

CGG

**Tour Maine Montparnasse
33, avenue du Maine
75015 Paris
France
(33) 1 64 47 45 00**

**FINANCIAL REPORT
Third quarter 2018 Results
November 7, 2018**

TABLE OF CONTENTS

FORWARD-LOOKING STATEMENTS	3
FINANCIAL STATEMENTS	4
Unaudited Interim Consolidated Statements of Operations for the three months ended September 30, 2018 and 2017.....	4
Unaudited Interim Consolidated Statements of Operations for the nine months ended September 30, 2018 and 2017.....	5
Unaudited Interim Consolidated Statements of Comprehensive Income (loss) for the nine months ended September 30, 2018 and 2017.....	6
Unaudited Interim Consolidated Statements of Financial Position as of September 30, 2018 and December 31, 2017.....	7
Unaudited Interim Consolidated Statements of Cash Flows for the nine months ended September 30, 2018 and 2017.....	8
Unaudited Interim Consolidated Statements of Changes in Equity for the nine months ended September 30, 2018 and 2017.....	9
Notes to Unaudited Interim Consolidated Financial Statements	10
OPERATING AND FINANCIAL REVIEW	31
CONTROLS AND PROCEDURES	39

FORWARD-LOOKING STATEMENTS

This document includes “forward-looking statements”. We have based these forward-looking statements on our current views and assumptions about future events.

These forward-looking statements involve certain risks and uncertainties. Factors that could cause actual results to differ materially from those contemplated by the forward-looking statements include, among others, the following factors:

- potential adverse effects on our liquidity or results of operations;
- the impact of the current uncertain economic environment and the volatility of oil and natural gas prices;
- the social, political and economic risks and other risks of our global operations;
- our ability to integrate successfully the businesses or assets we acquire;
- any write-downs of goodwill on our balance sheet;
- our ability to sell our seismic data library;
- exposure to foreign exchange rate risk and risks related to equities and financial instruments;
- our ability to finance our operations on acceptable terms;
- the weight of intra-group production on our results of operations;
- the timely development and acceptance of our new products and services;
- difficulties and costs in protecting intellectual property rights and exposure to infringement claims by others;
- our ability to attract and retain qualified employees;
- exposure to counter-party risk;
- ongoing operational risks and our ability to have adequate insurance against such risks;
- our liquidity and outlook;
- the level of capital expenditures by the oil and gas industry and changes in demand for seismic products and services;
- our clients’ ability to unilaterally delay or terminate certain contracts in our backlog;
- the effects of competition;
- difficulties in adapting our fleet to changes in the seismic market;
- our high level of fixed costs regardless of the level of business activity;
- the seasonal nature of our revenues;
- the costs of compliance with, or liabilities under, laws and governmental regulations, including for environmental, health and safety and taxation;
- the risks related to our information technology, including cyber security risks and risks of hardware and software failures;
- our indebtedness and the restrictive covenants in our debt agreements;
- our ability to access the debt and equity markets during the periods covered by the forward-looking statements, which will depend on general market conditions and on our credit ratings for our debt obligations;
- disruptions in our supply chain and third-party suppliers;
- exposure to interest rate risk;
- the finalization, if necessary, of our accounting policy for application of IFRS 15, which may further change our recognition of certain revenues from contracts with customers;
- the post safeguard and Chapter 11 impact on relations with clients, suppliers, and banks; and
- our success at managing the foregoing risks.

We undertake no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. In light of these risks, uncertainties and assumptions, the forward-looking events discussed in this document might not occur.

Certain of these risks are described in our annual report on Form 20-F for the year ended December 31, 2017 that we filed with the SEC on March 29, 2018. Our annual report on Form 20-F is available on our website at www.cgg.com or on the website maintained by the SEC at www.sec.gov. You may request a copy of our annual report on Form 20-F, which includes our complete audited financial statements, at no charge, by calling our investor relations department at + 33 1 6447 3811, sending an electronic message to invrelparis@cgg.com or invrelhouston@cgg.com or writing to CGG – Investor Relations Department, Tour Maine Montparnasse – 33, avenue du Maine – 75015 Paris, France.

FINANCIAL STATEMENTS

C G G UNAUDITED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS

Amounts in millions of US\$, except per share data or unless indicated	Three months ended September 30,	
	2018	2017
Operating revenues ⁽¹⁾	439.1	320.1
Other income from ordinary activities.....	0.4	-
Total income from ordinary activities	439.5	320.1
Cost of operations ⁽¹⁾	(344.0)	(302.7)
Gross profit	95.5	17.4
Research and development expenses, net	(6.6)	(5.6)
Marketing and selling expenses.....	(12.5)	(13.9)
General and administrative expenses	(20.0)	(19.2)
Other revenues (expenses), net	(11.3)	(39.1)
Operating income	45.1	(60.4)
Expenses related to financial debt	(30.9)	(69.2)
Income provided by cash and cash equivalents	0.6	0.5
Cost of financial debt, net	(30.3)	(68.7)
Other financial income (loss)	(4.4)	4.3
Income (loss) of consolidated companies before income taxes	10.4	(124.8)
Income taxes ⁽¹⁾	(4.4)	11.6
Net income (loss) from consolidated companies	6.0	(113.2)
Share of income (loss) in companies accounted for under equity method	(7.5)	(11.2)
Net income (loss)	(1.5)	(124.4)
<i>Attributable to :</i>		
<i>Owners of CGG S.A.</i>	\$ (3.2)	(124.7)
<i>Owners of CGG S.A.</i> ⁽⁴⁾	€ 4.6	(105.6)
<i>Non-controlling interests</i>	\$ 1.7	0.3
Weighted average number of shares outstanding ⁽²⁾	706,403,381	46,038,296
Dilutive potential shares from stock-options ⁽³⁾	-	-
Dilutive potential shares from performance share plans ⁽³⁾	-	-
Dilutive potential shares from convertible bonds	-	-
Dilutive potential shares from warrants	4,003,218	-
Dilutive weighted average number of shares outstanding adjusted when dilutive ⁽²⁾	710,406,599	46,038,296
Net income (loss) per share ⁽²⁾		
Basic	\$ 0.00	(2.71)
Basic ⁽⁴⁾	€ 0.01	(2.29)
Diluted	\$ 0.00	(2.71)
Diluted ⁽⁴⁾	€ 0.01	(2.29)

(1) Refer to notes 1 and 3 for information regarding the impact of “IFRS 15 – revenues from contracts with customers”.

(2) As a result of the February 21, 2018 CGG S.A. capital increase via an offering of preferential subscription rights to existing shareholders, the calculation of basic and diluted earnings per share for 2017 has been adjusted retrospectively. The number of ordinary shares outstanding has been adjusted to reflect the proportionate change in the number of shares.

(3) As our 2017 net result was a loss, stock options and performance shares plans had an anti-dilutive effect; as a consequence, potential shares linked to those instruments were not taken into account in the diluted weighted average number of shares or in the calculation of diluted loss per share.

(4) Corresponding to the nine months amount in euros less the half-year amount in euros.

See the notes to the Interim Consolidated Financial Statements

C G G
UNAUDITED INTERIM CONSOLIDATED STATEMENTS OF OPERATIONS

Amounts in millions of US\$, except per share data or unless indicated	Nine months ended September 30,	
	2018	2017
Operating revenues ⁽¹⁾	999.0	919.3
Other income from ordinary activities.....	1.1	0.7
Total income from ordinary activities	1,000.1	920.0
Cost of operations ⁽¹⁾	(829.8)	(896.6)
Gross profit	170.3	23.4
Research and development expenses, net	(21.6)	(21.4)
Marketing and selling expenses.....	(38.9)	(41.0)
General and administrative expenses	(63.6)	(59.2)
Other revenues (expenses), net	(41.9)	(157.3)
Operating income	4.3	(255.5)
Expenses related to financial debt	(98.7)	(166.3)
Income provided by cash and cash equivalents	1.9	2.1
Cost of financial debt, net	(96.8)	(164.2)
Other financial income (loss) ⁽²⁾	823.6	3.2
Income (loss) of consolidated companies before income taxes	731.1	(416.5)
Income taxes ⁽¹⁾	(31.8)	(11.5)
Net income (loss) from consolidated companies	699.3	(428.0)
Share of income (loss) in companies accounted for under equity method	(5.1)	(11.2)
Net income (loss)	694.2	(439.2)
<i>Attributable to :</i>		
<i>Owners of CGG S.A.</i>	\$ 689.4	(438.0)
<i>Owners of CGG S.A.</i> ⁽³⁾	€ 575.9	(396.1)
<i>Non-controlling interests</i>	\$ 4.8	(1.2)
Weighted average number of shares outstanding ⁽⁴⁾	565,906,800	46,038,296
Dilutive potential shares from stock-options ⁽⁵⁾	–	–
Dilutive potential shares from performance share plans ⁽⁵⁾	–	–
Dilutive potential shares from convertible bonds	–	–
Dilutive potential shares from warrants	6,898,627	–
Dilutive weighted average number of shares outstanding adjusted when dilutive ⁽⁴⁾	572,805,427	46,038,296
Net income (loss) per share ⁽⁴⁾		
Basic	\$ 1.22	(9.51)
Basic ⁽³⁾	€ 1.02	(8.60)
Diluted	\$ 1.20	(9.51)
Diluted ⁽³⁾	€ 1.01	(8.60)

(1) Refer to notes 1 and 3 for information regarding the impact of “IFRS 15 – revenues from contracts with customers”.

(2) Refer to note 2 for information regarding the impact of our financial restructuring.

(3) Converted at the average exchange rates of US\$1.1972 and US\$1.1058 per €1.00 for the periods ended September 30, 2018 and 2017, respectively.

(4) As a result of the February 21, 2018 CGG S.A. capital increase via an offering of preferential subscription rights to existing shareholders, the calculation of basic and diluted earnings per share for 2017 has been adjusted retrospectively. The number of ordinary shares outstanding has been adjusted to reflect the proportionate change in the number of shares.

(5) As our 2017 net result was a loss, stock options and performance shares plans had an anti-dilutive effect; as a consequence, potential shares linked to those instruments were not taken into account in the diluted weighted average number of shares or in the calculation of diluted loss per share.

See the notes to the Interim Consolidated Financial Statements

CGG
UNAUDITED INTERIM CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME (LOSS)

Amounts in millions of US\$	Nine months ended September 30,	
	2018	2017
Net income (loss) from statements of operations.....	694.2	(439.2)
Other comprehensive income (loss) to be reclassified in profit (loss) in subsequent period:		
Net gain (loss) on cash flow hedges	0.7	–
Net gain (loss) on available-for-sale financial assets	–	–
Exchange differences on translation of foreign operations	(9.7)	14.7
Net other comprehensive income (loss) to be reclassified in profit (loss) in subsequent period ⁽¹⁾	(9.0)	14.7
Other comprehensive income (loss) not to be classified in profit (loss) in subsequent period:		
Net gain (loss) on actuarial changes on pension plan	(2.3)	–
Net other comprehensive income (loss) not to be reclassified in profit (loss) in subsequent period ⁽²⁾	(2.3)	–
Total other comprehensive income (loss) for the period, net of taxes ^{(1) + (2)}	(11.3)	14.7
Total comprehensive income (loss) for the period	682.9	(424.5)
<i>Attributable to :</i>		
<i>Owners of CGG S.A.....</i>	<i>680.3</i>	<i>(425.0)</i>
<i>Non-controlling interests</i>	<i>2.6</i>	<i>0.5</i>

C G G
UNAUDITED CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

Amounts in millions of US\$, unless indicated	September 30, 2018	December 31, 2017
ASSETS		
Cash and cash equivalents	412.2	315.4
Trade accounts and notes receivable, net ⁽²⁾	403.4	522.6
Inventories and work-in-progress, net	235.5	239.3
Income tax assets	71.1	61.6
Other current assets, net.....	98.9	117.0
Assets held for sale, net	14.6	14.6
Total current assets	1,235.7	1,270.5
Deferred tax assets ⁽²⁾	18.4	21.9
Investments and other financial assets, net	66.8	62.6
Investments in companies under equity method	187.7	192.7
Property, plant and equipment, net.....	312.8	330.3
Intangible assets, net ⁽²⁾	1,270.9	1,152.2
Goodwill, net	1,230.7	1,234.0
Total non-current assets	3,087.3	2,993.7
TOTAL ASSETS	4,323.0	4,264.2
LIABILITIES AND EQUITY		
Bank overdrafts	0.2	0.2
Current portion of financial debt ⁽¹⁾	35.2	2,902.8
Trade accounts and notes payables.....	131.2	169.9
Accrued payroll costs	120.2	153.6
Income taxes payable	41.2	38.7
Advance billings to customers.....	34.8	25.9
Provisions — current portion	48.2	58.3
Current liabilities associated with funded receivables	–	9.8
Other current liabilities ⁽²⁾	151.7	123.1
Total current liabilities	562.7	3,482.3
Deferred tax liabilities ⁽²⁾	45.8	62.0
Provisions — non-current portion	110.6	121.6
Financial debt ⁽¹⁾	1,145.7	52.3
Other non-current liabilities.....	13.1	17.9
Total non-current liabilities	1,315.2	253.8
Common stock 829,568,135 shares authorized and 709,942,880 shares with a €0.01 nominal value issued and outstanding at September 30, 2018 and 22,133,149 at December 31, 2017.....	8.7	20.3
Additional paid-in capital ⁽¹⁾	3,184.7	1,850.0
Retained earnings ⁽¹⁾⁽²⁾	(686.9)	(1,354.6)
Other Reserves.....	(32.0)	37.6
Treasury shares.....	(20.1)	(20.1)
Cumulative income and expense recognized directly in equity.....	(0.1)	(0.8)
Cumulative translation adjustment	(50.8)	(43.3)
Equity attributable to owners of CGG S.A.	2,403.5	489.1
Non-controlling interests	41.6	39.0
Total equity ⁽¹⁾	2,445.1	528.1
TOTAL LIABILITIES AND EQUITY	4,323.0	4,264.2

Closing rates were US\$1.1575 per €1.00 and US\$1.1993 per €1.00 for September 30, 2018 and December 31, 2017, respectively.

(1) See note 2 for more information regarding the impact of our financial restructuring on February 21, 2018,

(2) See note 1 and note 3 for more information regarding the impact of “IFRS 15 – revenues from contracts with customers”.

See the notes to the Interim Consolidated Financial Statements

C G G
UNAUDITED INTERIM CONSOLIDATED STATEMENTS OF CASH FLOWS

Amounts in millions of US\$	Nine months ended September 30,	
	2018	2017
OPERATING		
Net income (loss) ⁽¹⁾	694.2	(439.2)
Depreciation and amortization	105.3	139.7
Multi-client surveys depreciation and amortization ⁽¹⁾	168.8	212.5
Depreciation and amortization capitalized in multi-client surveys	(17.2)	(19.6)
Variance on provisions	(10.6)	(18.7)
Stock based compensation expenses	1.7	0.4
Net (gain) loss on disposal of fixed and financial assets	0.3	(28.0)
Equity (income) loss of investees	5.1	11.2
Dividends received from investments in companies under equity method	-	2.0
Other non-cash items ⁽²⁾	(852.9)	52.7
Net cash-flow including net cost of financial debt and income tax	94.7	(87.0)
Less net cost of financial debt	96.8	164.2
Less income tax expense ⁽¹⁾	31.8	11.5
Net cash-flow excluding net cost of financial debt and income tax	223.3	88.7
Income tax paid	(16.4)	41.6
Net cash-flow before changes in working capital	206.9	130.3
Change in working capital	(48.1)	(49.4)
- change in trade accounts and notes receivable ⁽¹⁾	32.4	(71.7)
- change in inventories and work-in-progress	3.6	4.2
- change in other current assets	16.6	(28.6)
- change in trade accounts and notes payable	(33.5)	2.8
- change in other current liabilities	(67.2)	43.9
Net cash-flow provided by operating activities	158.8	80.9
INVESTING		
Total capital expenditures (including variation of fixed assets suppliers, excluding multi-client surveys)	(85.2)	(50.2)
Investment in multi-client surveys, net cash	(183.1)	(162.0)
Proceeds from disposals of tangible and intangible assets	3.7	19.5
Total net proceeds from financial assets	-	4.5
Acquisition of investments, net of cash and cash equivalents acquired	-	-
Variation in loans granted	(0.4)	(1.5)
Variation in subsidies for capital expenditures	-	-
Variation in other non-current financial assets	(7.1)	4.5
Net cash-flow used in investing activities	(272.1)	(185.2)
FINANCING		
Repayment of long-term debt	(195.6)	(25.6)
Total issuance of long-term debt	336.5	2.3
Lease repayments	(4.3)	(4.4)
Change in short-term loans	(0.1)	(1.6)
Financial expenses paid	(38.8)	(72.2)
<i>Net proceeds from capital increase:</i>	-	-
— from shareholders	129.1	-
— from non-controlling interests of integrated companies	-	-
<i>Dividends paid and share capital reimbursements:</i>	-	-
— to shareholders	-	-
— to non-controlling interests of integrated companies	-	-
Acquisition/disposal from treasury shares	-	-
Net cash-flow provided by (used in) financing activities	226.8	(101.5)
Effects of exchange rates on cash	(16.7)	7.7
Impact of changes in consolidation scope	-	(7.5)
Net increase (decrease) in cash and cash equivalents	96.8	(205.6)
Cash and cash equivalents at beginning of year	315.4	538.8
Cash and cash equivalents at end of period	412.2	333.2

(1) See note 1 and note 3 for more information regarding the impact of "IFRS 15

(2) Includes the non-cash impact on the statement of operations of our financial restructuring on February 21, 2018. See note 2 for more information.

See the notes to the Interim Consolidated Financial Statements

C G G
UNAUDITED CONSOLIDATED STATEMENTS OF CHANGES IN EQUITY

Amounts in millions of US\$, except share data	Number of Shares issued	Share capital	Additional paid-in capital	Retained earnings	Other reserves	Treasury shares	Income and expense recognized directly in equity	Cumulative translation adjustment	Equity attributable to owners of CGG S.A.	Non- controlling interests	Total equity
Balance at January 1, 2017	22,133,149	20.3	1,850.0	(845.7)	171.1	(20.1)	(0.8)	(54.1)	1,120.7	36.1	1,156.8
Net gain (loss) on actuarial changes on pension plan (1).....									-		-
Net gain (loss) on cash flow hedges (2)...									-		-
Net gain (loss) on available-for-sale financial assets (3).....									-		-
Exchange differences on foreign currency translation (4)								13.0	13.0	1.7	14.7
Other comprehensive income (1)+(2)+(3)+(4)								13.0	13.0	1.7	14.7
Net income (5)				(438.0)					(438.0)	(1.2)	(439.2)
Comprehensive income (1)+(2)+(3)+(4)+(5)				(438.0)				13.0	(425.0)	0.5	(424.5)
Cost of share-based payment.....				0.6					0.6		0.6
Exchange differences on foreign currency translation generated by the parent company					(113.5)				(113.5)		(113.5)
Changes in consolidation scope and other				0.2					0.2	-	0.2
Balance at September 30, 2017	22,133,149	20.3	1,850.0	(1,282.9)	57.6	(20.1)	(0.8)	(41.1)	583.0	36.6	619.6

Amounts in millions of US\$, except share data	Number of Shares issued	Share capital	Additional paid-in capital	Retained earnings	Other reserves	Treasury shares	Income and expense recognized directly in equity	Cumulative translation adjustment	Equity attributable to owners of CGG S.A.	Non- controlling interests	Total equity
Balance at December 31, 2017	22,133,149	20.3	1,850.0	(1,354.6)	37.6	(20.1)	(0.8)	(43.3)	489.1	39.0	528.1
IFRS 15 First Time Application ^(a)				(21.2)					(21.2)		(21.2)
Balance at January 1, 2018	22,133,149	20.3	1,850.0	(1,375.8)	37.6	(20.1)	(0.8)	(43.3)	467.9	39.0	506.9
Net gain (loss) on actuarial changes on pension plan (1).....				(2.3)					(2.3)		(2.3)
Net gain (loss) on cash flow hedges (2)...							0.7		0.7		0.7
Net gain (loss) on available-for-sale financial assets (3).....									-		-
Exchange differences on foreign currency translation (4)								(7.5)	(7.5)	(2.2)	(9.7)
Other comprehensive income (1)+(2)+(3)+(4)				(2.3)	-	-	0.7	(7.5)	(9.1)	(2.2)	(11.3)
Net income (5)				689.4					689.4	4.8	694.2
Comprehensive income (1)+(2)+(3)+(4)+(5)				687.1	-	-	0.7	(7.5)	680.3	2.6	682.9
Share capital reduction		(20.0)	20.0						-		-
Capital increase ^(b)	71,932,731	0.9	126.5						127.4		127.4
Debt equitization ^(b)	484,509,122	5.9	1,187.9						1,193.8		1,193.8
Exercise of warrants ^(b)	131,367,878	1.6	0.3						1.9		1.9
Cost of share-based payment.....				1.6					1.6		1.6
Exchange differences on foreign currency translation generated by the parent company					(69.6)				(69.6)		(69.6)
Changes in consolidation scope and other				0.2					0.2	-	0.2
Balance at September 30, 2018	709,942,880	8.7	3,184.7	(686.9)	(32.0)	(20.1)	(0.1)	(50.8)	2,403.5	41.6	2,445.1

(a) Refer to note 1 and 3 for more information regarding the impact of "IFRS 15 – revenues from contracts with customers".

(b) Refer to note 2 for information regarding the impact of our financial restructuring on February 21, 2018.

NOTES TO THE UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1—SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

CGG S.A. (“the Company”), along with its subsidiaries (together, the “Group”) is a global participant in the geophysical and geological services industry, providing a wide range of data acquisition, processing and interpretation services as well as related imaging and interpretation software to clients in the oil and gas exploration and production business. It is also a global manufacturer of geophysical equipment.

Given that the Company is listed on a European Stock Exchange and pursuant to European regulation n°1606/2002 dated July 19, 2002, the accompanying interim condensed consolidated financial statements have been prepared in accordance with IAS34 as issued by the International Accounting Standards Board (IASB) and adopted by the European Union.

These interim condensed consolidated financial statements have been authorized for issue by the Board of Directors on November 6, 2018.

The interim condensed consolidated financial statements are presented in U.S. dollars and have been prepared on a historical cost basis, except for certain financial assets and liabilities that have been measured at fair value.

The preparation of consolidated financial statements in accordance with IFRS requires management to make estimates, assumptions and judgments that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ materially from those estimates due to changes in economic conditions, changes in laws and regulations, changes in strategy and the inherent imprecision associated with the use of estimates.

1.1 - Critical accounting policies

The interim condensed consolidated financial statements do not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Group’s annual financial statements as of and for the year ended December 31, 2017 included in its report on Form 20-F for the year 2017 filed with the SEC on March 29, 2018 and approved by the Company’s General Meeting of shareholders on April 26, 2018.

The accounting policies adopted in the preparation of the interim condensed consolidated financial statements are consistent with those followed in the preparation of the Group’s annual financial statements for the year ended December 31, 2017, except for the adoption of the following new Standards, Amendments, and Interpretations:

- IFRS 9 — Financial instrument — classification and valuation of financial assets
- IFRS 15 — Revenue from Contracts with Customers
- Amendments to IFRS 15 — Revenue from Contracts with Customers
- Annual Improvements (2014-2016)
- Amendments to IFRS 2— Share-based payment
- IFRIC 22 — Foreign Currency Transactions and Advance Consideration

The impacts of the application of IFRS 15 (Revenue from Contracts with Customers) and IFRS 9 (Financial instrument — classification and valuation of financial assets) are detailed below. The adoption of the other Standards, Amendments, and Interpretations listed above had no impact on the Group’s interim financial statements.

The Group decided not to early adopt those Standards, Amendments and Interpretations that the European Union had adopted but that were not effective as of September 30, 2018, namely:

- IFRS 16 — Leases
- Amendments to IFRS 9 — Prepayment features with negative compensation and modifications of financial liabilities
- IFRIC 23 — Uncertainty over income tax treatments

A preliminary analysis of the impact of the application of IFRS 16 (Leases) is described below.

At the date of issuance of these consolidated financial statements, the following Standards, Amendments, and Interpretations were issued but not yet adopted by the European Union and were thus not effective:

- Amendments to IAS 28 — Long-term interests in associates and joint ventures
- Annual Improvements (2015-2017)
- Amendments to IAS 19 — Employee Benefits
- Amendments to the Conceptual Framework in IFRS Standards
- Amendment to IFRS 3 Business Combinations

We are currently reviewing these Standards, Amendments, and Interpretations to measure their potential impact on our

consolidated financial statements.

IFRS 9 — Financial instruments

IFRS 9, issued on July 24, 2014, replaced IAS 39 - Financial Instruments: Recognition and Measurement on January 1, 2018. The application of IFRS 9 had no material impact on the Group’s consolidated financial statements.

Impairment of financial assets and contract assets

IFRS 9 introduced a new forward-looking “expected loss” impairment model which replaced the existing “incurred loss” impairment model. The Group assessed the actual credit losses experienced over the past several years. Since our customers are generally large national or international oil and gas companies, our credit losses were insignificant over those years. Thus the outcome of the IFRS 9’s “expected loss” impairment model does not differ materially from the IAS 39 impairment model.

IFRS 15 — Revenue from Contracts with Customers

CGG implemented IFRS 15 on January 1, 2018 with a modified retrospective application. The only change compared to Group historical practices is related to multi-clients prefunding revenues. These prefunding revenues are recorded at delivery of the final data while they were historically recorded based on percentage of completion. For internal reporting purposes, CGG continues using historical method with prefunding revenues recorded based on percentage of completion.

CGG, as other seismic players, presents then a dual approach in the Group’s results including:

- (i) one set of figures (the “as reported” figures) with pre-commitment revenue recognized in full only upon delivery of the final data and
- (ii) a second set of figures (the “Segment figures”) produced in accordance with the Group’s historical method, which correspond to the figures used for internal management reporting purposes and provide comparative information during the year 2018.

Opening consolidated statement of financial position

The cumulative effects on our consolidated statement of financial position due to the changes related to the adoption of IFRS 15 are disclosed in the table below:

In millions of US\$	Balance as of December 31, 2017	Balance as of January 1, 2018	Adjustments due to IFRS 15
<u>Assets</u>			
Trade accounts and notes receivables, net.....	522.6	509.2	(13.4)
Deferred tax assets	21.9	23.4	1.5
Intangible assets, net	1,152.2	1,271.2	119.0
<u>Liabilities</u>			
Other current liabilities	123.1	253.7	130.6
Deferred tax liabilities.....	62.0	59.7	(2.3)
<u>Total Equity</u>	528.1	506.9	(21.2)

The adjustments all relate to pre-commitment revenues. During the years ended December 31, 2016 and 2017, US\$144.0 million of revenues were recognized over time on surveys that were not completed as of December 31, 2017. US\$13.4 million of these revenues were unbilled and recorded in the “Trade accounts and notes receivables, net” balance. To adjust for the application of IFRS 15, the US\$130.6 million already invoiced and recognized as revenues should be considered deferred revenues and adjusted in the “other current liabilities” balance accordingly. The corresponding depreciation amounted to US\$119.0 million and impacted the “intangible assets, net” balance. The net negative impact on equity as of January 1, 2018 amounted to US\$(21.2) million.

Nine months ended September 30, 2018 consolidated statement of operations

The impacts of the adoption of IFRS 15 in our consolidated statement of operations are disclosed in the table below:

In millions of US\$	Nine months ended September 30, 2018		
	As reported	Balances without adoption of IFRS 15	Adjustments due to IFRS 15
Operating revenues.....	999.0	965.5	33.5
Costs of operations.....	(829.8)	(785.2)	(44.6)
Operating income	4.3	15.4	(11.1)
Income taxes	(31.8)	(29.1)	(2.7)
Net income (loss).....	694.2	708.0	(13.8)

Consolidated statement of financial position as of September 30, 2018

The impacts of the adoption of IFRS 15 in our consolidated statement of financial position are disclosed in the table below:

In millions of US\$	As of September 30, 2018		
	As reported	Balances without adoption of IFRS 15	Adjustments due to IFRS 15
Assets			
Trade accounts and notes receivables, net.....	403.4	447.6	(44.2)
Deferred tax assets	18.4	18.0	0.4
Intangible assets, net	1,270.9	1,198.3	72.6
Liabilities			
Other current liabilities	151.7	93.2	58.5
Deferred tax liabilities.....	45.8	46.6	(0.8)
Total Equity	2,445.1	2,474.0	(28.9)

Consolidated statement of cash flows as of September 30, 2018

The impacts of the adoption of IFRS 15 in our consolidated statement of cash flow are disclosed in the table below:

In millions of US\$	Nine months ended September 30, 2018		
	As reported	Balances without adoption of IFRS 15	Adjustments due to IFRS 15
Net income (loss)	694.2	708.0	(13.8)
Multi-client surveys depreciation and amortization.....	168.8	124.2	44.6
Less income tax expense	31.8	29.1	2.7
Change in trade accounts and notes receivable	32.4	65.9	(33.5)

Preliminary analysis of the application of IFRS 16 — Leases, applicable as from January 1, 2019 (approved by the European Union in November 2017)

The IFRS 16 standard updates the accounting of leases, mainly for lessees. All leases will have to be accounted for on the statement of financial position by recognizing the present value of the lease payments over the expected lease term as a liability and a corresponding right-of-use asset. Short-term leases and leases of low-value assets could be exempted from this requirement.

CGG, as a lessee, will have to recognize a right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments.

CGG has performed an inventory of the Group's leases as of May 31, 2018. This inventory has highlighted that the remaining commitments related to lease assets consist mainly of vessels (c. 70%) and offices (c. 25%). At this stage, the gross estimate of the impact at Group level on debt and assets at first application of IFRS 16 is estimated to be an increase of between

US\$0.3bn and US\$0.5bn.

CGG expects to use the simplified retrospective restatement method.

1.2 - Use of judgment and estimates

Key judgments and estimates used in the financial statements are summarized in the following table:

Judgments and estimates	Key assumptions
Fair value of assets and liabilities acquired through purchase accounting	Pattern used to determine the fair value of assets and liabilities
Valuation of investments	Financial assets fair value Equity method companies fair value
Amortization and impairment of multi-client surveys	Expected margin rate for each category of surveys
Depreciation and amortization of tangible and intangible assets	Assets useful lives
Recoverable value of goodwill and intangible assets	Expected geophysical market trends and timing of recovery Discount rate (WACC)
Post-employment benefits	Discount rate Participation rate to post employment benefit plans Inflation rate
Provisions for restructuring and onerous contracts	Assessment of future costs related to restructuring plans and onerous contracts
Provisions for risks, claims and litigations	Assessment of risks considering court rulings and attorney's positions
Revenue recognition	Contract completion rates Assessment of fair value of contracts identifiable parts
Development costs	Assessment of future benefits of each project
Deferred tax assets	Hypothesis supporting the achievement of future taxable benefits

1.3 - Accounting policies

Operating revenues

Revenues from contracts with customers are recognized using the five-step model of the IFRS 15 standard. The following provides a description of the main nature of our performances obligations broken down by business line, the timing of their satisfaction, and detail on the transaction prices and their allocations, if applicable.

Acquisition

Marine exclusive contracts

Under our marine exclusive contracts, we acquire seismic data for a specific customer. We recognize these revenues over time as the services are rendered. The measure of revenue recognized is based on the data acquired and delivered to the customer.

Either the total price of the contract, for turnkey and lump sum contracts, or the unitary prices, for day-rate contracts or contracts based on square kilometers are specified in the contract. With respect to contracts for both the acquisition and processing of data, the allocation is based on the stand alone selling price of each service with revenue recognized according to respective percentages of completion.

In most cases, invoicing is carried out on a monthly basis, based on the amount of data acquired and delivered to the customer, as evidenced by a customer acceptance. As the acceptance is often obtained a few days after the balance sheet date, the counterpart of the revenue during the month is recorded as unbilled revenue, i.e. as a contract asset.

When the costs are expected to be recovered, i.e. when the contract margin is positive, the costs related to the transit of the vessel toward the survey area are recognized as an asset to fulfil the contract. They are then expensed over the duration of the survey.

Land exclusive and Multi Physics contracts

Under our land exclusive and multi physics contracts, we acquire seismic data for a specific customer. We recognize these revenues over time as the services are rendered. For Land turnkey contracts, the measure of revenue recognized is based on

direct cash costs. For land day rate and multi physics contracts, the measure of revenue recognized is based on monthly reports of data acquired or services rendered.

Either the total price of the contract, for turnkey and lump sum contracts, or the unitary prices, for day-rate or contracts on square kilometers, are specified in the contract. With respect to contracts for both the acquisition and processing of data, the allocation is based on the stand alone selling price of each service with revenue recognized according to respective percentages of completion.

In most cases, invoicing is carried out on a monthly basis, based on the amount of data acquired and delivered to the customer, evidenced by a customer acceptance. As the acceptance is often obtained after the balance sheet date, the counterpart of the revenue during the month is recorded as unbilled revenue, i.e. as a contract asset.

When the costs are expected to be recovered, i.e. when the contract margin is positive, the costs related to the mobilization of a Land crew are recognized as an asset to fulfill the contract. They are then expensed over the duration of the survey.

GGR

Geoscience (previously known as Subsurface Imaging & Reservoir) contracts

Under our Geoscience contracts, we process seismic data for a specific customer. These contracts may encompass one or several performance obligations. For each performance obligation, we recognize the revenues over time as the services are rendered. The measure of revenue recognized is based on the time spent over the total time expected to satisfy the performance obligation. The balance of revenue recognized that has not yet been invoiced to the clients is recorded as an unbilled revenue, i.e. as a contract asset.

We recognize revenue related to the sale of software upon delivery of the software and of the access code/key as the case may be, to the client. We recognize revenue related to the maintenance of the software over time during the specific contractual period. In case of a contract providing for both the sale and maintenance of software, the price allocation is based on the stand alone selling price of each component and the revenue for the software is recognized upon delivery, while the maintenance revenue is recognized over time. In most cases, only one invoice is issued for such contracts upon license delivery and the amount corresponding to the maintenance is recorded as deferred revenues, i.e. as a contract liability, at invoicing.

We also provide geological consulting services or training for specific customers. We recognize the revenues over time as the services are rendered.

We provide licenses to use geological data to several clients. We recognize the revenue upon delivery of the data to the client.

In addition, we provide licenses to access dynamic geological databases for a specific duration. We recognize the revenue related to such licenses over the duration of the contract. In most cases, only one invoice is issued for such contracts at the beginning of the year and the total amount is recorded as deferred revenues, i.e. as a contract liability, at invoicing.

Multi-clients after sales contracts

Pursuant to our multi-client after sales contracts, we provide non-exclusive licenses to use seismic processed data to several clients. We recognize the revenue upon delivery of the data to the client. In certain cases, significant after sales agreements contain multiple deliverable elements, and the associated revenues are allocated to the various elements based on specific objective evidence of the stand-alone sale price for such elements, regardless of any separate allocations stated within the contract for each element. In these cases, one invoice is issued upon delivery of the data for the total contractual amount.

In certain circumstances, revenue can also be recognized relating to a performance obligation that has already been fulfilled in the past. This happens when one client is already in possession of the license for certain data and either (i) the client is taken-over by a competitor who does not yet have the license for such data (and thus is required to pay a transfer fee) or (ii) the client involves another partner, not already having access to the licensed data, for the exploration of the block (farm-in, uplift). Such revenue is recognized when there is an agreement on the fee and, in the case of transfer fee, when the buyer notifies us that they will not return the data to the Group.

Multi-clients pre commitments contracts

Please refer to note 1.1 – “Critical accounting policies — IFRS 15 — Revenue from Contracts with Customers”.

Equipment

We recognize revenues on equipment sales upon delivery to the customer, i.e. when control is transferred. When such contracts require a partial or total advance payment, such payments are recorded as advance billings to customers, i.e. as a

contract liability.

We recognize the sale of software upon delivery of the software to the client. We recognize the maintenance of the software over time during the specific contractual period. In case of a contract providing for both the sale and maintenance of software, the price allocation is based on the stand alone selling price of the software and the revenue for the software is recognized upon delivery, while the maintenance revenue is recognized over time. In most cases, we issue only one invoice, issued upon license delivery, and the amount corresponding to the maintenance is recorded as deferred revenues, i.e. as a contract liability, at invoicing.

Multi-client surveys (intangible assets)

Multi-client surveys consist of seismic surveys to be licensed to customers on a non-exclusive basis. All costs directly incurred in acquiring, processing and otherwise completing seismic surveys are capitalized into the multi-client surveys (including transit costs when applicable). The carrying amount of our multi-client library is stated on our statement of financial position as the aggregate of those costs less accumulated amortization and impairment. Whenever there is an indication that a survey may be impaired, an impairment test is performed. A systematic impairment test of all surveys is performed at least yearly for the closing of our annual financial statements.

Each survey is amortized in a manner that reflects the pattern of consumption of its economic benefits during both pre-commitment and after-sales periods. An amortization rate of 80% corresponding to the ratio of capitalized costs to total expected sales over the accounting life of the survey is applied to each normative sale, unless specific indications lead to the application of a different rate. If that is the case, the amortization rate is adjusted to reflect the commercial effects of price elements. Given the life cycle of a multi-client project, our surveys are generally fully amortized or impaired within five years after delivery.

Development costs (intangible assets)

Expenditures on research activities undertaken with the prospect of gaining new scientific or technological knowledge and understanding are recognized in the statement of operations as expenses as incurred and are presented as “Research and development expenses — net”. Expenditures on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, are capitalized if:

- the project is clearly defined, and costs are separately identified and reliably measured,
- the product or process is technically and commercially feasible,
- we have sufficient resources to complete development, and
- the intangible asset is likely to generate future economic benefits, either because it is useful to us or through an existing market for the intangible asset itself or for its products.

The expenditures capitalized include the cost of materials, direct labor and an appropriate proportion of overhead costs. Other development expenditures are recognized in the statement of operations as expenses as incurred and are presented as “Research and development expenses — net”.

Capitalized development costs are amortized over five years.

Capitalized development expenditures are stated at cost less accumulated amortization and impairment losses.

Research and development expenses in our statement of operations represent the net cost of development costs that are not capitalized and of research costs, offset by government grants acquired for research and development.

NOTE 2— SIGNIFICANT EVENTS

Financial restructuring process

For more information regarding the steps of our financial restructuring process undertaken in 2017, please refer to note 2 – “Significant events” to the consolidated annual financial statements included in our annual report on Form 20-F for the year ended December 31, 2017.

In the extraordinary general meeting of shareholders held on November 13, 2017, the shareholders decided to reduce the Company’s share capital by a total amount of €17,485,188, by reducing the nominal value of each share from €0.80 to €0.01. The completion of such share capital reduction was acknowledged by the Board of Directors on January 15, 2018, with the Board’s approval of a reduction of the share capital from €17,706,519 to €221,331 by reducing the nominal value of the Company’s shares from €0.80 to €0.01. The amount of €17,485,188, corresponding to the share capital reduction, was allocated in full to the “additional paid in capital” account.

On February 21, 2018, CGG successfully completed a rights issue with preferential subscription rights for an amount of €112,215,060.36 (including the share premium), through the issuance of 71,932,731 shares of the Company (the “New Shares”) each with one warrant attached (the “Warrants #2” and together with the New Shares, the “ABSA”) at a subscription price of €1.56 per ABSA (i.e. €0.01 nominal value and €1.55 share premium).

At the end of the subscription period, on February 2, 2018, the total demand, which amounted to €132.5 million, was €20.3 million higher than the target amount (amounting to a subscription rate of 118.06%). The number of ABSA subscribed on a non-reducible basis (à titre irréductible) was 65,283,036 and represented 90.76 % of the ABSA to be issued. Additionally, 19,639,466 ABSA were subscribed on a reducible basis and such subscription has therefore been only partially satisfied, up to 6,649,695 ABSA.

On February 21, 2018, CGG finalized the implementation of its financial restructuring plan, which meets the Company’s objectives of strengthening its balance sheet and providing financial flexibility to continue investing in the future. This plan comprised (i) the equitization of nearly all of the unsecured senior debt, (ii) the extension of the maturities of the secured senior debt and (iii) the provision of additional liquidity to meet various business scenarios.

As part of the implementation of its financial restructuring plan, the following securities were issued on February 21, 2018:

- US\$663.6 million in principal amount of first lien senior secured notes due 2023, bearing floating rate interest at Libor (floor of 1%) + 6.5% in cash, and 2.05% paid-in-kind (PIK) issued by CGG Holding (U.S.) Inc. in exchange for the balance of the Secured Loans (taking into account an upfront paydown of US\$150 million of the Secured Loans). The first lien senior secured notes due 2023 were refinanced with the New First Lien Notes on April 24, 2018;
- US\$355.1 million and €80.4 million in principal amount of second lien senior secured notes due 2024, bearing floating rate interest at Libor/Euribor (floor of 1%) depending on the currency + 4% in cash, and 8.5% paid-in-kind (PIK) issued by CGG S.A.. This issuance comprised US\$275 million and €80.4 million as new money and US\$80.2 million in exchange for part of the accrued interest claims under the Group’s existing senior notes (the “Senior Notes”) (with the US\$ new money notes and accrued interest notes being fungible);
- 71,932,731 shares of the Company (the “New Shares”) each with one share purchase warrant (the “Warrants #2” and together with the New Shares, the “ABSA”), all of which were subscribed by holders of preferential subscription rights. The final gross proceeds amounted to €112 million;
- 35,311,528 new shares (the “Creditor Shares 1”) resulting from the equitization of the Convertible Bonds;
- 449,197,594 new shares (the “Creditor Shares 2”) resulting from the equitization of the Senior Notes;
- 22,133,149 warrants allocated to the shareholders of CGG (the “Warrants #1”);
- 113,585,276 warrants in favor of the subscribers to the Second Lien Notes (the “Warrants #3”);
- 7,099,079 warrants allocated to the members of the ad hoc committee of holders of Senior Notes (the “Coordination Warrants”);
- 10,648,619 warrants allocated to the members of the ad hoc committee of holders of Senior Notes (the “Backstop Warrants”).

Following the issuance of New Shares, Creditor Shares 1 and Creditor Shares 2, the Company's share capital as of February 21, 2018 amounted to €5,785,750.02, divided into 578,575,002 shares with a nominal value of €0.01 per share.

	Warrants #1	Warrants #2	Warrants #3	Coordination Warrants	Backstop Warrants
Number of warrants issued.....	22,133,149	71,932,731	113,585,276	7,099,079	10,648,619
Exercise ratio.....	3 Warrants #1 for 4 new shares	3 Warrants #2 for 2 new shares	1 Warrant #3 for 1 new share	1 Coordination Warrant for 1 new share	1 Backstop Warrant for 1 new share
Exercise price.....	3.12 euros per new share	4.02 euros per new share	0.01 euro per new share	0.01 euro per new share	0.01 euro per new share
Maximum number of shares to be issued upon exercise of the warrants (subject to adjustments) ...	29,477,536	47,955,154	113,585,276	7,099,079	10,648,619
Expiry date of the warrants	February 21, 2022	February 21, 2023	August 21, 2018	August 21, 2018	August 21, 2018

Please refer to note 7 for more information regarding the exercise of Warrants between February 21, 2018 and September 30, 2018.

Prior to the equitization of the unsecured senior debt, the Senior Notes and the Convertible Bonds were delisted from the Euro MTF market of the Luxembourg Stock Exchange and Euronext Paris, respectively.

CGG's financial restructuring plan was finalized on February 21, 2018.

Following its financial restructuring, and with the settlement and delivery of all securities and instruments contemplated thereby, CGG benefits from a healthier balance sheet with notably:

- net proceeds from the completion of the financial restructuring on February 21, 2018 of US\$308 million (or US\$260 million after payment of financial restructuring fees) converted at the February 21, 2018 exchange rate of US\$1.2312 per €1.00,

	Part denominated in Euros In millions of Euro	Part denominated in US\$ In millions of US\$	Total In millions of US\$
Rights issue with preferential subscription rights net proceeds	103.5	—	127.4
Second lien senior secured notes due 2024 net proceeds..	72.1	247.8	336.5
First lien senior secured notes due 2023 repayment	—	(150.0)	(150.0)
Convertible Bonds interests payment	(4.5)	—	(5.5)
Net proceeds from financial restructuring	171.1	97.8	308.4
Financial restructuring fees payment.....	(20.3)	(22.9)	(48.0)
Net proceeds.....	150.8	74.9	260.4

- In the nine months ended September 2018, the financial restructuring, the settlement and delivery of all securities and instruments contemplated thereby, and the expenses linked to the equitized unsecured senior debt, resulted in a US\$759 million gain in our consolidated statement of operations. In addition, the equity increased by US\$1,323 million through the issuance of new shares (as a result of the equitization of the unsecured debt, the rights issue and the future exercise of Warrants #3, Coordination Warrants and Backstop Warrants), to reach a total equity increase of US\$2,082 million.

The table below details the impacts of the financial restructuring:

	Statements of Operations	Other retained earnings	Total In millions of US\$
Unsecured debt equitization	1,062.1	930.6	1,992.7
Rights issue with preferential subscription rights	—	127.4	127.4
Future exercise of Warrants #3, Coordination Warrants and Backstop Warrants.....	(250.6)	250.6	—
Second lien backstop & commitment fees.....	(37.4)	—	(37.4)
Rollover Fees ⁽¹⁾	—	—	—
Consulting Fees	(12.5)	—	(12.5)
Deferred tax impact.....	—	12.6	12.6
Others.....	(2.9)	1.8	(1.1)
Total	758.7	1,323.0	2,081.7

- (1) Pursuant to the indenture governing the first lien senior secured notes issued on February 21, 2018 in connection with the financial restructuring, a 3% rollover fee (US\$19.9 million) would have applied if the notes were not refinanced within three months following the financial restructuring. However, given the refinancing of such notes on April 24, 2018 as described below no such rollover fee were due.

The conversion into shares of the unsecured debt impacts the equity up to the debt carrying value. Under IFRS (IFRIC 19), the impact on the Statements of Operations (in other financial income) is the difference between the carrying value of the debt converted and the fair value of the shares issued. Considering the share price evolution on February 21 and 22, 2018, the Group concluded that €1.56 per share was a reasonable fair value estimation.

The issuance of Warrants #3, Coordination Warrants and Backstop Warrants negatively impacted the other financial income (loss) line item in the Statement of Operations, according to IFRS 2, without any impact on the equity. Given the strike price of €0.01 and the very short maturity of six months, the Black & Sholes fair value is equivalent to $1.56 - 0.01 = €1.55$ per warrant. An equity impact will be recognized when the warrants are exercised, equal to the cash consideration received (which will be marginal given the €0.01 strike price).

All the fees have been expensed (in other financial income for the second lien backstop and commitment fees and in other revenues and expenses for the consulting fees) without any portion capitalized.

The deferred tax liabilities linked to the equity portion of the convertible bonds have been reversed through equity, without any impact on the Statements of Operations.

First lien senior secured notes due 2023 refinancing

Because the terms of the first lien senior secured notes due 2023 issued on February 21, 2018 by CGG Holding (U.S.) Inc., a wholly-owned indirect subsidiary of CGG S.A., as part of the restructuring plan (the “Refinanced First Lien Notes”) provided a window to refinance them at par until May 21, 2018, we commenced an offering of new first lien senior secured notes in April 2018 to refinance the Refinanced First Lien Notes.

On April 24, 2018, CGG Holding (U.S.) Inc. issued US\$300 million in aggregate principal amount of 9.000% first lien senior secured notes due 2023 and €280 million in aggregate principal amount of 7.875% first lien senior secured notes due 2023 (together, the “New First Lien Notes”).

These New First Lien Notes represented at issuance a total principal amount of US\$645 million (using an exchange rate of \$1.2323 per €1.00) at a weighted average coupon of 8.40%. The refinancing of the Refinanced First Lien Notes during the par window allowed the CGG group to save the 3% rollover fee (representing US\$19.9 million), reduces the Group’s interest cost compared to the Refinanced First Lien Notes (which bore cash interest at a rate equal to three-month LIBOR plus 6.50% per annum and interest paid-in-kind at 2.05% per annum) and provides a shorter non-call period (April 2020 under the New First Lien Notes versus February 2021 under the Refinanced First Lien Notes).

CGG Holding (U.S.) Inc. used the net proceeds from the issuance, together with cash on hand, to redeem the Refinanced First Lien Notes in full on May 9, 2018 in accordance with their terms.

The New First Lien Notes and the second lien senior secured notes due 2024 share the same security package encompassing notably the US Multi- Client Library, the shares of the main Sercel operating entities (Sercel SAS and Sercel Inc.), the shares of significant GGR operating entities, and certain intercompany loans.

Renewing of the governance

On April 26, 2018, CGG's Board of Directors elected Philippe Salle as Chairman of the Board of Directors. Sophie Zurquiyah took up her position of CEO of the Group and was appointed as a director by the general meeting of shareholders on the same day. Since the beginning of the year, CGG's Board of Directors has completed the process of renewing its governance with the cooptation of six new Directors.

The members of the Board of Directors are:

<u>Name</u>	<u>Position</u>
Mr. Philippe Salle ^(a)	Independent director and Chairman of the Board
Mrs. Sophie Zurquiyah ^(a)	Director and Chief Executive Officer
Mr. Mario Ruscev ^(a)	Independent director
Mr. Robert F. Semmens	Director
Mrs. Anne-France Laclide	Independent director
Mrs. Gilberte Lombard	Independent director
Mrs. Colette Lewiner ^(a)	Independent director
Mrs. Helen Lee Bouygues ^(a)	Independent director
Mrs. Heidi Petersen ^(a)	Independent director
Mr. Michael Daly	Independent director
Mr. Patrice Guillaume ^(b)	Director representing the employees

(a) appointed in 2018

(b) Director representing employees pursuant to section L.225-27-1 of the French commercial code

Geowave Voyager

SeaBird Exploration Plc announced on July 11, 2018 that it was in an exclusive process to acquire our seismic vessel Geowave Voyager and certain seismic equipment for cash consideration of US\$17 million. The transfer of ownership of the Vessel and closing of the transaction is expected to be finalized by November 2018. As of September 30, 2018, the classification of the Geowave Voyager as an asset held for sale is unchanged.

Convertible bondholder's appeal

On July 17, 2018, certain holders of CGG's convertible bonds filed a recourse before the French Supreme Court (*Cour de cassation*) against the ruling rendered on May 17, 2018 by the Appeals Court of Paris rejecting a claim by a group of Convertible Bondholders against the ruling of the Commercial Court of Paris sanctioning the safeguard plan on December 1, 2017.

US Delisting

On September 11, 2018 announced that the Board of Directors has unanimously approved the voluntary delisting of its American Depositary Shares ("ADSs") from the New York Stock Exchange ("NYSE") and its voluntary deregistration with the United States Securities and Exchange Commission ("SEC"). CGG believes that the costs associated with continuing the listing and registration of its ADSs exceed the benefits received by CGG, as the primary market for CGG shares is Euronext Paris.

Accordingly, CGG filed a Form 25 with the SEC on September 21, 2018 to effect the delisting with the NYSE and filed a Form 15F with the SEC on October 1, 2018 to terminate its SEC reporting obligations and the registration of its ADSs under the Securities Exchange Act of 1934, as amended.

The termination of the registration of its ADSs will become effective 90 days after the date of filing of the Form 15F with the SEC or such shorter period as the SEC may determine. However, as a result of the filing of a Form 15F, CGG's obligation to file certain reports, including its obligation to file annual reports on Form 20-F and to furnish reports on Form 6-K with the SEC is immediately suspended.

Following delisting of the ADSs from the NYSE, CGG intends to maintain its American Depositary Receipt program at “level one”. This will enable investors to retain their ADSs and facilitate trading on the U.S. over-the-counter market.

NOTE 3—REVENUE

Disaggregation of revenues

The following table disaggregates our operating revenues by major sources for the period ended September 30, 2018:

In millions of US\$	Nine months ended September 30, 2018				Consolidated Total
	Contractual Data Acquisition	Non Operated Resources	GGR	Equipment	
Marine Contractual Data Acquisition.....	92.1	—	—	—	92.1
Land and Multi Physics Acquisition	89.8	—	—	—	89.8
<i>Multi Clients pre-commitments</i>	—	—	108.8	—	108.8
<i>Multi Clients after sales</i>	—	—	185.0	—	185.0
Total Multi Clients	—	—	293.8	—	293.8
Geoscience	—	—	286.8	—	286.8
<i>Equipment, Land equipment</i>	—	—	—	160.6	160.6
<i>Equipment, Marine equipment</i>	—	—	—	82.4	82.4
Total equipment	—	—	—	243.0	243.0
Internal revenues	(6.2)	—	—	(33.8)	(40.0)
Total operating revenues before IFRS 15 impact...	175.7	—	580.6	209.2	965.5
IFRS 15 impact on pre-commitments	—	—	33.5	—	33.5
Total Group operating revenues as reported.....	175.7	—	614.1	209.2	999.0

Contracts balances

The contracts balances, including the impact of IFRS 15 are presented below:

In millions of US\$	Balance as of September 30, 2018	Balance as of January 1, 2018
Receivables	299.1	361.9
Unbilled revenues	104.3	147.3
Total contracts assets	104.3	147.3
Advance billing	(21.5)	(7.4)
Deferred revenues	(104.5)	(180.3)
Contracts liabilities	(126.0)	(187.7)

The level of deferred revenues is a direct consequence of the impact of IFRS 15 as described in note 1.1. Compared to the view excluding IFRS 15 (see below), the pre-commitment revenues not recognized before delivery of the final data increase the deferred revenues balance (and decrease the unbilled revenues to a lesser extent).

Excluding IFRS 15 impact, the contracts balances would have been the following:

In millions of US\$	Balance as of September 30, 2018	Balance as of December 31, 2017
Receivables	299.1	361.9
Unbilled revenues	148.5	160.7
Total contracts assets	148.5	160.7
Advance billing	(21.5)	(7.4)
Deferred revenues	(46.0)	(49.7)
Contracts liabilities	(67.5)	(57.1)

The revenues generated during the period ended September 30, 2018 from contract liabilities balances as of December 31, 2017 amount to US\$124.7 million.

The revenues generated during the period ended September 30, 2018 from performance obligations satisfied (or partially satisfied) prior to January 1, 2018 amount to US\$24.8 million.

Backlog - Transaction price allocated to remaining performance obligations

The aggregate amount of the transaction price allocated to the performance obligations that are unsatisfied or partially unsatisfied (i.e. the contractual backlog) as of September 30, 2018 equaled US\$542.0 million. Out of this amount, the Group expects to recognize US\$250.0 million in 2018, US\$223.9 million in 2019 and US\$68.1 million in 2020 and beyond. These amounts include multi-client pre-commitment revenues recognized at delivery. If the revenues from pre-commitments were recognized over time according to the historical method (excluding IFRS 15 adjustments), the aggregate amount would have been US\$439.3 million, out of which US\$208.6 million would have been expected in 2018, US\$162.6 million would have been expected in 2019 and US\$68.1 million would have been expected in 2020.

Assets recognized from costs to obtain or fulfill a contract

In millions of US\$	Balance as of September 30, 2018	Balance as of December 31, 2017
Assets from costs to obtain a contract.....	—	—
Assets from costs to fulfill a contract.....	0.1	0.9
Total	0.1	0.9

The Group has no cost falling into the definition of a cost to obtain a contract.

The costs to fulfill a contract can be the costs of a seismic vessel transit towards a survey area or the mobilization costs of a land crew, provided these costs are expected to be recovered (i.e. contracts with positive margin).

NOTE 4— FINANCIAL DEBT AND CASH

Gross financial debt as of September 30, 2018 was US\$1,181.1 million compared to US\$2,955.3 million as of December 31, 2017. Refer to note 2 – “Significant events” for information on the impact on financial debt of the financial restructuring completed on February 21, 2018, and of the 1st lien refinancing completed on April 24, 2018.

Our gross debt as of September 30, 2018 breaks down as follows:

In millions of US\$	September 30, 2018			December 31, 2017
	Current	Non-current	Total	Total
Unsecured senior debts.....	—	—	—	1,969.9
Term loans.....	—	—	—	337.4
Credit facilities	—	—	—	470.5
New First lien senior secured notes due 2023	—	624.1	624.1	—
Second lien senior secured notes due 2024 (including PIK) ⁽¹⁾	—	471.6	471.6	—
Bank loans and other loans.....	3.6	3.4	7.0	4.6
Finance lease debt	5.4	46.6	52.0	58.1
Sub-total	9.0	1,145.7	1,154.7	2,840.5
Accrued interest.....	26.2	—	26.2	114.6
Financial debt	35.2	1,145.7	1,180.9	2,955.1
Bank overdrafts	0.2	—	0.2	0.2
Total.....	35.4	1,145.7	1,181.1	2,955.3

⁽¹⁾ PIK : payment-in-kind interest

Our gross debt before accrued interests and bank overdrafts as of September 30, 2018 breaks down by financing sources as follows:

	Issuing date	Maturity	Nominal amount	Net balance	Interest rate
			September 30, 2018	September 30, 2018	
			(In millions of currency)	(In millions of US\$)	
New First lien secured notes due 2023.....	2018	2023	€280.0	324.1	7.875%
New First lien secured notes due 2023.....	2018	2023	US\$300.0	300.0	9.0%
Sub-total New First lien				624.1	
Second lien secured notes due 2024.....	2018	2024	€80.4	93.0	Euribor 3M + 4% in cash, + 8.5% PIK
Second lien secured notes due 2024.....	2018	2024	US\$355.1	355.1	Libor 3M + 4% in cash, + 8.5% PIK
PIK Second lien secured notes due 2024 ⁽¹⁾	—	—	—	23.5	Same as principal amount
Sub-total Second lien.....				471.6	
Other bank loans	—	—	—	0.7	—
Other loans	—	—	—	6.3	—
Sub-total bank loans and other loans				7.0	
Real estate finance lease.....	2010	2022	€75.1	51.9	—
Other finance lease	—	—	—	0.1	—
Sub-total Finance lease debt.....				52.0	
Total financial debt, excluding accrued interests and bank overdrafts.....				1,154.7	

⁽¹⁾ PIK : payment-in-kind interest

Our gross debt before accrued interests and bank overdrafts as of September 30, 2018 breaks down by currency as follows:

In millions of US\$	September 30, 2018
US dollar	680.0
Euro	474.7
Total financial debt, excluding accrued interests and bank overdrafts	1,154.7

As part of the implementation of the Group's financial restructuring plan, CGG Holding (U.S.) Inc. issued on February 21, 2018 first lien senior secured notes and CGG S.A. issued second lien senior secured notes. At the same time, nearly all of the Group's unsecured debt was equitized.

First lien senior secured notes due 2023

On February 21, 2018, CGG Holding (U.S.) Inc. issued US\$663.6 million in principal amount of first lien senior secured notes due 2023, bearing floating rate interest at Libor (floor of 1%) + 6.5% in cash, and 2.05% PIK in exchange for the balance of the Secured Loans taking into account an upfront paydown of US\$150 million.

New First lien notes due 2023

Because the terms of the first lien senior secured notes due 2023 issued on February 21, 2018 by CGG Holding (U.S.) Inc., a wholly-owned indirect subsidiary of CGG S.A., as part of the restructuring plan (the "Refinanced First Lien Notes") provided a window to refinance them at par, we commenced an offering of new first lien senior secured notes in April 2018 to refinance the Refinanced First Lien Notes.

On April 24, 2018, CGG Holding (U.S.) Inc. issued US\$300 million in aggregate principal amount of 9.000% first lien senior secured notes due 2023 and €280 million in aggregate principal amount of 7.875% first lien senior secured notes due 2023 (together, the "New First Lien Notes").

Second lien senior secured notes due 2024

On February 21, 2018, CGG S.A. issued US\$355.1 million and €80.4 million in principal amount of second lien senior secured notes due 2024 (US\$471.6 million as of September 30, 2018, including the paid-in-kind (PIK) from February 21, 2018 to September 30, 2018 and converted at the September 30, 2018 exchange rate of US\$1.1576 per €1.00), bearing floating rate interest at Libor /Euribor (floor of 1%) depending on the currency + 4% in cash, and 8.5% PIK. This issuance comprises US\$275 million and €80.4 million as new money and US\$80.2 million in exchange for part of the accrued interest claims under the Senior Notes (with the US\$ new money notes and accrued interest notes being fungible).

The New First Lien Notes due 2023 and the second lien senior secured notes due 2024 share the same security package encompassing notably the US Multi- Client Library, the shares of the main Sercel operating entities (Sercel SAS and Sercel Inc.), the shares of significant GGR operating entities, and certain intercompany loans.

NOTE 5—ANALYSIS BY OPERATING SEGMENT AND GEOGRAPHIC AREA

Since September 30, 2015, we have organized our activities in four segments for financial reporting: (i) Contractual Data Acquisition, (ii) Geology, Geophysics & Reservoir, (iii) Equipment and (iv) Non-Operated Resources. Financial information by segment is reported in accordance with our internal reporting system and provides internal segment information that is used by the chief operating decision maker to manage and measure performance.

Taking into account the long cyclical trough of the seismic market, which further worsened during the summer of 2015 as a consequence of a renewed bearish forward view on the price of oil, CGG decided, during the third quarter of 2015, to implement new adaptation measures throughout the Group as a new step in its Transformation Plan and to further reduce its marine fleet to five vessels mainly dedicated to multi-client surveys. Going forward, the downsized CGG fleet will be dedicated, on average, two-thirds to multi-client surveys and only one-third to exclusive surveys. The costs of the non-operated resources are reported in the “Non-Operated Resources” segment. Since April 2017, and the implementation of the new ownership set up of our fleet, the non-operated vessels and their related costs (cold-stacking costs notably) have been transferred to Global Seismic Shipping AS (“GSS”).

A summary of our four segments is set out below:

- **Contractual Data Acquisition.** This Operating segment comprises the following business lines:
 - Marine: offshore seismic data acquisition undertaken by us on behalf of a specific client;
 - Land and Multi-Physics: other seismic data acquisition undertaken by us on behalf of a specific client.
- **Geology, Geophysics & Reservoir (“GGR”).** This operating segment comprises the Multi-client business line (development and management of seismic surveys that we undertake and license to a number of clients on a non-exclusive basis) and the Geoscience (previously known as Subsurface Imaging & Reservoir) business lines (processing and imaging of geophysical data, reservoir characterization, geophysical consulting and software services, geological data library and data management solutions). Both business lines regularly combine their offerings, generating overall synergies between their respective activities. The GGR segment includes the costs, industrial capital expenditures and capital employed related to the vessels dedicated to multi-client surveys.
- **Equipment.** This operating segment comprises our manufacturing and sales activities for seismic equipment used for data acquisition, both on land and marine. The Equipment segment carries out its activities through our subsidiary Sercel.
- **Non-Operated Resources.** This segment mainly comprises the costs of the non-operated marine resources. The capital employed includes the non-operated marine assets and the provisions related to the Transformation Plan. In this segment, the recoverable value retained is the fair value less costs of disposal.

As a complement to Operating Income, EBIT and EBITDAs may be used by management as performance indicators for segments.

We define EBIT as Operating Income plus our share of income in companies accounted for under the equity method. It captures the contribution to our results of the significant businesses that are managed through our joint ventures.

We define EBITDAs as earnings before interest, tax, income from equity affiliates, depreciation, amortization net of amortization expense capitalized to multi-client, and share-based compensation cost. Share-based compensation includes both stock options and shares issued under our share allocation plans. EBITDAs is presented as additional information because we understand that it is one measure used by certain investors to determine our operating cash flow and historical ability to meet debt service and capital expenditure requirements.

Inter-company analytical transactions between segments are made at arm’s length prices. They relate primarily to geophysical equipment sales made by the Equipment segment to the Contractual Data Acquisition and GGR segments (with the reference being the spot market). As GGR includes marine capacity dedicated to multi-client surveys, there are no longer any

services rendered by Contractual Data Acquisition to GGR for multi-client surveys. Transactions between subsidiaries of the Group are made at market prices.

These inter-segment revenues and the related earnings are eliminated in consolidation in the tables that follow under the column “Eliminations and other”.

The inter-segment sales and the related earnings recognized by the Equipment segment are eliminated and presented in the tables that follow as follows: (i) Operating Income and EBIT for our Contractual Data Acquisition and GGR segments are presented after elimination of the portion of amortization expenses corresponding to the internal margin included in capital expenditures between our Equipment segment and Contractual Data Acquisition and GGR segments; and (ii) capital expenditures for our Contractual Data Acquisition and GGR segments are presented after elimination of inter-segment margin.

General corporate expenses, which include Group management, financing, and legal activities, have been included in the column “Eliminations and other” in the tables that follow. The Group does not disclose financial expenses or financial revenues by segment because they are managed at the Group level.

Identifiable assets are those used in the operations of each segment. Unallocated and corporate assets consist of “investments and other financial assets” and “cash and cash equivalents” of our consolidated statement of financial position. The Group does not track its assets based on country of origin.

Capital employed is defined as “total assets” excluding “cash and cash equivalents” less (i) “current liabilities” excluding “bank overdrafts” and “current portion of financial debt” and (ii) “non-current liabilities” excluding “financial debt”.

The following tables also present operating revenues, Operating Income, EBITDAs, and EBIT by segment, and operating revenues by geographic area (by location of customers).

Segment figures are before IFRS 15, Transformation Plan and Financial Restructuring.

Analysis by segment

Three months ended September 30, 2018

In millions of US\$, except for assets and capital employed in billions of US\$	Contractual Data Acquisition	Non Operated Resources	GGR	Equipment	Eliminations and other	Segment figures	IFRS 15 adjustments	Transformation Plan / Financial restructuring	Consolidated Total / As reported
Revenues from unaffiliated customers	51.4	–	192.2	89.3	–	332.9	106.2	–	439.1
Inter-segment revenues	2.3	–	–	5.1	(7.4)	–	–	–	–
Operating revenues.....	53.7	–	192.2	94.4	(7.4)	332.9	106.2	–	439.1
Depreciation and amortization (excluding multi-client surveys)	(6.1)	–	(20.0)	(7.4)	(0.1)	(33.6)	–	–	(33.6)
Depreciation and amortization of multi-client surveys.....	–	–	(40.4)	–	–	(40.4)	(96.4)	–	(136.8)
Operating income ⁽²⁾.....	(16.6)	(3.9)	58.8	10.5	(8.4)	40.4	9.8	(5.1)	45.1
EBITDAS	(10.3)	(3.9)	113.3	17.8	(7.8)	109.1	106.2	(5.1)	210.2
Share of income in companies accounted for under equity method ⁽¹⁾	(5.3)	(2.1)	(0.1)	–	–	(7.5)	–	–	(7.5)
Earnings Before Interest and Tax ⁽²⁾.....	(21.9)	(6.0)	58.7	10.5	(8.4)	32.9	9.8	(5.1)	37.6
Capital expenditures (excluding multi-client surveys) ⁽³⁾	1.1	–	10.9	8.6	3.1	23.7	–	–	23.7
Investments in multi-client surveys, net cash.....	–	–	66.9	–	–	66.9	–	–	66.9

Three months ended September 30, 2017

In millions of US\$, except for assets and capital employed in billions of US\$	Contractual Data Acquisition	Non Operated Resources	GGR	Equipment	Eliminations and other	Segment figures	Transformation Plan	Consolidated Total / As reported
Revenues from unaffiliated customers	98.0	–	185.9	36.2	–	320.1	–	320.1
Inter-segment revenues	0.7	–	–	3.6	(4.3)	–	–	–
Operating revenues.....	98.7	–	185.9	39.8	(4.3)	320.1	–	320.1
Depreciation and amortization (excluding multi-client surveys)	(12.1)	(2.8)	(20.9)	(7.6)	(0.7)	(44.1)	–	(44.1)
Depreciation and amortization of multi-client surveys.....	–	–	(75.9)	–	–	(75.9)	–	(75.9)
Operating income ⁽²⁾.....	(7.1)	(4.4)	11.8	(15.8)	(8.5)	(24.0)	(36.4)	(60.4)
EBITDAS	5.1	(1.5)	102.0	(8.3)	(7.7)	89.6	(36.4)	53.2
Share of income in companies accounted for under equity method ⁽¹⁾	(8.2)	(2.8)	(0.2)	–	–	(11.2)	–	(11.2)
Earnings Before Interest and Tax ⁽²⁾.....	(15.3)	(7.2)	11.6	(15.8)	(8.5)	(35.2)	(36.4)	(71.6)
Capital expenditures (excluding multi-client surveys) ⁽³⁾	1.7	–	8.3	2.1	1.2	13.3	–	13.3
Investments in multi-client surveys, net cash.....	–	–	53.7	–	–	53.7	–	53.7

- (1) Share of operating results of companies accounted for under equity method was US\$(3.9) million and US\$3.0 million for the three months ended September 30, 2018 and 2017, respectively.
- (2) For the three months ended September 30, 2018, “eliminations and other” includes US\$(8.1) million of general corporate expenses and US\$(0.3) million of intra-group margin. For the three months ended September, 2017, “eliminations and other” included US\$(7.6) million of general corporate expenses and US\$(0.9) million of intra-group margin.
- (3) Capital expenditures include capitalized development costs of US\$(7.0) million and US\$(7.5) million for the three months ended September 30, 2018 and 2017, respectively. “Eliminations and other” corresponds to the variance of suppliers of assets for the period.

Nine months ended September 30, 2018

In millions of US\$, except for assets and capital employed in billions of US\$	Contractual Data Acquisition	Non Operated Resources	GGR	Equipment	Eliminations and other	Segment figures	IFRS 15 adjustments	Transformation Plan / Financial restructuring	Consolidated Total / As reported
Revenues from unaffiliated customers.....	175.7	–	580.6	209.2	–	965.5	33.5	–	999.0
Inter-segment revenues.....	6.2	–	–	33.8	(40.0)	–	–	–	–
Operating revenues.....	181.9	–	580.6	243.0	(40.0)	965.5	33.5	–	999.0
Depreciation and amortization (excluding multi-client surveys).....	(25.0)	(0.1)	(57.7)	(22.2)	(0.3)	(105.3)	–	–	(105.3)
Depreciation and amortization of multi-client surveys.....	–	–	(124.2)	–	–	(124.2)	(44.6)	–	(168.8)
Operating income ⁽²⁾.....	(58.4)	(16.4)	161.3	1.6	(30.3)	57.8	(11.1)	(42.4)	4.3
EBITDAS.....	(33.1)	(16.3)	327.0	23.8	(29.6)	271.8	33.5	(42.4)	262.9
Share of income in companies accounted for under equity method ⁽¹⁾	3.5	(7.7)	(0.9)	–	–	(5.1)	–	–	(5.1)
Earnings Before Interest and Tax ⁽²⁾.....	(54.9)	(24.1)	160.4	1.6	(30.3)	52.7	(11.1)	(42.4)	(0.8)
Capital expenditures (excluding multi-client surveys) ⁽³⁾	20.3	–	40.5	19.8	4.6	85.2	–	–	85.2
Investments in multi-client surveys, net cash.....	–	–	183.1	–	–	183.1	–	–	183.1
Capital employed.....	0.3	0.1	2.2	0.6	–	3.2	–	–	3.2
Total identifiable assets.....	0.4	0.1	2.6	0.7	–	3.8	–	–	3.8

Nine months ended September 30, 2017

In millions of US\$, except for assets and capital employed in billions of US\$	Contractual Data Acquisition	Non Operated Resources	GGR	Equipment	Eliminations and other	Segment figures	Transformation Plan	Consolidated Total / As reported
Revenues from unaffiliated customers.....	245.1	–	564.6	109.6	–	919.3	–	919.3
Inter-segment revenues.....	2.1	–	–	15.6	(17.7)	–	–	–
Operating revenues.....	247.2	–	564.6	125.2	(17.7)	919.3	–	919.3
Depreciation and amortization (excluding multi-client surveys).....	(37.2)	(18.4)	(61.1)	(22.3)	(0.7)	(139.7)	–	(139.7)
Depreciation and amortization of multi-client surveys.....	–	–	(212.5)	–	–	(212.5)	–	(212.5)
Operating income ⁽²⁾.....	(58.4)	(30.0)	67.4	(44.8)	(28.9)	(94.7)	(160.8)	(255.5)
EBITDAS.....	(21.0)	(11.5)	321.5	(22.5)	(28.2)	238.3	(160.8)	77.5
Share of income in companies accounted for under equity method ⁽¹⁾	(5.4)	(5.6)	(0.2)	–	–	(11.2)	–	(11.2)
Earnings Before Interest and Tax ⁽²⁾.....	(63.8)	(35.6)	67.2	(44.8)	(28.9)	(105.9)	(160.8)	(266.7)
Capital expenditures (excluding multi-client surveys) ⁽³⁾	9.7	–	30.1	9.9	0.5	50.2	–	50.2
Investments in multi-client surveys, net cash.....	–	–	162.0	–	–	162.0	–	162.0
Capital employed.....	0.4	–	2.2	0.6	–	3.2	–	3.2
Total identifiable assets.....	0.6	0.1	2.6	0.6	–	3.9	–	3.9

- (1) Share of operating results of companies accounted for under equity method was US\$5.0 million and US\$5.7 million for the nine months ended September 30, 2018 and 2017, respectively.
- (2) For the nine months ended September 30, 2018, “eliminations and other” includes US\$(26.4) million of general corporate expenses and US\$(3.9) million of intra-group margin. For the nine months ended September 30, 2017, “eliminations and other” included US\$(24.0) million of general corporate expenses and US\$(4.9) million of intra-group margin.
- (3) Capital expenditures include capitalized development costs of US\$(23.1) million and US\$(22.1) million for the nine months ended September 30, 2018 and 2017, respectively. “Eliminations and other” corresponds to the variance of suppliers of assets for the period.

Analysis by geographic area before IFRS 15 (Segment operating revenue)

The following tables set forth our Segment operating revenues for all segments by location of customers, and the percentage of total Segment operating revenues represented thereby (excluding IFRS 15 impact):

In millions of US\$, except percentages	Nine months ended September 30,			
	2018		2017	
North America	183.2	19 %	249.2	27 %
Central and South Americas	165.9	17 %	270.3	29 %
Europe, Africa and Middle East	413.9	43 %	279.7	31 %
Asia Pacific	202.5	21 %	120.1	13 %
Total Segment operating revenues	965.5	100 %	919.3	100 %

NOTE 6— OTHER REVENUES AND EXPENSES

In millions of US\$	Nine months ended September 30,	
	2018	2017
Impairment of assets.....	—	—
Restructuring costs	(62.2)	(267.7)
Change in restructuring reserves	19.8	85.9
Impairment and restructuring expenses – net	(42.4)	(181.8)
Other revenues (expenses).....	1.3	(3.1)
Exchange gains (losses) on hedging contracts	(0.6)	(0.4)
Gains (losses) on sales of assets	(0.2)	28.0
Other revenues (expenses) – net	(41.9)	(157.3)

Nine months period ended September 30, 2018

Restructuring costs and change in restructuring reserves

As part of the Group Transformation Plan, we recognized US\$(42.4) million of restructuring costs for the nine months ended September 30, 2018, of which US\$(5.1) million were recorded during the third quarter of 2018.

These restructuring costs include:

- (i) US\$14.9 million of professional fees mainly linked to the US Chapter 11 and French Safeguard procedures (see note 2 —“Financial restructuring process”); and
- (ii) US\$27.5 million of other costs related to our Transformation Plan.

Gains (losses) on sales of assets

This line item includes sales of assets and also losses related to damaged or scrapped fixed assets.

Nine months period ended September 30, 2017

Other non-recurring revenues (expenses) – net

The restructuring costs amounted to US\$(181.8) million for the nine months ended September 30, 2017.

These restructuring costs were part of the Group Transformation Plan and included:

- (i) US\$12.3 million to reduce the cash burden of the charter agreement in respect of one vessel in operation. This loss corresponded to the compensation granted to the ship-owner following the renegotiation of the charter agreements,
- (ii) US\$72.1 million to renegotiate and extend the charter agreements in respect of two seismic vessels to reduce the cash burden following the implementation of a new ownership set up. This loss corresponded to the compensation granted to ESV and OSV following the renegotiation of the charter agreements,
- (iii) US\$81.1 million of professional fees mainly linked to the US Chapter 11 and French Safeguard procedures,
- (iv) US\$16.3 million of other costs related to our Transformation Plan.

Gains (losses) on sales of assets

In 2017, we recognized a US\$21.0 million gain arising from our contribution to GSS, which was created as part of the Group Transformation Plan on April 2017 between CGG and Eidesvik.

This line item also included sales of assets and losses related to damaged or scrapped marine seismic equipment.

NOTE 7— COMMON STOCK AND STOCK OPTION PLANS

Common stock and warrants

Common stock operations for the nine months ended September 30, 2018 were:

- a reduction of the nominal value of each share from €0.80 to €0.01 (refer to note 2 – “Significant events” for more information),
- the issuance on February 21, 2018 of (refer to note 2 – “Significant events” for more information):
 - 71,932,731 shares of the Company (the “New Shares”) each with one share purchase warrant (the “Warrants #2” and together with the New Shares, the “ABSA”), all of which were subscribed by holders of preferential subscription rights. The final gross proceeds amounted to €112 million;
 - 35,311,528 new shares (the “Creditor Shares 1”) resulting from the equitization of the Convertible Bonds;
 - 449,197,594 new shares (the “Creditor Shares 2”) resulting from the equitization of the Senior Notes;
 - 22,133,149 warrants allocated to the shareholders of CGG (the “Warrants #1”);
 - 113,585,276 warrants in favor of the subscribers to the Second Lien Notes (the “Warrants #3”);
 - 7,099,079 warrants allocated to the members of the ad hoc committee of holders of Senior Notes (the “Coordination Warrants”);
 - 10,648,619 warrants allocated to the members of the ad hoc committee of holders of Senior Notes (the “Backstop Warrants”).

Following the issuance of the New Shares, Creditor Shares 1 and Creditor Shares 2, the Company’s share capital amounted to €5,785,750.02, divided into 578,575,002 shares with a nominal value of €0.01 per share.

The exercise of warrants between February 21, 2018 and September 30, 2018 is as follows:

	Warrants #1	Warrants #2	Warrants #3	Coordination Warrants	Backstop Warrants
Number of warrants issued	22,133,149	71,932,731	113,585,276	7,099,079	10,648,619
Number of warrants exercised	31,332	33,306	113,556,200	7,099,079	10,648,619
Number of warrants remaining	22,101,817	71,899,425	29,076	0	0
Exercise ratio.....	3 Warrants #1 for 4 new shares	3 Warrants #2 for 2 new shares	1 Warrant #3 for 1 new share	1 Coordination Warrant for 1 new share	1 Backstop Warrant for 1 new share
Exercise price.....	3.12 euros per new share	4.02 euros per new share	0.01 euro per new share	0.01 euro per new share	0.01 euro per new share
Maximum number of shares to be issued upon exercise of the warrants (subject to adjustments) ...	29,477,536	47,955,154	113,585,276	7,099,079	10,648,619
Number of shares issued	41,776	22,204	113,556,200	7,099,079	10,648,619
Number of shares to be issued	29,435,760	47,932,950	0	0	0
Expiry date of the warrants	February 21, 2022	February 21, 2023	August 21, 2018	August 21, 2018	August 21, 2018

Following the issuance of the New Shares, Creditor Shares 1 and Creditor Shares 2 and the exercises of warrants, the Company's share capital as of September 30, 2018, amounted to €7,099,428.80, divided into 709,942,880 shares with a nominal value of €0.01 per share.

Stock option plans

New stock option plans and performance shares allocation plan

On June 27, 2018, the Board of Directors allocated:

- 732,558 options to the Chief Executive Officer. Their exercise price is €2.15. The options vest in four batches, in June 2019 (for 25% of the options allocated), June 2020 (for 25% of the options allocated), June 2021 (for 25% of the options allocated) and June 2022 (for 25% of the options allocated). Such vesting is subject to performance condition related to CGG share price. The options have an eight-year duration.
- 1,141,088 options to the Executive Leadership members. Their exercise price is €2.15. The options vest in four batches, in June 2019 (for 25% of the options allocated), June 2020 (for 25% of the options allocated), June 2021 (for 25% of the options allocated) and June 2022 (for 25% of the options allocated). Such vesting is subject to performance conditions related to CGG share price. The options have an eight-year duration.
- 4,670,743 options to certain employees. Their exercise price is €2.15. The options vest in four batches, in June 2019 (for 25% of the options allocated), June 2020 (for 25% of the options allocated), June 2021 (for 25% of the options allocated) and June 2022 (for 25% of the options allocated). The options have an eight-year duration.
- 157,500 performance shares to the Chief Executive Officer, 242,841 performance shares to the Executive Leadership members, and 2,708,180 performance shares to certain employees. The performance shares vest in two batches, in June 2020 (for 50% of the shares allocated) and June 2021 (for 50% of the shares allocated). The end of the acquisition period for the first batch of these performance shares is set at the latest of the two following dates: June 27, 2020 or the date of the Annual Shareholders' Meeting convened to approve the financial statements for fiscal year 2019, provided that the Board of Directors decides that the performance conditions set forth in the plan regulation have been fulfilled. The end of the acquisition period for the second batch of these performance shares is set at the latest of the two following dates: June 27, 2021 or the date of the Annual Shareholders' Meeting convened to approve the financial statements for fiscal year 2020, provided that the Board of Directors decides that the performance conditions set forth in the plan regulation have been fulfilled.

Information related to options outstanding as of September 30, 2018 is summarized below:

<u>Date of Board of Directors' resolution</u>	Options granted	Options outstanding as of September 30, 2018	Exercise price per share (€)	Expiration date	Remaining duration
October 21, 2010	120,000	3,994	167.95	October 21, 2018	0.7 months
March 24, 2011	1,164,363	97,353	253.30	March 24, 2019	5.8 months
June 26, 2012	1,410,625	49,640	186.62	June 26, 2020	20.9 months
June 24, 2013	1,642,574	77,770	193.27	June 24, 2021	32.8 months
June 26, 2014	1,655,843	87,706	107.66	June 26, 2022	44.9 months
June 25, 2015	1,769,890	105,340	62.92	June 25, 2023	56.8 months
June 23, 2016	6,658,848	365,823	8.52	June 23, 2024	68.8 months
June 27, 2018	6,544,389	6,284,193	2.15	June 27, 2026	93.0 months
Total.....	20,966,532	7,071,819			

Following the capital increase in February 2018, the stock options were adjusted as follows:

<u>Date of stock options</u>	Number of options as of February 21, 2018	Exercise price before adjustment per share (€)	Adjusted exercise price per share (€)
October 21, 2010	3,994	428.80	167.95
March 24, 2011	98,064	646.72	253.30
June 26, 2012	50,436	476.48	186.62
June 24, 2013	78,892	493.44	193.27
June 26, 2014	105,711	274.88	107.66
June 25, 2015	122,189	160.64	62.92
June 23, 2016	471,856	21.76	8.52

NOTE 8— SUBSEQUENT EVENTS

None

OPERATING AND FINANCIAL REVIEW

Group organization

Since September 30, 2015, we have organized our activities in four segments for financial reporting: (i) Contractual Data Acquisition, (ii) Geology, Geophysics & Reservoir (“GGR”), (iii) Equipment and (iv) Non-Operated Resources (“NOR”). Financial information by segment is reported in accordance with our internal reporting system and provides internal segment information that is used by the chief operating decision maker to manage and measure performance.

As discussed further below under the heading “Factors affecting our results of operations — Fixed costs, Transformation Plan and fleet reduction”, we started implementing our Transformation Plan in the first quarter of 2014 to address the cyclical trough in the seismic market. In February 2015, when market conditions deteriorated further as a consequence of a renewed bearish outlook on the price of oil, we decided to implement new measures throughout the Group as part of our Transformation Plan, ultimately reducing our marine fleet to five vessels mainly dedicated to multi-client surveys. As a result of the reduction of the fleet, part of our owned vessels will not be operated for a certain period of time. The costs of the non-operated resources are reported in the Non-Operated Resources segment

For more information, see Note 2 to our consolidated annual financial statements included in our annual report on Form 20-F for the year ended December 31, 2017.

A summary of our four segments is set out below:

- **Contractual Data Acquisition.** This operating segment comprises the following business lines:
 - Marine: offshore seismic data acquisition undertaken by us on behalf of a specific client;
 - Land and Multi-Physics: other seismic data acquisition undertaken by us on behalf of a specific client.
- **GGR.** This operating segment comprises the Multi-client business line (development and management of seismic surveys that we undertake and license to a number of clients on a non-exclusive basis) and Geoscience business lines, previously known as Subsurface Imaging & Reservoir (processing and imaging of geophysical data, reservoir characterization, geophysical consulting and software services, geological data library and data management solutions). Both business lines regularly combine their offerings, generating overall synergies between their respective activities. The GGR segment includes the costs, industrial capital expenditures and capital employed related to the vessels dedicated to multi-client surveys.
- **Equipment.** This operating segment comprises our manufacturing and sales activities for seismic equipment used for data acquisition, both on land and marine. The Equipment segment carries out its activities through our subsidiary Sercel.
- **NOR.** This segment mainly comprises the costs of the non-operated marine resources. The capital employed includes the non-operated marine assets and the provisions related to the Transformation Plan. In this segment, the recoverable value retained is the fair value less costs of disposal.

Financial restructuring process and first lien refinancing

On February 21, 2018, the Group finalized the implementation of its financial restructuring plan. This plan comprised in particular (i) the equitization of nearly all of the unsecured senior debt, (ii) the extension of the maturities of the secured senior debt and (iii) the provision of additional liquidity to meet various business scenarios.

On April 24, 2018, CGG Holding (U.S.) Inc. issued US\$300 million in aggregate principal amount of 9.000% first lien senior secured notes due 2023 and €280 million in aggregate principal amount of 7.875% first lien senior secured notes due 2023 (together, the “New First Lien Notes”).

CGG Holding (U.S.) Inc. used the net proceeds from the issuance, together with cash on hand, to redeem the first lien notes issued in connection with the financial restructuring (the “Refinanced First Lien Notes”) in full on May 9, 2018 in accordance with their terms.

Please refer to “Note 2 – Significant events” to our interim consolidated financial statements for further details on our financial restructuring process and on the refinancing of Refinanced First Lien Notes.

IFRS 15 Application

CGG implemented IFRS 15 on January 1, 2018 with a modified retrospective application. The only change compared to Group historical practices is related to multi-clients prefunding revenues. These prefunding revenues are recorded at delivery of the final data while they were historically recorded based on percentage of completion. For internal reporting purposes, CGG continues using historical method with prefunding revenues recorded based on percentage of completion.

CGG, as have other seismic players, presents then a dual approach in the Group's results including:

- (i) one set of figures (the "as reported" figures) with pre-commitment revenue recognized in full only upon delivery of the final data and
- (ii) a second set of figures (the "Segment figures") produced in accordance with the Group's historical method, which correspond to the figures used for internal management reporting purposes and provide comparative information during the year 2018.

Please refer to "note 1.1: Critical Accounting Policies- IFRS 15 Revenue from Contract with Customers" and "note 3: Revenues" to our interim consolidated financial statements for more information.

Factors affecting our results of operations

Our operating results are generally affected by a variety of factors, some of which are described below and others that are set out in "Item 5: Operating and Financial Reviews and Prospects — Factors affecting our results of operations" and "—Trend Information" of our annual report on Form 20-F for the year ended December 31, 2017.

Geophysical market environment

Overall demand for geophysical services and equipment is dependent on spending by oil and gas companies for exploration, development and production and field management activities. The geophysical market has historically been extremely volatile.

Many factors contribute to the volatility of this market, such as the geopolitical uncertainties that can harm the confidence and visibility that are essential to our clients' long-term decision-making processes and the expected balance in the mid- to long-term between supply and demand for hydrocarbons. Lower or volatile hydrocarbon prices tend then to limit the demand for seismic services and products. Since 2015, oil and gas companies reduced their exploration and production spending due to falling oil prices, affecting demand for our products and services as reflected in our results. While the outlook still remains uncertain with clients cautious in their spending, in the context of strengthening of oil prices, we observe a gradual market improvement and remain on track with our targets for 2018 based on sizeable year-end Multi-Client opportunities and strong Equipment deliveries.

See "Item 4: Information on the Company – Industry Conditions" of our annual report on Form 20-F for the year ended December 31, 2017 for a discussion of developments in the geophysical industry.

Fixed costs, Transformation Plan and fleet reduction

The Group has high fixed costs and seismic data acquisition activities that require substantial capital expenditures and long-term contractual commitments.

In order to lower our high fixed cost base in light of the difficult market environment, the Group took drastic measures to reduce the operated seismic fleet, as part of the Transformation Plan, from 18 vessels in 2014 to a size of five 3D high-end vessels by the end of 2016, with such remaining vessels mainly dedicated to multi-client programs.

In early 2017, the Group implemented additional measures to further reduce its maritime exposure and improve the fleet's competitiveness. In January 2017 and March 2017, we reduced the cash burden of various charter agreements, in respect of cold-stacked seismic vessels and an active seismic vessel. Since April 2017, and the implementation of the new ownership set up of our fleet, the non-operated vessels and their related costs (cold-stacking costs notably) have been transferred to Global Seismic Shipping AS ("GSS").

As of September 30, 2018, the operated seismic fleet was composed of five 3D high-end vessels.

For more information, please refer to "Item 4: Information on the Company — Contractual Data Acquisition — Marine Data Acquisition Business Line — Group's fleet of seismic vessels" and note 2 to our consolidated financial statements of our annual report on Form 20-F for the year ended December 31, 2017.

Nine months ended September 30, 2018 compared to nine months ended September 30, 2017

Unless otherwise specified, comparisons made in this section are between the nine months ended September 30, 2018 and the nine months ended September 30, 2017. References to 2018 correspond to the nine months ended September 30, 2018 and references to 2017 correspond to the nine months ended September 30, 2017.

Operating revenues

The following table sets forth our operating revenues by division for each of the periods stated:

	Nine months ended September 30,			Increase/(Decrease)		
	2018		2017	2018 vs. 2017		
	Segment figures	IFRS 15 adjustment		As reported	Segment figures	As reported
In millions of US\$						
Marine Contractual Data Acquisition	92.1	—	92.1	176.5	(48)%	(48)%
Land and Multi-Physics Acquisition.....	89.8	—	89.8	70.7	27%	27%
Contractual Data Acquisition Revenues ..	181.9	—	181.9	247.2	(26)%	(26)%
Multi-client data	293.8	33.5	327.3	310.4	(5)%	5%
Geoscience	286.8	—	286.8	254.2	13%	13%
GGR Revenues	580.6	33.5	614.1	564.6	3%	9%
Equipment Revenues	243.0	—	243.0	125.2	94%	94%
Eliminated revenues and others.....	(40.0)	—	(40.0)	(17.7)	—	—
Total operating revenues	965.5	33.5	999.0	919.3	5%	9%

Our consolidated operating revenues as reported, following the implementation of IFRS 15, increased 9% to US\$999 million in 2018 from US\$919 million in 2017 thanks to our GGR and Equipment segments.

The respective contributions from the Group's businesses to our segment operating revenues were 60% from GGR, 25% from Equipment and 19% from Contractual Data Acquisition.

Contractual Data Acquisition

The decrease in the revenues for our Marine Contractual Data Acquisition business line mainly resulted from the different type of contract mix this year, while we executed large contracts with high-end multi-source vessels setup last year and a lower vessel allocation rate of the fleet dedicated to the contractual market at 54% this year compared to 63% in 2017. Our production rate remained high and reached 97% for the nine months ended September 30, 2018 and 2017.

Total revenues for our Land and Multi-Physics Acquisition business lines increased 27% in 2018 compared to 2017, while both operated in a very competitive market environment marked by slow decision processes by our clients. Our Multi-Physics business line is benefiting from the mining market recovery.

GGR

Multi-client data revenues as reported increased 5% in 2018 compared to 2017. While no final data were delivered during the first semester of 2018, generating an IFRS adjustment of US\$(72) million during this period, we delivered US\$142 million during the third quarter of 2018.

Pre-commitment revenues as reported were US\$142 million in 2018 compared to US\$197 million in 2017. Excluding IFRS 15 adjustment, pre-commitment segment revenues decreased 45% to US\$109 million in 2018 from US\$197 million in 2017, impacted notably by sales delayed to October. The prefunding rate was 59% in 2018 compared to 121% in 2017.

After-sales revenues increased 63% to US\$185 million in 2018 compared to US\$114 million in 2017. In 2018, our offshore multi-client after-sales were the highest in the North Sea and Brazil.

Operating revenues from our Geoscience business lines (previously known as Subsurface Imaging & Reservoir) increased 13% from US\$254 million in 2017 to US\$287 million in 2018. The upsurge in activity was mainly driven by robust worldwide demand for advanced imaging dedicated to reservoir delineation and production. Geographically, market is gradually improving across all regions.

Equipment

Total revenues for our Equipment segment (including internal and external sales) increased 94% to US\$243 million in 2018, already higher than in full year 2017, and reflecting continuous signs of a stronger market in land equipment.

Internal sales represented 14% of total revenues in 2018 compared to 12% in 2017. External revenues for our Equipment segment increased 90% to US\$209 million in 2018 from US\$110 million in 2017.

Land equipment sales represented 66% of total revenues in 2018, compared to 55% in 2017, with demand picking up strongly in Middle East and Asia. The demand for well gauges also accelerated, on the back of unconventional market activity in the United States.

Marine equipment sales represented 34% of total revenues in 2018. The demand for equipment replacement is still constrained by the low capital expenditures of our customers.

Operating Expenses

Cost of operations as reported, including depreciation and amortization, decreased 7% to US\$830 million in 2018 compared to US\$897 million in 2017. Excluding IFRS 15 adjustments of US\$45 million on multi-client surveys amortization, segment cost of operations decreased 12% to US\$785 million in 2018 from US\$897 million in 2017. The amortization expenses of our seismic library as reported corresponded to 52% of the Multi-client data revenues as reported in 2018 compared to 68% in 2017. Excluding IFRS 15 adjustments, the segment amortization expenses of our seismic library corresponded to 42% of the Multi-client data segment revenues, mainly as a consequence of significant sales on fully amortized surveys.

As a percentage of operating revenues as reported, cost of operations as reported decreased to 83% in 2018 from 98% in 2017. Excluding IFRS 15 adjustments, segment cost of operations, as a percentage of the segment operating revenues, decreased to 81% in 2018 from 98% in 2017, mainly as a consequence of the large contract with high-end multi-source vessel setup we executed in 2017 and provision reversal for US\$14 million in 2018. Gross profit as reported increased to US\$170 million in 2018 from US\$23 million in 2017, representing 17% and 3% of operating revenues, respectively. Segment gross profit was a profit of US\$181 million in 2018, representing 19% of segment operating revenues.

Research and development expenditures remained stable at US\$22 million in 2018 compared to US\$21 million in 2017, representing 2% of operating revenues as reported for both periods. They also represented 2% of segment operating revenues for the nine months ended September 30, 2018.

Marketing and selling expenses decreased 5% to US\$39 million in 2018 from US\$41 million in 2017, mainly as a consequence of the finalization of our Transformation Plan. They represented 4% of operating revenues as reported and segment operating revenues in 2018, compared to 5% in 2017.

General and administrative expenses increased 7% to US\$64 million in 2018 from US\$59 million in 2017, the positive effect of our Transformation Plan being more than offset by the unfavourable exchange rate environment, with a rate of US\$1.20 per euro for the nine months ended September 30, 2018 compared to US\$1.11 per euro for the nine months ended September 30, 2017. General and administrative expenses represented 6% of operating revenues as reported in both periods. Excluding IFRS 15 adjustments, they represented 7% of segment operating revenues in 2018.

Other expenses were US\$42 million for the nine months ended September 30, 2018, including mainly (i) US\$28 million of net restructuring costs related to our Transformation Plan and (ii) US\$15 million of financial restructuring fees.

For the nine months ended September 30, 2017, other expenses amounted to US\$157 million, including mainly US\$161 million of costs relating to our Transformation Plan of which (i) US\$51 million loss relating to our new ownership set up for our seismic fleet (ii) US\$81 million relating to financial restructuring fees (iii) US\$12 million relating to the renegotiation of a charter agreement and (iv) US\$16 million relating to other restructuring costs, being mainly redundancy and facilities exit costs net of reversal of provisions.

For more information on our maritime liabilities management and our Financial Restructuring, see Note 2 to our consolidated annual financial statements included in our annual report on Form 20-F for the year ended December 31, 2017.

Operating Income

Operating Income as reported amounted to a gain of US\$4 million in 2018 as a result of the factors described above, compared to a loss of US\$256 million in 2017. Excluding IFRS 15 adjustments, the impact of the Transformation Plan and the Financial Restructuring, segment Operating Income amounted to a gain of US\$58 million in 2018 compared to a loss of US\$95 million in 2017.

Segment Operating Income from our Contractual Data Acquisition segment was a loss of US\$58 million for both periods mainly due to persistent adverse market environment, with weak pricing conditions in Marine, despite the fleet's good operational performance with a high production rate at 97% and provision reversal effect in 2018.

Segment Operating Income from our GGR segment was a gain of US\$161 million in 2018 compared to a gain of US\$67 million in 2017, mainly driven by a higher mix of fully amortized surveys, triggering lower multi-client depreciation rate of 52% in 2018 compared to 68% in 2017, while Geoscience delivered a strong performance, with all businesses on track.

Segment Operating Income from our Equipment segment was back to black with a gain of US\$2 million in 2018 compared to a loss of US\$45 million in 2017, mainly due to strong land equipment sales.

Segment Operating Income from our Non-Operated Resources segment was a loss of US\$16 million in 2018 compared to a loss of US\$30 million in 2017.

Equity in Income of Affiliates

Net income from investments accounted for under the equity method was a loss of US\$5 million in 2018 mainly due to the negative contribution from the Global Seismic Shipping (GSS) JV. This compared to a loss of US\$11 million in 2017.

Financial Income and Expenses

Net cost of financial debt decreased 41% to US\$97 million in 2018 from US\$164 million in 2017 as a result of the reduction in our debt following our financial restructuring.

Other financial income and expenses amounted to an income of US\$824 million in 2018, compared to an income of US\$3 million in 2017, mainly coming (i) for US\$771 million from the strong positive impact of our financial restructuring (ii) for US\$74 million in one-off income mainly linked to the positive foreign exchange effect, associated with the shift of Euro/US\$ balance sheet exposure following the financial restructuring and the subsequent first lien refinancing (our Euro/US\$ balance sheet position is now balanced), partly offset by (iii) the first lien refinancing costs for US\$21 million..

Income Taxes

Income taxes as reported amounted to an expense of US\$32 million in 2018 compared to an expense of US\$12 million in 2017.

Net Income

Net income as reported was positive at US\$694 million in 2018 compared to a loss of US\$439 million in 2017 as a result of the factors discussed above.

Liquidity and Capital Resources

Financing Arrangements

On February 21, 2018, CGG finalized the implementation of its financial restructuring plan, issuing the first lien senior secured notes due 2023 and the second lien senior secured notes due 2024. At the same time, all unsecured senior debts were fully equitized.

On April 24, 2018, CGG Holding (U.S.) Inc. issued US\$300 million in aggregate principal amount of 9.000% first lien senior secured notes due 2023 and €280 million in aggregate principal amount of 7.875% first lien senior secured notes due 2023 (together, the “New First Lien Notes”).

CGG Holding (U.S.) Inc. used the net proceeds from the issuance, together with cash on hand, to redeem in full the Refinanced First Lien Notes on May 9, 2018 in accordance with their terms.

As of September 30, 2018, our material financing arrangements consisted of the following (with euro amounts converted into US\$):

- US\$624 million New First Lien Notes due 2023; and
- US\$472 million Second Lien Senior Secured Notes due 2024 (including accumulated PIK).

Please refer to “note 2: Subsequent events” to our interim consolidated financial statements for information on the refinancing of the first lien senior secured notes due 2023.

Cash Flows

Operating activities

The following table presents a summary of the net cash related to operating activities for each of the periods stated:

	Nine months ended September 30,					
	2018			2017		
	Segment figures	IFRS 15 adjustment and Transformation Plan / Financial Restructuring	As reported	Segment figures	Transformation Plan	As reported
	In millions of US\$					
Net cash before changes in working capital.....	265	(58)	207	205	(75)	130
Change in working capital	(28)	(20)	(48)	(49)	—	(49)
Net cash provided by operating activities	237	(78)	159	156	(75)	81

Investing activities

The following table presents the main items linked to investing activities for each of the periods stated:

	Nine months ended September 30,	
	2018	2017
	In millions of US\$	
Net cash used in investing activities	(272)	(185)
Of which		
<i>Industrial capital expenditures</i>	(62)	(28)
<i>Capitalized development costs</i>	(23)	(22)
<i>Multi-Client Data</i>	(183)	(162)

Our industrial capital expenditures include Sercel lease pool and asset suppliers' variance.

The increase in our industrial capital expenditures in 2018 compare to 2017 was mostly on GGR and Equipment segments after three years of tight cash spending discipline.

The increase in Multi-Client data is due to a higher allocation of the fleet to Multi-Client acquisition, with 46% of the fleet allocated during the first nine months of 2018 compared to 37% for the comparable period in 2017. We invested in Multi-client data primarily in Latin America, Mozambique and Scandinavia during the nine months ended September 30, 2018.

As of September 30, 2018, the net book value of our Multi-client data library as reported was US\$975 million compared to US\$950 million as of December 31, 2017. Excluding IFRS 15 adjustments, the segment net book value of our Multi-client data library was US\$902 million as of September 30, 2018, compared to US\$831 million as of December 31, 2017.

Financing activities

Net cash provided by financing activities was US\$227 million during the nine months ended September 30, 2018 as the result of the finalization of our financial restructuring plan on February, 21, 2018 compared to net cash used of US\$102 million for the nine months ended September 30, 2017.

Please refer to "note 2: Significant events" to our interim consolidated financial statements for further information on our financial restructuring process.

Net Financial Debt

Net financial debt as of September 30, 2018 was US\$769 million compared to US\$2,640 million as of December 31, 2017 as the result of the implementation of our financial restructuring. The ratio of net financial debt to equity was 32% as of September 30, 2018 compared to 540% as of December 31, 2017.

"Gross financial debt" is the amount of bank overdrafts, plus current portion of financial debt, plus financial debt, and "net financial debt" is gross financial debt less cash and cash equivalents. Net financial debt is presented as additional information because we understand that certain investors believe that netting cash against debt provides a clearer picture of our financial liability exposure. However, other companies may present net financial debt differently than we do. Net financial debt is not a measure of financial performance under IFRS and should not be considered as an alternative to any other measures of

performance derived in accordance with IFRS.

The following table presents a reconciliation of net financial debt to financing items of our statement of financial position at September 30, 2018 and December 31, 2017:

In millions of US\$	September 30, 2018	December 31, 2017
Bank overdrafts.....	0.2	0.2
Current portion of long-term debt.....	35.2	2,902.8
Financial debt.....	1,145.7	52.3
Gross financial debt.....	1,181.1	2,955.3
Less cash and cash equivalents.....	(412.2)	(315.4)
Net financial debt.....	768.9	2,639.9

Please refer to “note 2: Significant events” and “note 4: Financial Debt and Cash” to our interim consolidated financial statements for further information. See also “Item 5: Operating and Financial Review and Prospects – Liquidity and Capital Resources” in our annual report on Form 20-F for the year ended December 31, 2017.

EBIT and EBITDAS (unaudited)

EBIT is defined as operating income plus our share of income in companies accounted for under the equity method. As a complement to operating income, EBIT may be used by management as a performance indicator for segments because it captures the contribution to our results of the significant businesses that we manage through our joint ventures.

EBITDAS is defined as earnings before interest, tax, income from equity affiliates, depreciation, amortization net of amortization expense capitalized to multi-client, and share-based compensation cost. Share-based compensation includes both stock options and shares issued under our share allocation plans. EBITDAS is presented as additional information because we understand that it is one measure used by certain investors to determine our operating cash flow and historical ability to meet debt service and capital expenditure requirements.

However, other companies may present EBIT and EBITDAS differently than we do. EBIT and EBITDAS are not a measure of financial performance under IFRS and should not be considered as an alternative to cash flow from operating activities or as a measure of liquidity or an alternative to net income as indicators of our operating performance or any other measures of performance derived in accordance with IFRS.

The following table presents a reconciliation of EBITDAS and EBIT to net income for the periods indicated:

	Nine months ended September 30,					
	2018			2017		
	Segment figures	IFRS 15 adjustment and Transformation Plan / Financial restructuring	As reported	Segment figures	Transformation Plan	As reported
	In millions of US\$					
EBITDAS.....	271.8	(8.9)	262.9	238.3	(160.8)	77.5
Depreciation and amortization	(105.3)	—	(105.3)	(139.7)	—	(139.7)
Multi-client surveys depreciation and amortization	(124.2)	(44.6)	(168.8)	(212.5)	—	(212.5)
Depreciation and amortization capitalized to multi-client surveys	17.2	—	17.2	19.6	—	19.6
Stock based compensation expenses	(1.7)	—	(1.7)	(0.4)	—	(0.4)
Operating income	57.8	(53.5)	4.3	(94.7)	(160.8)	(255.5)
Share of (income) loss in companies accounted for under equity method	(5.1)	—	(5.1)	(11.2)	—	(11.2)
EBIT	52.7	(53.5)	(0.8)	(105.9)	(160.8)	(266.7)
Cost of financial debt, net.....	(96.8)	—	(96.8)	(96.8)	(96.8)	(164.2)
Other financial income (loss).....	823.6	—	823.6	823.6	823.6	3.2
Total income taxes.....	(29.1)	(2.7)	(31.8)	(31.8)	(31.8)	(11.5)
Net income (loss)	750.4	(56.2)	694.2	694.2	694.2	(439.2)

For the nine months ended September 30, 2018, EBITDAS as reported represented 26% of operating revenues as reported compared to 8% as for the comparable period of 2017.

For the nine months ended September 30, 2018, EBITDAS as reported included US\$42 million of restructuring expenses relating to our Transformation Plan compared to US\$161 million for the nine months ended September 30, 2017.

For the nine months ended September 30, 2018, segment EBITDAS represented 28% of segment operating revenues, compared to 26% for the comparable period of 2017.

The following table presents a reconciliation of EBITDAS to “net cash provided by operating activities”, from our cash-flow statement, for the periods indicated:

Nine months ended September 30,						
2018			2017			
Segment figures	IFRS 15 adjustment and Transformation Plan / Financial Restructuring	As reported	Segment figures	Transformation Plan	As reported	
In millions of US\$						
EBITDAS	271.8	(8.9)	262.9	238.3	(160.8)	77.5
Other financial income (loss).....	73.4	750.2	823.6	18.2	(15.0)	3.2
Variance on provisions	9.2	(19.8)	(10.6)	13.3	(32.0)	(18.7)
Net gain on disposal of fixed assets	0.3	—	0.3	(7.0)	(21.0)	(28.0)
Dividends received from affiliates	—	—	—	2.0	—	2.0
Other non-cash items	(73.5)	(779.4)	(852.9)	(61.2)	113.9	52.7
Income taxes paid	(16.4)	—	(16.4)	1.6	40.0	41.6
Change in working capital	(27.6)	(20.5)	(48.1)	(49.4)	—	(49.4)
Net cash provided by operating activities	237.2	(78.4)	(158.8)	155.8	(74.9)	80.9

Contractual obligations (unaudited)

The following table sets forth our future cash obligations (not discounted) as of September 30, 2018:

	Payments Due by Period				
	Less than 1 year	2-3 years	4-5 years	More than 5 years	Total
In millions of US\$					
Financial debt (including cumulated PIK) ^(a)	3.6	0.7	624.7	747.3	1,376.3
Other long-term obligations (cash interests)	82.7	171.5	183.3	21.9	459.4
Total long term debt obligations	86.3	172.2	808.0	769.2	1,835.7
Finance lease obligations	7.7	15.0	5.7	—	28.4
Operating leases	106.7	155.6	134.7	194.3	591.3
- Bareboat agreements ^(b)	56.8	96.7	91.3	159.6	404.4
- Other operating lease agreement.....	49.9	58.9	43.4	34.7	186.9
Total contractual cash obligations ^(c)	200.7	342.8	948.4	963.5	2,455.4

(a) PIK : payment-in-kind interest

(b) As of September 30, 2018, the aggregate amount of our off balance sheet commitment for bareboat charters for our fleet was US\$404.4 million. Of this amount:

- US\$369.5 million corresponded to the vessels operated through our Global Seismic Shipping AS JV and guaranteed by CGG S.A.,
- US\$8.7 million corresponded to the vessels that we have already coldstacked, and
- US\$26.2 million corresponded to the other vessels operated in 2018 and beyond.

(c) Payments in other currencies are converted into U.S. dollars at September 30, 2018 exchange rates.

CONTROLS AND PROCEDURES

There has been no change in our internal control over financial reporting during the period covered by this report that materially affected or could materially affect our internal control over financial reporting.