



*Important Notice*  
The Depository Trust Company

<b>B #:</b>	5924-17
<b>Date:</b>	May 23, 2017
<b>To:</b>	All Participants
<b>Category:</b>	Dividends
<b>From:</b>	International Services
<b>Attention:</b>	Operations, Reorg & Dividend Managers, Partners & Cashiers
<b>Subject:</b>	<b><u>Tax Relief</u></b> – Country: NORWAY TGS NOPEC GEOPHYSICAL CO                      CUSIP:87243K208 <b><u>Record Date:</u> 05/22/2017                      Payable Date: 06/12/2017</b> <b>NOT CAWEB ELIGIBLE</b>

Questions regarding this Important Notice may be directed to Globetax 212-747-9100.

**Important Legal Information:** *The Depository Trust Company (“DTC”) does not represent or warrant the accuracy, adequacy, timeliness, completeness or fitness for any particular purpose of the information contained in this communication, which is based in part on information obtained from third parties and not independently verified by DTC and which is provided as is. The information contained in this communication is not intended to be a substitute for obtaining tax advice from an appropriate professional advisor. In providing this communication, DTC shall not be liable for (1) any loss resulting directly or indirectly from mistakes, errors, omissions, interruptions, delays or defects in such communication, unless caused directly by gross negligence or willful misconduct on the part of DTC, and (2) any special, consequential, exemplary, incidental or punitive damages.*

*To ensure compliance with Internal Revenue Service Circular 230, you are hereby notified that: (a) any discussion of federal tax issues contained or referred to herein is not intended or written to be used, and cannot be used, for the purpose of avoiding penalties that may be imposed under the Internal Revenue Code; and (b) as a matter of policy, DTC does not provide tax, legal or accounting advice and accordingly, you should consult your own tax, legal and accounting advisor before engaging in any transaction.*

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Non-Confidential



**TGS NOPEC Geophysical Co** has announced a cash dividend and BNY Mellon acts as Depository for the Depository Receipt (“DR”) program.

On DR pay date holders will receive the dividend net of the full Norwegian statutory withholding tax rate of 25%. As outlined in the Eligibility Matrix below, all qualifying holders will have the possibility to receive their full treaty benefits through the quick refund process or long form process.

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<b>DIVIDEND EVENT DETAILS</b>	
<b>COUNTRY OF ISSUANCE</b>	NORWAY
<b>ISSUE</b>	TGS NOPEC Geophysical Co
<b>CUSIP#</b>	87243K208
<b>UNDERLYING ISIN</b>	NO0003078800
<b>DEPOSITARY</b>	BNY MELLON
<b>DR RECORD DATE</b>	MAY 22, 2017
<b>ORD PAY DATE</b>	MAY 31, 2017
<b>DR PAY DATE</b>	JUNE 12, 2017
<b>RATIO (DR to ORD)</b>	1:1
<b>ORD RATE</b>	NOK 1.3
<b>STATUTORY WITHHOLDING RATE</b>	25%
	DOUBLE CLICK ICON BELOW TO DOWNLOAD 

**NO CA WEB ELECTIONS, THIS EVENT IS QUICK REFUND AND LONG FORM ONLY. NO RELIEF AT SOURCE PROCESS.**

**THE NORWEGIAN STATUTE OF LIMITATION HAS INCREASED TO 5 YEARS.**

**THE NORWEGIAN TAX ADMINISTRATION HAS RELAXED RESTRICTIONS FOR LONG FORM RECLAIMS ON US RICs.**

## FEES & DEADLINES

FILING METHOD	PAYMENT METHOD	CUSTODIAL FEE	TAX RELIEF FEE	MINIMUM FEE PER BENEFICIAL OWNER	FINAL SUBMISSION DEADLINE (ESP)
AT SOURCE	VIA DTC	NO FEE	UP TO \$0.005 PER DR	N/A	NO PROCESS
QUICK REFUND	VIA CHECK OR ACH	NO FEE	UP TO \$0.0075 PER DR	\$25.00	JUNE 16, 2017, 8:00 PM EST
LONG FORM	VIA CHECK OR ACH	NOK 125	UP TO \$0.0075 PER DR	\$25.00	OCTOBER 31, 2022

### Agreements, Fees, Representations and Indemnification of Participants and Beneficial Owners

We hereby agree this tax relief assistance service is wholly voluntary and discretionary and outside the terms and conditions of any applicable deposit agreement. BNY Mellon undertakes no duty or obligation to provide this service, and may reject or decline any or all proposed electing participants or holders in its sole discretion. We hereby accept and agree to pay the fees of BNY Mellon up to \$0.0075 per Depositary Receipt for the Quick Refund and Long Form (with a minimum of \$25), and any other charges, fees or expenses payable by or due to BNY Mellon or its agents, including the (respective) custodian, in connection with the tax reclaim process, or to tax authorities or regulators (which fees, charges or expenses may be deducted from the dividend or any other distribution or by billing or otherwise in BNY Mellon's discretion). We hereby agree that any such fees, charges or expenses may be due and payable whether or not a successful reduction in rate or reclamation is obtained. We hereby acknowledge that fees paid to BNY Mellon may be shared with its agents and affiliates.

We hereby agree that in addition to statutory and documentation requirements and the deduction of fees, tax reclaim benefits will be subject to review and approval by the applicable custodian and the applicable tax regulators, and that BNY Mellon is not providing any legal, tax, accounting or other professional advice on these matters and has expressly disclaimed any liability whatsoever for any loss howsoever arising from or in reliance hereto. Participants and/or investors should seek advice based upon their own particular circumstances from an independent tax advisor.

We certify that to the best of our knowledge each of the beneficial owners identified are eligible for the preferential rates as stated and we declare that we have performed all the necessary due diligence to satisfy ourselves as to the accuracy of the information submitted to us by these beneficial owners.

We will be fully liable for any and all claims, penalties and / or interest, including without limitation, any foreign exchange fluctuations associated therewith. BNY Mellon shall not be liable for the failure to secure any refund. We expressly agree that BNY Mellon and its agents or affiliates shall not have any liability for, and we shall indemnify, defend and hold each of BNY Mellon and its agents and affiliates harmless from and against, any and all loss, liability, damage, judgment, settlement, fine, penalty, demand, claim, cost or expense (including without limitation fees and expenses of defending itself or enforcing this agreement) arising out of or in connection herewith.

## ELIGIBILITY MATRIX – QUICK REFUND

RATE DESCRIPTION	RECLAIM RATE	ELIGIBLE RESIDENTS	DOCUMENTATION REQUIRED	SIGNATURE REQUIRED
<b>FAVORABLE - 15%</b>	10%	<p>INDIVIDUALS, CORPORATIONS, GRANTOR TRUSTS AND ULTIMATE BENEFICIAL OWNER ENTITIES DOMICILED IN COUNTRIES WITH 15% WITHHOLDING TAX TREATIES:</p> <p>ALBANIA, ARGENTINA, AUSTRALIA, AUSTRIA, AZERBAIJAN REPUBLIC, BANGLADESH, BARBADOS, BULGARIA, CANADA, CHILE, CHINA, CROATIA, CZECH REPUBLIC, DENMARK, EGYPT, ESTONIA, FAEROE ISLANDS, FINLAND, FRANCE, GAMBIA, GERMANY, GREENLAND, ICELAND, INDONESIA, IRELAND, ISRAEL, ITALY, JAMAICA, JAPAN, KAZAKHSTAN, LATVIA, LITHUANIA, LUXEMBOURG, MALTA, MEXICO, MOROCCO, NEPAL, NETHERLAND ANTILLES, NETHERLANDS, NEW ZEALAND, PAKISTAN, POLAND, PORTUGAL, SERBIA, SINGAPORE, SLOVAK REPUBLIC, SLOVENIA, SOUTH KOREA, SPAIN, SRI LANKA, SWEDEN, SWITZERLAND, THAILAND, UGANDA, UKRAINE, UNITED KINGDOM, UNITED STATES, VIETNAM, ZAMBIA</p>	1. ELECTION ADJUSTMENT LETTER	1. DTC PARTICIPANT
<b>UNFAVORABLE - 25%</b>	0%	<ol style="list-style-type: none"> <li>1. ANY SHAREHOLDER NOT DOMICILED IN A JURISDICITON LISTED AS HAVING A DOUBLE TAXATION TREATY WITH NORWAY</li> <li>2. CHARITIES, PENSIONS, RICS, TRUST FUNDS, AND SIMILAR ENTITIES MUST ELECT AT THE UNFAVORABLE RATE AS THEY <b><u>DO NOT MEET</u></b> ELIGIBILITY REQUIREMENTS TO CLAIM A REFUND</li> </ol>	1. NONE	1. N/A


## ELIGIBILITY MATRIX – LONG FORM

RATE DESCRIPTION	RECLAIM RATE	ELIGIBLE RESIDENTS	DOCUMENTATION REQUIRED	SIGNATURE REQUIRED
<b>EXEMPT - 0% (EEA COMPANIES)</b>	25%	NORWEGIAN PUBLIC LIMITED COMPANIES AND OTHER COMPANIES OF THE SAME STANDING WHO ARE THE REAL BENEFICIAL OWNER. THE TAX EXEMPTION MODEL ALSO APPLIES TO FOREIGN COMPANIES ETC, OF THE SAME STANDING AS NORWEGIAN COMPANIES AS MENTIONED IN THE PROVISION, DOMICILED IN AN EEA COUNTRY.	<ol style="list-style-type: none"> <li>1. CLAIM COVER LETTER</li> <li>2. NORWEGIAN TAX RECLAIM LETTER</li> <li>3. CERTIFICATE OF DIVIDEND PAYMENT</li> <li>4. IRS FORM 6166 / CERTIFICATE OF RESIDENCE</li> <li>5. PROOF OF SIGNING AUTHORIZATION (POA)</li> <li>6. NON-INDIVIDUAL QUESTIONNAIRE)</li> <li>7. PLAN DOCUMENTS</li> <li>8. ATTESTATION</li> <li>9. RECLAIM DETAIL SPREADSHEET</li> <li>10. ADDITIONAL AUTHORIZATION</li> </ol>	<ol style="list-style-type: none"> <li>1. YES – DTC PARTICIPANT</li> <li>2. YES – DTC PARTICIPANT</li> <li>3. YES – DTC PARTICIPANT</li> <li>4. N/A</li> <li>5. YES – DTC PARTICIPANT</li> <li>6. N/A</li> <li>7. N/A</li> <li>8. YES – BENEFICIAL OWNER</li> <li>9. YES – BENEFICIAL OWNER</li> <li>10. YES – BENEFICIAL OWNER</li> </ol>
<b>FAVORABLE - 15%</b>	10%	ALBANIA, ARGENTINA, AUSTRALIA, AUSTRIA, AZERBAIJAN REPUBLIC, BANGLADESH, BARBADOS, BULGARIA, CANADA, CHILE, CHINA, CROATIA, CZECH REPUBLIC, DENMARK, EGYPT, ESTONIA, FAEROE ISLANDS, FINLAND, FRANCE, GAMBIA, GERMANY, GREENLAND, ICELAND, INDONESIA, IRELAND, ISRAEL, ITALY, JAMAICA, JAPAN, KAZAKHSTAN, LATVIA, LITHUANIA, LUXEMBOURG, MALTA, MEXICO, MOROCCO, NEPAL, NETHERLAND ANTILESS, NETHERLANDS, NEW ZEALAND, PAKISTAN, POLAND, PORTUGAL, SERBIA, SINGAPORE, SLOVAK REPUBLIC, SLOVENIA, SOUTH KOREA, SPAIN, SRI LANKA, SWEDEN, SWITZERLAND, THAILAND, UGANDA, UKRAINE, UNITED KINGDOM, UNITED STATES, VIETNAM, ZAMBIA	<ol style="list-style-type: none"> <li>1. CLAIM COVER LETTER</li> <li>2. NORWEGIAN TAX RECLAIM LETTER</li> <li>3. CERTIFICATE OF DIVIDEND PAYMENT</li> <li>4. IRS FORM 6166 / CERTIFICATE OF RESIDENCE</li> <li>5. PROOF OF SIGNING AUTHORIZATION (POA)</li> <li>6. NON-INDIVIDUAL QUESTIONNAIRE</li> <li>7. PLAN DOCUMENTS*</li> <li>8. ATTESTATION</li> <li>9. RECLAIM DETAIL SPREADSHEET</li> <li>10. ADDITIONAL AUTHORIZATION</li> </ol>	<ol style="list-style-type: none"> <li>1. YES – DTC PARTICIPANT</li> <li>2. YES – DTC PARTICIPANT</li> <li>3. YES – DTC PARTICIPANT</li> <li>4. N/A</li> <li>5. YES – DTC PARTICIPANT</li> <li>6. N/A</li> <li>7. N/A</li> <li>8. YES – BENEFICIAL OWNER</li> <li>9. YES – BENEFICIAL OWNER</li> <li>10. YES – BENEFICIAL OWNER</li> </ol>

\*Note: All documents listed in **BLUE font** are generated by GlobeTax's ESP website after submission of beneficial owner data.

DESCRIPTION OF VARIOUS DOCUMENTATION	
DOCUMENT NAME	DESCRIPTION
QUICK REFUND ADJUSTMENT LETTER (EXHIBIT A)	ONLY FOR QUICK REFUND. This letter lists both the original CA Web election, and the requested post CA Web window adjusted numbers.
COVER LETTER (EXHIBIT B)	Cover Letter on participant letterhead summarizing entire claim: Beneficial Owners, addresses, Tax IDs, & DR amounts, etc.
NORWEGIAN TAX RECLAIM LETTER (EXHIBIT C)	Letter transferring individual claim to BNY Mellon
CERTIFICATE OF DIVIDEND PAYMENT (EXHIBIT D)	Document certifying the dividend was paid to the beneficial owner, less withholding tax.
IRS FORM 6166	<a href="https://www.irs.gov/individuals/international-taxpayers/form-6166-certification-of-u-s-tax-residency">https://www.irs.gov/individuals/international-taxpayers/form-6166-certification-of-u-s-tax-residency</a>
CERTIFICATE OF RESIDENCE (NON-U.S. TREATY COUNTRIES)	A document confirming residency of the beneficial owner domiciled within a treaty country. This must be signed by and bear the stamp or seal of the local tax authority.
PROOF OF SIGNING AUTHORIZATION (POA) (EXHIBIT E)	Signing authorization (or Power of Attorney) authorizing the DTC participant's ability to sign for their beneficial owners.
NON-INDIVIDUAL QUESTIONNAIRE* (EXHIBIT F)	Questionnaire to be completed by the beneficial owner
PLAN DOCUMENTS	Any document which would aid in the defining the legal nature of the beneficial owner in their country of domicile
ATTESTATION (EXHIBIT G)	Beneficial owner confirmation authorizing a reclaim for the specific dividend.
DECLARATION OF BENEFICIAL OWNER (EXHIBIT H)	Spreadsheet listing all details of the specific reclaim.
ADDITIONAL AUTHORIZATION LETTER (EXHIBIT I)	Additional signing authorization directly from the ultimate beneficial owner.

CONTACT DETAILS	
PRIMARY CONTACT	JOE HANDS
DOMESTIC PHONE (U.S.)	1-800-915-3536
DOMESTIC FAX (U.S.)	1-800-985-3536
INTERNATIONAL PHONE	1-212-747-9100
INTERNATIONAL FAX	1-212-747-0029
GROUP EMAIL	<a href="mailto:NORWAYESP@GLOBETAX.COM">NORWAYESP@GLOBETAX.COM</a>
COMPANY	GLOBE TAX SERVICES INC.
STREET ADDRESS	ONE NEW YORK PLAZA, 34 <sup>TH</sup> FLOOR
CITY/STATE/ZIP	NEW YORK, NY 10004


powered by **GLOBETAX**

**BNY Mellon offers ESP powered by GlobeTax, an electronic withholding tax submission system. This system allows for the secure and simplified transfer of beneficial owner level data from the Participant to BNY Mellon and creates applicable documentation on the Participants behalf.**

**Submit the data online through the web site below, print out the document on letterhead, sign, and mail to BNY Mellon / GlobeTax.**

**These claims should be submitted through the following web site. (Requires a one-time registration)**

<https://ESP.GlobeTax.com>

**Please contact [support@globetax.com](mailto:support@globetax.com) at 212-747-9100 if you have any questions about this process.**

## FREQUENTLY ASKED QUESTIONS (FAQs)

### QUICK REFUND QUESTIONS

Is the Quick Refund process free of charge?	No, this tax reclaim assistance service is wholly voluntary and discretionary and outside the terms and conditions of any applicable deposit agreement. BNY Mellon undertakes no duty or obligation to provide this service, and may reject or decline any or all proposed electing participants or holders in its sole discretion. Fees will be charged for this service of up to \$0.0075 per depository receipt with no minimum, and any other charges, fees or expenses payable by or due to BNY Mellon or its agents, including the custodian or to tax authorities or regulators. Fees paid to BNY Mellon may be shared with its agents and affiliates.
Is the Quick Refund process for tax relief offered by BNY Mellon an optional process?	Yes, this is a discretionary, optional service.

### LONG FORM QUESTIONS

How long does it take for payment on Long Form claims?	Approximately 18-24 months.
Does the Long Form process have a minimum position requirement per beneficial owner?	No, all claims will be processed, though there is a minimum fee of \$25 per beneficial owner.
What will the fee be if a beneficial owner's claim is for less than \$50?	BNY Mellon is willing to split the reclaimed funds 50/50 for any beneficial owner reclaiming less than \$50.
Will I be paid through DTC for claims submitted through the Long Form process?	No, you will be paid by check or ACH payment.
Is the Long Form process free of charge?	No, this tax reclaim assistance service is wholly voluntary and discretionary and outside the terms and conditions of any applicable deposit agreement. BNY Mellon undertakes no duty or obligation to provide this service, and may reject or decline any or all proposed electing participants or holders in its sole discretion. Fees will be charged for this service of up to \$0.0075 per depository receipt with a \$25.00 minimum, and any other charges, fees or expenses payable by or due to BNY Mellon or its agents, including the custodian or to tax authorities or regulators. Fees paid to BNY Mellon may be shared with its agents and affiliates.
Is this Long Form process for tax relief offered by BNY Mellon an optional process?	Yes, this is a discretionary, optional service.

**Warning and Disclaimer:**

BNY Mellon will not be responsible for the truth or accuracy of any submissions received by it and all Participants and holders, whether or not following the procedures set forth herein or otherwise submitting any information, agree to indemnify and hold harmless BNY Mellon and its agents for any and all losses, liabilities and fees (including reasonable fees and expenses of counsel) incurred by any of them in connection herewith or arising herefrom. BNY Mellon and its agents will be relying upon the truth and accuracy of any and all submissions received by them in connection with the tax relief process and shall hold all participants and DR holders liable and responsible for any losses incurred in connection therewith or arising there from. There is no guarantee that the applicable tax authorities will accept submissions for relief. Neither BNY Mellon nor its agents shall be responsible or liable to any holders of DRs in connection with any matters related to, arising from, or in connection with the tax relief process described herein. See also “**Agreements, Fees, Representations and Indemnification**” above.

All tax information contained in this Important Notice is based on a good faith compilation of information obtained and received from multiple sources. The information is subject to change. Actual deadlines frequently vary from the statutory deadlines because of local market conditions and advanced deadlines set by local agents. To mitigate risk it is strongly advised that DTC Participants file their claims as soon as possible as the depository and/or their agents will not be liable for claims filed less than six months before the specified deadline. In the event that local market rules, whether implemented by a local agent or a Tax Authority, conflict with the information provided in the important notice, either prior to or after publication, the local market rules will prevail.

## FORMS AND ATTACHMENTS

*\*Double click on respective icon to view attachment.*

### EXHIBIT A – QUICK REFUND ADJUSTMENT LETTER



EXHIBIT A.pdf

### EXHIBITS B-I

*\*\*For Non-ESP users ONLY*



EXHIBIT B.pdf