

CGG

A French limited company (*société anonyme*) with a registered capital of €7,117,912
Registered office: 27 avenue Carnot, 91300 Massy
969 202 241 R.C.S. Evry

CONVENING NOTICE OF COMBINED GENERAL MEETING

The shareholders of CGG are invited to attend the Combined General Meeting (ordinary and extraordinary) that will be held on Thursday, May 5, 2022 at 10:30 a.m. (CET), at the Centre d'Affaires Paris Trocadéro, 112 avenue Kléber, 75116 Paris, in order to deliberate on the following agenda and draft resolutions:

ORDINARY BUSINESS

1. Approval of the statutory accounts for financial year ended December 31, 2021;
2. Allocation of earnings for financial year ended December 31, 2021;
3. Deduction from the Share Premium account of the amount necessary to bring the Carry Forward account to zero;
4. Approval of the consolidated financial statements for financial year ended December 31, 2021;
5. Renewal of the term of Ms. Sophie ZURQUIYAH as Director;
6. Approval of the related-party agreements falling within the scope of article L.225-38 of the French Commercial Code;
7. Approval of the information relating to the remuneration of the Corporate Officers ("*mandataires sociaux*") as mentioned under part I of article L.22-10-9 of the French Commercial Code for financial year 2021;
8. Approval of the remuneration components due or granted for financial year ended December 31, 2021, to Mr. Philippe SALLE, Chairman of the Board of Directors;
9. Approval of the remuneration components due or granted for financial year ended December 31, 2021, to Ms. Sophie ZURQUIYAH, Chief Executive Officer;
10. Approval of the remuneration policy of Directors for financial year 2022;
11. Approval of the remuneration policy of the Chairman of the Board of Directors for financial year 2022;
12. Approval of the remuneration policy of the Chief Executive Officer for financial year 2022;
13. Delegation of powers and authority to the Board of Directors to trade in the Company's shares;

EXTRAORDINARY BUSINESS

14. Authorization given to the Board of Directors to grant performance shares to certain employees and/or senior executive officers of the Company and / or of companies related to it;
15. Authorization to be given to the Board of Directors to grant Company's subscription or purchase options to certain employees and/or senior executive officers of the Company and/or of companies related to it;
16. Delegation to the Board of Directors to increase the share capital by issue of shares or securities granting access to the share capital of the Company to members of a Company Savings Plan;
17. Overall ceiling for the authorizations of issue;

ORDINARY AND EXTRAORDINARY BUSINESS

18. Powers for formalities.

The notice of Combined General Meeting including the text of the draft resolutions was published in the *Bulletin des Annonces Légales Obligatoires* dated March 28, 2022 (bulletin no. 37).

A. Preliminary formalities to attend the Combined General Meeting

Any shareholder, regardless of the number of shares he/she owns, may attend the Combined General Meeting.

Pursuant to the provisions of section R.22-10-28 of the French Commercial Code, in order to take part in this Combined General Meeting, either in person or by voting remotely or giving a proxy, shareholders must provide evidence of their shareholding through the registration of their shares in their name on the second business day prior to the date of the Combined General Meeting at 12:00 a.m. (CET) (i.e. Tuesday, May 3, 2022 at 12:00 a.m. CET).

B. Procedure for taking part in the Combined General Meeting

1. Shareholders wishing to attend the meeting in person can:

- If the shares are held under the **registered form**:

- On the day of the Combined General Meeting, go directly to the admission desk specifically provided for this purpose, with an identity document, or
- Apply for an admission card, either:
 - through BNP Paribas Services Securities Services by mailing the request to the following address: BNP Paribas Securities Services – CTO Assemblées Générales – Grands Moulins de Pantin, 9 rue du Débarcadère – 93761 Pantin Cedex, or
 - on the secure online platform VOTACCESS, accessible via the Planetshares site at the following address: <https://planetshares.bnpparibas.com>.

Holders of shares in **pure** registered form should log on to the Planetshares site with their usual access codes.

Holders of shares in **administered** registered form should log on to the Planetshares site by using their account number located on the top right of the voting form. Shareholders that do not have their ID or password may contact the number 0 826 109 119 (or +33 1 55 77 40 57 for calls from outside France) (toll-free from a landline).

After logging in, registered shareholders should follow the on-screen instructions to access the VOTACCESS site and request an admission card.

- If the shares are held under the **bearer form**:

- apply for an admission card directly with the authorized intermediary in charge of their share account, or
- If the authorized intermediary in charge of their share account is connected to the VOTACCESS site, shareholders may also request an admission card electronically via the following process:

After logging on to the internal portal of the authorized intermediary with their usual identification information, shareholders should click on the icon that appears on the line corresponding to their CGG shares and follow the on-screen instructions to access the VOTACCESS site and request an admission card.

2. Shareholders who do not attend the Combined General Meeting in person but wish to cast a postal vote or give a proxy to the Chairman of the Combined General Meeting or appoint a proxy of their choice may:

- If the shares are held under the **registered form**, either:

- Send back the voting form/proxy voting form attached to the convening notice to the following address: BNP Paribas Securities Services – CTO Assemblées Générales – Grands Moulins de Pantin, 9 rue du Débarcadère, 93761 Pantin Cedex.

In accordance with section R. 225-77 of the French Commercial Code, the voting forms, appointments or cancellations of proxies sent by post must be received at the latest three calendar days before the date of the Combined General Meeting, i.e. on Monday, May 2, 2022.

- Send their voting instructions and appoint or cancel a proxy online before the Combined General Meeting on the VOTACCESS platform, under the conditions set out hereafter:

Holders of shares in pure registered form or administered registered form who wish to vote online should log on to the VOTACCESS secure platform via the Planetshares site at the following address: <https://planetshares.bnpparibas.com>.

Holders of pure registered shares should log on to the Planetshares site with their usual access codes.

Holders of administered registered shares should log on to the Planetshares site with their account number and access code located on the top right of the voting form. Shareholders that do not have their ID or password may contact the number 0 826 109 119 (or +33 1 55 77 40 57 for calls from outside France) (toll-free from a landline).

After logging on, shareholders should follow the on-screen instructions to reach VOTACCESS where they will be able to communicate their voting instructions or appoint or cancel a proxy.

- If the shares are held under the **bearer form**:

- Apply for the postal voting form/proxy voting form directly to the authorized intermediary in charge of their share account, as from the date of the convening notice of the Combined General Meeting. Such a form shall be accompanied by a statement of holdings delivered by the authorized intermediary and shall be sent to the following address: BNP Paribas Securities Services - CTO Assemblées Générales – Grands Moulins de Pantin, 9 rue du Débarcadère, 93761 Pantin Cedex.

Pursuant to the provisions of section R.225-77 of the French Commercial Code, the voting form, in order to be taken into account, must be received at the Company's registered office or by BNP Paribas Securities Services, no later than three days prior to the date of the Combined General Meeting, i.e. Monday, May 2, 2022 at the latest.

- Holders of bearer shares whose authorized intermediary is connected to VOTACCESS should log on to their authorized intermediary's website with their usual identification information. They should then click on the icon that appears on the line corresponding to their CGG shares and follow the on-screen instructions to access the VOTACCESS website and vote or appoint or cancel a proxy.
- Pursuant to the provisions of sections R.225-79 and R.22-10-24 of the French Commercial Code, holders of bearer shares whose authorized intermediary is not connected to VOTACCESS should notify the appointment or cancellation of a proxy electronically to their authorized intermediary via the following process:

- Shareholders may send an email to paris.bp2s.france.cts.mandats@bnpparibas.com.

This email must include the following information: the name of the company (CGG), the date of the Combined General Meeting (May 5, 2022), the shareholder's last name, first name, address and banking details, as well as the proxy's last name, first name and (if possible), address.

- Holders of bearer shares must ask the authorized intermediary managing their securities account to send a written confirmation to BNP Paribas Securities Services – CTO Assemblées Générales – Grands Moulins de Pantin, 9 rue du Débarcadère, 93761 Pantin Cedex.

Only notifications of appointment or cancellation of proxies can be sent to the above email address and any other unrelated requests or notifications will not be considered or processed.

In order to be taken into account, only notifications of appointment or cancellation of proxies given electronically should be received at the latest on the day before the Combined General Meeting, i.e. Wednesday, May 4, 2022 at 3:00 p.m. (CET).

Pursuant to the provisions of section R.225-80 of the French Commercial Code, the VOTACCESS secure voting platform will be open as of Friday, April 15, 2022 at 10 a.m. (CET) and until the day before the Combined General Meeting, i.e. Wednesday, May 4, 2022 at 3 p.m. (CET).

However, shareholders are advised not to wait until this deadline to vote.

C. Written questions

In accordance with section R. 225-84 of the French Commercial Code, any shareholder may submit written questions to the Board of Directors, which will be answered during the meeting.

Such questions must be sent to the following address: CGG, 27 avenue Carnot, 91300 Massy by registered letter with acknowledgment of receipt, or by email to ag2022@cgg.com, together with a statement of holdings evidencing the registration of the shares no later than the fourth business day preceding the Combined General Meeting, i.e. Friday, April 29, 2022.

D. Communication rights of shareholders

The documents and information set forth by section R.22-10-23 of the French Commercial Code are accessible on the Company's website at the following address: <https://www.cgg.com/investors/shareholder-services/general-meetings>, as from the twenty-first day preceding the Combined General Meeting, i.e. Thursday, April 14, 2022.

The Board of Directors