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Witness Name: Benjamin James  
Cuthbert Tidswell

Statement No.: WITN11290100

Dated: 27 August 2024

**POST OFFICE HORIZON IT INQUIRY**

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**FIRST WITNESS STATEMENT OF BENJAMIN JAMES CUTHBERT TIDSWELL**

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**Introduction**

1. My name is Benjamin James Cuthbert Tidswell. I was a Non-Executive Director on the Post Office Limited (“POL”) Board from 27 July 2021 to 8 July 2024.
2. I make this statement to comply with a request made on 7 July 2024 by the Post Office Horizon IT Inquiry (“Inquiry”) for a witness statement pursuant to Rule 9 of the Inquiry Rules 2006 (“Rule 9 Request”). This is my first statement to the Inquiry.
3. I have prepared this statement following meetings with my solicitors, in respect of which I intend no waiver of privilege. Save where otherwise stated,

I make this statement from facts within my own knowledge, and I believe them to be true. Where I refer to information supplied by others, I identify the source of that information, and I believe it to be true to the best of my knowledge and belief.

4. I have prepared this statement within a tight time frame, mainly during late July and early August, as required by the Rule 9 Request. There is a very large number (many tens of thousands) of documents that relate to my time at the Post Office. Most of these are not relevant to the Rule 9 Request, but in any event it has not been possible in the time available either for me or my solicitors to conduct an extensive document review. I have instead sought to focus on identifying the key documents that I consider will most assist the Inquiry. Notwithstanding these limitations, I am comfortable that this statement is correct and covers everything that is material to the Rule 9 Request.
  
5. I now address the questions in the Rule 9 Request, in the order in which the questions appear in that request.

### **Professional Background**

Please summarise your educational and professional qualifications.

6. I attended the University of Otago in Dunedin, New Zealand, and graduated in 1987 with a Bachelor of Laws and a Bachelor of Commerce.

7. I qualified as a barrister and solicitor in New Zealand in 1988 and requalified as a solicitor in England and Wales in 1994.

Please summarise your career background and your appointment to the POL Board (including relevant dates).

8. I began my career as a disputes lawyer at Bell Gully in New Zealand in 1987. I worked at Bell Gully until February 1992, after which I travelled and then moved to England and worked at Ashurst Morris Crisp (as the firm was called then (“**Ashurst**”)) from March 1993 to February 1995. I returned to Bell Gully in New Zealand for a further two years from January 1996 to February 1998. I then moved back to England and re-joined Ashurst in March 1998.
9. I became a partner in Ashurst’s London litigation practice in May 2000. I was elected as Global Chair of the firm in November 2013. I held this position until I left Ashurst in July 2021.
10. Upon leaving Ashurst, I was appointed as a part time, fee paid Chair of the Competition Appeal Tribunal.

11. I also became a Non-Executive Director of POL, joining the POL Board on 27 July 2021. I remained in this role until the expiry of my term, at the end of the board meeting which took place on 8 July 2024. During my time on the POL Board, I carried out a variety of roles:

- a. I was chair of the Historical Remediation Committee, later renamed the Remediation Committee, throughout my time on the Board.
- b. I was appointed a member of the Remuneration Committee at the end of 2021, with my first meeting taking place on 25 January 2022, and remained in that role for the remainder of my time on the Board.
- c. I agreed to act as Interim Chair of the POL Board for the period from 1 October 2022 to 30 November 2022, to cover the gap between the retirement of Tim Parker and the appointment of Henry Staunton.
- d. I was asked by Mr Staunton to act as Senior Independent Director (“**SID**”) on the POL Board and carried out this role from 14 March 2023 for the remainder of my time on the Board.
- e. I was appointed as a member of the Nominations Committee in June 2023, with my first meeting taking place on 6 June 2023, and remained in that role for the remainder of my time on the Board.

Please summarise your understanding of and experience with the Horizon IT system.

12. As part of my preparations for my application to become a Non-Executive Director, I read Mr Justice Fraser’s Common Issues and Horizon Issues

judgments, as well as the Court of Appeal's judgment in *Hamilton and others*. Apart from that, I had no knowledge of Horizon before I joined the POL Board. That of course changed very quickly once I joined the Board - Horizon was discussed frequently at board level given its central importance to many of the issues that we were dealing with. Those concerned not only the system's historical failings and the serious issues which these had caused, but also the considerations involved in continuing to run the system and the plans to replace it. Over time, I became very familiar with aspects of the operation of Horizon through my work on the Remediation Committee.

### **Experience on the POL Board**

Please summarise the nature of any training and induction that you received prior to, or on your appointment to the POL Board.

13. As part of my interview process, I met a number of POL Board members, including Tim Parker, Zarin Patel, Tom Cooper, Ken McCall, Nick Read and Alisdair Cameron. I also spoke to Robert Swannell, the then Chair of UKGI. These were in part interviews by them of me, but also in part due diligence by me on the role and the organisation. The meetings gave me an understanding of the challenges faced by POL and how the POL Board operated.

14. Upon my appointment being confirmed, I had a variety of further meetings, including: Mr Cooper; Mr Swannell; the Chief People Officer, Angela Willams; the Company Secretary, Veronica Branton; Mr Cameron and his colleague Kathryn Sherratt; the General Counsel, Ben Foat; and I believe other meetings with executives which I cannot now precisely recall or find records of. I also attended the annual board strategy session, which took place almost immediately after I joined the POL Board and occupied a day and a half of discussion about various issues in the organisation. At that time, I met and had the opportunity to speak with the remaining board members I had not yet met by that stage.
15. I also received a briefing pack, which was loaded onto Diligent, the board meeting app used by the POL Board. This included a lot of very useful material, such as:
- a. Information about the structure, personnel and business operations of POL and its subsidiaries;
  - b. Information about the regulatory environment;
  - c. Governance material, dealing with duties, conflicts, decision making authorities and so on;
  - d. Group policies applicable to Directors;
  - e. Constitutional documents and information about POL's relationship with its Shareholder;
  - f. The terms of reference for a number of board committees;

- g. The most recent board effectiveness review;
  - h. Statutory accounts; and
  - i. Information about practical matters, such as meeting dates and contact information.
16. I read all this material. As I said earlier, I also read key judgments relating to issues with Horizon and the problems that those issues had caused.
17. Part of my role was to get the Remediation Committee up and running very quickly (the first meeting took place in August 2021), so I was quickly immersed in the issues relating to appeals of convictions and compensation for past wrongs. In that context I was given briefings by POL's external legal counsel as well as having multiple discussions with internal legal and operational people, although I cannot now identify precisely when and with whom those meetings took place.

Please set out your reflections on the quality and completeness of any training and induction that you received

18. I thought that the training and induction process was adequate and if I had not thought so I would have asked for further material at the time. The reading material that I was provided with seemed comprehensive. In relation to how POL might improve the onboarding process for the future, I think it would be

useful for incoming board members to have more face-to-face induction meetings with people who have hands-on involvement with the products that POL delivers and with Postmasters.

What briefings, if any, did you receive on the issues addressed by the Inquiry, such as the Horizon IT system, the prosecution of SPMs and the Group Litigation Order (GLO) before or on joining the POL board? If you received any such briefings, please provide details of the briefing received and reflect on their quality.

19. As I have explained earlier in this statement, I read the relevant judgments and then received briefings on these issues in particular as part of my role in setting up and operating the Remediation Committee, to which they were central.

Please set out your reflections as to the adequacy and effectiveness of POL's current corporate governance arrangements

20. The easiest way to answer this question is by reference to recent work carried out by external consultants, Grant Thornton, which I understand the Inquiry has already seen. The POL Board engaged Grant Thornton to look into the adequacy of POL's corporate governance arrangements. Grant Thornton analysed these arrangements and produced a detailed report **[POL00446477]**. The report made a number of observations about the



effectiveness of the Post Office's corporate governance and identified areas in which this could be improved.

21. A key theme of the Grant Thornton report is that there is a lack of clarity regarding POL's strategic goals. More specifically, they found that there is a lack of clarity regarding how POL's goals regarding commercial sustainability ought to be balanced against its potentially conflicting goal of serving a vital social purpose. The report noted that this lack of clarity fostered a culture where it is difficult to make decisions and to evaluate people's performance.
22. The report also noted that there is confusion regarding the respective roles of the Shareholder and the Board, which means that they do not work particularly effectively together. It noted that while the Shareholder has a representative on the board, the representative's role is not articulated clearly in the Framework Agreement, or other constitutional documents. It noted that this exacerbates the lack of clarity regarding POL's strategic goals and whether it is meant primarily to aim to achieve commercial sustainability or to achieve social goals.
23. Further, the report identified that the fear of having decisions publicly scrutinised, combined with this lack of a clear strategic direction and a clear relationship between the POL Board and the Shareholder, exacerbates the institutional reluctance to make decisions.

24. In my view, Grant Thornton's analysis is a good diagnosis of the issues that arise in relation to POL's current corporate governance arrangements. I have a slightly different view of the correct weight to attach to the various points they identify – in particular, I consider the first point about clarity in POL's strategic goals to be a primary driver of many of the points that follow. That lack of clarity, together with the extreme nature of the events that have happened in the past, have created a pressure that mean that the Board and the Shareholder would struggle in any structure to manage the extent and complexity of the challenges POL faces. While I agree that there is potential for confusion about the role of the Shareholder representative on the board, generally this has in my view worked quite well in the circumstances. In my view, the bigger issue has been the lack of an overarching strategic vision which has meant that there is insufficient clarity about what the Shareholder wants POL to achieve, especially in light of the past wrongs.
25. While the Grant Thornton report is a good summary of the governance issues at POL, little of it has come as a surprise to the POL Board. Some of it is already the subject of remedial action (for example, the restructuring of the executive team and the layers below that). Other aspects are being addressed through a strategic review which is currently underway. One major objective of that strategic review, as I understand it, is to obtain closer alignment between the Shareholder (in the broadest sense, including all government stakeholders) and the POL Board on the main strategic goals for

POL. That in turn will allow POL to identify and make the structural, operational and cultural changes to address the issues Grant Thornton identify.

Please describe the culture of POL at Board level and set out your reflections as to the ways in which the culture has or has not changed following the findings of Fraser LJ in the Common Issues Judgment or resulting from evidence arising in the Inquiry.

26. I joined the POL Board sometime after the Common Issues Judgment was handed down. I can therefore only speak directly to my understanding of the work done to address cultural matters after I joined the POL Board. Broadly speaking, that involved structured programmes in which matters arising from the Common Issues Judgment or the Inquiry were identified, formally logged and then made subject to an appropriate remediation activity. The Board received regular reports on progress in addressing the Common Issues Judgment items and my recollection is that work was well advanced when I arrived and substantially complete by the time I left.
27. The Board had less visibility of the programme to address matters coming out of the Inquiry, but I understand that it was treated as an important part of the POL Inquiry team's work, and I am sure that others will be able to provide more detail.

28. In relation to the culture at board level, it is important to note that there has been considerable change on the POL Board since my arrival. The only directors who remain on the Board from that time are the two Postmaster Non-Executives, Elliot Jacobs and Saf Islam, and Mr Read. Everyone else is new to the board since my arrival, with the majority arriving in the last twelve to eighteen months.
29. Mr Read joined POL at around the time that the Common Issues Judgment was handed down, and I expect he would have been unaware of the issues it documented at the time he started. Everyone else who joined the Board since then has been aware of the wrongs of the past and (certainly in my case and I have no doubt in the case of everyone else) has joined the organisation wanting to lend their skills and experience to addressing and putting right as far as possible those issues from the past (including making full and fair compensation) and ensuring the Post Office is able to play its vital role in our communities going forward.
30. I can also say with confidence that every board member I have served with has been fully committed to dealing properly with the wrongs of the past and also to the transition to a well-functioning organisation which operates with integrity and acts appropriately in relation to all its stakeholders.
31. It is also important to recognize that the challenges that POL faces, and in particular the public scrutiny which accompanies almost everything it does,

means that for much of my time on the Board there has been the sense of dealing with crisis after crisis. Largely because of that feature, I doubt that any of the board members is satisfied with the progress we have made.

32. Throughout my time on the POL Board, and despite the governance issues addressed in the Grant Thornton report, board members have worked constructively together, for the most part in a collegiate manner. In my experience, every board member has always been given the opportunity to speak at board meetings. The chair at the time of my arrival, Mr Parker, made considerable efforts to create an environment where people felt comfortable in raising challenges and speaking their minds. As I address later in this response, the subsequent chair, Mr Staunton, was not as effective in building a team spirit, but I still consider the level of board challenge and engagement to have been satisfactory throughout.

Please summarise your understanding of the actions POL has taken to change the culture of the organisation following the findings of Fraser LJ or resulting from evidence arising in the Inquiry. Please set out your reflections on how effective these changes have been.

33. As I have noted above, Mr Read joined the Board around the time that Mr Justice Fraser's judgments were released. I understand his immediate reaction was to seek to reset the relationship with Postmasters and to put that

group at the centre of the organisation. This was done through a variety of means, such as:

- a. Relational changes (for example, restatement of the postmaster contracts and the contractual arrangements with the NSFP);
- b. Operational changes: (for example, setting up a stronger area manager network to liaise with Postmasters);
- c. Governance changes (for example, adding two Postmaster N-Executives to the board);
- d. Policy changes (for example, the operating procedures to deal with discrepancies in branches); and
- e. Behavioural changes (for example, through the setting of incentive programmes aligned to postmaster satisfaction and through constant, senior level messaging to the business).

34. All of these have in my view had a positive impact on the culture at POL. However, as the Grant Thornton report illustrates, it has not been sufficient. In my view (which I believe is widely shared by the POL Board) a more significant resetting of the culture is required, which can only be achieved as part of a wider transformational plan. That is one of the key outputs expected from the strategy project which POL is currently undertaking.

Does the culture at POL support the building and maintaining of trust between POL and SPMs, managers and assistants?

35. In many respects, the answer to this question is the same as for the previous question. I believe that the efforts to make POL more postmaster centric have led to a culture in which there is more trust between POL on the one hand and Postmasters and their colleagues on the other.
36. However, there is further work to do in that regard. For example, people would occasionally give presentations to the Board about new ideas or processes, without having consulted with Postmasters. The Board, often through the Postmaster Non-Executives, would pick up on this and remind them of the importance of understanding the Postmaster perspective. We did on occasion receive feedback on initiatives which Postmasters felt had not been thought through from their perspective, particularly in relation to the economic impact on Postmasters. Those incidents suggested to me not only that some people were still thinking in terms of POL's interests, rather than putting Postmasters first, but also that it was likely to be necessary for there to be more fundamental change in the way in which the relationship between POL and Postmasters is structured and operates. Now that I have left POL, I have little visibility of the current thinking in the strategic review, but my understanding when I left was that this would be a major theme in that exercise.

Please summarise your experience of the Board's relationship with and approach towards SPMs.

37. I have largely answered this in my response to the previous questions. However, to summarize, I joined the board approximately two years after Mr Read became CEO. He was attempting to bring about culture change at POL, by putting Postmasters at the centre of the organization. While I did not feel that this had been completely achieved by the time I left the board in July 2024, I thought that progress had been made. I consider that this progress is likely to advance materially as a result of the current strategy exercise.

Please summarise your understanding and experience of the Board's relationship with key relevant external stakeholders, such as the National Federation of SubPostmasters (NFSP), Communications and Workers Union (CWU), Fujitsu, UK Government Investments (UKGI) and the Department for Business and Trade (DBT).

NFSP/CWU/VoTP

38. I believe that both the National Federation of SubPostmasters (“**NFSP**”) and the Communications and Workers Union (“**CWU**”), as well as the social media-based union or advocacy group called Voice of The Postmaster, are all considered to be key external stakeholders for POL. They all present valuable ways for the POL Board to hear and understand Postmasters' concerns.
39. I am aware that the NFSP was criticized by Mr Justice Fraser for being ineffective. This was in part due to the nature of the contract between NFSP and POL, which prevented, or discouraged, NFSP from advocating for



Postmasters when doing so may have been adverse to POL's interests. I understand that this issue has been addressed and that the NFSP is now active in challenging POL and holding it to account.

40. CWU has a smaller membership base of Postmasters but has been a forceful voice for Postmasters on certain issues and has demonstrated their willingness to advocate for Postmasters.
41. Voice of The Postmaster is a newer, largely social media based, group. It is more of an advocacy group than a trade union in the traditional sense, but it represents another way for Postmasters to communicate their views to POL. With the encouragement of the Board, POL increased its engagement with the Voice of The Postmaster significantly during my time on the POL Board and it has become an influential channel of engagement between POL and Postmasters.
42. During my time on the POL Board, we took all three of these groups very seriously. While most board members had limited or no direct engagement with them, we were regularly briefed on the engagement which the executive team, Chair or Postmaster Non-Executives had with them.

#### Fujitsu

43. During my time on the Board, POL had a complicated relationship with Fujitsu. The relationship has been very strained as a result of the historical

issues relating to Horizon. However, at the same time, POL has needed to maintain a working relationship with Fujitsu, in order to continue to operate the current version of Horizon. This relationship has largely been managed at the executive level. I have never met anyone from Fujitsu.

#### UKGI/DBT

44. The Department of Business and Trade (“**DBT**”) is obviously a crucial stakeholder, as the body managing the Government’s shareholding in POL. The relationship is multifaceted, in the sense that there are multiple touchpoints between POL and DBT. I had relationships with senior civil servants and my dealings with them were always sensible and constructive. There were tensions from time to time, largely about the degree of oversight that DBT wished to have over POL and also in relation to funding. Some of these are recorded in the Grant Thornton report and are the obvious consequence of both POL’s past and the challenges it faces going forward.
45. The Minister responsible for the Post Office (from time to time) was a regular visitor to POL Board meetings and the Secretary of State also attended a board meeting shortly before I left. I always felt that they were well briefed and supportive of the efforts the POL Board was making.
46. UK Government Investments Ltd (“**UKGI**”) also has multiple touchpoints with POL. There is a reasonably large team at UKGI dealing with POL matters and

they had very good visibility of POL's activities across a wide range of subjects. The most obvious interface with the POL Board is through the Shareholder representative on the board. Grant Thornton has commented on some of the difficulties in this aspect of the relationship and there were also comments in board effectiveness reviews about the influence which the shareholder representative had on the Board.

47. My experience of dealing with the shareholder representative (first Mr Cooper and then Lorna Gratton) has always been a positive one. My view is that their role is an extremely difficult one, in the circumstances in which POL finds itself, and they have both tried hard to fulfil their duties to POL and to act as an effective conduit for the views of the Shareholder.
48. I also had contact with the Chair of UKGI at the time I joined the board and subsequently with the UKGI Chief Executive, Charles Donald, who attended POL board meetings on occasion and who I also met with on a one-to-one basis.

Do you think the culture in POL actively encourages whistleblowers to speak openly and honestly about their concerns? Please provide reasons for your answer.

49. I do think that POL's culture actively encouraged whistleblowers to speak actively and openly about their concerns. POL has a team dedicated to its

whistleblowing programme (which is called Speak Up). I met with some of this team, and I saw reporting from this team (although only at a high level, given confidentiality requirements). From what I could see, the team appeared to be very professional in their approach, to take great care in relation to confidentiality, and to have good support from both external legal advisors and POL's internal legal team. I understood that they were actively involved in spreading the message throughout POL that there was a reliable whistleblowing process.

50. While this is somewhat of an oversimplification, the effectiveness of this team, and POL's culture regarding whistleblowing, can be seen by the fact that there was a fairly constant stream of whistleblowing reports during my time on the board.

Are you aware of anyone having 'blown the whistle' within POL since the findings of Fraser LJ in a matter relevant to the issues being explored by the Inquiry? If so, please summarise the nature of the complaint(s) made and the response of both the Board and any individuals named in the complaint, insofar as you are able whilst protecting the identity of the whistleblower.

51. While I was not directly involved in the Speak Up team, I am aware of the subject matter of some whistleblowing during my time on the POL Board. In very broad terms, I was aware of whistleblowing relating to the way in which people were remunerated, allegations of bullying, and other aspects of POL's

culture. It is difficult for me to form a view on the relevance of these subjects to the Inquiry as I have no detailed knowledge of these whistleblowing complaints (other than the whistleblowing complaints that I refer to below in the context of Mr Staunton's departure).

Please set out your reflections as to the adequacy and effectiveness of POL's current whistleblowing policies and procedures.

52. I have largely dealt with this question already. However, to summarize, I think POL's current whistleblowing policies and procedures are effective (or at least were effective while I was on the Board). POL has an experienced team which deals with whistleblowing, and it is well-resourced and supported. The process is publicised internally. There was also a constant stream of whistleblowing reports during my time on the Board, which indicates that people felt comfortable doing so.

To what extent do you consider you understand issues of legal professional privilege and the extent to which such information may be shared with the Board of a company? Do you consider the provision of legal information to the Board (and the relevant mechanisms) to be sufficient? Please set out any concerns that you may have in this respect.

53. I have a good understanding of legal professional privilege and the extent to which legally privileged information can be shared with the board of a company.
54. I understand that this question is likely being asked because in the past information was withheld from the POL Board on the basis that it was privileged. As far as I am aware, this did not occur while I was on the Board. Legal advice from external sources was often summarized for the Board by the internal legal function, but this is not unusual in my experience, and I did not feel that important information was omitted or withheld. There were also instances where we were provided with advice from external counsel directly (often in person), rather than being provided with a summary of this advice prepared by POL's in-house legal team.

### **Key Events**

Please consider the Times article dated 19 February 2024 (RLIT0000201). Please set out in detail your understanding of the matters raised in this article, including the relevant background, chronology and actions of any individuals involved. Please set out your reflections on the quoted statement of Mr Jacobs that he and Mr Ismail were "ignored and seen [...] as an annoyance" by other members of the POL board.

55. I consider that there are two important points arising from the Times article **[RLIT0000201]** which it would be useful for me to respond to. The first is Mr Jacobs's statement that he and Mr Ismail were "*ignored and seen [...] as an annoyance*" by other members of the POL Board. The second is Mr Staunton's claim that he was told to stall compensation to Postmasters who had been harmed by the previous wrongful actions of POL in order to help the Conservative party at the general election. I will deal with these two issues separately. While the article also addresses Mr Staunton's removal from the Board, I do not address that here, as I deal with that in my response to the next question.
56. In relation to the first issue, I was not directly involved in the conversation between Mr Staunton, Mr Jacobs and Mr Ismail on 10 January 2024. However, I have seen the email from Mr Staunton which summarises that conversation and contains the quote from Mr Jacobs that he and Mr Ismail were "*ignored and seen [...] as an annoyance*" by other members of the POL Board, which subsequently appeared in the Times article **[POL00448511]**. This email exchange occurred on the 14<sup>th</sup> and 15<sup>th</sup> of January 2024. This email chain was later forwarded to Mr Read who inadvertently forwarded it to a number of people who were mentioned in the original email including Mr Foat and Mr Roberts **[POL00448301]**. I feel that I can assist the Inquiry through my recollection of the context within which these email exchanges occurred and my understanding of the relationship between the Postmaster Non-Executives and the rest of the POL Board.

57. Personally, I do not think that the Postmaster Non-Executives were ignored and seen as an annoyance by other members of the Board. My perception was that the Postmaster Non-Executives were very much valued. They brought a unique and vital perspective to the Board, which was necessary if the Board was to achieve its aim of making POL a more Postmaster centric organization. This is reflected in the Board Report from 6 June 2023, which summarised a recent Board evaluation exercised, and noted that “Board Directors were pleased about a number of aspects of the way the Board operated during FY22/23, including . (vi) the contribution of the Postmaster Non-Executive Directors, particularly in bringing the Board closer to the business.” [POL00448515] I also considered that both Mr Jacobs and Mr Ismail were astute and capable directors. I had a good working relationship with them, and I got on well with them on a personal level.
58. I infer from the Times Article and from conversations that I had with them after I saw the Project Pineapple email exchange that the Postmaster Non-Executives were very frustrated by POL’s inability to deal properly with certain employees who had been involved in what are now seen as flawed and unacceptable investigations in the past into Postmaster discrepancies.
59. In the email chain, Mr Jacobs refers to the fact that there were about 40 such investigators who were still employed by POL. I believe that this number is incorrect and that in reality there was a much smaller number of such people.



I understand that while this was a concern for many Postmasters (past and present), it was also a sensitive topic for the Postmaster Non-Executives personally, as they had both been investigated about potential discrepancies at their branches and considered that these investigations had been handled poorly.

60. Mr Jacobs and Mr Islam had raised the issue of investigators from the past remaining in the business many months before and it had been discussed at several board meetings. However, it seems that insufficient progress had been made by January 2024. I understand that Mr Jacobs and Mr Islam felt that their concerns were not being listened to. In fact, I (and I believe other Board members) shared their concerns. However, we were being told by the executive that it was a complicated subject, and that work was being done to try and resolve the issue. I suspect that Mr Jacobs and Mr Islam mistook the rest of the Board's willingness to let the executive progress the issue as being a lack of support for them on what they saw as a very serious issue which they felt was not being properly confronted.
  
61. The Board has discussed this issue on a number of further occasions following the publication of the Times article. I believe there is now a common view at the board about the seriousness of the issue and also the complexity of the problem and the options for resolving it.

62. I also note that Mr Staunton claimed that Mr Read referred to these former investigators as “untouchables”. This is referenced in the Times article **[RLIT0000201]**. I cannot recall Mr Read using this phrase in my presence and I do not believe that it would have been used to say that former investigators could not be held accountable if they had acted wrongfully.
63. I also think that it is important to understand the background leading to the email which the Times article quotes from, as this goes some way to explaining the blunt language which was used. As I describe in more detail in response to the next question, at the time the email exchange occurred Mr Staunton was personally subject to an investigation. He had attempted to stop the investigation on a number of occasions. He appeared to me to be trying to gain support from the Postmaster Non-Executives by inviting them to air their views about POL’s investigators. He had a private conversation with them during which he encouraged them to speak frankly about their concerns. In my view, the wording Mr Staunton then used to reflect those views was entirely inappropriate for the purposes of putting the issue before Mr Read and the Board. Mr Jacobs later emailed me and others saying that, while they stood by the substance of their complaints, he and Mr Islam realised that the tone of the complaints and the way in which they were delivered and circulated was unfortunate **[POL00448514]**.
64. I now address Mr Staunton’s claim that he was told to stall compensation to Postmasters who had been harmed by the previous issues with Horizon in

order to help the Conservatives in the general election. I understand from reading the transcripts of the evidence that he gave to the Select Committee that Mr Staunton claims that Sarah Munby, who was the Permanent Secretary of the Department of Business, Energy and Industrial Strategy (“**BEIS**”) at the time, gave him this instruction in January 2023. I was not involved in the conversations between Mr Staunton and Ms. Munby, but I do not believe that Mr Staunton is correct in his assertion that he was told to stall compensation payments.

65. Throughout my time on the POL Board, our priority has always been to provide compensation to the affected Postmasters as quickly as possible. I was consistently given the same message by every official at BEIS/DBT that I dealt with. I can categorically state that I have never been told by anyone within government that we ought to slow down compensation, nor did I hear from anyone at any time, including Mr Staunton, that they had been told to do so. If anyone on the POL Board had told me that the government was intentionally trying to slow compensation for Postmasters then I would have resigned immediately. I expect my fellow board members would have done the same. If Mr Staunton genuinely thought that was the instruction he was given, it is a mystery to me why he was prepared to continue in his role.

Please set out in detail your understanding of the circumstances which led to the dismissal of Henry Staunton on 27 January 2024, including the relevant background, chronology and actions of any individuals involved.

66. First, I should note, as set out further below, that Mr Staunton's dismissal resulted from his personal conduct. My understanding is that Mr Staunton was removed from his position because his behaviour was inconsistent with POL's (and the Shareholder's) values. These issues were specific to Mr Staunton and do not relate to the general operation of POL.
67. POL started an investigation into Mr Staunton's behaviour in December 2023. The investigation was in response to an allegation made by Jane Davies, the former Chief People Officer, to the effect that Mr Staunton had made racist and misogynistic comments in a meeting with a recruitment consultant in early 2023. The allegation arose in the context of an investigation into other allegations that Ms Davies had made, by way of a whistleblowing complaint, in or about May 2023 about Mr Read, around the time of her departure from POL at the end of her probation period. The allegations against Mr Read were investigated and were not upheld in due course.
68. Ms. Davies did not specifically identify Mr Staunton when she first made the relevant allegation, saying only that the comments had been made by a member of the POL Board. After meeting with the independent barrister instructed by POL to investigate her complaint, Ms Davies clarified that she alleged that the comments had been made by Mr Staunton. As a result, the investigation was widened to include an investigation into whether Mr Staunton had made the comments.

69. I was asked by the POL Non-Executive Directors overseeing the investigation (Amanda Burton and Ms. Gratton) to call Mr Staunton, in my capacity as the SID, to inform him about the commencement of the investigation into his conduct. I did that on 12 December 2023.
70. Following that discussion, I emailed Mr Staunton the exact wording of the allegation, as had been provided to me by the investigations team. The allegation was marked up to show how it had changed from the initial allegation regarding an unspecified board member [POL00448512]. I spoke to Mr Staunton again the next day, at his request. He was angry and upset that he was being investigated and he said he was considering getting legal advice about the matter.
71. By mid-January 2024, I became aware that Mr Staunton had been putting pressure on a number of people to stop the investigation which the barrister was carrying out into the allegations against Mr Staunton and Mr Read. I cannot now say precisely when I first started hearing concerns about this, but I believe that Mr Foat told me that he was having a difficult time with Mr Staunton during one of the fortnightly catch ups I had with him. Mr Staunton also complained about Mr Foat to me.

72. I believe Ms Burton also indicated to me in early January that she and Ms Gratton had been put under pressure to stop the investigation. I also had conversations with Mr Staunton in which he expressed the view to me that the investigation should be stopped.
73. The conversation I recollect most clearly was a video call on 16 January 2024. It was initially a difficult call, as Mr Staunton was very aggressive and accused me of having initiated or promoted the allegations which had in fact been made by Ms Davies. He did not seem very rational, and I had to be very firm with him in order to get him to listen to me. I explained that I had been acting as nothing more than a messenger when I had told him about the allegations in December 2023. I also told him I thought he needed to be very careful not to interfere with the investigation, as he had a conflict of interest. He accused me of threatening him.
74. I was by that stage concerned that Mr Staunton's motivation was to prevent the investigation into the allegations concerning him personally. He seemed to fail to recognize the gravity of interfering with any whistleblowing investigation, let alone one in which allegations were made against him personally. In the 16 January discussion, and other discussions about whistleblowing investigations generally, I thought that Mr Staunton expressed a lack of respect for those processes, indicating that he thought that there were too many whistleblowing complaints being investigated and that they should not be taken so seriously.

75. I spoke with Ms Burton and Ms Gratton separately on 19 January 2024, and my recollection is that they agreed that Mr Staunton was trying to interfere with the investigation into his conduct. Both of them confirmed to me that he had put pressure on them to stop the investigation.
76. On Friday 19 January 2024 I had a video call with Ms McKeown, the new Chief People Officer, and Ms. Burton. During that conversation, Ms McKeown told Ms Burton and me that Mr Staunton had been behaving aggressively with a number of executives, in relation to stopping the investigation and also in relation to resolving the Employment Tribunal claim of Ms Davies. The executives included Ms McKeown, Mr Foat and Ms Sherratt. Ms McKeown said she thought that Mr Staunton's behaviour was inconsistent with POL's values and that it was causing problems for the running of the business.
77. After that call, I spoke separately to Ms Burton. She told me that she thought we needed to raise Mr Staunton's behaviour with the Shareholder immediately. I said I thought we should wait for the conclusion of the ongoing investigation, as that seemed close to an outcome and, if the investigator concluded that Mr Staunton had made the alleged comments then I expected that the Shareholder would be uncomfortable about him remaining in post in any event. I was also concerned that people were likely to conflate these newer complaints with the allegations which were the subject of the confidential whistleblowing complaint which was still ongoing.

78. That evening (19 January 2024), I called Mr Read and relayed the information I had just heard from Ms McKeown. I told him that Mr Staunton's position was likely to be under scrutiny and I asked him what his view would be if Mr Staunton left his role. He said that he would not be unduly concerned if Mr Staunton left, as Mr Staunton had not been providing him with any material support as Chair, notwithstanding the issues Mr Read was dealing with as a result of the significant public scrutiny POL was now facing following the recent airing of the ITV drama.
79. The next day, 20 January 2024, I received an email which Mr Staunton had sent to the board and copied to the Company Secretary about the SID role. By way of background, in mid to late 2023, I had told Mr Staunton that I would not be continuing with a second term when my first term ended in July 2024. POL was therefore carrying out an external search for my replacement as SID, with the support and approval of the Shareholder.
80. The 20 January 2024 email referred to a meeting of directors which had taken place at short notice on Thursday 18 January, which I had not been able to attend, and which I understood Ms Gratton had not been invited to. The email recorded a decision to appoint an existing Non-Executive, Andrew Darfoor, as SID and Mr Staunton instructed the Company Secretary to stop the external search.



81. I was concerned that this represented poor governance, as there had not been a formal board or nominations committee meeting to discuss the proposal, Ms Gratton had not been involved in the discussion, the Shareholder had not been consulted at all (and would need to consent to the change of approach), I was told by Ms Burton that she had not been consulted about Mr Darfoor's appointment (having left the 18 January meeting early) and I understood that another Non-Executive, Brian Gaunt, had not been able to join the meeting either. In those circumstances I thought it premature and inappropriate for Mr Staunton to be instructing the Company Secretary to stop the search. I responded to Mr Staunton's email along those lines, and he replied, as did Ms. Burton **[POL00448510]**.
82. As a consequence of this episode, I decided that Ms Burton had been right and that I needed to act sooner rather than later, before Mr Staunton could take further inappropriate steps which might damage POL. I therefore told Ms Burton and Ms Gratton that I thought it was now appropriate formally to raise Mr Staunton's behaviour with DBT. Ms Gratton arranged for me to speak with Carl Cresswell at DBT.
83. In anticipation of the call, I made a note on the Notes App on my iPad setting out what I intended to say to Mr Cresswell. I added some further information to this note after the call, as I made a few points on the call that I had not included in my initial note (I also added a section under the heading "next steps" which I had not discussed with Mr Cresswell, for my own personal

reference). I was very careful to have a comprehensive note of the topics covered with Mr Cresswell, as I wanted to use the note to give an accurate report to my fellow directors as and when I next spoke to them.

[ WITN11290101 ].<sup>1</sup>

84. I also spoke to Ms. Burton in the late afternoon of 20 January 2024, to run through my note and to get her confirmation that my observations were, as far as she knew, accurate. She confirmed that was the case and added some points for me to make.

85. I spoke to Mr Cresswell in the late morning of 22 January 2024. As set out in my note, the main message that I conveyed to Mr Cresswell was that Mr Staunton's values and behaviour were inconsistent with his role as Chair of the POL Board. I then gave three reasons, with examples, as to why this was the case. These reasons were the steps he had been taking to impede investigations, including into allegations against him personally, his inappropriate behaviour, and his lack of leadership. In order to assist with understanding the note, I set out below the people whose names are given in abbreviated form:

- a. BF is Mr Foat.
- b. KM is Ms. McKeown.
- c. KS is Ms. Sherratt.

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<sup>1</sup> I later exported the Note to an app called Pages and sent it to my solicitors in that form.

- d. MR is Mr Roberts.
- e. JB is John Bartlett, who led POL's Assurance and Complex Investigations team.
- f. AB is Ms. Burton.
- g. LG is Ms Gratton
- h. BG is Mr Gaunt.
- i. NR is Mr Read.
- j. "Rose" is Project Rose, which was the project name for the issues relating to Ms. Davies.

86. On 23 January 2024, Mr Foat sent an email to Mr Read, Ms. McKeown and me about the Project Pineapple email chain. He said in that email that Mr Staunton had been *"very angry with him on several occasions when I [he] refused to make the investigation "go away"* and that this had taken a toll on his mental health **[POL00448513]**.

87. Following my call with Mr Cresswell, I did not hear anything further until 25 January 2024, when Ms Gratton told me that the Secretary of State had decided that Mr Staunton needed to be removed from his post. I then saw a news story on 27 January 2024 saying that Mr Staunton had been dismissed with immediate effect. I convened a call with the other Non-Executive Directors on Sunday, 28 January 2024 and explained to the other Non-Executives what had happened, including my call with Mr Cresswell and why I had said the things that I did.

Please set out in detail your understanding of the circumstances which led to the resignation of Alisdair Cameron on 25 June 2024, including the relevant background, chronology and actions of any individuals involved.

88. I had no direct involvement in the process that led to Mr Cameron's resignation and my knowledge of it is limited to the periodic updates I received as a board member. I know that Mr Cameron became unwell and was unable to work for over a year. In due course, it was agreed that Mr Cameron should retire on the grounds of long-term ill health.

### **General**

Please set out any other comments, reflections or concerns (if any) you may have about your experience on the POL board.

89. I consider my responses to the questions above to cover the issues relevant to the Inquiry and do not have any other comments, concerns, or reflections about my experience on the POL Board.

Please set out any other matters that you consider the Chair of the Inquiry should be aware of

90. Over the course of three years, I have been involved with or aware of a great many issues in which the Inquiry might in principle be interested. However, I know that the Inquiry will be seeking evidence from a number of witnesses who will be better placed than me to deal with those issues, because of their direct involvement with those issues. Against that background, I believe that my answers to the earlier questions set out all the information that the Chair of the Inquiry should be aware of as far as I am concerned.

**Additional questions**

Please confirm when you left the POL Board.

91. I left the POL board at the expiry of my term on 8 July 2024.

Please set out in detail the reasons for your departure from the POL Board, including the relevant background, chronology and actions of any individuals involved.

92. It was apparent to me during 2023 that my commitments at the Competition Appeal Tribunal were increasing, such that I could not commit to making adequate time available to the Board of POL for a second term. I therefore informed Mr Staunton in mid to late 2023 that I would not serve a second

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term. This would not have been a surprise to him, as I had indicated in early 2023 (when he asked me to take on the SID role) that I thought it a likely outcome. I also discussed my decision with Ms Gratton and Mr Donald at UKGI, who said they understood the reasons for my decision.

**Statement of Truth**

I believe the content of this statement to be true.

Signed:

**GRO**

Dated:

27 August 2024

**Index to First Witness Statement of Benjamin James Cuthbert Tidswell**

<b>No.</b>	<b>URN</b>	<b>Document Descriptions</b>	<b>Control Number</b>
1.	POL00446477	Grant Thornton Post Office Limited Governance review - Final	POL-BSFF-099-0000003
2.	RLIT0000201	News article from the Times titled Postmasters on Post Office board ignored and unwanted dated 19 February 2024	RLIT000201
3.	POL00448511	Email chain involving Mr Staunton, Mr Jacobs, and Mr Ismail on 14 and 15 January 2024 with the subject line Project Pineapple	POL-BSFF-WITN-004-0057993
4.	POL00448301	Email from Mr Staunton 18 January 2024	POL-BSFF-WITN-005-0010781
5.	POL00448515	POL Board Report 6 June 2023	pages 210 to 213 POL-BSFF-WITN-015-0013469
6.	POL00448514	Email from Mr Jacobs on 31 January 2024	POL-BSFF-WITN-005-0010866
7.	POL00448512	Email exchange between Mr Staunton and Mr Tidswell on 12 December 2023	POL-BSFF-WITN-005-0010581
8.	POL00448510	Email exchange on 20 January 2024	POL-BSFF-WITN-004-0055750
9.	<b>WITN11290101</b>	Note with title Henry	<b>WITN11290101</b>
10.	POL00448513	Email from Ben Foat 23 January 2024	POL-BSFF-WITN-005-0010810