



## CGG

*Société Anonyme* with a share capital of € 70,756,346  
Registered office: Tour Maine Montparnasse, 33 avenue du Maine, 75015 Paris  
Paris Trade and Company Register No.: 969 202 241 R.C.S. Paris

### Statement on the compensation of the senior executive officers ("*mandataires sociaux*") of the Company

Paris, April 7, 2014

On March 26, 2014, the Board of Directors of CGG resolved upon the components of the compensation of the Chairman of the Board, the Chief Executive Officer and the Corporate Officers. These components are published pursuant to the Corporate Governance Code of listed companies, and were determined as follows by the Board of Directors, further to the proposal of the Appointment-Remuneration Committee:

#### ***Fixed and variable compensation***

##### *Chairman of the Board*

For fiscal 2014, Mr. Robert Brunck will receive a fixed compensation of €275,000 plus €10,440 in benefit in kind (company car). This compensation will apply *on a prorata basis*, date over the period during which Mr. Robert Brunck will remain Chairman of the Board of Directors, i.e. until June 4, 2014. After this date, Mr. Robert Brunck will only receive Directors' fees in consideration of his position as Director.

##### *Chief Executive Officer*

For fiscal year 2013, the variable compensation of Mr. Jean-Georges Malcor amounts to €257,040.

Mr. Malcor already invested an amount equivalent to the amount of his 2013 variable compensation after tax to purchase 12,000 shares of the Company. This investment is deemed to equal.

For fiscal year 2014, the fixed compensation of Mr. Jean-Georges Malcor will amount to €630,000 plus €11,880 in benefit in kind (company car).

His variable compensation for fiscal year 2014 shall be determined by the Board of Directors, further to the proposal of the Appointment-Remuneration Committee, in the first quarter 2015 based on the 2014 financial statements. This variable part is subject to the completion of individual objectives (representing one-third of the variable compensation) and financial objectives (representing two-thirds of the variable compensation). The target bonus is set at 100% of his fixed compensation.

### Corporate Officers

#### Mr. Stéphane-Paul Frydman:

For fiscal year 2013, the variable compensation of Mr. Stéphane-Paul Frydman amounts to €142,896.

For fiscal year 2014, the fixed compensation of Mr. Stéphane-Paul Frydman will amount to €346,080 under his employment agreement as SEVP Finance, plus €4,800 in benefit in kind (company car). His fixed compensation as Corporate Officer is set at € 80,000.

His variable compensation as Corporate Officer, for fiscal year 2014, shall be determined by the Board of Directors, further to the proposal of the Appointment-Remuneration Committee, in the first quarter 2015 based on the 2014 financial statements. This variable part is subject to the completion of individual objectives (representing one third of the variable compensation) and financial objectives (representing two thirds of the variable compensation). The target bonus is set at 75% of his fixed compensation.

#### Mr. Pascal Rouiller:

For fiscal year 2013, the variable compensation of Mr. Pascal Rouiller amounts to €162,448.

For fiscal year 2013, the fixed compensation of Mr. Pascal Rouiller will amount to €346,080 under his employment agreement as SEVP Equipment Division, plus €5,280 in benefit in kind (company car). His fixed compensation as Corporate Officer is set at € 80,000.

His variable compensation as Corporate Officer, for fiscal year 2014, shall be determined by the Board of Directors, further to the proposal of the Appointment-Remuneration Committee, in the first quarter 2015 based on the 2014 financial statements. This variable part is subject to the completion of individual objectives (representing one third of the variable compensation) and financial objectives (representing two thirds of the variable compensation). The target bonus is set at 75% of his fixed compensation.

### ***Stock-options***

#### Plan dated March 24, 2011

The Board of Directors held on March 26, 2014 determined that the performance conditions applicable to the vesting of the 3<sup>rd</sup> batch of this plan were fulfilled. Therefore, the rights over this 3<sup>rd</sup> batch of Messrs. Robert Brunck and Jean-Georges Malcor, only executive officers as of the date of this plan, have vested.

**Contact CGG :** General Secretary  
Tour Maine Montparnasse,  
33 avenue du Maine - 75 015 Paris