

INFOCUS CORPORATION

COMPENSATION COMMITTEE CHARTER

February 2, 2004

Purpose

The purpose of the Compensation Committee (the "Committee") of InFocus Corporation (the "Company") is to discharge the responsibilities of the Company's Board of Directors (the "Board") relating to compensation of the Company's executives, and to produce an annual report on executive compensation for inclusion in the Company's proxy statement, in accordance with applicable rules and regulations.

Membership

The Committee shall consist of a minimum of three (3) directors. Members of the Committee shall be appointed by the Board upon the recommendation of the Nominating and Corporate Governance Committee and may be removed by the Board in its discretion. All members of the Committee shall meet the independence requirements of the Corporate Governance rules of the NASDAQ Stock Market, Inc. and any other applicable laws, rules and regulations governing independence, as determined by the Board.

Authority and Responsibilities

In furtherance of its purpose, the Committee shall have the following authority and responsibilities:

1. At least once a year the Committee shall evaluate the Chief Executive Officer's performance relative to the Board approved corporate goals and objectives. In addition, the committee shall factor in external competitive market information for comparable peers and public companies. Based upon these evaluations, the committee shall set the chief executive officer's annual compensation including salary, bonus, incentive and equity compensation.
2. To review and approve on an annual basis the evaluation process and compensation structure for the Company's officers. The Committee shall evaluate the performance of the Company's senior executive officers and shall approve the annual compensation, including salary, bonus, incentive and equity compensation, for such senior executive officers. The Committee shall also provide oversight of management's decisions concerning the performance and compensation of other Company officers.
3. Will periodically review appropriate compensation policies for the directors serving on the Board and its committees. This review may consider Board compensation practices of other public companies, contributions to Board functions, service as committee chairs, and other appropriate factors. The Board will determine compensation policies for directors after receiving the recommendation of the Compensation Committee.

4. To review the Company's stock option and other stock-based plans and recommend changes in such plans to the Board as needed. The Committee shall have and shall exercise all the authority of the Board with respect to the administration of such plans.
5. Upon request of the Board from time to time undertake specific reviews concerning management succession planning.
6. To prepare and publish an annual executive compensation report in the Company's proxy statement.

The Committee shall have the authority to delegate any of its responsibilities to subcommittees as the Committee may deem appropriate in its sole discretion.

The Committee shall have authority to retain such compensation consultants, outside counsel and other advisors as the Committee may deem appropriate in its sole discretion. The Committee shall have sole authority to approve related fees and retention terms.

The Committee shall report its actions and any recommendations to the Board after each Committee meeting and shall conduct and present to the Board an annual performance evaluation of the Committee.

The Committee shall review at least annually the adequacy of this Charter and recommend any proposed changes to the Board for approval.