
FINAL NOTICE

To: **David John Mills**

**Individual
Reference
Number:** **DJM01494**

Dated: **20 JUNE 2019**

ACTION

1. For the reasons set out in this Final Notice, the Authority hereby takes the following action against Mr Mills.
2. The Authority gave Mr Mills the Decision Notice, which notified Mr Mills that, for the reasons given below and pursuant to section 56 of the Act, the Authority had decided to make an order prohibiting Mr Mills from performing any function in relation to any regulated activity carried on by any authorised person, exempt person or exempt professional firm.
3. Mr Mills has not referred the matter to the Tribunal within 28 days of the date on which the Decision Notice was given to him.

4. Accordingly, for the reasons set out below, the Authority hereby makes an order pursuant to section 56 of the Act prohibiting Mr Mills from performing any function in relation to any regulated activity carried on by an authorised person, exempt person or exempt professional firm. The Prohibition Order takes effect from 20 June 2019.

DEFINITIONS

5. The definitions below are used in this Final Notice (and in the Annex):
 - “the Act” means the Financial Services and Markets Act 2000;
 - “the Authority” means the Financial Conduct Authority;
 - “the Decision Notice” means the Decision Notice given to Mr Mills dated 23 January 2019;
 - “EG” means the Enforcement Guide;
 - “FIT” means the Fit and Proper Test for Employees and Senior Personnel sourcebook;
 - “the Handbook” means the Authority’s Handbook of rules and guidance;
 - “Mr Mills” means David John Mills;
 - “the Tribunal” means the Upper Tribunal (Tax and Chancery Chamber); and
 - “the Warning Notice” means the Warning Notice given to Mr Mills dated 3 January 2019.

RELEVANT STATUTORY PROVISIONS

6. The statutory and regulatory provisions relevant to this Final Notice are set out in the Annex.

SUMMARY OF REASONS

7. The Authority has concluded, on the basis of the facts and matters and conclusions described in the Warning Notice, and in the Decision Notice, that Mr Mills is not a fit and proper person to perform any function in relation to any regulated activity carried on by any authorised person, exempt person or exempt professional firm, as his conduct has demonstrated a serious lack of honesty and integrity. Specifically, Mr Mills was tried and convicted on indictment, on 30 January 2017, of 1 count of conspiracy to corrupt, contrary to section 1 of the Criminal Law Act 1977, 4 counts of fraudulent trading and 1 count of conspiring to conceal/disguise/convert/transfer/remove /criminal property.
8. On 2 February 2017, Mr Mills was sentenced to a total term of 15 years imprisonment and he was disqualified under section 2 of the Company Directors Disqualification Act 1986 for 12 years.

FACTS AND MATTERS RELIED ON

9. Mr Mills was approved by the Authority to perform a CF1 (Director) function at three authorised firms, at various times, between 22 December 2005 and 21 February 2011.
10. Mr Mills is not currently approved to perform any functions in relation to any firm authorised by the Authority, and he has not been approved by the Authority to perform any function since 21 February 2011.
11. On 30 January 2017, Mr Mills was tried and convicted at Southwark Crown Court of 1 count of conspiracy to corrupt, contrary to section 1 of the Criminal Law Act 1977; 4 counts of fraudulent trading contrary to section 458 of the Companies Act 1985 and 1 count of conspire to conceal/ disguise/ convert/ transfer/ remove criminal property contrary to section 1 of the Criminal Law Act 1977.
12. On 2 February 2017, Mr Mills was sentenced at Southwark Crown Court to a total term of 15 years imprisonment and was disqualified from acting as a director for 12 years under section 2 of the Company Directors Disqualification Act 1986.
13. The time period during which Mr Mills offences were committed included the period when he was an approved person.
14. In his sentencing remarks (made on 2 February 2017), his the Judge described Mr Mills as a "thoroughly corrupt and devious man" because he was "very adept at exploiting the weaknesses of others, particularly where that weakness was money".
15. Mr Mills' offences were committed over a prolonged period (approximately 7 years) in which he corrupted 2 senior employees of a bank and conspired with them and others for mutual financial advantage, to obtain referrals of the bank's corporate customers to his company turnaround consultancy. Mr Mills through the guise of the turnaround consultancy and other companies which he owned, enriched himself and his co-conspirators. The Judge emphasised that that the harm for which Mr Mills was individually and collectively responsible could be quantified in cash terms but not in human terms. The collective conduct resulted in not only huge losses for the bank but also a loss of livelihood for some of the bank's customers which would affect their retirement. The sentence that was passed reflects Mr Mills' central role in the conspiracy and the extent of his criminality.

DECISION MAKER

16. The decision which gave rise to the obligation to give this Final Notice was made by the Regulatory Decisions Committee.

IMPORTANT

17. This Final Notice is given to Mr Mills in accordance with section 390(1) of the Act.

Publicity

18. The Authority must publish such information about the matter to which this Final Notice relates as the Authority considers appropriate. The information may be published in such manner as the Authority considers appropriate. However, the

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Authority may not publish information if such publication would in the opinion of the Authority, be unfair to Mr Mills or prejudicial to the interests of consumers.

19. The Authority intends to publish this Final Notice and such information about the matter to which this Final Notice relates as it considers appropriate.

Authority Contact

20. For more information concerning this matter generally, Mr Mills should contact Hema Rachhoya at the Authority (direct line: 020 7066 2770).

Anna Couzens
Enforcement and Market Oversight

ANNEX

RELEVANT STATUTORY PROVISIONS

1. The Authority's operational objectives include securing an appropriate degree of protection for consumers (section 1C of the Act) and protecting and enhancing the integrity of the UK financial system (section 1D of the Act).
2. Section 56(1) of the Act provides:

"The [Authority] may make a prohibition order if it appears to it that an individual is not a fit and proper person to perform functions in relation to a regulated activity carried on by:

 - (a) an authorised person,
 - (b) a person who is an exempt person in relation to that activity, or
 - (c) a person to whom, as a result of Part 20, the general prohibition does not apply in relation to that activity."

RELEVANT REGULATORY PROVISIONS

3. In exercising its power to make a prohibition order, the Authority must have regard to guidance published in the Handbook and in regulatory guides, such as EG. The relevant main considerations in relation to the action specified above are set out below.

The Enforcement Guide

4. The Authority's policy in relation to exercising its power to issue a prohibition order is set out in EG.
5. EG 9.1 explains the purpose of prohibition orders in relation to the Authority's regulatory objectives.
6. EG 9.2 sets out the Authority's general policy on making prohibition orders. In particular—
 - (a) EG 9.2.1 states that the Authority will consider all relevant circumstances, including whether enforcement action has been taken against the individual by other enforcement agencies, in deciding whether to make a prohibition order;
 - (b) EG 9.2.2 states that the Authority has the power to make a range of prohibition orders depending on the circumstances of each case; and
 - (c) EG 9.2.3 states that the scope of a prohibition order will depend on, among other things, the reasons why the individual is not fit and proper and the severity of risk he poses to consumers or the market generally.

7. EG 9.5.1 states that where the Authority is considering whether to make a prohibition order against someone who is not an approved person, the Authority will consider the severity of the risk posed by the individual and may prohibit him where it considers that it is appropriate to achieve one or more of the Authority's statutory objectives.
8. EG 9.5.2 provides that, when considering whether to exercise its power to make a prohibition order against someone who is not an approved person, the Authority will consider all the relevant circumstances of the case. These may include, but are not limited to, the factors set out in EG 9.3.2. Those factors include: whether the individual is fit and proper to perform functions in relation to regulated activities (noting the criteria set out in FIT 2.1, 2.2, and 2.3); the relevance and materiality of any matters indicating unfitness; the length of time since the occurrence of any matters indicating unfitness; and the severity of the risk which the individual poses to consumers and to confidence in the financial system.

Fit and Proper Test for Approved Persons and Employees and Senior Personnel

9. The Authority has issued guidance on the fitness and propriety of individuals in FIT.
10. FIT 1.3.1BG(1) states that the most important considerations when assessing the fitness and propriety of a person to perform a controlled function include that person's honesty, integrity and reputation.
11. FIT 2.1.1G states that in determining a person's honesty, integrity and reputation, the Authority will have regard to all relevant matters including, but not limited to, those set out in FIT 2.1.3G. It notes, amongst other things and by way of example, that:

"... conviction for a criminal offence will not automatically mean an application will be rejected. The [Authority] treats each candidate's application on a case-by-case basis, taking into account the seriousness of, and circumstances surrounding, the offence, the explanation offered by the convicted person, the relevance of the offence to the proposed role, the passage of time since the offence was committed and evidence of the individual's rehabilitation."
12. FIT 2.1.3G(1) states that the matters referred to in FIT 2.1.1G include, but are not limited to, whether a person has been convicted of any criminal offence, noting that particular consideration will be given to offences including dishonesty, fraud and financial crime (amongst other things).