	<p><b>DETERMINATION NOTICE</b></p> <p><b>under Section 96(2)(d) of the Pensions Act 2004 (“the Act”)</b></p> <p><b>GP Noble Trustees Limited</b>  <b>Mentor Pension Trustees Limited</b>  <b>BDC Trustees Limited</b>  <b>Mr Graham Pitcher</b>  <b>Mr Gary Cordell</b></p>	<p>The Pensions Regulator case ref:</p> <p><b>TM 4989</b></p>
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1. The Determinations Panel (the “Panel”) on behalf of the Pensions Regulator (the “Regulator”), met on 22 January 2010 by way of a paper hearing to determine whether to exercise a number of reserved regulatory functions set out in the Warning Notice dated 2 October 2009.

**Matter to be determined and parties**

2. The Warning Notice specified the following parties (together with the Regulator the “Parties”) as being directly affected by the reserved regulatory functions that the Panel was requested to exercise:
  - (a) Mr Graham Pitcher;
  - (b) Mr Gary Cordell;
  - (c) BDC Trustees Limited (“BDC”);
  - (d) GP Noble Trustees Limited (“GP Noble”);
  - (e) Mentor Pension Trustees Limited (“Mentor”)
    - (collectively referred to as “the Named Subjects”);
  - (f) Independent Trustee Services Limited (“ITS”);
  - (g) Lyons Davidson Trustee Company Limited (“Lyons Davidson”).
3. The Panel was requested to consider whether to prohibit the Named Subjects from being trustees of trust schemes in general on the grounds that



9. Further, the Panel did not consider that it was appropriate to adjourn the prohibition proceedings XXX  
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11. Secondly the Panel had regard to the need to protect the interests of the members of pension schemes from trustees who, in the submission of the Regulator, should be prohibited. There was an important public interest in the proper regulation of occupational pension schemes. The regulatory action against the Named Subjects had been in progress since July 2008.  
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**The Backgrounds Facts**

12. The central feature of this case concerns the disinvestment of some £52 million of assets, from a total of £57.6 million, from nine pension schemes (the "Affected Schemes") between August 2007 and June 2008. The precise whereabouts of all of these funds (the "Funds") is unknown and significant amounts, running into tens of millions of pounds, have yet to be recovered.

13. The Funds were all taken from the Affected Schemes to which GP Noble or BDC acted as trustees and where Mr Pitcher and Mr Cordell acted as directors of the trustees. The Affected Schemes were all either being assessed for entry into The Pension Protection Fund (the “PPF”) or were in wind up in order to qualify for assistance from the Financial Assistance Scheme (the “FAS”). The Funds were all largely invested in gilt or cash-based investments with a low risk profile to match liabilities.

14. The movement of the Funds from the Affected Schemes to a series of overseas companies and investments (the “Investments”) occurred in a highly complex fashion involving multiple parties in several jurisdictions. The precise details of the movement of the Funds, and the various parties involved, is set out in the extensive representations from the Regulator and the report, commissioned by ITS, from Price Waterhouse Coopers. The Panel relied on both, particularly in the absence of any explanation from the Named Subjects, in determining what happened to the Funds and who was involved. A summary of the findings of the Panel is set out below under the following headings:

- (1) the relationship between the Named Subjects;
- (2) regulatory action to date;
- (3) the nature of the Investments and the whereabouts of the Funds.

**The relationship between the Named Subjects**

15. GP Noble is a corporate trustee. At all material times Mr Pitcher and Mr Cordell were directors of GP Noble. Prior to its suspension, GP Noble carried on business as a corporate trustee of at least 112 occupational pension schemes. The day to day running of GP Noble was carried out by Mr Pitcher and Mr Cordell  
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16. GP Noble is a wholly owned subsidiary of Mentor. The directors of Mentor were the same as GP Noble until Mr Cordell's resignation and Mr Pitcher's removal which also occurred on 24 July 2008 and 2 September 2008 respectively. Prior to its suspension Mentor acted as the corporate trustee of the XXXXXXXXXX Scheme which is one of the Affected Schemes.
17. Mentor is a wholly owned subsidiary of Money Portal. Money Portal owned a series of financial services companies but was placed into receivership on 22 June 2009. A subsidiary of Money Portal was Bates, a financial services company, which has subsequently been placed into administration.
18. BDC was, prior to its suspension, a trustee of the BDC Pension Scheme. It is wholly owned by Mr Pitcher who is the company secretary. Mr Cordell and GP Noble are the directors.

**Regulatory action to date**

19. On 4 July 2008 the Panel was requested by the Regulator, by way of the special procedure set out in Section 97 of the Act, to appoint an independent trustee to the Alenoy Limited Pension and Assurance Scheme (the "Alenoy Scheme") (which is one of the Affected Schemes). The Panel duly appointed ITS to the Alenoy Scheme with exclusive powers.
20. The Panel, by way of a further special procedure hearing, subsequently suspended XXXXXXXXXXXXXXXXXXXXXXXX from acting as trustees of a further 29 pension schemes pending consideration being given to their prohibition. On 13 August 2008, Lyons Davidson was appointed as independent trustee to a further 52 schemes where GP Noble was the existing trustee. These arrangements were confirmed at a compulsory review hearing on 3 November 2008, pursuant to Section 99 of the Act, whereby XXXXXXXXXXXXXXXXXXXXXXXX were further suspended with effect from 9 July 2008 to 31 January 2009. Since that date XXXXXXXXXXXXXXXXXXXXXXXX have given undertakings that they will not act as trustees. XXXXXXXXXXXXXXXXXXXXXXXX

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**The nature of the Investments and the whereabouts of the Funds**

21. In the summer of 2007 GP Noble, and BDC, disinvested the Funds from the Affected Schemes. The Funds had been invested in gilt and cash based investments managed by professional institutions. The Funds were then invested in two offshore companies, namely Fareston Limited (“Fareston”) and Multiple and Unilateral Financial Futures Limited (“MUFF”). Both Fareston and Muff are registered in the British Virgin Islands. Approximately 90%, or more, of each of the Affected Scheme’s assets were disinvested.
  
22. Mr Pitcher was able to authorise this scale of disinvestment from the Affected Schemes because he had been given authority as the sole signatory of GP Noble’s client account held with The Royal Bank of Scotland. The mandate given to Mr Pitcher had been authorised at a GP Noble Board meeting held on 15 May 2006 attended only by Mr Pitcher and Mr Cordell.

**Fareston**

23. Fareston Limited was incorporated by GP Noble on 22 June 2007 by way of a resolution dated 8 August 2007. This Board meeting was only attended by, and the minutes subsequently signed by Mr Pitcher and Mr Cordell, apparently without the knowledge of fellow directors. GP Noble agreed to invest in Fareston in consideration for a number of Fareston shares. This arrangement is apparent from a declaration of trust, dated 8 September 2007, by which XXXXXXXXXXXXX (a company incorporated in Panama and the sole director of Fareston) declared that it would hold 300 paid up shares in Fareston on behalf of six of the Affected Schemes (the “Fareston Schemes”).

24. GP Noble appointed a number of advisers to manage its investment in Fareston including a company called Aspect Invest & Finance Limited (“Aspect”) which was incorporated in Nevis.
25. Prior to investing in Fareston, in July 2007, Mr Pitcher had purportedly taken investment advice about the suitability of the investment in Fareston from a company known as XXXXXXXXXXXXXXXXXXXXXXXXXXXXXXXX which was run by a XXXXXXXXXXXXXXXX. Mr Pitcher asked XXXXXXXX to review the strategy of the Fareston Schemes in relation to the investment in Fareston stating that *“the trustees are keen to ensure that the funds are not exposed to a high degree of risk”*. XXXXXXXX responded, for each of the Fareston Schemes, stating that he had read the single sheet of information supplied by Mr Pitcher detailing the nature of the investment and concluded that *“this (the investment in Fareston) might be a suitable vehicle for investment of the above fund and may produce better results for the fund members than the current strategy”* (words in parenthesis added).
26. XXXXXXXX added a caveat to this advice namely that he would not *“take any responsibility for any decision to invest, the size of any investment made or the results of any such investment.”* XXXXXXXX also stated that *“I wish to make it clear for our records that I have no connection with any of the companies involved in this transaction and will play no part in the investment of these funds. Further I have no formal contract with your company and have not been paid by your company for my opinion.”* Notwithstanding this clear statement, XXXXXXXX sent invoices to Mr Cordell, on the same day that he gave his advice, requiring payment of £12,000 namely £2,000 per letter of advice for the six Fareston Schemes. These invoices were not challenged and were paid by GP Noble.
27. Having received XXXXXXXX advice, some £30 million of the Funds was invested by GP Noble, on behalf of the Fareston Schemes, in Fareston on or about 14 August 2007. The £30 million was managed by Aspect pursuant to an Investment Management Agreement (the “Aspect Agreement”) between

Fareston and Aspect dated 19 November 2007. GP Noble approved the appointment of Aspect. The Panel noted the following provisions of the Aspect Agreement namely:

- (1) Aspect could recover “all extraordinary expenses of any kind whatsoever incurred”;
- (2) Aspect had a very broad discretion in relation to the asset classes it could invest in thereby giving Fareston very little say in the investment decisions that Aspect could make;
- (3) Aspect would be paid a management fee of £200,000 per annum which could be taken upfront.

28. An initial £80,000 of upfront fees was paid to Aspect by Fareston in August 2007 followed by a further £1.8 million which was invoiced to Fareston on 22 August 2007. The Aspect Agreement was subsequently terminated on February 2008 but none of the upfront fees have been repaid.

29. In January 2008 there were a number of meetings involving various advisers and Mr Pitcher. A significant amount of expenses were incurred which were met by the Fareston Schemes. These expenses were not all business related and included flights and hotel accommodation for family members of the advisers and third parties who were not directly involved with the management of the Fareston Schemes. It is unclear if these expenses were paid pursuant to the clause in the Aspect Agreement providing for “*all extraordinary expenses of any kind whatsoever incurred*”.

#### **MUFF**

30. MUFF was created as a special purpose vehicle to issue bonds (the “Bonds”). The Bonds had a three year term during which Fareston would receive a targeted and non-guaranteed rate of return of 7% plus a share of any profits, net expenses, of 40%. The Bonds were not transferrable and



contained an indemnity, given by GP Noble for MUFF's benefit, indemnifying MUFF if it was unable to repay the principal amount or the targeted rate of return.

31. By June 2008 £36.5 million of the Funds, whether from Fareston or paid directly by GP Noble, had been invested in the Bonds. As with the £30 million investment in Fareston XXXXXXXX advice was sought in respect of the Bonds. XXXXXXXX provided advice in April 2008 which was materially identical to his previous advice.
32. There is no evidence to suggest that MUFF had any assets, other than the £36.5 million of the Funds, which it could call upon to meet its obligations under the Bonds.
33. It is unclear, and for these proceedings unnecessary, to resolve what has happened to the Funds received by MUFF. From the documents that the Regulator has reviewed, a number of land purchases have been made in Thailand to support a series of luxury property development projects. In addition a number of loans were made to third parties.

#### **Grounds for prohibiting the Named Subjects**

34. Section 3 of the 1995 Act provides that the Panel may prohibit a person from being a trustee in the event that it is satisfied that he is not a fit and proper person. The following matters, as set out in the Regulator's guidance, were considered by the Panel to be relevant in addressing the question of whether the Named Subjects were fit and proper:
  - (a) any breaches of trust law if these are significant, persistent or deliberate;
  - (b) if trustees persistently or seriously breach pensions legislation or associated regulations.

35. The Panel also had regard to the requirements of Section 248 of the Act namely that trustees are under a legal obligation to have adequate knowledge and understanding of the law relating to pensions and trusts and the principles relating to the investment of scheme assets.

**Reasons for prohibiting the Named Subjects**

36. The Panel's reasons for prohibiting the Named Subjects are as follows:

(a) in relation to Mr Pitcher and Mr Cordell;

- i. the failure to obtain proper investment advice;
- ii. the improper nature of the investments;
- iii. the failure to notify the PPF and FAS.

(b) in relation to GP Noble;

- i. the failure to supervise and control Mr Pitcher and Mr Cordell;
- ii. the conflict of interest posed by the appointment of Bates;
- iii. the failure to obtain proper investment advice;
- iv. the improper nature of the investments;
- v. the failure to notify the PPF and FAS.

(c) in relation to BDC;

- i. the failure to obtain proper investment advice;
- ii. the improper nature of the investments;
- iii. the failure to notify the PPF and FAS.

(d) in relation to Mentor;

- i. making an excessive employer related investment;
- ii. the failure to supervise and control Mr Cordell.

**Mr Pitcher and Mr Cordell**

37. The failure to obtain proper investment advice:

Section 36 (3) of the Pensions Act 1995 provides that:

*“Before investing in any manner (other than in a manner mentioned in Part 1 of Schedule 1 to the Trustee Investments Act 1961) the trustees must obtain and consider **proper advice** on the question whether the investment is satisfactory having regard to the requirements of regulations under subsection (1), so far as relating to the suitability of investments, and to the principles contained in the statement under section 35.”* (emphasis added)

38. The material part of Section 36 of the 1995 Act defines “proper advice” as:

*“the advice of a person who is reasonably believed by the trustees to be qualified by his ability in and practical experience of financial matters and to have the appropriate knowledge and experience of the management of the investments of trust schemes”.*

39. The Panel found that neither Mr Pitcher nor Mr Cordell could have reasonably believed that the advice provided by XXXXXXXX was “proper advice” within the meaning of Section 36 of the 1995 Act for the following reasons.

40. Mr Pitcher only provided XXXXXXXX with a single sheet of information regarding investments of £36.5 million. This was a wholly inadequate amount of information from which to provide considered investment advice regarding investments of £36.5 million. Mr Pitcher and Mr Cordell should have realised that the advice was premised on inadequate information. Further it should have been obvious to Mr Pitcher and Mr Cordell that XXXXXXXX had not conducted any meaningful due diligence into Fareston or the Bonds.

41. Further, Mr Pitcher and Mr Cordell as professional trustees should have realised that the advice was plainly wrong given the highly speculative nature of the Bonds about which XXXXXXXX knew very little. In addition there was the presentation of the advice itself which contained an obvious

disclaimer and then went on to state that he (XXXXXXX) had no contract with GP Noble in an apparent attempt to avoid any liability although he asked for his fees to be paid on the same day that he gave his advice.

42. Finally XXX does not exist as a legal entity and neither is it regulated, as it purports to be, by the Financial Services Authority. The company registration number used on its letters belongs to a mortgage broking company, XXXXX XXXXXXXXXXXXXXXXXXXX, which has a similar sounding name. The Panel found that Mr Pitcher and Mr Cordell should have taken some steps to satisfy themselves that XXX was a genuine company particularly in light of the fact that many millions of pounds were being invested.

43. For these reasons the Panel found that Mr Pitcher and Mr Cordell failed to take proper investment advice.

44. The improper nature of the investments:

When choosing investments trustees must act in accordance with both statutory and common law obligations. As set out in Regulation 4 (2), (3) and (5) of the Occupational Pension Scheme (Investment Regulations) 2005 (the "Investment Regulations"):

*"(2) The assets must be invested-*

*(a) in the best interests of members and beneficiaries; and*

*(b) in the case of a potential conflict of interest, in the sole interest of members and beneficiaries.*

*(3) The powers of investment, or the discretion, must be exercised in a manner calculated to ensure the security, quality, liquidity and profitability of the portfolio as a whole.*

*(5) The assets of the scheme must consist predominantly of investments admitted to trading on regulated markets."*

45. In addition professional trustees must act with such care and skill as is reasonable in the circumstances having regard to the knowledge and experience that it is reasonable to expect of such trustees (Bartlett v Barclays Bank Trust Co Ltd [1980] Ch 515 at 535).
46. The Panel found that disinvesting the Funds and investing in the Bonds was plainly at odds with the duties imposed by the Investment Regulations and fell beneath the standard that the Panel would expect of a professional trustee.
47. In summarising the nature of the Bonds, in civil proceedings brought by ITS to recover the Funds, Mr Justice Lewison stated<sup>1</sup>:

*“It is also right to draw attention to a number of oddities about the bond terms themselves. In the first place, it is unclear what interest, if any, is payable and interest is only payable in rolled up form on redemption. The provisions purporting to protect capital are at best obscure and at worst meaningless. These and other features of the bond conditions ought to have rung warning bells about whether they were suitable investments for pension trustees..... According to the bond conditions the bond holders are those entered in a register, yet no register exists. The bond holders are to be entitled to certificates of entitlement, but no certificates have ever been issued. There are also commercial considerations to bear in mind. Whatever the investment powers are conferred by a trust deed, a trustee has a duty to exercise them as a prudent man of business and to avoid investments that are hazardous. Where a pension fund invests tens of millions of pounds in a newly incorporated company with no security and only an obscure promise to repay, it would not have taken much thought to have seen that this was an unsuitable investment for the pension fund trustees. Those bare facts alone may themselves amount to notice of a breach of trust.”*

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<sup>1</sup> [2009] EWHC 161 (Ch) ¶17

48. The Panel entirely agrees with, and adopts the views of, Mr Justice Lewison. Further, the Panel found that the Aspect Agreement was totally unsuitable and should never have been approved by GP Noble. It was completely inappropriate to pay over £1.8 million in fees upfront and then make no effort to recover any of it once the Aspect Agreement was terminated so soon after it purportedly began. Further the Panel found that it was wholly inappropriate for the Fareston Schemes to meet expenses for various advisers and third parties. Mr Pitcher and Mr Cordell should have been alive to these issues but did nothing to protect the Affected Schemes.

49. For these reasons the Panel found that Mr Pitcher and Mr Cordell did not act with the necessary competence, skill and knowledge that the Panel expected of professional trustees.

50. The failure to notify the PPF and FAS:

The Affected Schemes were either in an assessment period for the purposes of entry into the PPF or were in wind up in order to qualify for assistance from the FAS.

51. The Pension Protection Fund (Provision of Information) Regulations 2005 impose a duty on trustees to inform the PPF of any significant change in the assets of a scheme. This duty is clearly set out in Section 3.3 of the PPF's Trustee Good Practice Guide which states:

*“One of the most important decisions you can make as a trustee during the assessment period is how the scheme assets are invested. You should recognise that the most significant financial risk to the scheme results from investments which are mismatched to the liabilities.*

*It is important that you do not delay seeking investment advice and where necessary, re-organise the assets so that they more closely match the*

*liabilities of the scheme. This reduces the risk of the funding level deteriorating over the short term...*

***Trustees should inform the PPF via their case worker of any intended strategy change and ensure regular asset valuations are sent to the PPF.***” (emphasis added)

52. Neither Mr Pitcher nor Mr Cordell informed the PPF of the radical disinvestment of the assets of the Affected Schemes when they plainly should have done so. Mr Cordell accepted, in a meeting with the Regulator, that this was a failing on his part.

53. Similarly Mr Pitcher and Mr Cordell ought to have informed the FAS about the disinvestment of the Affected Schemes’ assets. The FAS guidance (Trustee Update Number 9) states that:

*“where trustees feel that a move of investments towards higher risk categories than currently held is in the interests of members, we would expect trustees to contact the FAS operational unit to discuss the matter prior to any decision being made.”*

54. The Panel found that both Mr Pitcher and Mr Cordell failed to inform the PPF, in breach of the statutory obligation to do so, and failed to observe the clear guidance from both the PPF and the FAS. At the very least the Panel expected Mr Pitcher and Mr Cordell to consult the Affected Schemes’ actuaries which they failed to do.

55. In summary, the Panel found that Mr Pitcher and Mr Cordell had committed serious and persistent breaches of trust law and pensions legislation. They both failed to exhibit the levels of competence that the Panel expected of trustees and as a result the Panel determined that they were not fit and proper persons to be trustees of trust schemes in general and ought to be prohibited.

## **GP Noble**

### 56. The failure to supervise and control Mr Pitcher and Mr Cordell:

Section 249A of the Act provides that trustees, such as GP Noble, must establish and operate internal controls which are adequate for the purpose of administering the scheme in question in accordance with the scheme's rules and the requirements of the law. Internal controls are defined by Section 249A (5) of the Act as being:

(a) arrangements and procedures to be followed in the administration and management of the scheme; and

(b) systems and arrangements for monitoring that administration and management; and

**(a) arrangements and procedures to be followed for the safe custody and security of the assets of the scheme.”** (emphasis added)

57. The directors of GP Noble claim that they were unaware of the conduct of Mr Pitcher and Mr Cordell until they were notified by the Regulator in July 2008. However, the fact that Mr Pitcher and Mr Cordell were able to transfer some £52 million from the Affected Schemes without them being aware of it points to a complete lack of supervision and internal control.

58. Further, GP Noble had commissioned an internal audit report which highlighted significant concerns about the activities of Mr Pitcher and Mr Cordell. The internal report stated that:

*“Significant concerns were identified from the audit surrounding the ethics, practices and risks attaching to GPNT. We consider that some of the issues*



*are so serious that legal advice should be sought in relation to at least one area, namely that of charging to pension schemes. The impact on Money Portal and GPNT of the issues identified will have significant financial ramifications and there is also a significant reputational risk.... We recommend urgent action is taken to address the issues identified in order to minimise future accrual of any potential liabilities.”*

59. Despite these concerns, GP Noble failed to take any steps to control or supervise either Mr Pitcher or Mr Cordell. For instance it failed to remove the signing authorities from either Mr Pitcher or Mr Cordell or to add a requirement for an additional signatory. Further it failed to appoint a senior manager to the business to oversee Mr Pitcher and Mr Cordell’s activities, as recommended in the internal audit report.

60. For these reasons the Panel found that GP Noble failed to have any adequate internal controls and as a result had failed to adequately supervise and control Mr Pitcher and Mr Cordell.

61. The conflict of interest posed by the appointment of Bates:

Bates was appointed as an investment adviser in respect of three of the Affected Schemes by GP Noble. The ultimate parent of both GP Noble and Bates was Money Portal. Accordingly there was a conflict of interest inherent in the appointment of Bates. This does not appear to have been recognised by GP Noble and was only brought to its attention by the internal audit report.

62. The Panel found that there was a conflict of interest between GP Noble and Bates and that GP Noble had failed to identify this conflict and, once it was brought to its attention, failed to take any steps to manage the conflict in an appropriate way.

63. Both Mr Pitcher and Mr Cordell were at all material times acting, or purporting to act, as the servants or agents of GP Noble. Therefore the

Panel considered that it was not possible to divorce the conduct of Mr Pitcher and Mr Cordell from the conduct of GP Noble. Accordingly the criticisms that the Panel has made of Mr Pitcher and Mr Cordell's conduct, namely the failure to take proper investment advice, the improper nature of the investments and the failure to notify the PPF or the FAS, are also the failings of GP Noble.

64. For all of the reasons given above the Panel found that GP Noble was not a fit and proper person to act as a trustee of trust schemes in general and that it ought to be prohibited.

### **BDC**

65. The Panel agreed with the Regulator's submission that the activities of BDC could not be divorced from the activities of Mr Pitcher and Mr Cordell. Its directors were GP Noble and Mr Cordell and it was wholly owned by Mr Pitcher. BDC allowed £1 million of the BDC Pension Scheme assets to be invested in the Bonds.

66. Since Mr Pitcher and Mr Cordell were at all material times acting, or purporting to act, as the servants or agents of BDC, the criticisms that the Panel have made of Mr Pitcher and Mr Cordell's conduct, namely the failure to take proper investment advice, the improper nature of the investments and the failure to notify the PPF or FAS, are also the failings of BDC.

67. For all of the reasons given above the Panel found BDC was not a fit and proper person to act as a trustee of trust schemes in general and that it ought to be prohibited.

### **Mentor**

68. Mentor was, until its suspension, trustee of the XXXXXXXXXX Pension Scheme (the "XXXXXXX Scheme"). In June 2006 Mr Cordell, who was a director of Mentor, applied to the Regulator for retrospective clearance regarding the sale of the entire issued share capital of XXXXXXXX Group

Limited, which was the principal employer of the XXXXXXXX Scheme, to XXXXXXXXXXXXX.

69. This investment in the share capital of the principal employer exceeded the 5% statutory limit on employer related investments pursuant to Section 40 of the Act and Occupational Pension Scheme (Investment) Regulations 2005. This breach was made clear to Mr Cordell by the Regulator. Mr Cordell subsequently proposed to resolve the breach through an unusual swap based arrangement.
70. There was no evidence before the Panel to suggest that Mentor kept any written records about the share holding in the principal employer, the Regulator's concerns or the proposed resolution. Further, there was no evidence to suggest that these matters had been discussed at board meetings.
71. The Panel found that Section 40 of the Act, and the associated regulations, had been breached by Mentor. The Panel found that Mentor should have known about the statutory cap on employer related investments and observed it. Further, if Mentor was unaware of Mr Cordell's activities, and from the lack of written records it may have been, then there was an obvious lack of supervision and a failure to establish suitable internal controls.
72. The Panel found that the breach of Section 40 of the Act and the failure to establish suitable internal controls and supervise Mr Cordell were sufficiently serious to justify prohibition of Mentor from being a trustee of trust schemes in general.

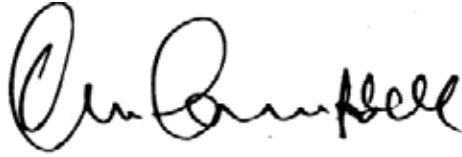
### **Removal from the Trustee Register**

73. As a result of being prohibited the Panel also determined in accordance with Section 23 of the 1995 Act and the Occupational Pension Schemes (Independent Trustee) Regulations 2005 to remove GP Noble from the Trustee Register.

**Right of appeal**

74. Appendix 1 contains important information about the right to appeal.

Signed:

A handwritten signature in black ink, appearing to read "Duncan Campbell". The signature is written in a cursive style with a large initial 'D'.

Chairman: **Duncan Campbell.....**

Dated: 8 February 2010

**Referral to the Pensions Regulator Tribunal**

You have the right to refer the matter to which this Determination Notice relates to the Pensions Regulator Tribunal (“the Tribunal”). Under section 103(1)(b) of the Act you have 28 days from the date this Determination Notice is given to refer the matter to the Tribunal or such other period as specified in the Tribunal rules or as the Tribunal may allow. A reference to the Tribunal is made by way of a written notice signed by you and filed with a copy of this Determination Notice. The Tribunal’s address is:

The Pensions Regulator Tribunal  
15-19 Bedford Avenue  
London  
WC1B 3AS  
Tel: 020 7612 9649.

The detailed procedures for making a reference to the Tribunal are contained in section 103 of the Act and the Tribunal Rules.

You should note that the Tribunal rules provide that at the same time as filing a reference notice with the Tribunal, you must send a copy of the reference notice to The Pensions Regulator. Any copy reference notice should be sent to:

Determinations Support  
The Pensions Regulator,  
Napier House  
Trafalgar Place  
Brighton  
BN1 4DW.  
Tel: 01273 627698