
From: Cynthia Busfield <cecb@cecb.uk>
Sent: 16 August 2019 03:10
To: adam.linton@ransquawk.com; adam.linton@aragonfinancial.co.uk; jason.earl@thejetgroup.co.uk; Jason Earl <jason.earl@ransquawk.com>; Aubrey Hayward <aubrey.hayward@ransquawk.com>; Aubrey Hayward <aubrey@quaestusfinancial.com>; Alec Baughan <alec.baughan@ransquawk.com>; alec.baughan@triscar.com; yogesh.chandarana@ransquawk.com; Brad Alcini <brad.alcini@ransquawk.com>; Ivaylo Dimitrov <id@g-cv.com>; I Dimitrov <ivaylo@g-cv.com>; ivo101329@gmail.com; RPA Williams <rpawilliams@g-cv.com>; philip.r.a.williams@gmail.com; rrones@thorntonrones.co.uk; Albie Turner <albie@versaaccountants.co.uk>; neil@versaaccountants.co.uk; David Bailey <David.Bailey@healys.com>; Adam Voce <adam@g-cv.com>; george@g-cv.com; Cynthia Busfield <cecb@cecb.uk>
Subject: FW: Salary and Company Matters STRICTLY CONFIDENTIAL - Mr Linton Concerns (RESEND)
Importance: High

RESENDING DUE TO SERVER ERROR

From: Cynthia Busfield <cecb@cecb.uk>
Sent: 15 August 2019 16:46
To: Adam Linton <adam.linton@aragonfinancial.co.uk>; Adam Voce <adam@g-cv.com>
Cc: Adam Voce <adam@g-cv.com>; Aubrey Hayward <aubrey.hayward@ransquawk.com>; Alec Baughan <alec.baughan@ransquawk.com>; George Eaton-Busfield <george@g-cv.com>; fieldhouse@ntlworld.com; yogesh.chandarana@ransquawk.com; jason.earl@thejetgroup.co.uk; I Dimitrov <ivaylo@g-cv.com>; RPA Williams <rpawilliams@g-cv.com>; rrones@thorntonrones.co.uk; David Bailey <David.Bailey@healys.com>; Cynthia Busfield <cecb@cecb.uk>
Subject: RE: Salary and Company Matters STRICTLY CONFIDENTIAL - Mr Linton Concerns
Importance: High

Dear Mr Linton, and All,

STRICTLY CONFIDENTIAL

CONTENT OF THIS CORRESPONDENCE FOR ADDRESSED PARTIES ONLY AND NOT TO BE SHARED AND/OR DISSEMINATED TO ANY OTHER PARTY.

ALL RIGHTS TO CONTENT HEREIN RESERVED ABSOLUTELY SAVE AS ARE REQUESTED AND TO BE WILLINGLY PROVIDED TO ANY AND ALL LEGAL ENTITIES AS ARE APPROPRIATE AND LAWFULLY ENTITLED ABSOLUTELY AND / OR IN THE INTERESTS OF THE COMPANY.

With regards to your email below and related recent conversations, including that as I understand Mr Voce has just had with Mr Hayward on similar matters I hereby reply as follows so as to address the points you raise and also provide reassurance on concerns to the best of my ability.

Please note, that you are all aware I have only very recently been appointed as a Director and I am still gathering knowledge and understanding as fast and best as I able, but I provide the reply below based on input I have been given by past directors, current co-directors and/or others and indeed the extensive array of relevant documentation that have had chance to take an initial review upon.

Please further note, I have also now copied in Mr Bailey, Mr Richard Rhones and Mr Albie Turner to this correspondence given that it relates to both important legal and financial matters at the business that require immediate action and response such as I hereby provide, and further such as have been being addressed by the business in recent times.

And of course, it is prudent, appropriate and my fiduciary duty to do so in any event so as to ensure I am undertaking my best efforts to protect and act in the interests of the business.

NOTING THE ABOVE, I RESPOND ON THE SPECIFIC POINTS YOU HAVE RAISED AS FOLLOWS:

Response to Mr Linton's Initial Points Below:

1. Mr Linton, I drafted an email response yesterday to address the 'answers' that you state you are hereby by attempting to elicit. I will send this later today and my apologies for the short delay but there have been some significant recent relevant developments this week that I wanted to also address and include in my response as I believe is appropriate and in the interests of the business – and indeed as will also be evident to yourself once you receive this later today / by 9am tomorrow morning at the very latest.
2. Mr Linton, Regarding any 'Master Plans' and/or 'Contingency Plans' – the inference of reluctance / unwillingness to share plans and strategies for the business I strongly suggest / argue is entirely inaccurate. I can assure you significant efforts have and are being made to address key priority matters at the business and with the underlying principle objective being to intend to provide, pragmatic and realistically realisable solutions asap and in the short term; and further to enable both the business and relevant parties to minimise the time and resources absorbed by negative matters / disputes etc and illustrate the route(s) and options that can enable the business to move forward positively and progressively via such as are concluded upon. It is believed / perceived that such solutions and options will be available and can be implemented in the short term. Indeed I personally have the opinion that whatever structure and resolutions are chosen and agreed / finalised must now happen forthwith and imminently as I think is a shared opinion by many (copied here or otherwise) given that the current situations are simply untenable for all and the businesses and parties and people need (and I believe want) to now move on – via one option way or another.

Response to Important 'Priority' Points Raised by Mr Linton Below:

3. With regards to Company Bank Accounts.
 - a. Firstly, it is of great concern that such strategic and senior management matters are evidently being discussed openly when as I am sure you can understand such issues should be strictly retained under the jurisdiction of senior management with Mr Aubrey Hayward being responsible to address and seek to secure all such matters are secured in liaison with the Directors and the Accountants in his role as CEO – which he is highly remunerated for.
 - b. However, regardless of these concerns, and in direct response to your own concerns, I can confirm that the directors and accountants of the business have secured several banking facility options such as to provide ongoing service as is of course required and the billing run is to be run and actioned this month as it has always been.
 - c. As a side note – I am now aware that Mr Baughan is on vacation for two weeks so I assume it will be addressed as ever immediately upon his return, save that Mr Hayward or one of his team are covering for Mr Baughman's vacation such that it may be run earlier – Mr Hayward and Mr Voce would have to clarify this minor specific detail as I have not been involved in any such relevant discussions.
 - d. **In any event, again I confirm that several banking facilities have already been secured and exist, and additionally a couple of further options are being reviewed / concluded presently (such as can also support the business' banking requirements) – and thus the finalisation of the bank / facilities as is to be chosen will be communicated over the next few days as I understand – ultimately once the best solution / bank / services have been concluded upon in the interests of the business (i.e. considering costs / facilities / business support capabilities etc).**
 - e. I also reiterate, whilst I understand that Mr Hayward has not assisted in helping to address either this matter or indeed the financial processing issue for merchant services / Worldpay / PayPal earlier in the year, this should NOT have been or be an issue that should have concerned yourself as Desk Lead, nonetheless these issues have been addressed by Mr Voce and the Directors and regardless, I trust the above provides the reassurance you seek.
 - f. Indeed, Mr Voce will be attending the office today as part of the relevant due diligence process on behalf of the business.

4. With regards to your suggestion on consideration of my / other Directors / Consultants positions, whilst I find your address on such a matter in the wide audience forum you addressed perhaps somewhat unprofessional, it is noted, and I would simply only comment in response to say that I have only just been appointed, and further as a Non-Executive Director, and that as best I can recall (subject to confirmation that the relevant number here is actually £0) - no directors, nor Mr Voce are currently be provided income but still endeavour to try and support the business as best able and indeed to (as above) aspire to define a plan and solution for all for the future asap; and again I note that Mr Hayward is highly rewarded for the CEO role he is allocated as is my understanding – however see next point.
5. Noting all above, and as indicated, I hope and believe that the further response as I intend to disperse by 9am tomorrow am at the latest will arguably make a number of these matters either redundant and/or increasingly clarified, but in any event should indicate solutions for a progressive future. (Bank Accounts aside!!).

Additional Points of Importance:

6. **Unlawful Activities including Defamation and otherwise** – Whilst I feel it is not appropriate to address legal matters in any depth in this correspondence, I do think I should at least address, highlight and state that there are a number of relevant legal matters at hand regarding some of the statements and matters addressed here and in the preceding emails. And specifically I have to highlight as a matter and as a director that the extensive array of defamations and false allegations that have been made, regarding George Busfield, and further Mr Voce and many others, regarding George's health and also numerous other significant false accusations on important matters by many without any insight or knowledge of the actual facts is truly ridiculous, entirely unacceptable and to be addressed. In the meantime, I ask that all such unfounded allegations and/or accusations directed to any relevant parties hereto, that have no factual evidence or realisation of the truth of any such matters, is immediately ceased by all parties.

As said, I trust this addresses concerns and reassures you on the Bank Accounts, Billing and some other key matters - noting aforesaid additional macro correspondence to also follow shortly on wider matters.

Please be aware that I have typed this at short notice in order to satisfy Mr Linton's time request below so please be considerate of such and excuse any typing or grammatical errors.

Regards

Cindy Busfield.

From: Adam Linton <adam.linton@aragonfinancial.co.uk>
Sent: 15 August 2019 14:00
To: Adam Voce <adam@g-cv.com>
Cc: Adam Voce <adam@g-cv.com>; Aubrey Hayward <aubrey.hayward@ransquawk.com>; Alec Baughan <alec.baughan@ransquawk.com>; george@g-cv.com; fieldhouse@ntlworld.com; yogesh.chandarana@ransquawk.com; Cynthia Busfield <cecb@cecb.uk>; jason.earl@thejetgroup.co.uk; I Dimitrov <ivaylo@g-cv.com>; RPA Williams <rpawilliams@g-cv.com>
Subject: Salary and Company Matters

Dear Cynthia, Adam and George

Again...

I am having to shift my focus from running the desk, the lifeblood of the business, in an attempt to elicit answers which by your own volition, we should have received earlier this week.

I would like to believe your silence is down to your reluctance to unveil the master plan until its completion at the eleventh hour, however considering recent events I would be foolish to think there are any contingency plans afoot.

Therefore I sincerely hope you can quell my growing cynicism, and provide definitive answers on the following.

1) From tomorrow Metro Bank will no longer be providing us with any banking facilities. How are all staff (including myself) going to be remunerated for this month? I need credible assurances in place as I cannot continue to fulfil my role based on your words alone. Please provide a personal guarantee from yourself/directors, that payroll will be met on or by the 31st August. I believe a warranty is only adequate considering we are set to be a financial business without a bank account!

2) Furthermore, without Metro Bank, or any bank for that matter, how can we possibly continue? The desk runs off paid subscriptions to various news sources who will inevitably halt our service, and our transfer clients won't be able to pay.

Considering the seriousness of the situation, I respectfully insist you/the relevant Directors respond with critical urgency by COB today as I cannot accept any more postponements based on your undisclosed commitments. I, as does everyone, have obligations, and quite frankly yours are no more valid than mine, the crucial difference being I still manage to do my job. If your circumstances impede you from being able to fulfil the requirements of senior leadership, especially during times of crisis, I encourage you to review your position within the company.

Many thanks,

Adam

On 15 Aug 2019, at 02:21, Jason Earl, JET <jason.earl@thejetgroup.co.uk> wrote:

Mr Voce,

It is now the middle of the week, so your deadline of "early next week" has elapsed (again).

Please sort this out. We are bored of yours and George's mumble-swerve excuses and repeated ineptness. These basic tasks would have probably been done better and quicker if they were outsourced to chimpanzees.

Kind regards,
Jase.

On 09/08/2019 13:18, Jason Earl, JET wrote:

How unfortunate,

I'm not a betting man, but we were very much placing bets this would be the outcome.

As stated previously, you've had three months to do this. All you need to do is take a photo of the notes you took. How time consuming is this?

Regards,
Jase.

On 09/08/2019 12:34, Adam Voce wrote:

Good Afternoon Adam,

I will have to delay my response until early next week. As unfortunately things haven't progressed as quickly as I would like.

There is a lot of mis-communication and rumour at the moment and I want to be able to address this properly with a communique to all senior management.

Regards

Adam

On 7 Aug 2019, at 11:20, Adam Voce <adam@g-cv.com> wrote:

Hello Adam,

Thank you for your honesty, I understand your frustrations.

I would appreciate it if you could give me till the end of the week to reply.

Kind Regards

Adam

On 1 Aug 2019, at 19:01, Adam Linton <adam.linton@aragonfinancial.co.uk> wrote:

Hi Adam,

Further to the correspondence by Aubrey and Jason, I would like to echo their frustrations.

I find it incredible that you took the effort to come to London and have a relatively intense two hour meeting with us, recommend that we compile our ideas (as below) and for you to transcribe them, only for you to forget to do it or not bother.

As with a lot of things between you and George, there has been absolutely no execution of the task in hand on the basis that addressing matters is of little importance to you or George. Note, I address this to you and George as although you claim to be deputising for George, we all know that he ultimately he pulls the strings and evades responsibility when it suits him in order to put yourself or others in harms way.

Either way, whether it is you in charge or George, there are still a number of outstanding measures, which include giving me my shares as previously offered by yourselves as part of my employment and commitment to the company following the move from Heron Tower in 2016 (yes, it's been THREE years), I accepted the offer but you failed to deliver on your commitment. Furthermore, there is the matter of my personal bonus and those for my team, which hasn't been allocated. This

is a particular issue for me given how hard I and my team work to deliver a world class product whilst you and George sit up north, seemingly doing nothing other than fumbling over a set of accounts for a company which employs fewer than 20 people. Whether this is a case of George being professionally incapable of carrying out the task or a reticence to submit the accounts due to corporate mis-happenings (as alluded to in other correspondence), I am past the point of caring.

Put simply, address the issues raised in this email and in previous correspondence (following our meeting in May) or I am off and given my systemic importance to the company, this will likely prove severely detrimental to business operations.

Adam/George

Please respond

From: Aubrey Hayward <aubrey.hayward@ransquawk.com>
Sent: 01 August 2019 06:49
To: Jason Earl, JET group
Cc: Adam Linton; Adam Voce; Alec Baughan; Chandrakant Patel; Fieldhouse; George Eaton-Busfield; Jamie Voce; Matthew Cheung; Nicola-Robin; anthonywmcheung
Subject: Re: 080519 meeting recap

Adam

You sharing these minutes and transcription was YOUR suggestion - please do respond.

Likewise you also informed us that George Busfield was mentally and medically incapacitated and under the professional care of a consultant psychiatrist, you would formally be deputising in his absence for the foreseeable future. SINCE that time numerous emails and documents of significant size and detail have been sent company wide by Mr Busfield. I seek your confirmation and clarification that we should ignore these after what you shared with us at this meeting in May?

As always I wait with baited breath for a response.

Regards

Aubrey

On Wed, 31 Jul 2019 at 23:19, Jason Earl, JET group <jason.earl@thejetgroup.co.uk> wrote:

Hi Adam,

We're still waiting for this transcription.

Much like we're still waiting for statutory accounts and shares senior staff / Mr Patel were due last year.

Your accomplice, Mr Busfield was very quick to illustrate to wider senior staff and RAN shareholders last year how easy it was for him to misappropriate them to his fellow lapdog(s). I fail to see why it's so hard to resolve it given it's a similar transaction, but effectively in reverse.

I've CC'ed RAN shareholders for transparency as the shareholder matter illustrated affects them and remains unresolved for all now for over a year. I note recently Mr Busfield has been extremely busy retrospectively concocting invoices for GCV, yet he struggles to find time to resolve matter. Shareholders should be aware why the business is failing given the absence of any transparency (i.e. annual reports, board meetings, EGM requests ignored, or the fact the so called directors on Companies House for JETGS have no interaction with the business)

In the case of the transcription, all you needed to do was take a photo using your phone and share to those who were present.

Please provide forthwith.

Kind regards,
Jase

On 10/05/2019 09:19, Adam Voce wrote:

Thanks Adam,

Yes I've got the notebook I will transcribe then share.

Thanks Adam

On 10 May 2019, at 09:09, Alec Baughan
<alec.baughan@ransquawk.com> wrote:

We need to ask Adam Voce, as he took the notebook.

Adam V, if you could share?

Many thanks,

Alec.

From: Aubrey Hayward <aubrey.hayward@ransquawk.com>
Sent: 10 May 2019 08:31
To: Adam Linton <adam.linton@aragonfinancial.co.uk>
Cc: Adam Voce <adam@g-cv.com>; Jason.earl@thejetgroup.co.uk; alec.baughan@ransquawk.com
Subject: Re: 080519 meeting recap

Thanks Lints

Alec could you please share the minutes that were taken

Aubrey

On Thu, 9 May 2019 at 19:25, Adam Linton <adam.linton@aragonfinancial.co.uk> wrote:

Hi guys,

Thank you for you time yesterday, particularly Adam for having to travel into London for it.

Please see below for my notes/remarks from yesterday's meeting:

- Frustration at the current financial condition of the company with liabilities owed largely the result of incompetence of GB/AV/GCV. All fines/costs incurred by HMRC et al by ineptitude of said parties must be paid in full by themselves. I will not work to repay your debts that were unnecessarily incurred. In a normal corporate structure GB/AV would have been removed from their positions (albeit would likely have acquired them in the first place given lack of expertise), however, since AV and GB are shareholders and cannot be removed. They should pay the costs themselves in full before any future plans are discussed. This is a red line and absolutely non-negotiable.

- Frustration at lack of bonuses as a result of the above discussed ineptitude of GB/AV/GCV which shows they have no regard for the expertise, talent or wellbeing of their team which have managed to provide an extraordinarily high level of service despite challenging conditions. Hires by GB/AV has been a disaster (NP hired as analyst?!, SP contributed nothing other than being hired to replace myself and YC

as became apparent during the meeting). I myself am trying to save for a house but this has hit a roadblock as GB is unwilling to submit accounts, I suspect, as a result of questionable activity. As well as bonuses, pensions are the bare bones for all staff. I had my medical insurance silently removed; this was unacceptable, SI at a later date fell sick without medical insurance.

- With regards to my directorship. GB removed me without my knowledge after I didn't reply to a whatsapp whereby GB asked for me to resign. GB provided no paperwork. At first I was proud I was asked to be a director but eventually it became clear that GB only did this to protect himself. When I questioned GB on why he removed me without me knowing, he threatened legal action against me. As such, to be clear, I want it in writing that GB is in charge, he asked me to be a director to indemnify himself, GB will agree to indemnify me from any action taken by HMRC. I will happily explain all of the above if asked.

- Instead of rewarding staff with bonuses, I believe GCV have been invoicing ridiculously over-inflated amounts of money for their 'services', whether it be for themselves or consultants such as AP/NP. GB as highlighted by AH bypassed normal protocol for numerous payments and refused to submit invoices. This lack of willingness to submit invoices is why I believe GB will not complete accounts due to exposing the questionable nature of his activity. AV tried to defend the numbers but a low-level of numeracy would be able to pick apart his defence given base salaries of aforementioned parties. Said monies could have also been spent on investment in recruitment and systems; all of which was promised but never delivered.

- Will I even get paid at the end of the month given the current financial difficulties of the Co? **Will AV and GB personally underwrite mine and the rest of the staff's salaries?**

- Furthermore, GB promised shares in the Co. as part of his sales pitch. This was all a lie and never materialised. GB also said he would never go below 50% and would rather have 52% of nothing than 48% of something; in my opinion something which shows his lack of business understanding. This also comes in the context of GB admitting over the phone to myself that he ripped AV off for his shares. If AV is his best mate, what chance do I stand in getting a fair deal?

- Expanding further on GB's character. He is wholly unqualified to be in his position for a number of reasons, some of those reasons include the following; lack of ability to provide accounts for a Co. which employs circa 20 people, inability to make a decision (does 5% of 20 tasks but never 100% of 1), personal conduct (threatening behaviour, inappropriate sexual comments about staff and people I have been involved with, reading text messages on my phone between myself and Mother who was battling with depression at the time), GB is far too sensitive to be at the head of the Co. (we had an argument and now he hasn't spoke to me for months; incredibly childish), most staff dislike him (including current and former; many of which cited him as a factor in their departure after GB called them directly out of hours for hours on end). If GB was a regular employee of a Co. he would have been relieved of his duties a long time ago. The fact that he has a 52% shareholding in the Co. and insists on having a majority vote in the decision-making progress is ridiculous.

- As such, I wish for GB to be removed in any decision making from the Co. as he is unqualified to do so. AV mentioned GB latest ploy was to claim mental illness to HMRC. I find this incredibly convenient for GB due to the aforementioned accounting irregularities.

I think this covers everything, but just to surmise my position incase it is not clear.

- I want my bonus

- I want my shares

- GCV/AV/GB must pay off debts related to their incompetence

Many thanks,

Adam