

## **3D SYSTEMS CORPORATION CORPORATE GOVERNANCE AND NOMINATING COMMITTEE CHARTER**

This CHARTER (the "Charter") of the Corporate Governance and Nominating Committee (the "Committee") has been amended and restated by the Board of Directors (the "Board") of 3D Systems Corporation (the "Company") on March 13, 2018, and, as so amended, supersedes the Charter of the Committee as last amended effective February 1, 2016.

A. Purpose. The primary purposes of the Corporate Governance and Nominating Committee shall be to assist the Board (a) in identifying and recommending qualified individuals to for election or re-election as Board members, (b) reviewing and recommending to the Board the structure, independence and composition of the Board and its committees, (c) overseeing the annual evaluation of the Board and its committees, (d) developing and recommending to the Board the Company's corporate governance guidelines, (e) overseeing the implementation of the Company's corporate governance guidelines and (f) advising the Board with respect to senior management succession planning.

B. Members. The Committee shall be comprised of at least two "Independent Directors" of the Board. For purposes of this Charter, "Independent Directors" shall mean directors who are determined by the Board to comply with standards of independence established by the Board consistent with applicable statutes, regulations of the Securities and Exchange Commission, and listing standards of the New York Stock Exchange, Inc. Each member will be free of any relationship that, in the opinion of the Board, would interfere with his or her individual exercise of independent judgment. Members of the Committee shall be appointed and may be removed by the Board. The Board shall determine which member shall serve as Chairman.

C. Duties and Responsibilities. The Committee shall have the following duties and responsibilities:

1. Recommend to the Board nominees for election as directors;
2. Recommend to the Board and periodically evaluate criteria for Board membership and selection of new directors, including the establishment of standards for Independent Directors and recommend to the Board the skills, experience, perspective and background required for the members of the Board to promote its effective functioning, considering the Company's strategy, and its regulatory, geographic and market environments;
3. Search for, screen, interview, recommend and recruit candidates as necessary to fill vacancies on the Board or additional directorships to meet the needs of the Board, and consider management's and stockholders' recommendations for director candidates;
4. Develop and recommend to the Board for its approval an annual self-evaluation process of the Board and its committees, which evaluation process may include a review of (a) the Board's effectiveness, (b) the composition, organization (including its committee structure, membership and leadership) and practices of the Board, and

(c) tenure and other policies related to the directors' service on the Board, and oversee the self-evaluations;

5. Review periodically the size of the Board and recommend to the Board any appropriate changes;

6. Make recommendations on the frequency, content and structure of Board meetings;

7. Using the annual evaluation process described in paragraph 4 and other relevant information, report to the Board on the qualifications and performance of incumbent directors when making recommendations for or against such directors' re-election to the Board;

8. Recommend annually to the Board director nominees for each Board committee, taking into account the skills and background of such director, as well as the listing standards of the New York Stock Exchange and applicable laws, rules and regulations and advise the Board on the appropriate composition of each Board committee;

9. Review and discuss with the Board relationships between the Company and the directors and non-Board services provided by directors to the Company, its subsidiaries and affiliates;

10. Review the material terms of, and approve, ratify or disapprove, and recommend to the Board for its approval, ratification or disapproval, all Interested Transactions that require the Committee's approval pursuant to the Company's Related Party Transaction Policy and Procedures;

11. Periodically evaluate, and report to the Board its evaluation of, the quality, sufficiency and timeliness of information furnished by management to the directors in connection with Board and committee meetings and other activities of the directors and make appropriate recommendations;

12. Develop and recommend to the Board a set of corporate governance guidelines applicable to the Company, including procedures to assure compliance with the guidelines, and review periodically the guidelines and recommend appropriate changes, and initiate and oversee a periodic evaluation of corporate governance matters generally; and, based on the foregoing, recommend action to the Board where appropriate;

13. Evaluate and make recommendations to the board regarding any stockholder proposals;

14. Periodically review the Company's Code of Conduct and Code of Ethics for Senior Financial Executives (the "Codes of Conduct"), including procedures for assuring compliance with the Codes of Conduct, and recommend appropriate changes to the Board;

15. Establish and administer, in conjunction with the Audit Committee (which shall be responsible for administering procedures for reporting potential violations of the Code

of Conduct relating to financial reporting matters), procedures for employees of the Company to report, on a confidential basis, potential violations of the Code of Conduct;

16. Monitor the Company's policies and procedures for the compliance with applicable laws except for those that relate to financial reporting or other matters that are designated as the responsibility of the Audit Committee or the Compensation Committee by the terms of the Charters of those committees;

17. Review the Board's policies for director compensation and stock ownership, and recommend to the Board compensation programs for directors;

18. Monitor the orientation and continuing training needs of directors and recommend action to the Board where appropriate;

19. Assist the Board in developing and evaluating potential candidates for executive officer positions and oversee the development of executive succession plans

20. Evaluate the Committee's performance annually and Charter periodically, and recommend to the Board such modifications to the Charter, the membership of the Committee and its procedures as the Committee deems necessary or appropriate;

21. Obtain advice and assistance from internal or outside legal, accounting or other advisors at the expense of the Company, as it deems appropriate to assist it in performing its functions, including having the sole authority to retain and terminate any search firm to be used to identify director candidates and to approve such search firm's fees and other retention terms;

22. Make reports to the Board at its next regularly scheduled meeting as appropriate following meetings of the Corporate Governance and Nominating Committee, accompanied by any recommendations to the Board; and

23. Perform such other functions within the scope of the foregoing which the Committee deems appropriate to undertake from time to time.

D. Authority. The Committee will have the resources and authority necessary to discharge its duties and responsibilities, including the authority to retain outside counsel or other experts or consultants, as it deems appropriate. Any communications between the Committee and legal counsel in the course of obtaining legal advice will be considered privileged communications of the Company, and the Committee will take all necessary steps to preserve the privileged nature of those communications. In discharging its responsibilities, the Committee shall have full access to any relevant records of the Company and may also request that any officer or other employee of the Company, the Company's outside counsel or any other person meet with any member of, or advisors to, the Committee.

E. Meetings. The Corporate Governance and Nominating Committee will meet as often as deemed necessary or appropriate, in its judgment. The Committee will cause to be kept adequate minutes of all its proceedings, and will report its actions at the next meeting of the Board. Committee members will be furnished with copies of the minutes of each meeting and any action taken by unanimous consent. The Committee will be governed by the same rules

regarding meetings (including meetings by conference telephone or similar communications equipment), action by written consent without meetings, notice, waiver of notice, and quorum and voting requirements as are applicable to the Board. The Committee is authorized and empowered to adopt its own rules of procedure not inconsistent with (a) any provision of this Charter, (b) any provision of the By-Laws of the Company, or (c) the laws of the State of Delaware. The Committee may form and delegate authority to subcommittees consisting of one or more members of the Committee when appropriate, provided that any such delegation shall be reported to the full Board.