

Message

From: Andrew Parsons [GRO]
Sent: 04/10/2019 16:38:38
To: Emanuel, Catherine [GRO]; Sherrill Taggart [GRO]
CC: Rodric Williams [GRO]; Kenneth Garvey [GRO] Cowley,
Ruth [GRO]; Knapper, Mike [GRO]
Subject: RE: GLO - Confidential [WBDUK-AC.FID26896945]
Attachments: draft letter - POL to Fujitsu.docx

Sherrill

Thanks. I think the tone is the most important aspect to keeping Fujitsu supporting Post Office. I've made some amendments in the attached (being the last version of the letter I saw). You will see that I have added an introductory paragraph and some gentler language to change the emphasis of the letter. I would also suggest sending the letter personally from someone at Post Office (presumably Nick?) to someone personally named at Fujitsu.

These changes don't I believe water down the legal protection sought by the letter, or lessen the seriousness of having to write such a letter in the first place, but hopefully might make it land smoother.

That said, I suspect my changes do not reflect the true sense of bad feeling inside Post Office and so the business may wish to take a stronger tone.

Kind regards
Andy

Andrew Parsons

Partner
Womble Bond Dickinson (UK) LLP

d: [GRO]
m:
t:
e:

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From: Emanuel, Catherine [GRO]
Sent: 04 October 2019 16:43
To: Sherrill Taggart [GRO] Andrew Parsons [GRO]
Cc: Rodric Williams [GRO] Kenneth Garvey [GRO]; Cowley,
Ruth [GRO]; Knapper, Mike [GRO]
Subject: RE: GLO - Confidential

Sherrill,

No problem. We will get back to you on this shortly.

Kind regards
Kate

From: Sherrill Taggart [GRO]
Sent: 04 October 2019 15:17
To: andrew.parsons [GRO]; Emanuel, Catherine [GRO]
Cc: Rodric Williams [GRO]; Kenneth Garvey [GRO]; Cowley, Ruth [GRO]; Knapper, Mike [GRO]
Subject: RE: GLO - Confidential

Dear Catherine and Andy

I am just following up on your comments this morning on the draft letter to FJ which NRF have prepared.

To provide some context, NRF have been advising PO on possible remedies and causes of action under the Horizon Agreement which may be available to PO against FJ arising from the Horizon Issues litigation if there is an adverse judgment. Following on from the disclosure issue on Wednesday we had a call with NRF to discuss potential breach of contract claims in respect of this issue and PO's audit and termination rights.

This was obviously a high level discussion but provided Ben with enough information to enable him to brief the Board on this (amongst other matters) yesterday afternoon. Obviously, it is far too early to make any definitive decisions on this issue and there is no intention to take any action against FJ at this stage but we want to be able to reserve PO's rights under the Horizon Agreement in respect of the disclosure issue – hence the draft letter.

As Andy has pointed out, we have to be particularly sensitive to FJ's reaction to this letter as we are reliant on their co-operation and support but at the same time we need to protect PO's position here. It is an informal letter and the intention is for PO's CEO to call FJ's CEO beforehand to discuss the matter and to give them a head's up that this letter is on its way and why.

I would therefore ask if you could all have another look at the letter to see how we may soften it in any way (particularly the final paragraph).

NRF are also putting together a script for Nick Read to help him position this with FJ.

Thanks for your help on this.

Kind regards

Sherrill

Sherrill Taggart

Legal Director (Interim)
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20 Finsbury Street
London
EC2Y 9AQ

Mobile: [GRO]

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From: Cowley, Ruth [GRO]
Sent: 04 October 2019 14:47
To: Kenneth Garvey [GRO]; Knapper, Mike [GRO]
Cc: Sherrill Taggart <[GRO]>; Rodric Williams <[GRO]>; Emanuel, Catherine <[GRO]>; andrew.parsons <[GRO]>
Subject: RE: GLO

Dear Ken

Thanks for the update.

Understood re the sensitivities with Fujitsu. I'm in meetings most of this afternoon, but will circulate a script later to this group.

I'll give you a call now about the written advice.

Kind regards

Ruth

From: Kenneth Garvey [mailto:[GRO]]
Sent: 04 October 2019 13:41
To: Cowley, Ruth; Knapper, Mike
Cc: Sherrill Taggart; Rodric Williams; Emanuel, Catherine; andrew.parsons
Subject: RE: GLO
Importance: High

Hi Ruth/Mike

Thank you for your draft letter which is under review.

Can you also prepare a draft script today please for our CEO to use in a call with his counterpart at Fujitsu (an action suggested and approved on the call with the Board yesterday). This should be consistent with the letter, but will also likely serve as a relationship management exercise, warming Fujitsu up to their receipt of the letter.

FYI – there is some concern within our GLO team as to how Fujitsu may react upon receipt of the letter, given that POL continues to be heavily reliant on Fujitsu's proactive and prompt co-operation and provision of information, witness evidence (if required) etc for the remainder of the GLO proceedings. The letter has potential to cause Fujitsu to, at worst, become uncooperative and withdraw support, or more likely to introduce new internal governance and oversight measures which slow down their input into GLO going forward. The CEO messaging should mitigate this to some extent and help land the message correctly.

I am copying Andy Parsons from WBD whose firm are the solicitors on record for POL in GLO and Catherine Emanuel from HSF whose firm is supporting the Board on the GLO. They will need to review the script also.

Separately, when can we expect to get an advice note on the matters discussed yesterday with our GC and raised in my emails of yesterday and 2 Oct?

Happy to discuss.

Kind regards
Ken



Kenneth Garvey
Head of Legal, IT and Procurement

Legal Department
Finsbury Dials
20 Finsbury Street
London EC2Y 9AQ

M: [REDACTED] **GRO**



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From: Cowley, Ruth [REDACTED] **GRO**

Sent: 03 October 2019 22:48

To: Rodric Williams [REDACTED] **GRO**; Knapper, Mike <[REDACTED] **GRO**

Kenneth Garvey <[REDACTED] **GRO**

Cc: Sherrill Taggart <[REDACTED] **GRO**

Subject: RE: GLO

All

It is good to reconnect and thanks for the feedback – much appreciated.

I attach a draft letter to Fujitsu. Please can the Post Office team consider the best person/office to address this to. Given this is not a formal notice of dispute, this is currently addressed to the London office. The notice provisions in the contract provide for correspondence to be sent to Bracknell. We can of course send to more than one address if preferred.

I note there is a stepped dispute resolution process under the contract culminating in expert determination. We are not proposing that any formal dispute notice is issued at this stage triggering the formal dispute resolution process until we know more about the breach and consequences of any breach, and stakeholders are therefore able to make a decision about next steps. But am happy to discuss.

We think this letter can come from the PO and tactically this may be better given you are trying to put them on notice without escalating this through the formal process at this stage – but you will no doubt have a view on their likely reaction.

Kind regards

Ruth

From: Rodric Williams [mailto:[REDACTED]] **GRO**

Sent: 03 October 2019 18:18

To: Knapper, Mike; Kenneth Garvey

Cc: Sherrill Taggart; Cowley, Ruth

Subject: RE: GLO

Thanks all.

Ruth – we all found your advice on the mid-afternoon call to be extremely clear and helpful, especially on a short turnaround. Thanks.

Rod

From: Knapper, Mike [REDACTED] **GRO**

Sent: 03 October 2019 18:16

To: Kenneth Garvey <[REDACTED] **GRO**

Cc: Sherrill Taggart <[REDACTED] GRO [REDACTED] GRO [REDACTED] Rodric Williams <[REDACTED] GRO [REDACTED] Cowley,
Ruth [REDACTED] GRO [REDACTED]
Subject: RE: GLO

Hi Ken

It was our pleasure and I'm glad the briefing went well.

Ruth (now added) will send the draft letter over to you for the morning.

Kind regards

Mike Knapper | Partner
Solicitor, qualified in England & Wales
Norton Rose Fulbright LLP
3 More London Riverside, London, SE1 2AQ, United Kingdom

Tel: [REDACTED] GRO [REDACTED]
[REDACTED] GRO [REDACTED]

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From: Kenneth Garvey [REDACTED] GRO [REDACTED]
Sent: 03 October 2019 17:58
To: Knapper, Mike
Cc: Sherrill Taggart; Rodric Williams
Subject: GLO
Importance: High

Hi Mike

Thanks again to Ruth and to you for supporting us earlier today. Ben's briefing to the Board went very well.

Can you send to Rod, Sherrill and myself, by tomorrow morning, the draft reservation of rights letter we discussed on the call? We will review it first before it goes to our GC for his comment.

Kind regards
Ken



Kenneth Garvey
Head of Legal, IT and Procurement

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M: [REDACTED] GRO [REDACTED]



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