

Dear Mr Byrne,

Post Office and Horizon: Ensuring full and fair redress

I am writing to you to highlight the concerns I have had for some time regarding the co-operation, ongoing tone, and messaging from Post Office Limited ("POL"). It feels to me POL are deliberately dragging their heels and misinterpreting my "Speak Up" complaint, to suit them, rather than looking at this with the necessary independence and objectivity.

By way of background, I held the post of Group Chief People Officer, at POL for 7 months from December 2022 to June 2023. I joined POL with a mandate to tackle deep-seated cultural problems within the organisation and prioritise redress for the victims of the Horizon scandal. I genuinely wanted to give back to both the Postmasters and POL employees the returns, remuneration and benefits they deserved, as well as 'wean' POL off the government purse strings. I was convinced I could help POL achieve this. However, from the first day, I found a Chief Executive who was obsessed with his pay, to such an extent that it was a huge distraction from me establishing myself in my new position and performing the duties that were set out in my job description.

The reason for providing you with further information is to clarify three points:

- 1) to explain the media coverage and the ongoing reinterpretation of the Speak Up complaint by POL (and in particular to clarify further facts omitted from the recent letter from Amanda Burton sent to the Committee 7th March 2024)
- 2) to qualify my understanding of the involvement of the previous chairman, Henry Staunton, in the Speak Up complaint and particularly the point relating to a bullying complaint
- 3) to highlight where I feel the Committee may have been misled and in particular there are (at least) two key points, where different accounts have been given by Mr Henry Staunton, the ex-chairman and Nick Read, CEO POL, on 27th February relating to:
 - Nick Read's dissatisfaction with his remuneration package
 - Nick Read considering resigning

To address the first point; I am concerned that POL has consistently represented my Speak Up letter in a manner which is totally contrary to my intentions. I cannot speak for their motivation, however I am concerned that POL has presented my complaint, which was intended to be concerned with Nick Read and Nick Read alone, as being about other people. That was not my intention. Whilst others were mentioned for context, I can only assume that it suits POL's agenda to present the Speak Up complaint as being about others as it would divert attention away from Nick Read and justify widening the investigation to include former chairman Henry Staunton. The fact that the POL has ignored my attempts to set the record straight and persisted with its own distorted interpretation [and has indeed privately warned me using the word "misrepresentation" in this context] does not give me confidence in the integrity of this investigation. I am according to the POL's lawyers only allowed to say that I believe they may have "misunderstood" my complaint. Ms Burton's letter to you, dated 7th March still maintains "the 12 page Speak Up Complaint raises a number of allegations, a number of which relate to Mr Read but a number of which do not". That was never intended to be the case, my complaints were intended to be about Nick Read alone.

Turning to the second point; Ms Burton has stated "5.4 This was due to the author (a) clarifying who this concern related to; and (b) expanding upon the concern during a meeting with the investigator". I have not seen the detail of 5.4, as despite several requests, POL have not issued me with a copy the Terms of Reference. However, I assume it relates to a comment in the Speak Up complaint. At the investigatory interview, the **private and confidential** nature of which was strongly emphasised to me, I was asked to provide the facts and background to a conversation where that comment was made over a year ago. I was not asked for an opinion on the person's character. I did not therefore consider that conversation significant, other than the comment itself being a characterisation of POL senior leadership culture under Nick Read. In view of the above facts, it

feels to me that POL have deliberately widened the scope of their investigation, to suit another agenda and without respecting my views, the integrity of the investigation process and the stipulated confidentiality.

There was also a reference made to 'bullying' remarks within Speak Up complaint, relating to Nick Read's conduct towards me following the failed attempt to secure him the significant uplift in his remuneration. I did not direct any such complaints to or about the chairman, nor did I ever see the chairman act in a way that would constitute bullying. However, I did also complain to Nick Read last March, with a similar note to Elliot Jacobs recent complaint, saying that the way POL continues to manage investigations bares all the hallmarks of the past "common sense, trust and respect going out of the window" and that we needed to remove the Investigations team from under Ben Foat "we can't have Legal marking their own homework".

In Ms Burton's statement regarding the launch/timing of the investigation, she wrote "the author was not prepared to meet with the investigator until 10 November 2023." A more accurate representation from Ms Burton would be to say "the author has been more than prepared and co-operative with the investigation. The investigator contacted her on 16th October. Several emails exchanges occurred on the virtues of waiting until the DSAR report was released from POL (Ben Foat required 93 days to release a 10-page, hugely redacted DSAR report, which was entirely unhelpful in the investigation). The author agreed in her own time to travel a 240-mile round trip to London to meet with the investigator; she has continually been open and helpful towards POL in providing early sight of the complaint and/or the provision of 60 pages of emails/evidence in support of the investigation. POL on the other hand, have been unwilling to share the Speak Up complaint with the Board (despite the author being told it would be shared), have been unwilling to provide the TOR, have threatened the author and have been unwilling to say whether the author will see the final report."

Turning to the third point; I wanted to set out in the public interest the following additional material which may help you with your deliberations, all of which can be substantiated with documented evidence. Firstly, I would point to a letter sent to Secretary of State, on 11th November 2022, approximately two weeks before Mr. Staunton and I joined POL. That letter addressed a demand for a substantial increase to Mr Read's package. It also confirmed that two previous proposals had been taken to Paul Scully and Kwasi Kwarteng in the preceding year, which had been declined due to the ongoing Inquiry and the context of the public pay freeze. It is worth noting that a UKGI representative and another Board Member, had confirmed these attempts to secure increases in Mr Read's pay in the course of the previous year, were backed up in each case by threats to resign. I noted a Board Member saying to me, "Nick had cried wolf at least 3 times".

There are over 30 email/teams exchanges in December and January 2023, concerning Nick Read's pay. In an email, dated 16th December 2022, Nick Read wrote; "I think the SoS needs to understand this is not business as usual", "can the business afford to be rudderless", "..(my) bonus situation is intolerable", "no reward, no incentive, and no retention scheme...frankly this feels reckless". In December also, the chairman confirmed to me that Nick Read had entered his office and was threatening to immediately resign; that chairman had to appease him, by offering him an incentive to stay, but it was clear, Nick Read was ready to leave at that point.

On 10th January, Mr Staunton, who was at least initially supportive of the Chief Executive, particularly in view of his threats to resign, met with the Secretary of State. He raised the question of Mr Read's pay but got "short shrift". Following that meeting, Nick Read was "incredibly despondent and let down" as observed in emails. It was made my priority to put together a second proposal working with UKGI. On two Friday evenings in January, I received messages from Nick Read, complaining the revised packages would not be good enough, he was irritated. "You have forced me to seek advice", "You and Henry have some urgent thinking to do" "we will end up in a real self-made mess". I offered to set up a Sunday call between him and the chairman and Nick Read responded, "I am afraid this situation has moved beyond Sunday evening chats". The chairman and I met with Nick Read on Monday January 23rd. The full meeting was documented, in summary Nick Read said; "I need to see progress. However, I fear that there will not be any progress...I am prepared to submit a formal grievance and or make a claim for constructive dismissal. I have gained advice on my legal position and PR advice on how I intend to handle this. There is always a huge diatribe about what I am paid"... "The irritation is profound". Henry Staunton asked, 'what would it take to keep you', Nick Read his expectations in terms of a pay increase, an increase to his bonus % and "then decide how long you need me for, a retention in 3 years would be meaningless. It needs to be meaningful, and I expect a retention to 31st December 2023". He said he was "immensely frustrated" and has not been considered a priority; that he wants to run the business, but

“not under any circumstances”. The following day, Mr Staunton and I met with members of the Board, to share his comments, that Nick Read was threatening to leave and claim constructive dismissal. I presented to them a new proposal to increase his remuneration (in line with Nick Read’s suggestion), which they approved. The following day, 25th January, Mr Staunton, and I met with the head of UKGI and the Director General, confirming the same message previously delivered to the POL Board, and that we needed to urgently gain approval for an increase to Nick Read’s remuneration, to retain him, that he was threatening constructive dismissal. The latter request was rejected later that day by the Secretary of State; Mr Staunton sent an email to Nick Read confirming what was agreed (subject to Treasury approval); a “5% salary increase, and LY (last years) bonus need not be repaid”. Mr Staunton confirmed it was “deeply disappointing” and he knew that Nick Read would feel the same.

This deep frustration in my view, spilled into wider remuneration issues, where a number of proposals and recommendations to the Remuneration Committee, which Nick Read sponsored, influenced increase bonus payments to him. Aside from the TIS, which was made public in April/May 2023, there are others. For example in December 2022, Nick Read had an outstanding unapproved bonus payment sitting with Treasury. This bonus payment had been paid to Nick Read in August 2022, resulting from a paper submitted by him in July 22, which requested a multiplier (x1.5) to be added to 100% of his bonus, rather than being applied to the 20% which was his personal element (the latter is how it had been calculated historically); he argued the application of the multiplier was previously unclear and as a result, gained Remuneration Committee approval to apply the multiplier to 100% of his bonus. As a ‘ministerial appointment’ this required recommending and approval by the shareholder (as minuted at the 26th July RemCo meeting). However, the bonus was paid in August 22, without such approval. When I arrived at POL, this was referred to as the “unauthorised bonus”; many senior people (including Board members) were upset and highly dissatisfied with the poor governance and the lack of appropriate scrutiny in paying this. The latter is in my view, demonstrated a pattern of behaviour, which was centred on maximising his own pay, not erring on the side of caution and not taking into consideration the wider inequalities of pay in POL.

At the BTC in June 2023, and again on 27th February 2024 MP Ian Lavery asked about his pay, to which Nick Read replied on both occasions “I do know that I am well paid”. This view contradicted that of Mr Staunton. I hope the above provides some clarity as to the correct version of events. Again, at the BTC on 27th February, you, Mr Byrne, asked the question of Nick Read “have you ever tried to resign” He replied “No”. Again I hope the above account serves to reinforce that Mr Staunton’s version of events at the committee was accurate.

My first 8 weeks with Post Office was dominated with Nick Read’s pay demands. He regarded the final offer of 5% increase as insulting. As a result, he regarded me a failure for not getting the remuneration increase. What followed was a deliberate campaign to defame and ostracise me. From my perspective, his charm had been replaced by someone who not authentic or honest and importantly who lacked genuine concern or care for others, employees, hard-working post masters and those that had been wronged. The role that I was being asked to do, looked nothing like the role that had been sold to me when I was recruited. It was clear that cultural change that needed to start with the senior leaders, was simply not high on Nick Read’s agenda.

I want to conclude by thanking you and the Committee for your attention and support. I am very aware that my plight against POL pales into insignificance compared to those postmasters who need redress, who have suffered over the last 20 years; I have a deep genuine concern for those affected. I have been very mindful to remain in the background on this issue, however, there are some parallels in terms of culture, the management of investigations and the overall unethical treatment of hardworking, good intentioned human beings, which cannot be ignored. This whole experience has been enormously distressing to me. As an experienced HR Director, it goes against the grain to share this kind of confidential information. However, I feel that it is in the public’s interest to understand the ongoing conduct of POL in this matter. So much so, that I have lost all confidence that my position or interests can be protected.

Yours sincerely,

Jane