

Corporate Governance  
**CHAIRMAN'S INTRODUCTION TO GOVERNANCE**



**Dear Shareholder**

I shall be stepping down as Chairman at the conclusion of the AGM in May this year, after serving over ten years on the Board of Spirent, seven of them as Chairman. The search for my replacement as Chairman, led by our Senior Independent Director, Jonathan Silver, is well underway and we look forward to updating you in due course.

During my time on the Board, I have seen a great deal of change in the corporate governance landscape and a significant increase in legislation and regulation. Despite these many changes, I believe the core role of the Board has remained largely the same, to ensure that the Board has effective tools and information to challenge, encourage and measure the performance of the management team while not unduly hampering their entrepreneurial instinct.

We are assisted in achieving our core role by operating a robust governance framework which fits the requirements of Spirent's business. The Corporate Governance section of this Annual Report explains our approach in more detail. The Board seeks to demonstrate good practice in the way we discharge our responsibilities and through our Chief Executive Officer and Chief Financial Officer seek to ensure that good corporate behaviours are instilled across the Group. The Board seeks to demonstrate through our actions that accountability, integrity and respect are the cornerstones for a healthy business. During the course of each year the Board interacts with a good cross section of our business unit leaders and I am pleased to see that the behaviours we practice are being modelled across the business.

I am pleased to see the progress we are making as a business in the area of sustainability and would encourage you to

read the separate Sustainability Report on our website. This report describes in detail the progress we are making in all areas of sustainability, with particular highlights in enhancing energy efficiency for Spirent and for our customers and in encouraging the development of Science, Technology, Engineering and Mathematics ("STEM") skills in the communities where we operate.

We have been fortunate to welcome significant new talent to our Board during the past year and, as I step down, I believe there is in place a strong group of non-executive directors with the right mix of skills and experience to assist Spirent in meeting the coming opportunities and challenges that it will face.

I look forward to meeting those shareholders attending our AGM in May.

**Alex Walker**  
Chairman  
2 March 2017