



SPIRENT GROUP

WHISTLEBLOWING POLICY



Dear Colleague

Maintaining high ethical standards is crucial to the continued success of our business. If you are worried about wrongdoing affecting our Company, colleagues or customers then you have a duty to report it. This is known as “whistleblowing”.

You may be worried about raising such issues or feel that it’s none of your business, or that it’s only you who has a suspicion. Raising a concern is the right thing to do, whatever your position in the Company. It is in all our best interests to prevent wrongdoing.

The aim of this Policy is to encourage employees and others to report their concerns.

This Policy document is designed to help you raise your concern at an early stage. It shows our commitment to ensuring that if you decide to raise a concern you are properly protected.

Eric Hutchinson
Chief Executive Officer

1. What is Whistleblowing?

In this Policy 'Whistleblowing' means the reporting by an employee or contractor of suspected misconduct, illegal acts or failure to act within the Spirent Group.

The aim of this Policy is to encourage employees and contractors who have serious concerns about any aspect of the Spirent Group's work to come forward and voice those concerns.

Employees are often the first to realise that there may be something seriously wrong within a business. 'Whistleblowing' is viewed by the Spirent Group as a positive act that can make a valuable contribution to the Spirent Group's efficiency and long-term success. It is not disloyal to colleagues or the Spirent Group to speak up. The Spirent Group is committed to achieving the highest possible standards of business and the highest possible ethical standards in all of its practices.

If you are considering raising a concern you should read this Policy first.

It explains:

- the type of issues that should be raised
- how the person raising a concern will be protected from victimisation and harassment
- how to raise a concern, and
- the steps the Spirent Group will take regarding the concern.

If you are unsure whether to use this Policy or want independent advice at any stage, you may contact the independent adviser **Safecall** on

<https://inside.spirent.com/safecall-country-numbers>

Safecall can give you free confidential advice on how to raise a concern about serious malpractice at work.

2. What is the aim of the Policy and when does it apply?

2.1. Aims of the Policy

The Policy is designed to ensure that you can raise your concerns about wrongdoing or malpractice within the Spirent Group without fear of victimisation, subsequent discrimination, disadvantage or dismissal.

It is also intended to encourage and enable you to raise serious concerns within the Spirent Group rather than ignoring a problem.

This Policy aims to:

- encourage you to feel confident in raising serious concerns at the earliest opportunity and to question and act upon concerns about practice

- explain how and where to raise those concerns
- ensure that you receive a response to your concerns and that you are aware of what to do if you are not satisfied with the response
- reassure you that you will be protected from possible reprisals or victimisation if you have made any disclosure in good faith.

2.2. Scope of this Policy

This Policy is intended to enable those who become aware of wrongdoing in the Spirent Group affecting some other person or company, to report their concerns at the earliest opportunity so that they can be properly investigated.

2.3. Who can raise a concern under this Policy?

The Policy applies to all:

- employees of Spirent Group
- those providing services under a contract or other agreement with the Spirent Group

2.4. What should be reported?

Any serious concerns that you have about the conduct of officers or employees of the Spirent Group or others acting on behalf of the Spirent Group that:

- make you feel uncomfortable in terms of known standards;
- are not in keeping with the Spirent Group's policies;
- fall below established standards of practice; or
- are improper behaviour.

These might relate to:

- conduct which is an offence or a breach of the law (a criminal offence has been committed or failing to comply with any other legal obligation)
- corruption, bribery or blackmail
- racial, sexual, disability or other discrimination
- health and safety of employees
- improper use of authority
- unauthorised use of funds or other assets
- possible fraud and corruption
- intentional misreporting of performance data
- hiding information about wrong doing
- deliberate concealment of information relating to the above
- conduct likely to damage the Company's reputation
- failures to comply with Spirent's Group policies
- conflicts of interest
- provision of misleading information or falsification of records

- misuse of Company property, such as use of Company property for personal gain
- breaches of copyrights, patents, intellectual property and software licenses

This list is not exhaustive.

3. Protecting the Whistleblower

3.1. Your legal rights

This Policy has been specifically written to take account of the UK's Public Interest Disclosure Act 1998 which protects workers making disclosures about certain matters of concern, when those disclosures are made in accordance with the Act's provisions and in the public interest.

The Act makes it unlawful for the Spirent Group to dismiss anyone or allow them to be victimised on the basis that they have made an appropriate lawful disclosure in accordance with the Act.

The Company will abide by local whistleblowing protections applicable in the jurisdiction in which you are employed.

3.2. Harassment or Victimisation

The Spirent Group is committed to good practice and high standards and to being supportive of you as an employee.

The Spirent Group recognises that the decision to report a concern can be a difficult one to make. If you honestly and reasonably believe what you are saying is true, you should have nothing to fear because you will be doing your duty to your employer, your colleagues.

The Spirent Group will not tolerate any harassment or victimisation of a whistleblower (including informal pressures) and will take appropriate action to protect you when you raise a concern in good faith and will treat this as a serious disciplinary offence which will be dealt with under the disciplinary rules and procedures that apply to your location.

3.3. Support to you

Throughout this process:

- you will be given full support from senior management
- your concerns will be taken seriously, and
- the Spirent Group will do all it can to help you throughout the investigation

3.4. Confidentiality

We hope this Policy reassures you that you can safely raise a concern openly. All concerns will be treated in confidence and the identity of the whistle-blower will be protected at all stages in any internal matter.

3.5. Untrue Allegations

If you make an allegation in good faith and reasonably believing it to be true, but it is not confirmed by the investigation, the Spirent Group will recognise your concern and you have nothing to fear. If, however, you make an allegation frivolously, maliciously or for personal gain, appropriate action may be taken that could include disciplinary action.

4. Raising a Concern

The most important thing is that you raise your concern with someone.

There are a number of ways you can raise a concern and these are listed below:

Option 1 – Contact your Line Manager

If you have a concern we hope that you will feel able to raise it first with your Line Manager or if it relates to the environment in which you are working then your local HR contact that supports your location. You can do this face to face or in writing. However, if you can't raise the issue with your manager, or no action has resulted from you doing this, talk to your manager's manager.

Option 2 – Inform a Senior Executive

Alternatively, you can raise your concerns with the following:

- Chief Executive Officer
- Chief Financial Officer
- Company Secretary & General Counsel

Option 3 – Call Our Helpline

You can also call our confidential reporting line <https://inside.spirent.com/safecall-country-numbers>. This confidential reporting line is operated by **Safecall** an independent company that specialises in handling concerns at work. They will take details of your concern and send a confidential report through to us to investigate. You can ask **Safecall** to keep your identity confidential.

4.1. How to raise a concern

You may raise your concern by telephone, in person or in writing. The earlier you express your concern, the easier it is to take action. You will need to provide the following information:

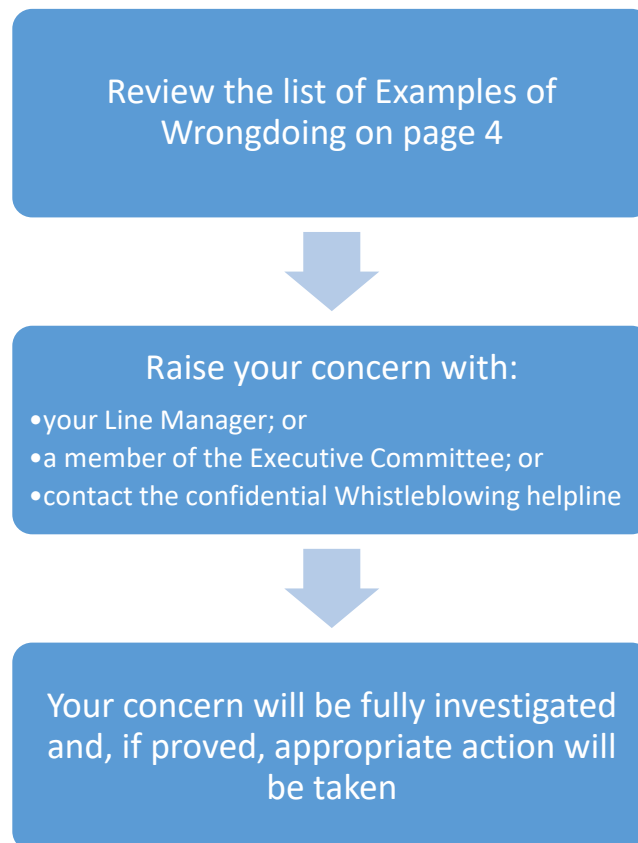
- the nature of your concern and why you believe it to be true

- the background and history of the concern (giving relevant dates)

Although you are not expected to prove beyond doubt the truth of your suspicion, you will need to demonstrate to the person contacted that you have a genuine concern relating to suspected wrongdoing or malpractice within the Spirent Group and that there are reasonable grounds for your concern.

If you wish to place your concerns in writing you may do so by writing to the Company Secretary & General Counsel, Spirent Communications plc, Northwood Park, Gatwick Road, Crawley, West Sussex, RH10 9XN, United Kingdom. Envelopes should be marked "Strictly Private and Confidential – For Addressee Only".

Follow this procedure if you wish to raise a concern:



5. What the Spirent Group will do

The Spirent Group will respond to your concerns as quickly as possible.

Do not forget that testing your concerns is not the same as either accepting or rejecting them. In order to be fair to all employees, including those who may be wrongly or mistakenly accused, initial enquiries will be made to decide whether an investigation is appropriate and, if so, what form it should take.

The investigation may need to be carried out under terms of strict confidentiality, i.e. by not informing the subject of the complaint unless or until it becomes necessary to do so. In certain cases, however, such as allegations of ill treatment of others, suspension from work may have to be considered immediately. Protection of individuals is paramount in all cases.

Where appropriate, the matters raised may:

- be investigated by management, internal audit, or through the local disciplinary/grievance process
- form the subject of an independent inquiry
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Within 10 working days of a concern being raised, the person investigating your concern will aim to contact you:

- acknowledging that the concern has been received
- indicating how the Spirent Group proposes to deal with the matter
- telling you whether further investigation will take place and if not, why not.

The level of contact between you and the investigators considering the issues will depend on the nature of the matters raised, the potential difficulties involved and the clarity of your information. You may be interviewed to ensure that your disclosure is fully understood. Any such meeting may be arranged away from your workplace, if you wish, and a professional representative or friend may accompany you as support.