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THIS ANNOUNCEMENT CONTAINS INSIDE INFORMATION

FOR IMMEDIATE RELEASE

8 August 2025

Termination of Final Advent Offer for Spectris plc ("Spectris" or the "Company")

On 23 June 2025, the boards of MI Metron UK Bidco Ltd ("**Bidco**") and Spectris, announced that they had reached agreement on the terms of a recommended cash acquisition by Bidco of the entire issued and to be issued share capital of Spectris (the "**Acquisition**") for an offer value of £37.63 per Spectris share, comprising £37.35 in cash and an interim dividend of 28 pence per Spectris share (the "**Advent Offer**"), to be implemented by way of a court-sanctioned scheme of arrangement under Part 26 of the Companies Act (the "**Advent Announcement**").

On 2 July 2025, the boards of Spectris and Project Aurora Bidco Limited, a special purpose vehicle indirectly wholly-owned by funds advised by Kohlberg Kravis Roberts & Co. L.P. and its affiliates ("**KKR Bidco**"), announced that they had reached agreement on the terms of a recommended cash offer by KKR Bidco for the entire issued and to be issued share capital of Spectris for an offer value of £40.00 per Spectris share, comprising £39.72 in cash and an interim dividend of 28 pence per Spectris share (the "**KKR Offer**"). The Spectris board also unanimously withdrew its intention to recommend the proposed Advent Offer.

On 29 July 2025, the Company announced that a circular in relation to the scheme of arrangement to implement the KKR Offer (the "**Scheme Document**") had been published, setting out, amongst other things, a letter from the Chair of Spectris, an explanatory statement pursuant to section 897 of the Companies Act, the full terms and conditions of the scheme, an expected timetable of principal events, notices of the Court Meeting and the General Meeting (together the "**Shareholder Meetings**") and details of the actions to be taken by Spectris shareholders.

On 1 August 2025, the boards of Spectris and Bidco announced that they had reached agreement on the terms of a recommended cash offer by Bidco for the entire issued and to be issued share capital of Spectris for an offer value of £41.00 per Spectris share, comprising £40.72 in cash and an interim dividend of 28 pence per Spectris share (the "**Increased Advent Offer**"). The Spectris board also unanimously withdrew its recommendation of the proposed KKR Offer.

On 5 August 2025, the boards of Spectris and KKR Bidco announced that they had reached agreement on the terms of a recommended cash offer by KKR Bidco for the entire issued and to be issued share capital of Spectris for an offer value of £41.75 per Spectris share, comprising £41.47 in cash and an interim dividend of 28 pence per Spectris share (the "**Increased KKR Offer**"). The Spectris board also unanimously withdrew its intention to recommend the proposed Increased Advent Offer.

Bidco has confirmed to Spectris that its offer value of £41.00 per Spectris share, comprising £40.72 in cash and an interim dividend of 28 pence per Spectris share, is final and will not be increased ("the **Final Advent Offer**"). Bidco has confirmed to Spectris that it no longer wishes to proceed with the Final Advent Offer.

The Spectris board has therefore determined not to proceed with the scheme of arrangement required to implement the Final Advent Offer or to convene any Spectris shareholder meeting for the purposes of considering the Final Advent Offer. Accordingly, the Spectris board has provided its consent to the Panel on Takeovers and Mergers (the "**Panel**") to release Bidco from its obligation under Rule 2.7(b) and Rule 24.1 of the City Code on Takeovers and Mergers (the "**Code**") to proceed with the Increased Advent Offer and Bidco has confirmed that it will not proceed with the Final Advent Offer.

As a result, the Panel has confirmed to Spectris and Bidco that:

- (i) Bidco is released from its obligation under Rule 2.7(b) and Rule 24.1 of the Code to proceed with the Final Advent Offer; and
- (ii) Bidco is subject to the restrictions set out in Rule 35.1 of the Code and is prohibited from, amongst other things, making any offer for Spectris without the consent of the Panel for a period of 12 months.

The Shareholder Meetings relating to the Increased KKR Offer will take place, as planned, on 27 August 2025. Details of the actions to be taken by Spectris shareholders in respect of the Increased KKR Offer are set out in the Scheme Document.

This announcement has been made with the consent of Bidco.

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The person responsible for arranging the release of this Announcement on behalf of Spectris is Rebecca Dunn, Spectris Head of Corporate Affairs.

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In accordance with the Code, normal United Kingdom market practice and Rule 14e-5(b) of the US Exchange Act, Barclays and its affiliates will continue to act as exempt principal trader in Spectris securities on the London Stock Exchange. These purchases and activities by exempt principal traders which are required to be made public in the United Kingdom pursuant to the Code will be reported to a Regulatory Information Service and will be available on the London Stock Exchange website at www.londonstockexchange.com. This information will also be publicly disclosed in the United States to the extent that such information is made public in the United Kingdom.

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Further information

This announcement is for information purposes only and is not intended to, and does not, constitute or form part of any offer, solicitation or invitation to purchase, otherwise acquire, subscribe for, exchange, 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 shall there be any sale, purchase issuance or transfer of securities of Spectris in any jurisdiction in contravention of applicable law.

This announcement does not constitute a prospectus, prospectus equivalent or a prospectus exempted document.

This announcement has been prepared for the purpose of complying with English law and the Code and the information disclosed may not be the same as that which would have been disclosed if this announcement had been prepared in accordance with the laws of jurisdictions outside England and Wales.

Disclosure requirements of the Code

Under Rule 8.3(a) of the Code, any person who is interested in 1 per cent. 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 per cent. 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 Panel's website at 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.

Electronic communications

Please be aware that addresses, electronic addresses and certain information provided by Spectris Shareholders, persons with information rights and other relevant persons for the receipt of communications from Spectris may be provided to Bidco during the Offer Period as required under section 4 of Appendix 4 to the Code to comply with Rule 2.11(c) of the Code.

Publication on a website and availability of hard copies

This announcement and the documents required to be published pursuant to Rule 26 of the Code will be available, subject to certain restrictions relating to persons resident in Restricted Jurisdictions, on Spectris' website at www.spectris.com by no later than 12 noon (London time) on the Business Day following the publication of this announcement. Neither the content of the websites referred to in this announcement nor the content of any website accessible from hyperlinks in this announcement is incorporated into, or forms part of, this announcement.

Spectris Shareholders, persons with information rights and participants in the Spectris Share Plans may, subject to applicable securities laws, request a hard copy of this announcement (and any information incorporated into it by reference to another source) by contacting Spectris' registrars, Equiniti, between 8.30 a.m. to 5.30 p.m. (London time) Monday to Friday (excluding public holidays in England and Wales) on 0371 384 2030 within the United Kingdom or on +44 121 415 7047 from overseas, or by submitting a request in writing to Equiniti Limited, Aspect House, Spencer Road, Lancing, West Sussex, BN99 6DA, United Kingdom, with an address to which the hard copy may be sent. Calls are charged at the standard geographic rate and will vary by provider. For persons who receive a copy of this announcement in electronic form or via a website notification, a hard copy of this announcement will not be sent unless so requested. Spectris Shareholders may, subject to applicable securities laws, also request that all future documents, announcements and information to be sent in relation to the Acquisition should be in hard copy form.

General

If you are in any doubt about the contents of this announcement or the action you should take, you are recommended to seek your own independent financial advice immediately from your stockbroker, bank manager, solicitor, accountant or independent financial adviser duly authorised under the Financial Services and Markets Act 2000 (as amended) if you are resident in the United Kingdom or, if not, from another appropriately authorised independent financial adviser.

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