

## **MODERN SLAVERY AND HUMAN TRAFFICKING STATEMENT**

This statement has been published pursuant to the requirements under section 54 of the UK Modern Slavery Act 2015 and the California Transparency in Supply Chain Act of 2010. It provides information regarding the business practices of Spectris plc, the holding company, its subsidiary companies, other companies within the Spectris group<sup>1</sup> (together, “Spectris”/the “Group”), and the steps Spectris has taken to ensure modern slavery and human trafficking (“MS&HT”) is not taking place in its business and supply chains.

Spectris has a zero-tolerance approach to any form of modern slavery or human trafficking. It is committed to acting ethically, with integrity and transparency in all business dealings and it is committed to implementing effective systems and controls to safeguard against any form of MS&HT in any part of its business or operations. The Group considers that the risk of MS&HT taking place within its business or supply chain is relatively low and to date we have not uncovered any evidence of MS&HT within our business operations.

### **OUR BUSINESS STRUCTURE AND SUMMARY OF OUR OPERATIONS AND SUPPLY CHAINS**

#### **Our Business**

Spectris is a diverse business, with operations in more than 190 locations throughout the world and employees in over 30 different countries. We recruit, develop and promote our people based on their talent, commitment and achievement; everyone is treated equally and fairly whatever their race, colour, religion, national origin, gender, sexual orientation, age, disability or background. Spectris is a very specialised and technical business, and we rely on the skills and expertise of our people, many of whom are highly qualified engineers and technicians.

Spectris’ business activity is divided into four areas, namely: (1) Materials Analysis; (2) Test and Measurement; (3) In-Line Instrumentation; and (4) Industrial Controls. A summary of the operating companies covered by this statement (as divided by business activity) is below:

#### **1. Materials Analysis**

##### **Malvern Panalytical**

Malvern Panalytical’s technologies are used by scientists and engineers in a wide range of industries and organisations to solve the challenges associated with maximising productivity, developing better quality products and getting them to market faster. Malvern Panalytical’s focus is on creating innovative, customer-focused solutions and services to enhance efficiency and deliver tangible economic impact through the chemical, physical and structural analysis of materials.

##### **Particle Measuring Systems**

Particle Measuring Systems (“PMS”) produces and distributes materials analysis instruments. The business’ Boulder, Colorado office supplies instruments to, or on behalf, of the business’ eleven

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<sup>1</sup> This statement sets out the steps taken by Spectris plc and the list of subsidiary companies set out in Appendix One.

offices, with purchases for direct production equalling approximately \$28 million. PMS purchases from approximately 260 active suppliers, with ~30% (by spend) purchased from vendors outside of the US. Locations of these non-US suppliers include China, Thailand, Italy and the UK.

#### Concept Life Sciences

Concept Life Sciences (“CLS”) is a knowledge-based, science led business, focused on delivering the expertise and capabilities its clients demand. CLS works across the pharmaceutical, biotechnology, food, environmental, agrochemical, petrochemical, chemical and consumer products sectors.

## **2. Test and Measurement**

#### Millbrook

Millbrook provides vehicle test and validation services and systems to customers in the automotive, transport, tyre, petrochemical and defence industries. Millbrook’s supply chain is predominately UK based, with a small number of suppliers in Central Europe and North America.

#### Hottinger, Brüel & Kjær (HBK)

HBK was formed by the merger of Brüel & Kjær Sound & Vibration (“BKS”) and Hottinger Baldwin Messtechnik (“HBM”) on 1 January 2019.

HBM is a global market leader in test and measurement and weighing technology, offering complete measurement solutions from sensor to software for industrial and laboratory applications. HBM provides transducers for torque, force, pressure, strain, displacement and weight. HBM operates a number of sales subsidiaries and Research & Development sites in which purchasing is typically limited to indirect materials (such as catalogue items) and purchases.

BKS is the world’s leading supplier of advanced technology for measuring and managing the quality of sound and vibration. BKS’s resources and knowledge is focused on supporting the entire life cycle of our customers’ products from initial design through deployment and operation and a full measurement chain. BKS also provides clients with complete turnkey solutions as well as stand-alone products.

## **3. In-Line Instrumentation**

#### Brüel & Kjær Vibro

Brüel & Kjær Vibro (“BK”) is the world’s leading independent supplier of protective monitoring and knowledge-based condition and performance monitoring solutions for rotating machinery. BK has subsidiaries and distribution partners on every continent and are based in over 60 countries.

#### BTG

BTG is a multinational provider of highly specialised process solutions for the global pulp and paper industry. This includes world-leading rods and beds for film-metering size presses; high-performance

ceramic and cermet coating blades; high-performance tissue creping; doctors and doctor holders, specialty doctor blades and pulp and paper process control sensors and laboratory instruments. All of these technologies are supported with expert services and application support. Several of BTG's technologies are also widely applied in other industrial applications.

#### Servomex

Servomex specialises in the manufacture and sale of gas analysers and systems for gas analysis under its Servomex brand and the manufacture and sale of sensors for gas analysis under its Hummingbird brand.

#### NDC Technologies

NDC Technologies is a leading global supplier of productivity enhancing instrumentation and solutions for on-line and off-line process measurement and control.

### **4. Industrial controls**

#### Red Lion Controls

Red Lion Controls offers award-winning industrial automation and networking solutions which provide critical information and controls to improve productivity, working with numerous devices and diverse protocols to access data.

#### Omega Engineering

Omega Engineering ("Omega") is an established global leader in the technical marketplace, offering more than 100,000 state-of-the-art products for measurement and control of temperature, humidity, pressure, strain, force, flow, level, pH and conductivity. Omega also provides customers with a complete line of data acquisition, electric heating and custom engineered products.

### **Our Supply Chains**

Due to Spectris' diverse business activities, it has a diverse supply chain.

Spectris is committed to preventing MS&HT in its corporate activities, and to working with its supply chain to achieve this commitment. Spectris is committed to promoting responsible business practices with our suppliers as outlined in more detail below. Our objective is to build long-term shareholder value sustainably by supplying productivity-enhancing solutions and services for our customers. To achieve this we need a global high-performance supply chain.

Spectris has high standards of business conduct applicable to the whole organisation. We govern the actions of our company and employees and hold them to the highest level of ethical and social accountability. Our goal is to work with suppliers who embrace and comply with the same principles as our own.

Spectris places high priority on compliance with the legislative and ethical requirements of the countries in which we operate, particularly with respect to employment practices, labour rights and equal opportunities. The Spectris plc HR Director has overall responsibility for employment policies, but responsibility for implementation is delegated to individual operating companies, with operational policies and procedures tailored to suit local needs. We have a Group personnel policy, which includes the Induction/Onboarding process and makes mandatory a walkthrough of the group values and Code of Business Ethics, including whistleblowing policy and hotline, and our commitment to equality.

## **POLICIES RELEVANT TO MODERN SLAVERY AND HUMAN TRAFFICKING**

### **Our Business**

Although Spectris does not have a specific MS&HT policy, it has other policies and procedures in place which address its MS&HT compliance requirements and standards. Details of these policies are outlined here.

Spectris maintains and issues policies and guidance at a group level so that it can standardise and maintain oversight of the interactions that companies have with their suppliers. The Spectris plc Group Manual (the “Manual”) sets out the group wide policy which applies to Spectris. The Manual is regularly reviewed and is available to all employees. In the event that local legislation prevents compliance with the Manual (which is expected to be rare), businesses are required to explain their non-compliance and proposed mitigating actions and ensure that they have a dispensation from Spectris plc in place. An annual sign-off is required on the year-end financial reporting package, together with a statement that all relevant information has been disclosed to the external auditors.

Wherever possible Spectris uses a standardised sourcing agreement which includes key principles and values expected of suppliers. The standardised sourcing agreement is then tailored to specific laws governing the jurisdictions in which the Spectris group companies operate.

Our Human Rights Policy is consistent with the Core Conventions of the International Labour Organisation. Spectris aims to comply with internationally-recognised human rights standards at all of our sites. We operate a number of additional internal policies to ensure that we are conducting business in an ethical and transparent manner. The internal policies include:

- **Code of Business Ethics:** Our Code of Business Ethics makes clear to employees the actions and behaviours expected of them when representing the organisation. This includes a robust approach to anti-bribery and corruption. The organisation strives to maintain the highest standards of employee conduct and ethical behaviour when operating abroad and managing its supply chain. We make our suppliers aware of the principles within the Code of Business Ethics and the standards we expect of them. The Code of Business Ethics can be found [here](#);
- **Recruitment Policy:** We operate a robust recruitment policy, including conducting checks on eligibility to work in order to safeguard against MS&HT. All our UK employees are also paid the National Living Wage, at a minimum;

- Procurement Policy: Individual operating entities conduct risk-based due diligence on their suppliers. In the event an instance of MS&HT comes to light, it is addressed, including the termination of the contract, where appropriate;
- Whistleblowing Policy: We encourage all workers, suppliers, customers and other business partners to report any concerns related to the direct activities, or the supply chains of the organisation. This includes any circumstances that may give rise to an enhanced risk of MS&HT. The organisation's whistleblowing procedure is designed to make it easy for workers to make disclosures, without fear of retaliation. Employees, customers or others who have concerns can use the Spectris confidential helpline. The helpline can be used to report violations of the Code of Business Ethics including MS&HT in any Spectris entity and in any jurisdiction in which it operates. Concerns can be raised by filling out an online form or dialling the confidential helpline number; and
- Supplier Code of Conduct: Some operating companies implement a Supplier Code of Conduct where their suppliers are required to demonstrate that they provide safe working conditions, treat workers with dignity and respect and act ethically and within the law in their use of labour. These companies work with their suppliers to ensure that they meet the standards of the Supplier Code of Conduct. Serious violations of the Supplier Code of Conduct will lead to the termination of the business relationship with the supplier.

## **Supply Chain Management**

We believe that suppliers, and other business partners, should have the opportunity to benefit from their relationship with us. In practice this means that we work together to minimise and manage business risk and improve business practices, through education, training and the sharing of good practice.

### Supply Chain Management Policy

In addition to the above, our Supply Chain Management Policy outlines the requirements we have of our suppliers which include a commitment to:

- Uphold and demonstrate high standards of integrity, governance and business practice;
- Not employ workers under the school leaving age of the country of employment (other than in genuine apprenticeships);
- Not use forced or illegal immigrant labour (including modern slavery and human trafficking);
- Provide working conditions which meet Spectris' high standards on health, safety, hygiene and environmental practices;
- Pay wages and benefits which meet or exceed National Living Wage minimum requirements and adhere to working time regulations where applicable;
- Comply with Spectris' standards and procedures in relation to anti-bribery and corruption;
- Not deny access to, or apply unfairly, a transparent grievance procedure;
- Not use any form of unlawful discrimination, harassment, abuse or bullying;
- Not knowingly procure specified metals that originate from facilities in conflict regions as metals should be certified as "conflict free";

- Be equally demanding of their suppliers and be able to demonstrate compliance to all of the aforementioned requirements; and
- Provide equal business opportunities for diverse suppliers.

#### Additional measures

In addition to the above, some Spectris entities have taken additional MS&HT prevention measures, for example by including an express reference to the commitment to preventing MS&HT in their “Terms and Conditions for Purchase of Goods and/or Services”, requiring suppliers to “*comply with all applicable laws relating to slavery and human trafficking including the Modern Slavery Act 2015.*”

#### **DUE DILIGENCE AND SUPPLY CHAIN VERIFICATION, AUDITING AND CERTIFICATION**

In addition to due diligence processes, Spectris conduct on-site visits to investigate the specific operations of key suppliers. This allows Spectris to analyse a supplier’s specific practices and procedures. Where risks are identified by our on-site team during these visits this may lead to further investigations and potentially a full audit. New and potential suppliers are made aware of the Spectris compliance framework.

#### **RISK ASSESSMENT**

Spectris is committed to identifying and preventing all forms of MS&HT in our business and supply chain. To this end, we implemented robust risk assessment procedures. For example, one of our entities screens for public information on our key suppliers, using the cloud-based Risk-Management solution “RiskMethods.” On-site visits and/or audits are undertaken. The Spectris DD toolkit is used for the evaluation of sales channel partners and the Dow Jones Risk Averter tool is used by some operating companies to verify and monitor them.

The Group has assessed its supply chain against the top twenty countries identified in the Global Slavery Index to assess the geographical risks of modern slavery and human trafficking in the Group’s supply chain. Based on this assessment, the Group has focused attention on its manufacturing operations and key suppliers in South East Asia to ensure compliance with the SA8000 Social Accountability Standard (SA 8000). The Group has fully trained all auditors and other relevant employees working in the Spectris Asia Pacific Procurement Office to support compliance with SA8000 and key suppliers have been audited against the SA8000 standard by our auditors and have attained the certification standard.

The Group intends to expand on this initiative to work with suppliers located in other countries considered at higher risk to ensure both they, and their supply chains, conform to the standards set out in SA8000.

#### **MODERN SLAVERY & HUMAN TRAFFICKING TRAINING**

Spectris recognises that all supply chain management staff within the organisation working in all countries need to complete MS&HT training. Most companies have commenced their MS&HT training program and the training will be fully implemented across all group companies in the next twelve months. Spectris does undertake regular refresher training on the Code of Business Ethics which includes training on fair employment, human rights and working with partners and suppliers. In the coming year a MS&HT training programme will be rolled out across Spectris.

#### **FUTURE STEPS/ ANY OTHER ACTIONS**

As part of our commitment to improving our procedures to identify and prevent MS&HT Spectris entities will be taking the following MS&HT compliance measures in the next financial year:

1. A full review and update of the Code of Business Ethics and associated materials;
2. Update the Group's human rights policy;
3. Update relevant contractual terms to include clauses specific to the UK Modern Slavery Act 2015 and the California Transparency in Supply Chain Act of 2010; and
4. Roll out revised Global, risk based, MS&HT training throughout Spectris.

#### **APPROVAL**

This statement has been examined and approved by the Board of Spectris plc on 24 May 2019.

Joe Vorih  
President  
Brüel & Kjær

## Appendix One

This statement relates to Spectris plc (UK Company Number 02025003) and the following subsidiary companies:

- Spectris Group Holdings Limited, incorporated in England and Wales (01104312)
- Concept Life Sciences (Holdings) Limited, incorporated in England and Wales (09046553)
- Malvern Panalytical Limited, incorporated in England and Wales (01020602)
- Millbrook Proving Ground Limited, incorporated in England and Wales (**02230262**)
- Red Lion Controls Inc., incorporated in Pennsylvania, US (300036 / 23-1888449)
- BTG Eclépens S.A., incorporated in Switzerland (CHE-103.705.787)
- Hottinger Baldwin Messtechnik GmbH, incorporated in Germany (HRB 1147)
- Brüel & Kjær Sound & Vibration Measurement A/S, incorporated in Denmark (CVR23958414)
- Particle Measuring Systems Inc, incorporated in Colorado, US (19871264849 / 84-0645631)
- Omega Engineering Inc, incorporated in Delaware (0034768 / 06-6041011)
- NDC Technologies Inc, incorporated in Delaware (2758973 / 95-4641732)
- Bruel & Kjaer GmbH, incorporated in Germany (HRB 21090)