataires sociaux*”) and the other members of the Corporate Committee of the Company;
- Authorization given to the Board of Directors to grant performance shares to the employees of Company and its subsidiaries – excluding the Senior Executive Officers (“*mandataires sociaux*”) and the other members of the Corporate Committee of the Company;
- Authorization given to the Board of Directors to grant performance shares to the Senior Executive Officers (“*mandataires sociaux*”) and the other members of the Corporate Committee of the Company;
- Authorization and delegation to the Board of Directors in order to reduce the share capital by canceling shares purchased pursuant to the authorization of purchase of its own shares by the Company;
- Amendment of section 14-2 of the Articles of association of the Company;
- Amendment of section 14-6 of the Articles of association of the Company;
- Powers for publicity formalities.

The shareholders are advised that a material error was made in the notice of shareholders’ meeting published in the *Bulletin des Annonces Légales Obligatoires* (BALO) dated May 6, 2015 (Bulletin no 54).

In the twenty-fourth resolution, third paragraph :

Instead of : “It is specified that the maximum total par value amount of 2020 OCEANE that may be issued pursuant to this resolution shall not exceed three hundred and sixty million (360,000,000) Euros, such amount being deducted from the global limit pertaining to debt securities set out in the 23rd resolution”.

Please read : “It is specified that the maximum total par value amount of 2020 OCEANE that may be issued pursuant to this resolution shall not exceed three hundred and sixty million two hundred thousand (360,200,000) Euros, such amount being deducted from the global limit pertaining to debt securities set out in the 23rd resolution”.

The rest of the resolution is unchanged.

The text of the other draft resolutions is unchanged compared to the resolutions published in the *Bulletin des Annonces Légales Obligatoires* (BALO) of May 6, 2015 (Bulletin n° 54).