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#### FOR IMMEDIATE RELEASE

24 July 2025

**Recommended Cash Acquisition** 

of

SPIRENT COMMUNICATIONS PLC

by

**KEYSIGHT TECHNOLOGIES, INC.** 

Further update re: Acquisition of Spirent

# Timing of the Acquisition

Further to the announcement of 3 June 2025, Keysight Technologies, Inc. (NYSE: KEYS) ("**Keysight**") confirms that Keysight and Spirent Communications PLC (London Stock Exchange Symbol: SPT) ("**Spirent**") continue to engage constructively with the State Administration for Market Regulation of the People's Republic of China ("**SAMR**") in connection with its ongoing review of Keysight's proposed acquisition of Spirent (the "**Acquisition**").

Clearance from SAMR is the final regulatory clearance in relation to the Acquisition and, with support and assistance from Spirent, Keysight remains committed to working quickly and constructively with SAMR to obtain clearance for the Acquisition.

Completion of the Acquisition remains subject to the satisfaction or (if capable of waiver) waiver of the remaining conditions to the Acquisition set out in Part III of the Scheme Document, (the "Conditions") including the Condition relating to sanction of the Scheme by the Court. Keysight now expects that the Scheme will become effective on or before 29 September 2025, being the Long Stop Date (as defined in the Scheme Document). The parties continue to keep the timetable under close review and will provide any updates as required.

Capitalised terms in this announcement, unless otherwise defined, have the same meanings given to them in the Update on Regulatory Clearances announcement in relation to the Acquisition published on 2 December 2024.

#### **About Keysight Technologies**

At Keysight (NYSE: KEYS), we inspire and empower innovators to bring world-changing technologies to life. As an S&P 500 company, we're delivering market-leading design, emulation, and test solutions to help engineers develop and deploy faster, with less risk, throughout the entire product lifecycle. We're a global innovation partner enabling customers in communications, industrial automation, aerospace and defense, automotive, semiconductor, and general electronics markets to accelerate innovation to connect and secure the world. Learn more at <a href="https://www.keysight.com/us/en/about/newsroom.html">https://www.keysight.com/us/en/about/newsroom.html</a> and www.keysight.com.

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### **Important Notices**

This announcement is for information purposes only. It is not intended to and does not constitute, or form part of, an offer, invitation or the solicitation of an offer to purchase, otherwise acquire, subscribe for, sell or otherwise dispose of any securities, or the solicitation of any vote or approval in any jurisdiction, pursuant to the Acquisition or otherwise nor will there be any sale, issuance or transfer of securities in any jurisdiction in contravention of applicable law.

## Disclosure requirements of the Takeover Code (the "Code")

Under Rule 8.3(a) of the Code, any person who is interested in 1% or more of any class of relevant securities of an offeree company or of any securities exchange offeror (being any offeror other than an offeror in respect of which it has been announced that its offer is, or is likely to be, solely in cash) must make an Opening Position Disclosure following the commencement of the offer period and, if later, following the announcement in which any securities exchange offeror is first identified. An Opening Position Disclosure must contain details of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s). An Opening Position Disclosure by a person to whom Rule 8.3(a) applies must be made by no later than 3.30 pm (London time) on the 10th business day following the commencement of the offer period and, if appropriate, by no later than 3.30 pm (London time) on the 10th business day following the announcement in which any securities exchange offeror is first identified. Relevant persons who deal in the relevant securities of

the offeree company or of a securities exchange offeror prior to the deadline for making an Opening Position Disclosure must instead make a Dealing Disclosure.

Under Rule 8.3(b) of the Code, any person who is, or becomes, interested in 1% or more of any class of relevant securities of the offeree company or of any securities exchange offeror must make a Dealing Disclosure if the person deals in any relevant securities of the offeree company or of any securities exchange offeror. A Dealing Disclosure must contain details of the dealing concerned and of the person's interests and short positions in, and rights to subscribe for, any relevant securities of each of (i) the offeree company and (ii) any securities exchange offeror(s), save to the extent that these details have previously been disclosed under Rule 8. A Dealing.

Disclosure by a person to whom Rule 8.3(b) applies must be made by no later than 3.30 pm (London time) on the business day following the date of the relevant dealing. If two or more persons act together pursuant to an agreement or understanding, whether formal or informal, to acquire or control an interest in relevant securities of an offeree company or a securities exchange offeror, they will be deemed to be a single person for the purpose of Rule 8.3. Opening Position Disclosures must also be made by the offeree company and by any offeror and Dealing.

Disclosures must also be made by the offeree company, by any offeror and by any persons acting in concert with any of them (see Rules 8.1, 8.2 and 8.4). Details of the offeree and offeror companies in respect of whose relevant securities Opening Position Disclosures and Dealing Disclosures must be made can be found in the Disclosure Table on the Takeover Panel's website at http://www.thetakeoverpanel.org.uk, including details of the number of relevant securities in issue, when the offer period commenced and when any offeror was first identified. You should contact the Panel's Market Surveillance Unit on +44 (0) 20 7638 0129 if you are in any doubt as to whether you are required to make an Opening Position Disclosure or a Dealing Disclosure.

#### **Publication on Website**

A copy of this announcement will be made available on Spirent and Keysight's websites at https://corporate.spirent.com/ and https://investor.keysight.com/investor-resources/proposed- acquisition-of-spirent/ respectively by no later than 12 noon (London time) on the Business Day following the date of this announcement. For the avoidance of doubt, the contents of those websites are not incorporated and do not form part of this announcement.