
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, D.C. 20549

FORM SD

Specialized Disclosure Report

HUBBELL INCORPORATED

(Exact name of registrant as specified in its charter)

CONNECTICUT
(State or other jurisdiction of
incorporation)

1-2958
(Commission
File Number)

06-0397030
(IRS Employer
Identification No.)

40 Waterview Drive
Shelton, Connecticut
(Address of principal executive offices)

06484
(Zip Code)

Katherine A. Lane 475-882-4000
(Name and telephone number, including area code, of the person to contact in connection with this report.)

Check the appropriate box to indicate the rule pursuant to which this form is being filed, and provide the period to which the information in this form applies:

☒ Rule 13p-1 under the Securities Exchange Act (17 CFR 240.13p-1) for the reporting period from January 1 to December 31, 2022.

Section 1—Conflict Minerals Disclosure

Items 1.01 and 1.02 Conflict Minerals Disclosure and Report, Exhibit

Conflict Minerals Disclosure

A copy of Hubbell Incorporated’s Conflict Minerals Report for the reporting period January 1, 2022 to December 31, 2022 is provided as Exhibit 1.01 hereto and is publicly available at www.hubbell.com. The content of any website referred to in this Form SD is included for general information only and is not incorporated by reference in this Form SD.

Section 2—Exhibits**Item 2.01—Exhibits**

Exhibit 1.01—Conflict Minerals Report for the reporting period January 1, 2022 to December 31, 2022 as required by Items 1.01 and 1.02 of this Form SD.

Forward Looking Statements

This Specialized Disclosure Report on Form SD and any exhibits to this Form SD may contain “forward-looking statements” as defined in the Private Securities Litigation Reform Act of 1995. These statements may be identified by the use of forward-looking words or phrases such as “believe,” “expect,” “anticipate,” “plan,” “estimated,” “target,” “should,” “could,” “may,” “subject to,” “continues,” “growing,” “projected,” “if,” “potential,” “will likely be,” and similar words and phrases. Such forward-looking statements are based on our current expectations and involve numerous assumptions, known and unknown risks, uncertainties and other factors which may cause actual and future performance or the Company’s achievements to be materially different from any future results, performance, or achievements expressed or implied by such forward-looking statements. These forward-looking statements speak only as of the date of this Form SD or as of the date to which they refer, and Hubbell assumes no obligation to update any forward-looking statements as a result of new information or future events or developments, except as required by law.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the duly authorized undersigned.

HUBBELL INCORPORATED

By: /s/ Katherine A. Lane

Name: *Katherine A. Lane*

Title: *Senior Vice President, General Counsel and
Secretary*

Date: May 3, 2023

EXHIBIT INDEX

<u>Exhibit Number</u>	<u>Description</u>
1.01	Conflict Minerals Report for the reporting period January 1, 2022 to December 31, 2022

HUBBELL INCORPORATED
Conflict Minerals Report
For The Year Ended December 31, 2022

This Conflicts Minerals Report (“CMR”) for the year ended December 31, 2022, is presented to comply with Rule 13p-1 under the Securities Exchange Act of 1934 (the “Rule”). The Rule imposes reporting obligations on registrants that file reports with Securities and Exchange Commission (“SEC”) whose manufactured products contain Conflict Minerals which are necessary to the functionality or production of their products. “Conflict Minerals” are defined as cassiterite, columbite-tantalite, gold, wolframite, and their derivatives, which are limited to tin, tantalum, tungsten, and gold (also referred to as “3TG”). These requirements apply to registrants whatever the geographic origin of the Conflict Minerals and whether or not they fund armed conflict.

If a registrant has reason to believe that any of the Conflict Minerals in their supply chain may have originated in the Democratic Republic of the Congo or an adjoining country (the “Covered Country or Countries”), or if they are unable to determine the country of origin of those Conflict Minerals, then the registrant must describe its Reasonable Country of Origin Inquiry (“RCOI”) and exercise due diligence on the Conflict Minerals’ source and chain of custody. A registrant must annually submit a CMR to the SEC that includes a description of those due diligence measures.

The CMR presented herein is not audited as the Rule requires an independent audit only if the Company asserts one or more of its products are “conflict-free.” The Company is not making that statement regarding any of its products.

1. Company Overview

This CMR has been prepared by management of Hubbell Incorporated (herein referred to as “Hubbell,” the “Company,” the “registrant,” “we,” “us,” or “our”). Except for all acquisitions subject to Instruction 3 to Item 1.01 of Form SD, and entities comprising Hubbell’s former Commercial & Industrial Lighting business (the “C&I Lighting Business”), the information disclosed herein includes the activities of all majority-owned subsidiaries. On February 1, 2022, the Company completed the sale of the C&I Lighting Business and, accordingly, the activities of such business are not included in this CMR.

Hubbell is primarily engaged in the design, manufacture and sale of quality electrical and utility solutions for a broad range of customer and end-market applications. Products are either sourced complete, manufactured or assembled by subsidiaries in the United States, Canada, Puerto Rico, Mexico, the People’s Republic of China (“China”), the United Kingdom, Brazil, Australia, Spain and Ireland. Hubbell also participates in joint ventures in Hong Kong and the Philippines, and maintains offices in Singapore, Italy, China, India, Mexico, South Korea, Chile and countries in the Middle East.

The Company’s reporting segments consist of the Electrical Solutions segment and the Utility Solutions segment, as described more fully in the Company’s annual reports on Form 10-K. Such annual reports are made available free of charge through the Investor Relations section of the Company’s website at www.hubbell.com as soon as practicable after such material is electronically filed with, or furnished to, the SEC. In addition, the Company’s SEC filings can be accessed from the SEC’s homepage on the Internet at www.sec.gov. The information contained on the Company’s website or connected to the SEC website is not incorporated by reference into this CMR and should not be considered part of it.

Supply Chain

Hubbell manufactures finished goods from raw components, semi-finished components, and sub-assemblies. These materials may be purchased directly from a manufacturer or through distribution. Hubbell specifications for raw materials may vary from elemental content to form, fit and function as required by the finished product. Hubbell also contracts to manufacture finished goods.

We manufacture a wide range of products that contain Conflict Minerals but we do not purchase ore or unrefined Conflict Minerals directly from mines and generally are separated by multiple steps in the supply chain from the mining source. We employ a large group of suppliers for the many components and parts containing Conflict Minerals that are used in our products. The origin of Conflict Minerals cannot be determined with any certainty once the raw ores are smelted, refined and converted to other Conflict Mineral containing derivatives.

Accordingly, we rely on our direct suppliers to provide information on the origin of the 3TG contained in components and materials supplied to us – including sources of 3TG that are provided to them from lower tier suppliers. Contracts with our suppliers are frequently in force for multiple years and we cannot unilaterally impose new contract terms and flow-down requirements. As we enter into new contracts, or our contracts renew, we include a clause to require suppliers to provide information about the source of Conflict Minerals and smelters. We also include a Conflict Minerals related provision in Hubbell’s standard Terms and Conditions. In the meantime, as described below, we are working with our suppliers to ensure that they provide the 3TG sourcing information until the contracts can be amended.

Conflict Minerals Policy

We have adopted the following Conflict Minerals Policy:

The Hubbell Conflict Minerals Policy requires Hubbell to annually analyze the sourcing of any Conflict Minerals from the Democratic Republic of Congo (“DRC”) and its neighboring countries pursuant to the requirements of the Dodd-Frank Act. Hubbell has established a Conflict Minerals compliance program that is designed to follow the framework established by the Organisation for Economic Co-operation and Development (“OECD”). As Hubbell becomes aware of instances where Conflict Minerals in our supply chain may finance armed groups, Hubbell will work with its suppliers to either identify potential alternate sources or formulate other appropriate responses. Hubbell remains committed to working with its global supply chain to ensure compliance with Section 1502 of the Dodd-Frank Act. Our Conflict Minerals policy is publicly available on our website at www.hubbell.com.

2. Reasonable Country of Origin Inquiry

Hubbell undertook the following measures to perform a RCOI on its Conflict Minerals.

As discussed further below in 3.2.2 below, pursuant to the advice of the Company’s outside conflict mineral consultant, we continued to focus on the sources of likely potential greatest risk and suppliers representing approximately the top 80% of our direct material spend for the calendar year 2022. Based on our evaluation of the industry and other filers, our risk-based approach is consistent with the methodology of peer companies and the overall marketplace in surveying suppliers. In sending those surveys, we asked for completion of the Responsible Minerals Initiative (“RMI”) Conflict Minerals Reporting Template (“CMRT”).

As a result of the Company’s RCOI efforts, we were unable to determine the origin of certain Conflict Minerals and could not exclude the possibility that some may have originated in a Covered Country. For that reason, we undertook additional due diligence and are obligated to submit this CMR to the SEC.

In accordance with the OECD Due Diligence Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas (the “OECD Guidance”) and the Dodd-Frank Act, this CMR is available on our website at www.hubbell.com.

3. Due Diligence Process

3.1 Design of Due Diligence

After reviewing different due diligence processes and consulting with a variety of partners, vendors, experts, and industry peers, we determined that the OECD Guidance was the most appropriate approach for our organization. As such, our due diligence measures have been designed to conform, in all material respects, with the framework in the OECD Guidance and the related Supplement on gold and the Supplement on tin, tantalum and tungsten.

3.2 Due Diligence Performed

3.2.1 Establish Strong Company Management Systems

Conflict Minerals Policy

As described above, Hubbell has adopted a company policy regarding Conflict Minerals which is posted on our website at www.hubbell.com.

Internal Team

A cross-functional group of individuals within Hubbell are responsible for implementing and overseeing the Conflict Minerals program. The working team further has a designated lead who acts as a centralized point of contact and requests, reviews, tabulates and organizes the survey responses, including the identification of smelters or other sources. Further, the Company tracks and follows up on the submitted information. Through these efforts, the Company achieved a response rate of approximately 75% from the surveyed suppliers for the calendar year 2022.

Control Systems

As we do not typically have a direct relationship with 3TG smelters and refiners, we are engaged and actively cooperate with other major manufacturers in our sector, including participating in the Manufacturers Alliance. Controls include, but are not limited to, our Code of Business Conduct and Ethics, which outlines expected behaviors for all Hubbell employees, our Third-Party Code of Business Conduct and Ethics (the “Third-Party Code”), which describes the minimum standards of ethical and responsible conduct required for any third parties that work for or with Hubbell, including our suppliers. Failure to follow any of the provisions of this Third-Party Code can result in termination of any and all agreements with Hubbell.

Grievance Mechanism

Our Company has multiple longstanding grievance mechanisms (via Human Resources, the Legal Department and our Speak Up Today compliance reporting system) whereby employees and third parties can report violations of Hubbell’s policies and procedures.

Maintain Records

Hubbell has a Records Retention Policy that dictates what materials, records and documents need to be retained and for how long. Any data generated by our due diligence exercises are stored on our internal network drive. We also individually attach supplier survey responses to our enterprise resource planning (“ERP”) system.

3.2.2 Identify and Assess Risk in the Supply Chain

As indicated above, we previously retained a recognized conflict mineral expert consultant to review our program. Consistent with that advice, we continued to perform a review of our suppliers with the objective of focusing on those suppliers that provide us with products that may contain 3TG. We also focused on suppliers where we have the opportunity to influence adoption of responsible sourcing practices in conformance with the SEC Rule.

Accordingly, we focused on approximately 80% of the top direct material spend, identifying 709 potential suppliers to assess for calendar year 2022. We then excluded 46 of those suppliers from the pool, as they did not appear to supply products that could contain conflict materials. We ultimately surveyed the remaining 663 suppliers.

Hubbell uses a single ERP system for the majority of our enterprise. By utilizing this system, direct, material suppliers are easily identified with standard material spend reports. For the rest of our enterprise, we receive a total material spend report from each site not included in the single ERP system and then aggregate these reports to the ERP system report.

We rely on these suppliers, whose components may contain 3TG, to provide us with information about the source of Conflict Minerals contained in the components supplied to us. Our direct suppliers are similarly reliant upon information provided by their suppliers. Many of the largest suppliers are also SEC registrants and subject to the Rule. Suppliers that may be additive to our total supplier count as a result of business acquisitions will be reported in the applicable phase-in period.

We conducted a survey of those direct suppliers described above using the template developed by the Electronic Industry Citizenship Coalition® (EICC®) and The Global e-Sustainability Initiative (GeSI), or CMRT. The CMRT was developed to facilitate disclosure and communication of information regarding smelters that provide material to a company’s supply chain. It includes questions regarding a company’s conflict-free policy, engagement with its direct suppliers, and a listing of the smelters the company and its suppliers use. In addition, the CMRT contains questions about the origin of Conflict Minerals included in their products, as well as supplier due diligence. Written instructions and recorded training illustrating the use of the tool are available on EICC’s website. The CMRT is being used by many companies in their due diligence processes related to Conflict Minerals. Hubbell chose the CMRT due to its common use in our industry and based upon expert advice. The EICC template is a form that can be completed by our suppliers, which follows the OECD due diligence guidelines.

3.2.3 Design and Implement a Strategy to Respond to Risks

Hubbell has an established Enterprise Risk Management (“ERM”) Plan that evaluates and quantifies various risks facing the Company. Updates to this risk assessment are provided regularly to senior management and Hubbell’s Board of Directors. Any significant changes to the regulatory landscape materially impacting Hubbell would be included in ERM Plan.

3.2.4 Carry out Independent Third Party Audit of Supply Chain Due Diligence at Identified Points in the Supply Chain

We do not typically have a direct relationship with 3TG smelters and refiners and do not perform or direct audits of these entities within our supply chain. However, we do rely upon industry efforts to influence smelters and refiners to be audited and certified through RMI’s program.

3.2.5 Report on Supply Chain Due Diligence

In addition to this CMR, see our website at www.hubbell.com for our Conflict Minerals Policy.

4. Due Diligence Results

Survey Responses

For calendar year 2022, we solicited 663 suppliers and received a form of response from approximately 75% of them. These respondents constitute approximately 80% of our direct materials spend associated with the surveyed group. We categorized the responses against criteria developed to determine which ones required further engagement with our suppliers. Approximately 59% of the responding suppliers confirmed that the material that they supply either does not contain 3TG, or is exempt from the Rule, or that the 3TG used is from a certified conflict free smelter. We have not been able to confirm if these materials are in fact truly conflict-free. Approximately 11% of the surveyed suppliers provided an “undeterminable” response. Approximately 30% of the suppliers surveyed did not respond at all. We continue to seek to implement methods for increasing our supplier response rate, including the anticipated rollout of an electronic supplier engagement platform in 2023.

The majority of responses received provided data at a company or divisional level, making it unclear if components supplied to Hubbell by specified smelters or refiners contained Conflict Minerals. We are therefore unable to determine with any certainty whether any of the Conflict Minerals reported by the suppliers were contained in components or parts supplied to us or to validate that any of these smelters or refiners are actually in our supply chain.

In addition to our suppliers, we also made efforts to ensure that our customers received any necessary Conflict Minerals information they needed. As such, Hubbell established a dedicated email address (conflictminerals@hubbell.com) for our customers from which the Company responds to questions and provides greater clarity about Hubbell's Conflict Minerals program.

Efforts to Determine Mine or Location of Origin

Our due diligence process includes participation in the Manufacturers Alliance, the OECD implementation programs, and requesting our suppliers complete the CMRT. We have determined that seeking information about 3TG smelters and refiners in our supply chain represents the most reasonable effort we can make to determine the mines or locations of origin of the 3TG in our supply chain.

Smelters or Refiners

As part of the Company's Conflict Minerals Program, we have identified and compiled a list of 620 potential smelters and refiners for calendar year 2022. As discussed above, most of the information provided to us is furnished by our suppliers at a company or divisional level such that it is unclear and uncertain if the specified smelters or refiners identified by them did actually provide Conflict Minerals in the materials sold to us. All 620 of the reported smelters have smelter identification numbers. The Company anticipates continuing to devote attention to identifying the actual smelters and sources of Conflict Minerals in their products to enhance our understanding of our sources as well as to enable us to provide more additional information in future years.

DRC Conflict Mineral Status

The information received from our due diligence efforts from suppliers or other sources is insufficient to enable us to determine the status of our products for 2022.

5. Steps to be taken to mitigate risk

We have begun taking steps to improve the due diligence conducted to further mitigate the risk that the necessary Conflict Minerals in our products do not benefit armed groups in the DRC or adjoining countries ("Conflict Mineral Risk"). Such steps include:

- a. Monitoring the adherence of suppliers to our Third-Party Code;
- b. Enforcing termination of agreements for failure to follow any of the provisions of the Third-Party Code; and
- c. Making a concerted effort to refrain from the continued engagement with any of our suppliers found to be supplying us with 3TG from sources that support conflict in the DRC or any adjoining country and to establish an alternative source of 3TG that does not support such conflict.

We are also considering taking the following steps to improve the due diligence conducted to mitigate Conflict Mineral Risk:

- a. Continue to work with the OECD and relevant trade associations to define and improve best practices and increase transparency in the supply chain in accordance with the OECD Guidance;
- b. Continue to engage with suppliers and direct them to training resources to attempt to increase the response rate and improve the content of the supplier survey responses; and
- c. Continue to intensify the Company's efforts to obtain increased information regarding the smelters and refiners used by the Company's suppliers and the sources of Conflict Minerals for those smelters and refiners to develop an enhanced understanding of the Company's Conflict Minerals sources.