

**CALLING NOTICE FOR
EXTRAORDINARY GENERAL MEETING**

Notice is hereby given of an Extraordinary General Meeting of Petroleum Geo-Services ASA (the "Company") at the PGS head office, Lilleakerveien 4C, 0216 Oslo, Norway to be held on

21 November 2013, at 16.00 hours Oslo Time (CET)

The Board of Directors of Petroleum Geo-Services ASA has decided to call an Extraordinary General Meeting to vote on the matters described below.

The Chairperson of the Board of Directors will open the Extraordinary General Meeting and according to the Articles of Association § 9 the Chairperson shall also chair the Extraordinary General Meeting.

ITEM 1 ELECTION OF ONE PERSON TO COUNTERSIGN THE MINUTES

It is proposed that one person be elected among those present at the Extraordinary General Meeting to countersign the Minutes.

ITEM 2 ELECTION OF TWO NEW DIRECTORS TO THE BOARD

The Nomination Committee proposes to appoint two new Directors. Attached as Enclosure I is a report from the Nomination Committee, in which the background for the proposal is explained and a presentation of the candidates given.

Item 2.1 Anne Grethe Dalane

Proposed resolution:

Anne Grethe Dalane shall be elected to the Board of Directors for a period commencing on 21 November 2013 and ending at the date of the annual general meeting in 2014.

Item 2.2 Walter Qvam

Proposed resolution:

Walter Qvam shall be elected to the Board of Directors for a period commencing on 21 November 2013 and ending at the date of the annual general meeting in 2014.

* * *

At the Company's Extraordinary General Meeting, each share has one vote. There are a total of 217,799,997 shares. An owner with shares registered through a custodian has voting rights equivalent to the number of shares covered by the Custodian arrangement, provided that the owner of the shares within two working days before the Extraordinary General Meeting provides the Company with his name and address together with a confirmation from the custodian to the effect that he is the beneficial owner of the shares held in custody.

Shareowners who wish to take part in the Extraordinary General Meeting must give notice no later than 18 November 2013 by 12 noon (CET). Notice may be sent electronically through the Company's website www.pgs.com or through VPS Investor Services. Advance votes may only be cast electronically, through the Company's website www.pgs.com or through VPS Investor Services. To access the electronic system for notification of attendance and advance voting through the Company's website, reference number and PIN code must be stated. Notice may also be sent by e-mail: genf@pgs.dnb.no. Regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

Oslo, 24 October 2013



Francis Gugen
Chairperson

Enclosure: Authorization of proxy
Nomination Committee Report, Enclosure I

In case you are not able to participate in the Extraordinary General Meeting, you may use the authorization of proxy to give a power of attorney to Francis Gugen, Chairperson of the Board of Directors, or Jon Erik Reinhardsen, President and CEO.

Francis Gugen

Petroleum Geo-Services ASA
P.O. Box 251
0216 Oslo – Norway

Jon Erik Reinhardsen

Petroleum Geo-Services ASA
P.O. Box 251
0216 Oslo - Norway



"last name + first name"
 "name 3"
 "address 1"
 "address 2"
 "postal code + town"
 "country"

Ref no:

PIN code:

Notice of Extraordinary General Meeting

An Extraordinary General Meeting of Petroleum Geo-Services ASA will be held on Thursday 21 November 2013 at 4pm CET at PGS head office, Lilleakerveien 4c, 0216 Oslo, Norway

If the above-mentioned shareholder is an enterprise, it will be represented by:

 Name of enterprise's representative
 (To grant a proxy, use the proxy form below)

Notice of attendance/voting prior to the meeting

The undersigned will attend the Extraordinary General Meeting on 21 November 2013 and vote for:

Own shares
 Other shares in accordance with enclosed Power of Attorney
 A total of _____ Shares

This notice of attendance must be received by DNB Bank ASA no later than 12 noon CET on 18 November 2013. **Notice of attendance may be sent electronically through the Company's website www.pgs.com or through VPS Investor Services.** Advance votes may only be cast electronically, through the Company's website www.pgs.com or through VPS Investor Services. To access the electronic system for notification of attendance and advance voting through the Company's website, the above-mentioned reference number and PIN code must be stated. It may also be sent by e-mail: genf@dnb.no. Regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600, Sentrum, 0021 Oslo, Norway.

 Place Date Shareholder's signature
 (If attending personally. To grant a proxy, use the form below)

Proxy (without voting instructions)

Ref no:

PIN code:

This proxy form is to be used for a proxy without voting instructions. To grant a proxy with voting instructions, please go to page 2.

If you are unable to attend the Extraordinary General Meeting in person, this proxy may be used by a person authorised by you, or you may send the proxy without naming the proxy holder, in such case, the proxy will be deemed to be given to the Chair of the Board of Directors or a person authorised by him.

The proxy form should be received by DNB Bank ASA, Registrar's Department no later than 12 noon CET on 18 November 2013. **The proxy may be sent electronically through Petroleum Geo-Services ASA's website <http://www.pgs.com>, or through VPS Investor Services.** It may also be sent by e-mail: genf@dnb.no. Regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned _____ hereby grants (tick one of the two):

- the Chair of the Board of Directors (or a person authorised by him), or
- _____
 (Name of proxy holder in capital letters)

a proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Petroleum Geo-Services ASA on 21 November 2013.

 Place Date Shareholder's signature
 (Signature only when granting a proxy)

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.



Proxy (with voting instructions)

Ref no:

PIN code:

This proxy form is to be used for a proxy with voting instructions. If you are unable to attend the Extraordinary General Meeting in person, you may use this proxy form to give voting instructions. You may grant a proxy with voting instructions to a person authorised by you, or you may send the proxy without naming the proxy holder, in which case the proxy will be deemed to have been given to the Chair of the Board of Directors or a person authorised by him.

The proxy form must be received by DNB Bank ASA, Registrar's Department, no later than 12 noon CET on 18 November 2013. It may be **sent by e-mail: genf@dnb.no** /regular mail to DNB Bank ASA, Registrar's Department, P.O. Box 1600 Sentrum, 0021 Oslo, Norway.

The undersigned: _____

hereby grants (tick one of the two):

the Chair of the Board of Directors (or a person authorised by him), or

Name of proxy holder (in capital letters)

a proxy to attend and vote for my/our shares at the Extraordinary General Meeting of Petroleum Geo-Services ASA on 21 November 2013.

The votes shall be exercised in accordance with the instructions below. Please note that if any items below are not voted on (not ticked off); this will be deemed to be an instruction to vote "for" the proposals in the notice. However, if any motions are made from the floor in addition to or replacement of the proposals in the notice, the proxy holder may vote or abstain from voting at his discretion. In such case, the proxy holder will vote on the basis of his reasonable understanding of the motion. The same applies if there is any doubt as to how the instructions should be understood. Where no such reasonable interpretation is possible, the proxy holder may abstain from voting.

Agenda Extraordinary General Meeting 2013	For	Against	Abstention
1. ELECTION OF ONE PERSON TO COUNTERSIGN THE MINUTES	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2. ELECTION OF TWO NEW DIRECTORS TO THE BOARD			
2.1 Anne Grethe Dalane	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
2.2 Walter Qvam	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

Place

Date

Shareholder's signature
(Only for granting proxy with voting instructions)

With regard to rights of attendance and voting, reference is made to the Norwegian Public Limited Liability Companies Act, in particular Chapter 5. If the shareholder is a company, the company's certificate of registration must be attached to the proxy.

Nomination Committee Report

20 October 2013

with proposal for appointment of two new Directors

Introduction

The Nomination Committee continuously evaluates whether the Board of Directors of Petroleum Geo-Services ASA (the “Company” or “PGS”) should be supplemented with new Directors. This is done in order to secure and preserve, for the long term, a strong Board of Directors with a balance of experience and expertise, which will provide knowledge of the strategic, international, financial, technological and management issues which PGS faces.

The Nomination Committee proposes two new candidates for election as new Directors by the General Meeting.

These Candidates are:

1. Anne Grethe Dalane

Anne Grethe Dalane (53) has been with Yara International ASA since 2003, currently as Business Process Owner, Sales. She has formerly held positions as Business Unit Manager, Yara Latin America, Buenos Aires and Chief HR Officer, Yara International ASA. She has held various positions in Norsk Hydro, including Head of Human Resources Oil & Energy and CFO Hydro Exploration and Production. Mrs. Dalana has served on the Board of Directors of several large Norwegian companies including Hafslund ASA and EDB Business Partner ASA. She is a Certified Financial Analyst and holds a Master’s degree from the Norwegian School of Economics and Business Administration in Bergen, Norway.

2. Walter Qvam

Walter Qvam (60) has more than 30 years’ experience from executive positions in the global shipping-, oil and gas-, IT- and defense businesses. He is presently President and CEO of Kongsberg Gruppen ASA, a leading technology corporation. He is also Chairman of the Council at Det Norske Veritas (DNV). Mr. Qvam has earlier in his career held various positions in Det Norske Veritas including President and CEO of Veritec (oil & gas technology) and President of DNV Industry. He has held various positions in the global IT group CapGemini,

Vice President North Europe and Asia Pacific, and Chairman/CEO of CapGemini Norway as well as CEO/Gemini Consulting, Nordic & Baltics.

Mr. Qvam has a Master of Science degree from the Norwegian Institute of Technology (NTNU/NTH) in Trondheim, Norway and has attended the Executive Management Program at INSEAD/Euro Asia Institute in Singapore.

General

PGS currently meets the requirements for both male and female Directors of the Public Limited Companies Act Section 6-11 a (1) number 4. The same will apply if the Board proposed by the Nomination Committee is adopted by the Shareholders' meeting.

The Nomination Committee does not propose any other changes in the Board. Details of the other Board members and their experience and expertise can be found in the Company's Annual Report and on www.pgs.com.

The appointment of the two new Directors must be made by the Extraordinary General Meeting of PGS. The resolution to convene such a meeting must be made by the Board of Directors of PGS.

* * *

Shareholders who wish to propose new Board members to PGS could do so by sending an e-mail to Mr. O'Neil at ir@pgs.com.