

Message

From: Amanda Burton [GRO]
Sent: 07/04/2024 07:02:59
To: Saf ismail [GRO]
Subject: Re: Terms of Reference

Hi Saf, thanks for your email.

We instructed Pinsents to deal with the whistleblowing and employment case. [REDACTED]

The employment claim made by Jane contains the same allegations as raised in the whistleblowing, although the employment claim raises other issues which are not classed as whistleblowing. Pinsents are dealing with the wider issues. We have tried not to duplicate the work.

Unfortunately this has not been a typical whistleblowing process as Henry made its existence public, normally these processes would be run confidentially to protect the whistleblower and to be fair to those involved. As you know we have agreed to provide a summary to the Select Committee. In addition the shareholder wants to see the full report. Nick has been under tremendous strain and we need to be mindful of that. There is a real possibility that someone will leak the contents, and in my opinion it would be grossly unfair if Nick read about the results in the press, rather than seeing them directly.

The report will show what areas are either upheld or not upheld by the barrister. The Board can't change those, they are the findings. The purpose of the NEDs meeting is to consider those findings, and decide whether any action is required. And also what the communications strategy should be. Owen is going to instruct Cardew who will also need to see the report.

Ben Foat instructed Pinsents initially and was as part of the process interviewed by the barrister. Since Pineapple he has not been involved and Karen has taken his place as the instructing officer. To be clear, the barrister has been given full rein to interview who she wanted and to ask for documents. No one has influenced her. She has been truly independent.

Ben T and I don't see the need to have cosec at the meeting, as we want NEDs to speak freely.

Amanda

Sent from [Outlook for iOS](#)

From: Saf ismail [GRO]
Sent: Saturday, April 6, 2024 4:56:56 PM
To: Amanda Burton [GRO]
Subject: RE: Terms of Reference

Hi Amanda

Firstly, thank you so much for responding during your holiday. I appreciate it's tough getting down time at the moment and I am sorry if I am being a pain.

I have several concerns which are listed below:

1. Without seeing the TOR it is difficult to understand why the Barrister would be used outside the 'speak up' complaint, to deliberately defend an employment tribunal? Is this usual? I thought the Barrister had been used because they were independent?
2. Presumably, everyone involved in the investigation has been made aware that the outcome is to not only assess the merits of the whistleblower but to also be used in the employment tribunal to defend the claims against Nick Read?
3. If this process is independent (and is about investigating serious allegations against Nick Read) why are we sharing the initial report with Nick Read?
4. If the report is being shared with Nick Read, presumably somebody (and if so, who) has decided that there is no case to answer against Nick Read? If not, would it not be inappropriate to share it with him?
5. I assumed the purpose of our meeting next week, was to discuss the findings and any appropriate follow up actions. It feels odd therefore that Nick is included at this stage of the process, unless we have already decided that he has done nothing wrong. Also, could you clarify the purpose of next Wednesday's meeting and confirm if it will be minuted?
6. At what point has Ben Foat as our general council been involved in this process?

Just to clarify, given the potential media scrutiny, I am keen that we cover ourselves correctly and ensure that full governance processes have taken place. That is why I am seeking clarity on the process we have undertaken to ensure that we do not end up in a position where a barrister supports our case, but we still lose a tribunal.

Regards

Saf Ismail
Non-Executive Director

100 Wood Street,
London, EC2V 7ER
postoffice.co.uk

From: Amanda Burton [GRO]
Sent: Friday, April 5, 2024 5:29 PM
To: Saf ismail [GRO]
Subject: Re: Terms of Reference

Hi Saf, I am on holiday in France.

GRO

GRO. I will be getting the report from the barrister on Monday which will include the terms of reference. The report is over 100 pages long and despite being on holiday I have committed to read it and then distribute it to the NEDs and also Nick. So you will have it in advance of Wednesday (but I can't guarantee the time as I don't know when I will get it myself).

I have asked for an estimate of costs. Please remember that Jane has issued an employment claim against POL and Nick and we have deliberately ensured that the work the barrister has done can also be used to defend that claim which will probably be heard next year (these tribunals take ages).

I am sorry you were not satisfied with my response. Is there something particularly worrying you? Amanda

Sent from [Outlook for iOS](#)

From: Saf ismail

GRO

Sent: Friday, April 5, 2024 4:59:21 PM

To: Amanda Burton

GRO

; Benjamin Tidswell

GRO

Cc: Brian Gaunt

GRO

; Simon Jeffreys

GRO

<>; Lorna

Gratton

GRO

; Elliot Jacobs

GRO

; Andrew Darfoor

GRO

GRO

Subject: RE: Terms of Reference

Hello Amanda,

Thank you for your email. I had expected the terms of reference for the solicitor to be readily available for a major issue like this. I would have also expected the TOR to be sent to the board once the external legal firm was appointed along with an update on the costs we were incurring.

As this investigation is likely to be discussed in the public forum at some point, I suggest sending the terms of reference and the speak up complaint prior to our meeting on Wednesday. This will give the board a chance to review the complaint and allow us to have an informed discussion on Wednesday.

Given the high-profile nature of the complaint and the possibility of media or government scrutiny, I request that we ensure that the meeting on Wednesday evening is minuted. I feel this will help protect all parties involved.

Thank you

Regards

Saf Ismail

Non-Executive Director

100 Wood Street,
London, EC2V 7ER
postoffice.co.uk

From: Amanda Burton

GRO

Sent: Thursday, April 4, 2024 9:14 PM

To: Saf ismail

GRO

; Benjamin Tidswell

GRO

Cc: Brian Gaunt

GRO

; Simon Jeffreys

GRO

; Lorna

Gratton

GRO

; Elliot Jacobs

GRO

; Andrew Darfoor

GRO

GRO

Subject: Re: Terms of Reference

Hi Saf, I am on holiday at the moment (as is Ben). I one back next Wednesday pm and we then have our NED call. Can I suggest we deal with questions on that call?

Many thanks, Amanda

Sent from [Outlook for iOS](#)

From: Saf ismail [GRO]
Sent: Thursday, April 4, 2024 8:02:48 PM
To: Benjamin Tidswell [GRO]; Amanda Burton [GRO]
Cc: Brian Gaunt [GRO]; Simon Jeffreys [GRO]; Lorna Gratton [GRO]; Elliot Jacobs [GRO]; Andrew Darfoor [GRO]
[GRO]
Subject: Terms of Reference

Hi Ben / Amanda

I hope this message finds you well. Would it be possible for me to receive a copy of the terms of reference (verbal / email) that were sent to the solicitors regarding the whistle blowing (Jane Davies) complaint against Nick?

Also, could you please provide me with an update on the costs incurred so far?

Thank you.

Regards

Saf Ismail
Non-Executive Director

100 Wood Street,
London, EC2V 7ER
postoffice.co.uk