1 Aim / objective

Barco’s shares are publicly traded. Therefore, information pertaining to Barco’s financial performance is valuable and could be abused for someone’s personal interests, which must be prevented.

The Market Abuse Prevention Policy translates in a concise and readable manner the obligations imposed by the EU Regulation of 16 April 2014 no 596/2014 on market abuse (also known as the “MAR”) and the Corporate Governance Code 2020, the aim of which is to prevent market abuse (Insider Dealing, unlawful disclosure of Inside Information and Market Manipulation).

2 Scope

This policy summarizes the obligations imposed on Barco as an Issuer of Financial Instruments, on its directors and CLT members, as well as persons closely associated with them, such as a spouse or children living under the same roof. Furthermore, this policy also applies to employees and other persons carrying out activities for Barco, who may have access to Inside Information, such as the external auditor, contractors hired to assist with the annual report, lawyers hired for M&A transactions, etc.

Each person, to whom this policy is addressed, must regularly make the necessary enquiries and, if need be, adopt his or her behaviour to satisfy any market abuse related requirements that may apply while carrying out activities for Barco.
The board of directors has appointed the General Counsel as Compliance Officer to assume the responsibilities described in this Market Abuse Prevention Policy and to ensure compliance therewith by all persons concerned. Any questions regarding market abuse (Insider Dealing, unlawful disclosure of Inside Information and market manipulation) and compliance with this Market Abuse Prevention Policy must be addressed to the Compliance Officer (kurt.verheggen@barco.com). If the Compliance Officer is not available, the CEO or CFO can assume his or her role in case of an emergency.

Maximum administrative fines of € 5.000.000 may apply in case of Insider Dealing or unlawful disclosure of Inside Information. Moreover, Insider Dealing or the unlawful disclosure of Inside Information will be considered a breach of Barco’s Code of Ethics (Code of Ethics) and may lead to disciplinary actions up to and including termination of employment.

Capitalized words and expressions shall have the meaning set forth in Annex A attached hereto.

3 Content

3.1 Inside information

As a general rule, it is prohibited to disclose Inside Information.

Anyone receiving Inside Information on Barco or another listed company with which Barco actively maintains a relationship, must forthwith inform the Compliance Officer thereof, undertake appropriate actions to maintain the confidential nature of the Inside Information and refrain from disclosing it without the prior written consent of the Chairman.

The board of directors shall inform the public as soon as possible of Inside Information which directly concerns Barco, in a manner enabling fast access and complete and timely assessment thereof by the public, unless it decides to delay disclosure to protect the legitimate interests of Barco pursuant to art. 17.4 of the EU Regulation of 16 April 2014 n° 596/2014.

The board of directors shall make available on Barco’s website, for a period of five (5) years, all Inside Information which it was required to disclose publicly.
3.2 Insider dealing

3.2.1 Prohibition of Insider dealing

It is expressly prohibited to:

(a) engage or attempt to engage in Insider Dealing; or

(b) recommend that another person engages in Insider Dealing or induce another person to engage in Insider Dealing.

These obligations apply in particular to:

- directors
- CLT members
- Persons closely associated with directors or CLT members, such as:
  - spouse or partner
  - dependent child
  - relative who has shared the same household for at least one year on the date of the transaction concerned
  - a legal person, trust or partnership, the managerial responsibilities of which are discharged by a director or executive manager or by a person referred to above, which is directly or indirectly controlled by such a person, which is set up for the benefit of such person, or the economic interests of which are substantially equivalent to those of such a person.
- Those employees and persons carrying out activities for Barco, who may have access to Inside Information.
  - Assistants to the CLT members
  - Employees responsible for
    - Internal & external communication
    - Internal audit
    - Financial planning & controlling, consolidation & treasury
    - Legal, risk & compliance
    - Business/sales operations
  - Consultants and advisors who are working for any of these functions, such as statutory auditors, communication agencies or copywriters.

3.2.2 Insider list

The Compliance Officer establishes and regularly updates a list (“Insider List”) of all persons who have access to Inside Information and who are working for them under a contract of employment, or otherwise performing tasks through which they have access to Inside Information, such as advisers, communication agencies or copywriters. The Insider List consists of a section with persons who have permanent access to Inside Information, as well as a section with persons having access only to
Market Abuse Prevention Policy

Inside Information related to a specific event or transaction during a limited timeframe.

The Compliance Officer will inform each person by email of the fact that he or she is included in the Insider List and, if Inside Information related to a specific event or transaction during a limited timeframe no longer exists, is removed from the Insider List.

Each person mentioned on the Insider List must acknowledge in writing that he or she is aware of the legal and regulatory duties as well as the sanctions pertaining to Insider Dealing and unlawful disclosure of Inside Information.

3.2.3 Trading in financial instruments related to Barco NV

3.2.3.1 Trading windows - closed period

Directors and CLT members shall not conduct any Transactions on their own account or on the account of a third party during a closed period of 30 calendar days before the release of the trading update, half year or full year financial results.

If Inside Information related to a specific event or transaction arises, the Compliance Officer shall announce a prohibited closed period as soon as the board of directors or the CLT members have knowledge of the Inside Information. The prohibited period shall last until the Inside Information related to a specific event or transaction ceases to exist. During the prohibited period, directors, CLT members and employees having knowledge of such Inside Information shall refrain from conducting any Transaction.

The Compliance Officer shall make the trading windows during which trade in the shares, debt instruments, derivatives or other financial instruments related to Barco NV is allowed, save for trade during any ad hoc prohibited period, available on Barcozone (Trading in Barco Shares). Orders with price limits related to such trade must be limited in time to the duration of these trading windows.

The Compliance Officer may allow directors and CLT members on a case-by-case basis to conduct Transactions during a closed period due to the existence of exceptional circumstances or due to the characteristics of the trading involved for Transactions made under employee share or saving schemes such as subscription right or stock option plans, provided that such Transactions do not amount to market abuse.

Speculative short-term Transactions, such as short-term subscription right and/or stock option trading, short selling and hedging of subscription rights / stock options awarded within the framework of subscription right/stock option plans, are prohibited.
Market Abuse Prevention Policy

Specific rules apply for share buy-back programs.

3.2.3.2 Subscription right and stock option plans

The Corporate HR Department reports to the Compliance Officer all subscription rights or stock options exercised by directors, CLT members and designated employees at the end of each exercise period.

The exercise periods under the subscription right and stock option plans are aligned with the trading windows so that the subscription rights or stock options can only be exercised during the trading windows. The Compliance Officer may exceptionally allow the mere exercise, but not the sale, of subscription rights or stock options outside the trading windows on a case-by-case basis.

3.2.3.3 Reporting of Transactions

The directors and CLT members as well as persons closely associated with them shall inform the Compliance Officer and the FMSA of every Transaction conducted on their own account within three business days after the date of the Transaction. Transactions must only be reported once a total amount of EUR 5,000 has been reached within a calendar year. Such report shall include a statement of amount, price and date of the Transaction.

Transactions by persons professionally arranging or executing transactions on behalf of a director or executive manager, including where discretion is exercised, must also be reported.

Directors and CLT members must report their Transactions through the FMSA’s application “eMT” (https://portal-fimis.fsma.be/nl/Account/HomePublic). They may mandate another person to report their Transaction, but will remain liable for complying with their reporting obligations. Online reports will be confirmed by the Issuer and forwarded to the FSMA.

Barco will report the Transactions on its website per category (directors, CLT members, employees) after every quarter.

3.2.3.4 Persons closely associated with directors and CLT members

Directors and CLT members must inform the Compliance Officer of, and regularly update the Compliance Officer on, the persons closely associated with them, being:
- A spouse, or a partner considered to be equivalent to a spouse in accordance with national law
- A dependent child, in accordance with national law
- A relative who has shared the same household for at least one year on the date of the transaction concerned
- a legal person, trust or partnership, the managerial responsibilities of which are discharged by a director or executive manager or by a person referred to above, which is directly or indirectly controlled by such a person, which is set up for the benefit of such person, or the economic interests of which are substantially equivalent to those of such a person

Directors and CLT members shall inform the persons closely associated with them in writing of their obligations with respect to managers’ transactions, and shall keep a copy of this notification.

3.3 Market Manipulation

It is expressly prohibited to engage or to attempt to engage in Market Manipulation.

4 Annex A : Definitions

Compliance Officer: General Counsel of Barco

CLT members: members of the core leadership team of Barco (please see: http://www.barco.com/en/about-barco/executives)

FSMA: Financial Services Market Authority

Insider Dealing: the situation whereby a person possesses Inside Information and uses that information by acquiring or disposing (or by cancelling or amending an order for the acquisition or disposal) of, for its own account or for the account of a third party, directly or indirectly, Financial Instruments to which that Inside Information relates.

Inside Information: information of a precise nature, which has not been made public, relating, directly or indirectly, to one or more Issuers or to one or more Financial Instruments, and which, if it were made public, would be likely to have a significant effect on the prices of those Financial Instruments or on the price of the related derivative Financial Instruments. Inside Information can, for example, relate to:

- Release of half or full year financial results or trading updates;
- Revised forecasts of results such as a profit warning;
- Acquisitions or divestitures;
- Material contracts and orders;
- Significant restructuring;
- Major litigation;
- Unexpected decisions about dividend payments.
Market Abuse Prevention Policy

Insider List: the list referred to in article 3.2.2 hereof.

Issuer: a legal entity governed by private or public law, which issues or proposes to issue Financial Instruments. For the purpose of the Market Abuse Prevention Policy, Barco NV is considered an Issuer.

Financial Instruments: transferable securities, money-market instruments, options, futures, swaps, forward rate agreements and any other derivative contracts relating to securities.

Market Manipulation: the behavior which manipulates, or attempts to manipulate, the supply of, demand for, or price of, a Financial Instrument by, among others, giving false or misleading signals, placing fictitious orders, disseminating rumors, etc.

Transaction: purchase or sale of, the pledging of, or vesting of a similar security interest in, the lending of, the acceptance and exercise of subscription rights and stock options related to, shares, debt instruments, derivatives or other financial instruments related to Barco NV.