



## **OFFICE OF THE ADVISORY COMMITTEE ON BUSINESS APPOINTMENTS**

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### **BUSINESS APPOINTMENT APPLICATION: Sir Jeremy Fleming KCMG CB, former Director of the Government Communications Headquarters (GCHQ). Paid appointment with Exponential-e.**

1. Sir Jeremy, former Director of GCHQ, sought advice from the Advisory Committee on Business Appointments (the Committee) under the government's Business Appointments Rules for former Crown Servants (the Rules) on an appointment he wishes to take up with Exponential-e as Chair of the Risk & Technology Committee.
2. The purpose of the Rules is to protect the integrity of the government. The Committee has considered the risks associated with the actions and decisions made during Sir Jeremy's time in office, alongside the information and influence he may offer Exponential-e. The material information taken into consideration by the Committee is set out in the annex.
3. The Committee's advice is not an endorsement of the appointment - it imposes a number of conditions to mitigate the potential risks to the government associated with the appointment under the Rules.
4. The Rules set out that Crown servants must abide by the Committee's advice.<sup>1</sup> It is an applicant's personal responsibility to manage the propriety of any appointment. Former Crown servants are expected to uphold the highest standards of propriety and act in accordance with the 7 Principles of Public Life.

#### **The Committee's Consideration of the risks presented**

5. Exponential-e is an IT, network, cyber security and communication services company. As Director of GCHQ, Sir Jeremy had general contact with several organisations across the sectors in which Exponential-e operates. The company holds contracts with other government departments, though not with GCHQ. Sir Jeremy did not make any policy, regulatory or commercial

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<sup>1</sup> Which apply by virtue of the Civil Service Management Code, The Code of Conduct for Special Advisers, The King's Regulations and the Diplomatic Service Code



decisions specific to Exponential-e, nor did he meet with the company in office. As such, the Committee<sup>2</sup> considered that the risk this role could reasonably be perceived as a reward for decisions made or actions taken in office, is low.

6. As the former Director of GCHQ, Sir Jeremy would have had access to a range of sensitive information, including that which relates to communications, cyber, and emerging technologies. As a result there are real and perceived risks he could offer Exponential-e an unfair advantage due to insight gained in office. GCHQ and the Cabinet Office identified no particular information of concern that could offer an unfair advantage. It is significant that Sir Jeremy has been out of office for over 10 months, which puts a gap between his access to information at GCHQ and taking up this role.
7. As the former Director at GCHQ Sir Jeremy has contacts and influence which could be seen to offer Exponential-e unfair access to government.

### **The Committee's advice**

8. As the former Director of GCHQ. Sir Jeremy will have had access to a range of sensitive information that could be seen to benefit the vast majority of potential employers. The standard conditions below adequately mitigate the risks in this case. They seek to prevent him from making improper use of privileged information, contacts and influence gained in office to the unfair advantage of Exponential-e.
9. The Committee's advice, under the government's Business Appointment Rules, is that this role with **Exponential-e** should be subject to the following conditions:
  - he should not draw on (disclose or use for the benefit of himself or the persons or organisations to which this advice refers) any privileged information available to him from his time in Crown service;
  - for two years from his last day in Crown service, he should not become personally involved in lobbying the UK government or its arm's length bodies on behalf of Exponential-e (including parent companies, subsidiaries, partners and clients); nor should he make use, directly or indirectly, of his contacts in the government and/or Crown service contacts to influence policy, secure business/funding or otherwise unfairly advantage Exponential-e (including parent companies, subsidiaries, partners and clients); and

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<sup>2</sup> This application for advice was considered by Isabel Doverty; Hedley Finn OBE; Sarah de Gay; The Rt Hon Baroness Jones of Whitchurch; Dawid Konotey-Ahulu CBE DL; The Rt Hon Lord Eric Pickles; Michael Prescott; and Mike Weir. Andrew Cumpsty was unavailable.



- for two years from his last day in Crown service, he should not provide advice to Exponential-e (including parent companies, subsidiaries, partners and clients) on the terms of, or with regard to the subject matter of, a bid with, or contract relating directly to the work of the UK government or its arm's length bodies.
10. The advice and the conditions under the government's Business Appointment Rules relate to Sir Jeremy's previous role in government only; they are separate from rules administered by other bodies such as the Office of the Registrar of Consultant Lobbyists, the Parliamentary Commissioner for Standards and the Registrar of Lords' Interests.<sup>3</sup> It is an applicant's personal responsibility to understand any other rules and regulations they may be subject to in parallel with this Committee's advice.
  11. By 'privileged information' we mean official information to which a Minister or Crown servant has had access as a consequence of his or her office or employment and which has not been made publicly available. Applicants are also reminded that they may be subject to other duties of confidentiality, whether under the Official Secrets Act, the Civil Service Code or otherwise.
  12. The Business Appointment Rules explain that the restriction on lobbying means that the former Crown servant/Minister '*should not engage in communication with Government (Ministers, civil servants, including special advisers, and other relevant officials/public office holders) – wherever it takes place - with a view to influencing a Government decision, policy or contract award/grant in relation to their own interests or the interests of the organisation by which they are employed, or to whom they are contracted or with which they hold office*'.
  13. Sir Jeremy must inform us when he takes up employment with this organisation, or if it is announced that he will do so. Sir Jeremy must also inform us if he proposes to extend or otherwise change the nature of his role as, depending on the circumstances, it may be necessary for him to make a fresh application.
  14. Once the appointment has been publicly announced or taken up, we will publish this letter on the Committee's website, and where appropriate, refer to it in the relevant annual report.

Yours sincerely

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<sup>3</sup> All Peers and Members of Parliament are prevented from paid lobbying under the House of Commons Code of Conduct and the Code of Conduct for Members of the House of Lords. Advice on obligations under the Code can be sought from the Parliamentary Commissioners for Standards, in the case of MPs, or the Registrar of Lords' Interests, in the case of peers.



Hamzah Rizvi  
**Committee Secretariat**



## **Annex A - Material information**

### The role

1. According to its website, Exponential-e describes itself as a UK cloud, connectivity, communications, and Cyber Security pioneer, and a trusted technology partner for more than 3000 companies. It states that it provides cloud, SD-WAN networks, unified communications services, and cybersecurity prevention and remediation services delivered over its own high secure, super-fast business-only network.
2. Exponential-e has a contractual relationship with government to deliver communication services and technology provisions (Wifi capability etc).
3. Sir Jeremy stated that Exponential-e's Risk and Technology Committee is designed to help formulate the company's long term strategy, to construct an investment and delivery framework for the company as it develops its role as a trusted IT institution for the private and public sectors, and to bring wider consideration of the global cyber and security landscape to the company's decision making.
4. This is a paid, part-time role as Chair of the Risk and Technology Committee. Sir Jeremy stated it is an advisory role with no involvement in fiduciary governance of the company, or involvement in commercial/bid activities relating to Exponential-e's contracts with government, nor will his role involve contact with government.
5. Sir Jeremy stated he was approached by the CEO of Exponential-e, following his departure from GCHQ.

### Dealings in office

6. Sir Jeremy advised the Committee that he was not involved in regulatory, commercial or policy decisions, nor did he meet with, or have access to, sensitive information specific to Exponential-e during his time in office. He stated that as Exponential-e's market coverage is wide, it may have put him in contact with some of their competitors, but it is impossible for him to be definitive on which companies might be relevant. He stated they could span from communications and network specific companies (like BT), to the global system integrator firms (from IBM to Deloitte, to Infosys and CapGemini), or to more niche data centre providers and operators.
7. Sir Jeremy was responsible for the National Cyber Security Centre as part of GCHQ. However, the NCSC's daily operation was led by the Chief Executive and as such, Sir Jeremy was not involved in detailed cyber security issues. Sir



Jeremy may have made decisions that affected the entire cyber security sector, but not specific to Exponential-e.

8. Sir Jeremy stated Exponential-e does not hold a relationship with GCHQ, but has contacts with other government departments. He added that historically, it has specialised in the provision of dedicated fibre optic communications for some areas of government and has diversified into cyber security and managed IT services.

### Departmental Assessment

9. GCHQ and the Cabinet Office provided their views on Sir Jeremy's appointment, confirming the details he provided and adding:

- Sir Jeremy was not involved in commercial, policy or regulatory decisions specific to Exponential-e, nor did he meet with them during his time in office.
- Sir Jeremy had contact with competitors of Exponential-e and the wider sector.
- GCHQ does not hold a relationship with Exponential-e. The departments noted that the company actively promotes its services to the public sector, and is involved in a number of contracts across government. Exponential-e has received, or has been involved in, as part of larger consortiums, 98 contracts with government departments - with the value of its contracts varying. The contracts are often in the provision of communication services and technology provisions, such as delivering WiFi networks or rolling out cloud technology across a department.
- Given Sir Jeremy's seniority in government, he may have been exposed to information relating to competitors or policy that may be commercially advantageous to Exponential-e. However, the departments were not aware of any specific sensitive information of risk. The departments considered the amount of time passed since he left office as a mitigating factor to the risks related to his general access to information and this appointment – 10 months.

10. The departments noted the following perceived risks to be mitigated:

- the risk of a former senior official from GCHQ advising a technology based company on how to obtain public contracts from the government; and
- the risk of a former senior official moving to a role with a firm that operates in a similar space to that which he held some operational responsibility for (communications technology and the security therein).

11. The departments recommended the standard conditions and the time that has passed since Sir Jeremy left government would adequately mitigate the risks



associated with his appointment.