

CONFIDENTIAL AND SUBJECT TO LEGAL PROFESSIONAL PRIVILEGE

Project Sparrow – Chairman’s Report Recommendations

Thursday 4 February 2016, 11.00am

1. Introductions

Patrick made the necessary introductions. In attendance were:

Jon Wear (Deloitte)
Andrew Whitton (Deloitte)
Mark Westbrook (Deloitte)
Patrick Bourke (POL)
Gary Hooton (POL)
Mark Underwood (POL)
Rod Ismay (POL), who joined by telephone

2. Legally privileged character of proposed work and applicability of Non-Disclosure Agreement(s)

Patrick articulated the importance of being able to assert Legal Privilege over any piece(s) of work that were commissioned in response to the recommendations included in the Chairman’s report.

3. Background to Chairman’s Review

Patrick provided the necessary context to the Chairman’s Report and the Complaint Review & Mediation Scheme more generally, noting its sensitivity.

4. Recommendations

- a. Suspense Account**
- b. Transaction Logs Review**
- c. Balancing Transactions**
- d. Audit Store Controls**

Having discussed each of the recommendations set out above and that Deloitte could potentially become involved in, it was agreed that Deloitte would for each, in the first instance, undertake a scoping exercise. Andrew stated that the output of this should be with POL early next week.

POL noted upon receipt of this, it will need to seek approval from Jonathan Swift QC that the proposed course of action discharges each recommendation. It will also be necessary for Deloitte to speak with Fujitsu to help Deloitte understand what is / is not possible and for the former, necessary levels of resource, time and cost.

5. Statement of Work, Timescales and Working Arrangements

Patrick noted that POL would like this report to be completed by Summer Recess.

6. AOB

- Andrew asked, referencing his email of 03/02/2016 to Rodric Williams, that an 'FAQ' type document which addresses how to maintain Legal Privilege be produced, and whether the existing NDA with Deloitte would suffice for this potential piece of work or:
 - The letter of engagement from the June 2014 work could be re-used / tweaked
 - It would be necessary for new NDAs and engagement letters would be required

POL, said it would confirm this with its General Counsel.

- Andrew noted that in order for them to understand the nature of the complaints made against POL, it would be useful for them to be provided with Second Sight's Part 2 Report and POL's Reply to it.