

Translation for convenience purpose only

Barco

Naamloze vennootschap te 8500 Kortrijk
President Kennedypark 35
B.T.W.-plichtige - Ondernemingsnummer BE 0473.191.041
Rechtspersonenregister Kortrijk

CONVENING OF THE ANNUAL GENERAL MEETING

The Board of Directors kindly invites the shareholders, the holders of bonds and warrants to attend the Annual General Meeting of Barco NV which shall be held in the Customer Center of Barco at **B-8520 Kuurne, Noordlaan 5** on **Thursday April 29, 2010 at 4 p.m.**

At the occasion of the general meeting the shareholders are offered the possibility to visit the Customer Center of Barco from 3 p.m. onwards.

The general meeting is convened with the following agenda and proposals for resolution:

A G E N D A

- 1. Presentation and discussion of the annual report of the Board of Directors and the report of the Statutory Auditor on (i) the annual accounts of Barco NV and (ii) the consolidated annual accounts for the fiscal year ending December 31, 2009.**
- 2. Approval of the annual accounts of Barco NV for the fiscal year ending December 31, 2009 - Decision not to distribute a dividend.**
Proposal for resolution:
The general meeting approves the annual accounts of Barco NV for the fiscal year ending December 31, 2009. Following the proposal of the Board of Directors the general meeting approves the distribution of the results and decides not to distribute a dividend.
- 3. Presentation of the consolidated annual accounts for the fiscal year ending December 31, 2009.**
- 4. Discharge to the directors.**
Proposal for resolution:
The general meeting gives discharge to each one of the directors for the execution of their mandate during the fiscal year ending December 31, 2009.
- 5. Discharge to the Statutory Auditor.**
Proposal for resolution:
The general meeting gives discharge to the Statutory Auditor for the execution of its mandate during the fiscal year ending December 31, 2009.
- 6. End of mandate directors – (Re-)appointment directors – Remuneration.**
The general meeting acknowledges the fact that the mandate as director of the company of Mr. Herman Daems, Mr. Eric Van Zele, Praksis BVBA permanently represented by Bruno Holthof, Lumis BVBA, permanently represented by Mr. Luc Missorten, Mr. Marc Ooms and Mr. Marc Vercruyssen, expires at the end of this annual general meeting. The mandate is renewable.

Proposal for resolution:

- (a) Re-appointment of Mr. Herman Daems (°19.07.1946) living at 3210 Linden, Kruisbooglaan 20 for a duration of two(2) years as of the closing of this general meeting until the closing of the annual general meeting of 2012.
- (b) Re-appointment of Mr. Eric Van Zele (°19.05.1948) living at 1560 Hoeilaart, Hertenaan 9 for a duration of four (4) years as of the closing of this general meeting until the closing of the annual general meeting of 2014.
- (c) Re-appointment as independent director pursuant to Article 524§4 of the Belgian Code of Companies for a duration of four (4) years as of the closing of this annual general meeting until the closing of the annual general meeting of 2014 of BVBA Praksis, Company Registry Leuven, Enterprise Registry number 0451.476.206, with registered office at 2970 Schilde, De Goudvink 29, permanently represented by Dr. Bruno Holthof (°10-07-1961) living at 2970 Schilde, De Goudvink 29.
- (d) Re-appointment as independent director pursuant to Article 524§4 of the Belgian Code of Companies for a duration of four (4) years as of the closing of this annual general meeting until the closing of the annual general meeting of 2014 of Lumis NV, Company Registry Leuven, Enterprise Registry number 0960.868.466, with registered office at 3212 Pellenberg, Slijkstraat 67, permanently represented by Mr. Luc Missorten (°24-06-1955) living at 3212 Pellenberg, Slijkstraat 67.
- (e) Appointment for a duration of two (2) years as of the closing of this annual general meeting until the closing of the annual general meeting of 2012 of Marc Ooms BVBA, Company Registry Gent, Enterprise Registry number 0478 085 581, with registered office at 9000 Gent, Hofbouwlaan, 3, permanently represented by Mr. Marc Ooms (°18-11-1951) living at 1050 Brussel, Emile Duraylaan 58.
- (f) Re-appointment of Mr. Marc Vercruysse (°11-03-1959) living at 2530 Boechout, Appelkantstraat 101A for a duration of two (2) years as of the closing of this general meeting until the closing of the annual general meeting of 2012.
- (g) Pursuant to article 17 of the by-laws the general meeting sets the aggregate annual remuneration of the entire Board of Directors at €1.865.000 for the year 2010, which amount shall be apportioned amongst the members of the Board according to the internal rules.

7. Presentation and discussion on Corporate Governance at Barco, including a report on the remuneration policy.

The holders of **NOMINATIVE SHARES**, warrants, bonds or certificates issued in collaboration with Barco NV, must inform the company by not later than the fifth (5th) working day prior to the meeting - i.e. **by not later than Thursday April 22, 2010** - either by letter or by fax (032-56-26.22.76) addressed to Barco NV, Legal Department, President Kennedypark 35 at 8500 Kortrijk, or by e-mail (shareholders.meeting@barco.com) of their intention to attend the meeting and of the number of shares they wish vote with.

The owners of **BEARER SHARES**, who did not have their bearer shares converted into dematerialized titles, have to inform the company per registered letter at the latest on the **registration date** - i.e. **by not later than Thursday April 22, 2010** - of their intention to participate in the meeting, indicating **the amount of the shares and the number of each such share** they wish vote with. To be admitted to the meeting, they have to present their titles at least (2) two hours prior to the meeting at the foreseen registration desk at the Customer Center of Barco NV.

The owners of **DEMATERIALIZED SHARES** may participate in the general meeting and exercise their voting right with respect to titles they own on the **registration date** - i.e. **Thursday April 22, 2010 at midnight (24:00 hrs)** - regardless of the number of titles they own on the date of the general meeting. The evidence of the completion of the registration formalities shall be provided by the shareholder or its bank to ING Bank **by not later than Tuesday April 27, 2010 within the office hours**. They will be admitted to the meeting upon presentation of a certificate issued by either the company or by the depositary institution or an authorized account-holder or the clearing institute, which confirms that the registration has occurred at the latest on the registration date.

Powers of attorney

Shareholders, who wish to be represented, should use the power of attorney form drawn up by the company. For shareholders who so desire can obtain blanc copies of the power of attorney at the company's registered office. The power of attorney forms can also be downloaded from the company's website 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.

Powers of attorney should be delivered **by not later than Tuesday April 27, 2010 within the office hours** to the company's registered office (to the attention of the Legal Department), President Kennedypark, 35 at 8500 Kortrijk, Belgium.

To ensure the registration formalities proceed smoothly, the shareholders are kindly requested to arrive at least 15 minutes prior to the commencement of the meeting.

Annual Report 2009

The 2009 annual report can be consulted in either Dutch or English on the company's website www.barco.com.

The Board of Directors