

CGG VERITAS  
Form FWP  
February 02, 2007

Issuer Free Writing Prospectus  
 Filed pursuant to Rule 433  
 Supplementing the  
 Prospectus dated January 29, 2007  
 Registration Nos. 333-140274 and  
 333-140275

**High Yield Capital Markets**

**Issuer:** **Compagnie Générale de Géophysique-Veritas**

**Security Description:** Senior Unsecured Notes

**Face:** \$200,000,000

**Gross Proceeds:** \$200,000,000

**Net Proceeds to Issuer ( before expenses):** \$196,500,000

**Coupon:** 7.500%

**Maturity:** 5/15/2015

**Offering Price:** \$100.000 (settles plus accrued interest from 11/15/2006 interest payment date)

**Yield to Maturity:** 7.500%

**Spread to Treasury:** 266

**Benchmark:** 4.125% UST due 05/2015

**Yield to Worst:** 7.497%

**Spread to Treasury:** 269 (based on a YTW Call Date of 05/15/2013)

**Benchmark:** 3.625% UST due 05/2013

**Ratings:** Ba3 / B+

**Interest Payment Dates:** November 15th and May 15th

**Commencing:** 5/15/2007

**Make-Whole Provision** UST + 50bps prior to May 15, 2010

**Optional Redemption:** Callable, on or after the following dates, and at the following prices:

| <b><u>Date</u></b> | <b><u>Price</u></b> |
|--------------------|---------------------|
| 5/15/2010          | 103.750%            |
| 5/15/2011          | 102.500%            |
| 5/15/2012          | 101.250%            |
| 5/15/2013          | 100.000%            |
| and thereafter     | 100.000%            |

**Equity Clawback:** Redeem until 5/15/2008 at 107.500%  
 for up to 35.0%

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|                             |  |        |
|-----------------------------|--|--------|
| <b>Trade Date:</b>          | 2/2/2007   |        |
| <b>Settlement Date:</b>     | 2/9/2007   | (T+5)  |
| <b>Cusip Number:</b>        | 204386AF3  |        |
|                             | (existing)   |        |
| <b>ISIN:</b>                | US204386AF39   |        |
| <b>Min. Allocation:</b>     | \$1,000  |        |
| <b>Increments:</b>          | \$1,000  |        |
| <b>Gross Spread:</b>        | 1.75%  |        |
| <b>Book-Runner:</b>         | Credit Suisse Securities (Europe) Limited  | 65.00% |
| <b>Joint Lead Managers:</b> | BNP Paribas Securities Corp  | 11.85% |
|                             | Natexis Bleichroeder Inc.  | 11.85% |
| <b>Co-Managers:</b>         | SG Americas Securities, LLC  | 8.80%  |
|                             | Calyon Securities (USA), Inc.  | 2.50%  |
| <b>Other:</b>               | New issue tranche size decreased to \$200,000,000 from the \$300,000,000 that was originally stated in the Preliminary Prospectus. |        |

**The Issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-221-1037.**

**Any disclaimer or other notice that may appear below is not applicable to this communication and should be disregarded. Such disclaimer or notice was automatically generated as a result of this communication being sent by Bloomberg or another email system.**

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Issuer Free Writing Prospectus  
 Filed pursuant to Rule 433  
 Supplementing the  
 Prospectus dated January 29, 2007  
 Registration Nos. 333-140274 and 333-140275

**High Yield Capital Markets**

**Issuer:** Compagnie Générale de Géophysique-Veritas

**Security Description:** Senior Unsecured Notes

**Face:** \$400,000,000

**Gross Proceeds:** \$400,000,000

**Net Proceeds to Issuer (before expenses):** \$393,000,000

**Coupon:** 7.750%

**Maturity:** 5/15/2017

**Offering Price:** \$100.000

**Yield to Maturity:** 7.750%

**Spread to Treasury:** 286

**Benchmark:** 8.75% UST due 05/2017

**Ratings:** Ba3/ B+

**Interest Payment Dates:** November 15th and May 15th

**Commencing:** 5/15/2007

**Make-Whole Provision** UST + 50bps prior to May 15, 2012

**Optional Redemption:** Callable, on or after the following dates, and at the following prices:

| <u>Date</u>    | <u>Price</u> |
|----------------|--------------|
| 5/15/2012      | 103.875%     |
| 5/15/2013      | 102.583%     |
| 5/15/2014      | 101.292%     |
| 5/15/2015      | 100.000%     |
| and thereafter | 100.000%     |

**Equity Clawback:** Redeem at  
 until 5/15/2010 107.750%  
 for up to 35.0%

**Trade Date:** 2/2/2007

**Settlement Date:** 2/9/2007 (T+5)

**Cusip Number:** 204386AK2  
**ISIN:** US204386AK24

**Min. Allocation:** \$1,000  
**Increments:** \$1,000

**Gross Spread:** 1.75%

**Book-Runner:** Credit Suisse Securities (Europe)  
Limited 65.00%

**Joint Lead Managers:** BNP Paribas Securities Corp 11.85%  
Natexis Bleichroeder Inc. 11.85%

**Co-Managers:** SG Americas Securities, LLC 8.80%  
Calyon Securities (USA), Inc. 2.50%

**Other:** New issue tranche size increased to \$400,000,000 from the \$300,000,000 that was originally stated in the Preliminary Prospectus.

**The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may get these documents for free by visiting EDGAR on the SEC Web site at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the prospectus if you request it by calling toll-free 1-800-221-1037. Any disclaimer or other notice that may appear below is not applicable to this communication and should be disregarded. Such disclaimer or notice was automatically generated as a result of this communication being sent by Bloomberg or another email system.**