

**Barco**  
Naamloze vennootschap te 8500 Kortrijk  
President Kennedypark 35  
B.T.W.-plichtige - Ondernemingsnummer BE 0473.191.041  
Rechtspersonenregister Gent, afdeling Kortrijk

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### **IMPORTANT NOTICE TO THE SHAREHOLDERS**

In light of the corona epidemic, it is likely that the measures imposed by the Belgian government, like the prohibition on gathering, will still be in force on 29 April 2021, date of the shareholders meetings.

If so, and in order to preserve the health of the individual shareholders, the employees, and the directors of the company, the Board of Directors urges the shareholders to comply with the corona measures and not to physically attend the shareholders meetings.

The individual shareholders are requested to:

- give a power of attorney with their voting instructions or a voting letter to the secretary of the company;
- exercise their right to ask questions in writing as further described herebelow.

The Board of Directors will also enable the shareholders to attend the shareholders meetings from a distance and to exercise their right to ask questions, using Barco's weConnect technology. The practical arrangements hereto will be published on Barco's website.

### **CONVENING OF EXTRAORDINARY GENERAL MEETING**

Since at the extraordinary general meeting of March 26, 2021 the quorum required to validly deliberate and decide was not met, the Board of Directors kindly invites the shareholders and the holders of stock options to attend at **8500 Kortrijk, Beneluxpark 21**, the second extraordinary general meeting on **Thursday, April 29, 2021 at 3.45 p.m.**, with the following agenda containing the following proposals of decision:

### **A G E N D A**

**1. Report**

*Presentation and review of the special report of the board of directors prepared in accordance with section 7:199 of the Code of companies and associations (CCA), in which the special circumstances under which the authorized capital can be used, and the purposes pursued hereby are laid down.*

**2. Authorization to the board of directors to increase the issued capital**

*Proposal of resolution (1<sup>st</sup> vote):*

*"The board of directors is authorized, under the conditions and within the limits of the provisions laid down in the CCA and pursuant to the aforesaid report in accordance with section 7:199 WVV, to increase the capital of the Company in one or more steps with an amount not to exceed thirty percent (30%) of the capital. A maximum of ten percent (10%) of the capital can hereby be used for capital increases with suspension of the preferential right of existing shareholders or for contributions in kind for other purposes than the distribution of an optional dividend.*

*The board of directors can use this authorization for a period of five years from the publication of the change of the by-laws decided by the extra-ordinary meeting of shareholders of 29 April 2021.*

*The capital increases which may be implemented pursuant to this authorization in accordance with the terms to be decided by the board of directors such as, among others, a contribution in cash or in kind with the limits set by the CCA, incorporation of reserves or share premiums, with or without issuance of new shares with or without voting rights or by issuance of subordinated convertible notes, or by issuance of warrants or of notes to*

*which warrants or other rights may be attached, or other instruments, such as shares in the frame of a share option plan.*

*These authorizations can be renewed in accordance with the applicable regulations.*

*In the interest of the company, the board of directors can, within the limits and in accordance with the conditions prescribed by the CCA, limit or suspend the preferential right of shareholders, when the capital increase occurs with the limits of the capital authorized pursuant to this article. This limit or suspension can also apply to the benefit of one or more persons, which may or may not be employees of the company or its subsidiaries.*

*If, pursuant to a capital increase decided by the board of directors or following the conversion of notes or the exercise of warrants or other similar rights, a share premium is paid, it will not be considered for the calculation of the use of the authorized capital.*

*The mandate authorized capital cannot be used as a defensive mechanism against a public take-over bid.*

*The board of directors has the authority, with the possibility to delegate, after every capital increase realized within the limits of the authorized capital, to update the by-laws with the new status of capital and shares."*

### **WRITTEN QUESTIONS**

Each shareholder who has completed the below formalities for attending the general meeting, can submit questions to the Directors or the Statutory Auditor with respect to the agenda topics. These questions can be submitted either orally during the meeting or in writing by addressing them **not later than Friday April 23, 2021** by letter or e-mail ([shareholders.meeting@barco.com](mailto:shareholders.meeting@barco.com)) to Barco NV, Legal Department, Beneluxpark 21, 8500 Kortrijk.

### **REGISTRATION**

Only those persons who are shareholders on the **registration date (Thursday 15 April 2021 at midnight (24:00 hrs))** have the right to attend and vote at the general meeting.

The owners of **DEMATERIALIZED SHARES** must register the shares with which they wish to vote at the general meeting at the latest on the registration date.

The evidence of the completion of the registration formalities shall be provided by the shareholder or its financial institution to ING Bank **by not later than Wednesday April 28, 2021 within the office hours.**

The shareholders will be admitted to the general meeting based upon the confirmation by ING Bank to Barco NV of the completion of the registration formalities or upon presentation of a certificate issued by the company, the depository institution or an authorized account-holder or the clearing institute confirming that the registration has occurred at the latest on the registration date.

The **HOLDERS OF REGISTERED SHARES**, as well as the holders of options must inform the company **by not later than Friday April 23, 2021** by letter addressed to Barco NV, Legal Department, Beneluxpark 21, 8500 Kortrijk, or by e-mail ([shareholders.meeting@barco.com](mailto:shareholders.meeting@barco.com)) of their intention to attend the meeting and, if applicable, the number of shares they wish to vote with.

### **VOTE BY LETTER OR POWER OF ATTORNEY**

Shareholders, who wish to vote by letter or wish to be represented, should use the form which is available at the company's headquarters or can be downloaded from the company's website [www.barco.com](http://www.barco.com). No other forms will be accepted.

Collective proxies, proxies by substitution, or proxies granted by financial institutions, trusts, fund managers or account-holders in the name and for the account of several shareholders have to

specify: the identity of each individual shareholder, the identity of the proxy holder(s) and, for each individual shareholder, the number of shares the proxy holder will be voting with.

Forms signed by hand should be delivered **in original copy** to the company (to the attention of the Legal Department), Beneluxpark 21, 8500 Kortrijk, Belgium. Forms signed electronically should be sent by email ([shareholders.meeting@barco.com](mailto:shareholders.meeting@barco.com)). The forms must arrive at the company **by not later than Wednesday April 28, 2021 within the office hours.**

### **DATA PROTECTION**

The company is responsible for the processing of personal data it receives from, or collects about, shareholders, the holders of warrants and stock options issued by the company, and proxy holders in the context of the general meetings. The processing of such data will be carried out for the purpose of the organization and conduct of the general meeting. The data include, amongst others, identification data, the number and type of shares, warrants and stock options issued by the company, proxies and voting instructions. This data may also be transferred to third parties for the purposes of services to the company in connection with the foregoing. The processing of such data will be carried out, *mutatis mutandis*, in accordance with Barco's privacy policy, available at <https://www.barco.com/en/about-barco/legal/privacy-policy/barco-com-privacy-policy>. For more information or complaints regarding the processing of personal data by or on behalf of the company, the company can be contacted by e-mail at [dataprotection@barco.com](mailto:dataprotection@barco.com).

Barco may photograph and make film recordings during the extraordinary general meeting, in order to market Barco and to support future events. Barco can process your image for this. If you do not wish to be photographed or taped, please inform the company hereof via email at [shareholders.meeting@barco.com](mailto:shareholders.meeting@barco.com).

The Board of Directors