

Strictly Confidential – Subject to Legal Professional Privilege

Postmaster Litigation Board Subcommittee

1. Purpose & Responsibilities

- 1.1 Post Office is the defendant in *Alan Bates & Others v. Post Office Limited*, High Court of Justice Queen's Bench Division, Claim No. HQ16X01238 (the "Claim").
- 1.2 A subcommittee of the Post Office Limited Board is established to receive legal advice on the Post Office's Defence in the Group Litigation as it proceeds to final resolution.
- 1.3 The subcommittee will be disbanded at the final resolution of the Group Litigation, or upon the instruction of the Board, whichever is sooner.

2. Membership

- 2.1 At its meeting on 29 January 2018 the Board appointed Tim Parker (Post Office Chairman) Chairman of the Subcommittee, Ken McCall (Senior Independent Director) and Tom Cooper (Non-Executive Director and Shareholder Representative) as members, together with Paula Vennells (Group Chief Executive) and Alisdair Cameron (Chief Finance & Operating Officer).
- 2.2 The Company Secretary (Jane MacLeod) will act as Secretary to the subcommittee and may nominate a deputy in her absence.

3. Organisation

- 3.1 The subcommittee shall meet as often as required.
- 3.2 The quorum shall be two Non-Executive Directors.
- 3.3 The subcommittee may meet in person, by telephone or by electronic means so long as each member can contribute to the business of the meeting simultaneously.
- 3.4 Meetings may be convened by the Secretary, at the request of the Chairman, or by any member at any time. Notice of each meeting shall be given to all members and, unless there are special circumstances, shall be given at least three working days before each meeting.
- 3.5 The Secretary (or a nominated deputy) shall attend meetings and keep minutes. Other Post Office employees and or relevant external consultants and lawyers may attend for part or the whole of the subcommittee meeting at the invitation of the Chairman.
- 3.6 The Secretary shall be accountable to the Chairman for the provisions of relevant and timely information and for ensuring regular reporting from the subcommittee to the full Board.