



CODE OF BUSINESS CONDUCT

Our Code, our Responsibility

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Message from the CEO



Dear Colleagues,

Within our industry, CGG has an unmatched global reputation for technical and service excellence, addressing our clients' challenges and surpassing their expectations. This reputation has been forged over many years and has at its heart a commitment to act with integrity and professionalism across everything we do.

In introducing the CGG Code of Business Conduct, I give my unequivocal personal support to its content, and wish to stress the importance of leading by example. The way we do business and the ways in which each one of us acts towards colleagues, clients, suppliers, business partners, contractors, board members, shareholders and the communities within which we work are critical to our success.

Our Code of Business Conduct cannot address every situation you may face, but it should complement your experience and use of good judgment to serve as a practical guide in helping you make the right ethical choices. By adhering to its guidance we do more than fulfil our legal obligations, we also create a working environment that we can be mutually proud of, built on respect and responsibility.

I encourage you to take this opportunity to read our Code of Business Conduct and to discuss any questions you may have with your management, your HR representative, your in-house legal counsel, your country manager, VP Group Compliance Officer, and/or our Ethics Committee. The guidelines set out in this Business Code of Conduct are to be followed at all levels of our organization and it is up to each and every one of us together to protect and grow the reputation that CGG's long history has established.

With best wishes,


Sophie Zurquiyah

CEO



Introduction

Our Code, our Responsibility

What is the Code of Business Conduct?

The Code of Business Conduct is the common global reference for each employee at every level and describes the Company's business principles and commitments when dealing with all stakeholders such as our colleagues, clients, suppliers, business partners, contractors, board members, shareholders and the communities where we work.

The Code of Business Conduct is built on our core values.

The Code of Business Conduct represents a global commitment to do the right thing.

Who must follow the Code of Business Conduct?

The Code of Business Conduct applies to all employees, including managers and officers, and members of the Board of directors [executive and non-executive].

All contractors working for the Company must also comply with our Code of Business Conduct.

The Code of Business Conduct should also be shared with our clients and other stakeholders as they have a direct impact on our reputation. They must adhere to the same or similar principles and commitments for us to select and work with them.



What is your role?

It is everyone's responsibility to:

- Read, understand and act in a manner consistent with the Code of Business Conduct,
- Raise questions that you have about the Code of Business Conduct and its implementation,
- Speak up by reporting any concern that you might have,
- Stop any activity or behavior that conflicts with our Code of Business Conduct when possible,
- Seek advice when unsure about the proper course of action,
- Use your best judgment,
- Do not put the Company and/or yourself in an unlawful or unethical position,
- Do not act in a manner that could damage the Company or your professional reputation,
- Do not make a decision that you would feel uncomfortable explaining to anyone, and
- Avoid even the appearance of improper conduct.

Managers have specific responsibilities to:

- Lead by example in all aspects of the Code of Business Conduct,
- Create a working environment aligned with the Code of Business Conduct,
- Identify and proactively mitigate the risks associated within their area of responsibility,
- Make sure the people they supervise have read and understand the Code of Business Conduct,
- Ensure the people they supervise take all training related to the Code of Business Conduct,
- Monitor alignment of the people they supervise with the Code of Business Conduct,
- Support employees who, in good faith, raise questions or concerns,
- Enforce the Code of Business Conduct consistently, and
- Take the appropriate corrective actions to address concerns as needed.



Introduction

Our Code, our Responsibility (cont.)

When should we speak up?

It is everyone's responsibility to speak up and report when they see or hear something that is not aligned with the Code of Business Conduct and related to the Company's activities.

Failure to report puts the Company and yourself at risk. Reporting gives the Company the opportunity to detect and manage violations of the Code of Business Conduct, and react promptly to limit the consequences and the exposure for the Company and individuals, as well as put in place the corrective actions to ensure future compliance.

It may seem easier to keep silent or look the other way, **but don't! Make sure you take responsibility to speak up!**

Where to go for assistance?

There is no limit for questions concerning the Code of Business Conduct and its implementation. Open and direct communication is encouraged, and questions can be raised orally or in writing.

Line Management is usually a good place to start with an issue relating to our Code of Business Conduct, but other resources are available to use as needed, including:

- Your HR Representative,
- Your in-house Legal Counsel,
- Your Country Manager,
- VP Group Compliance Officer,
- The Ethics Committee, by contacting directly any of its members or via its email address: ethicscommittee@cgg.com,
- The Ethics hotline: www.cgg.ethicspoint.com



What is the Ethics Hotline? (web solution)

You may choose to report by posting a message on our Ethics Hotline administered by an independent third party. The hotline supports anonymous reporting. All details are provided on www.cgg.ethicspoint.com.

What are the consequences in the event of a violation of the Code of Business Conduct?

Any breach of the Code of Business Conduct shall result in disciplinary measures up to and including termination of employment in compliance with all applicable laws.

What are the consequences in terms of reporting a concern and/or violation of the Code of Business Conduct?

It takes courage to speak up and report a concern and/or violation of the Code of Business Conduct, and this ethical behavior is valued by the Company.

Retaliation for reporting will not be tolerated. Retaliation in itself would be a violation of the Code of Business Conduct. If you suspect that you, or someone you know, has been retaliated against for raising an issue under the Code of Business Conduct, please immediately contact the Ethics Committee.

Any employee, who in good faith seeks advice, raises a concern or reports a suspected violation of the Code of Business Conduct, is doing the right thing and will be protected from retaliation. Good faith does not mean that you have all the facts. Good faith means that you honestly and reasonably believe i) misconduct and/or violation has occurred or will occur and ii) that your report is accurate.

All claims are taken seriously.



Our Fundamental Principles

Comply with all applicable laws and regulations

The Company's reputation for integrity is built upon its respect for national and international laws and regulations and any other requirements that apply to the conduct of business in the countries in which we operate.

These laws and regulations may be complex. Their content may change on a regular basis. Situations we face can be new and challenging.



In this context, if you have any questions, you can obtain information from personnel within the Company who are knowledgeable, who have the expertise and who are there to assist and provide advice. If you do not know who to contact, you may want to start with any of the persons listed on Page 6.

The Code of Business Conduct establishes principles for business conduct applicable globally, throughout the Company. Where differences exist as the result of local customs, laws or regulations, we must apply either the Code of Business Conduct, or local requirements – whichever sets the highest standard of behavior.

If you believe the Code of Business Conduct sets a higher standard of behavior than a law, please raise this point with the persons listed above on Page 6, to help determine the best course of action. Breach of a law or regulation could result in heavy fines or sanctions for the Company and fines and/or even imprisonment for individuals.

Comply with the “Rules”

The Company has also implemented internal general instructions, guidelines, handbook(s) and policies (“Rules”) which govern our activities. All Group’s employees must have read and must comply at all times with the Rules applicable for their respective day-to-day activities. The Rules are updated on a regular basis and are available on our internal website.



1. Protecting People and Environment

We shall not compromise health, safety, security or environmental sustainability. We contribute individually and collectively to the continued improvement of the health, safety and security of our working environment. We are committed to social responsibility.

Health and safety

The health and safety of all our employees and stakeholders is our absolute priority.

We are committed to preventing work accidents and work-related diseases.

We all have a right to work in a safe environment.

Security

We are committed to implementing the appropriate means to safeguard the security of all personnel, assets and operations.

Security requires the commitment of everyone to maximize the protection of all.

Environment

We are committed to implementing the appropriate environmentally-friendly solutions to minimize negative effects.

We strive to leave a positive impact on the environment.

Human rights

We are committed to respecting and promoting human rights on a global basis. The Company adheres to the United Nations Universal Declaration of Human Rights which proclaims certain fundamental rights and freedoms. These include the right to life, liberty and security, equal rights for men and women, the right to protection under the law and against discrimination, slavery, servitude, torture or inhumane or degrading treatment, and freedom of speech, thought, conscience and religion.

- We are committed to treating people with dignity and respect.
- We will not tolerate child labor, forced labor, or human trafficking.
- We are committed to creating an environment that is free from harassment in all its forms.



1. Protecting People and Environment (cont.)

Fair employment practices and equal opportunities

We are committed to lawful, fair and objective employment processes and provide equal opportunities for all.

We shall not tolerate unlawful discrimination.

We consider diversity as a valuable asset and embrace differences.

We recognize and uphold the freedom of association, the right to form and join a union and the right to collective bargaining where applicable.

Community involvement

We are committed to respecting the communities where we work.

We strive to contribute positively to community development and minimize any potential disruptions. We design community initiatives with a focus on long-term sustainable added value.



2. Protecting Business and Brand

The CGG brand stands for the superior technology, service and products of which we are duly proud. It also stands for the honest and collaborative way in which we work with our clients and other stakeholders. These relationships are critical to the viability of CGG and must be based on quality and performance, not unethical practices. In this light:

Anti-corruption and anti-bribery

CGG rejects corruption in all its forms.

We are committed to complying with all applicable anti-corruption and anti-bribery laws and regulations.

We are committed to never giving or receiving bribes or kickbacks, or participating in any kind of corruption scheme whether directly or indirectly through a third party.

This includes offering, promising, paying, accepting or receiving money or any other advantage for the purpose of improperly obtaining or retaining business or any favorable treatment in the course of business with those in the public or private sector.

We prohibit facilitation payments made to government officials to secure or speed up routine administrative activities, such as issuing visas or releasing goods in customs.

Gifts, entertainment & hospitality

We are committed to ensuring that all gifts, hospitality or entertainment that we give or receive are reasonable, appropriate, conform with good business ethics, do not create any conflict of interests, and are not used to

improperly influence or appear to influence a decision-making process or provide preferential treatment to our business.

Gifts, hospitality and entertainment shall never be offered or received as a bribe.

Offering gift(s), hospitality or entertainment to anyone involved in our business, including clients, government officials and political stakeholders, requires good judgment and transparency.

Under no circumstances may an employee solicit a gift, or any form of entertainment and/or hospitality.

Donations and charitable contributions

We are committed to supporting appropriate donations that are made for a charitable purpose or to support a specific cause. We only sponsor projects whose activities are legally acceptable and aligned with the values of the Company.

We are committed to not making any charitable donation that could be considered a bribe or to improperly influence or appear to influence a decision-making process or provide preferential treatment to our business.



2. Protecting Business and Brand (cont.)

Public and political activities

The Company observes strict political and religious neutrality.

We are committed to respecting the right of employees to express themselves and voice their opinions and their right to participate in public and political activities as citizens. However, employees shall state that they do not represent the Company in their public or political activities, shall not commit the Company's resources in support of political candidates or parties and shall refrain from taking part in any decision by a public agency or other government body regarding the Company.

Anti-competition & anti-trust

We are committed to competing fairly in the market place in compliance with all applicable laws governing competition and anti-trust.

We are committed to not engaging in any illegal form of agreement, or understanding with competitors such as price-fixing, market-sharing, bid-rigging, allocation of customers and/or territories.

We are committed to not exchanging sensitive commercial information with competitors in violation of competition laws, including when participating in trade associations.

We only use business information regarding competition obtained legitimately.

Anti-facilitation of tax evasion

We are committed to not facilitating tax evasion. Tax evasion is an illegal practice whereby measures are undertaken to fraudulently make a non-payment or underpayment of tax.

Fraud

We are committed to preventing fraud within the Company or by the Company and to combating any behavior that is intended to deceive or mislead others aimed at resulting in financial or personal gain.

Money laundering

We shall never condone, facilitate or support money laundering.

Money laundering is the process of concealing illicit funds or making them appear to be legitimate, so that the criminal origin or nature of the funds or assets is hidden in legitimate business activities. This commitment also covers "reverse money laundering" whereby legitimate funds may be used knowingly or unknowingly to support crime or finance terrorist activities.

Trade compliance & export controls

We are committed to complying with all applicable export and import trade laws, regulations and economic sanctions in all the countries in which we operate.



2. Protecting Business and Brand (cont.)

Conflict of Interests

We are committed to avoiding situations that may give rise to any actual, potential or perceived conflict of interests, including when an employee (or a close relative) has a financial, business or personal interest or activity that interferes or appears to interfere with the Company's interest[s].

When a situation does arise that is, or may be perceived as a conflict of interests, we are committed to managing it appropriately in order to eliminate the conflict.

Social media

We are committed to using external and internal social media networks conscientiously and in a responsible and ethical manner.

We are committed to avoiding the communication of messages that are considered as confidential or proprietary, or viewed as insulting, offensive or demeaning to others or the Company.

We are committed to preserving the image and reputation of the Company in line with the Code of Business Conduct.



3. Protecting Assets and Information

CGG has many valuable assets, including tangible items such as computers and vehicles and intangible items such as software code and proprietary processes. While these are rather obvious, there are other less visible assets, which must also be safeguarded, such as the security of our computer systems, the privacy of our confidential information, and the integrity of our financial books and records. This is vital to CGG. In this light:

Confidentiality of information

We are committed to protecting the confidentiality of the information that we have access to as part of our professional duties and responsibilities. We shall refrain from disclosure without obtaining all necessary prior approvals and only use such information for permitted purposes.

This applies to the information that we receive from colleagues, clients, suppliers, business partners, contractors, board members, shareholders and the communities where we work. It also applies to the information we generate and that belongs to the Company.

Confidential Information means any information of any nature [commercial, industrial, legal, financial, etc.] in oral, written, digital, physical, or any other media form such as, without limitation, trade secrets, software code [in any format], specifications, programs, test results, technical know-how, financial data, business or marketing plans, customer lists, and acquisition plans.

We must refrain from disclosing any confidential information belonging to a former employer. The same applies when an employee leaves the Company.

Protection of the company's assets

We are committed to giving all our personnel access to the use of CGG's assets [facilities, computers, etc.] so that they can carry out their work. Such assets shall only be used for legitimate and authorized business purposes. We expect all personnel to take appropriate and reasonable measures to prevent any deterioration, loss or destruction.

Protection of intellectual property

We are committed to protecting CGG's trade secrets, copyrights, trademarks and patents and any other proprietary information. This is something unique and/or valuable to the Company.

We are committed to not violating/infringing a third party's intellectual property rights.

We are committed to protecting the intellectual property rights that we are authorized to use as we do with our own intellectual property rights.

Use of information technology

We are committed to using IT resources and electronic communication in a secure, responsible and ethical manner.



3. Protecting Assets and Information (cont.)

Information security

We are committed to fostering a culture of cyber security to protect the confidentiality, integrity and availability of CGG's information and so reduce the risks of potential threats to our activity.

Privacy & personal data

We are committed to respecting the right to privacy and confidentiality of the personal data of our employees and other stakeholders.

We only collect, process, store and manage personal data in a professional, lawful and ethical way.

We only share personal data for a legitimate purpose pursuant to a lawful basis and in compliance with all applicable data protection laws.

We are committed to not disclosing the personal data of our employees and other stakeholders to any person or entity for marketing and commercial purposes and to not selling, renting or licensing personal data to others.

Insider dealing

We are committed to supporting fair and open securities markets, including the fair marketing of publicly traded securities.

We are committed to complying in all circumstances with all national and international laws controlling insider dealing which prohibit anyone with inside information from trading financial

instruments or disclosing or tipping off that information to someone else.

Inside information is information that is not available to the public and which an investor would consider as significant in deciding whether to buy, hold or sell a company's financial instruments such as shares and option rights.

Inside information may relate to sales, the order book, the financial or budgetary outlook, investments, acquisitions or disinvestments, technological developments (e.g. patent applications being prepared), possible restructuring or reorganization, the introduction or withdrawal of products or services, and significant changes in the Company's shareholder structure or management team, etc.

Books and records

We are committed to ensuring that all our books and records are accurate and complete and our filings are correct and timely performed. All transactions shall be accurately recorded to represent the true state of our business.

All communication shall be truthful and reflect the actual nature of the subject in a clear and concise manner.



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