



## POLICIES & PROCEDURES

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Subject: Transactions in Shares Issued by Core Laboratories N.V.  
("CLNV" or the "Company") By Employees and Directors

Effective Date: 1 May 2014

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Insider Trading Policy: No Employee or person serving as a Director on any  
Company Board may Trade in Company Shares in a Manner  
Inconsistent with this Policy

Share Ownership Policy: Designated Members of Management Must Comply  
with Minimum Ownership Amounts and Holding Periods

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Policies:

### 1. Insider Trading Policy

- a. For purposes of this policy, "Management" is defined as the Non-Employee Supervisory Directors, any Managing Director of CLIBV, the CEO, the CFO, the COO, the General Counsel, the CAO and the layer of management below the COO, the General Counsel and the CAO; i.e., all employees that directly report to the COO, General Counsel or CFO are covered by this policy. This policy applies to all members of Management AND to all employees who have access to material non-public information regarding CLNV (including consolidated financial information). All persons covered by the foregoing shall be defined as "Insiders".
- b. "Trading in Company Shares" is defined as buying or selling shares of stock issued by CLNV ("Company Shares") or options on such shares or the cashless exercise of options. A donation of Company Shares to a 501(c)(3) or other qualified charity or foundation shall not be deemed to be Trading in Company Shares.
- c. No employee or member of Management of the Company may enter into any transaction which effectively shifts the economic risk of ownership to a third party, e.g., selling the stock short; entering into collars, floors, or cap arrangements at any time. Furthermore, no employee or member of Management of the Company may hedge or pledge Company Shares at any time.
- d. Provided the Insider has not been notified otherwise, he or she may Trade in Company Shares only during the time period that begins two Trading Days (i.e., days on which The New York Stock Exchange is open for trading) after the issuance of each quarterly earnings press release or SEC disclosure filing, such as a Form 10-K or 10-Q, (collectively, a Financial Disclosure document"). This two day period during which no trading is allowed is called the "Dissemination Period". The time period during which trading is allowed following the Dissemination Period is called the "Allowed Trading Window" and will continue for the next twenty (20) Trading Days immediately following the Dissemination Period. If during any Allowed Trading Window, another Financial Disclosure document is filed, then there will be no new Dissemination Period and Trading in Company Shares may continue uninterrupted for twenty (20) Trading Days following the date of the new Financial Disclosure document.
- e. In the event an Insider has inside information that is material to the business, he or she cannot Trade in Company Shares even during the Allowed Trading Window. The employee should contact the General

Counsel for clarification in the event he or she has any reason to suspect that he or she has inside information but wishes to Trade in Company Shares during the Allowed Trading Window.

- f. This Policy applies regardless of the amount of Company Shares that the Insider wishes to Trade.

## 2. Share Ownership Policy

- a. For purposes of this policy, "Management" is defined as the Non-Employee Supervisory Directors, the CEO, the CFO and the COO of the Company.
- b. Any member of Management that receives Company shares by way of a vesting of an award of equity incentive compensation, must retain the net amount of such shares received (after tax withholding) for a minimum period of one (1) year following the vesting.
- c. Each non-employee Supervisory Director shall maintain equity ownership of Company Shares in the minimum amount of five (5) times their respective annual base retainer for the previous year and will be allowed five years on the Supervisory Board to achieve that minimum equity ownership.
- d. The CEO shall maintain equity ownership of Company Shares equal in the minimum amount of five (5) times his annual base salary for the previous year.
- e. The CFO and COO shall each maintain equity ownership of Company Shares equal in the minimum amount of three (3) times their respective annual base salary for the previous year.
- f. The obligations set forth in subparagraphs (b), (c), (d) and (e) shall expire for each member upon his/her termination as a member of Management.