

# Metals & Mining Sector UK corporate criminal liability reforms: risks for the metals & mining sector

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Reforms to UK corporate criminal liability under the Crime and Policing Act 2026 (CPA) are now in force. These make it easier for prosecutors to attribute criminal conduct by senior managers to companies. For businesses in the metals and mining sector, this materially increases exposure to investigation and prosecution given that their operations involve a wide range of commercial and operational decisions which could give rise to criminal liability in certain circumstances.

## Key takeaways

- 1 The volume of UK corporate criminal prosecutions is likely to increase as it becomes easier for prosecutors to attribute the actions of individuals to corporate entities across a wide range of offences.
- 2 This brings with it the increased risk of corporate criminal investigations, which can be lengthy, complex and intrusive.
- 3 Businesses can mitigate risks by identifying situations in which the conduct of individuals could expose the organisation to criminal liability and by implementing appropriate training, policies and other compliance measures.

## What is changing?

A company may now be held criminally liable where a "senior manager" commits a broad range of criminal offences while acting within the actual or apparent scope of their authority.

This is a significant departure from the previous common law identification doctrine, under which prosecutors generally had to show that the offence was committed by the company's "directing mind and will". In practice, this made prosecutions of large and complex organisations more difficult because decision-making was often diffused across senior personnel rather than concentrated in one individual.

The reforms build on earlier changes introduced by the Economic Crime and Corporate Transparency Act (ECCTA) in December 2023, which expanded corporate liability for certain economic offences. Under the CPA, the attribution rule now extends more broadly, meaning that businesses, including those located or operating outside the UK where there is a sufficient jurisdictional nexus to the UK, may face criminal liability across a much wider range of criminal offences committed by senior managers. What will amount to a sufficient connection to the UK will vary substantially depending upon the specific offence(s) under consideration. Prosecutors will have a wide discretion when deciding whether to take action against companies. In practice, the fact that decisions have been taken by individuals within entities located or operating in the UK (for example those selling metals into the UK market or with significant processing operations in the UK) is likely to be the principal factor leading to this heightened potential criminal liability.

UK criminal enforcement agencies are expected to make use of their expanded ability to pursue companies. The Serious Fraud Office (SFO) and Crown Prosecution Service will have the power to prosecute companies using the new regime, and the SFO has indicated that it is actively pursuing corporate prosecution opportunities. The National Crime Agency and HM Revenue & Customs also have extensive investigative powers, the exercise of which can lead to criminal enforcement action. Investigations are intrusive and typically involve compelled production of large quantities of documents, reputational damage, management distraction and follow-on civil claims.

NGOs will be alive to opportunities to exert pressure on criminal enforcement authorities to use the new mechanism for attribution. In some cases, activist groups may seek to pursue private prosecutions themselves.

## **Why this matters for businesses in the metals and mining sector**

The metals and mining sector is accustomed to identifying and putting in place mitigating measures to deal with potential risk arising in connection with some aspects of their activities which can attract criminal liability. For example, well developed mechanisms are in place within many companies to assess and address the risks that they may commit offences under health and safety, environmental protection, and (most recently) anti-fraud legislation. However, these measures will often be directed towards specific operational scenarios or parts of their business.

The reforms now introduced are particularly significant for businesses in the metals and mining sector because they enable criminal enforcement authorities to pursue investigations and prosecutions concerning a broader range of offences, including some which may not be contemplated by existing compliance arrangements. Importantly, conduct that might previously have been treated as a civil or regulatory issue might now potentially result in criminal enforcement action against companies themselves. The reforms are also broad enough to cover many instances of conduct occurring outside the UK and scenarios in which work is carried out by other parties, for example under outsourcing or joint venture arrangements.

## Example scenarios

changes to the law on attribution apply equally to all sectors. However, factors such as dependence on intricate supply chain structures involving local labour sourcing arrangements and complex legislation governing how products are sourced, distributed and described may bring some additional prosecution risk for companies in the metals and mining sector.

## Steps to mitigate risks

Existing compliance arrangements will address these risks to some degree, but will be predicated on assumptions about the likelihood of criminal enforcement action which may not now be accurate. Companies should review their current arrangements in the light of the changes to the law made by the CPA to identify and address new gaps. Practical steps may include:

- delivering targeted training to senior personnel and teams involved in higher-risk functions;
- updating policies, approval processes, delegation arrangements and escalation routes so that concerns involving senior operational managers, executives, local business units or outsourced teams are identified and addressed promptly;
- assessing the risk exposure created by affiliates, contractors, joint venture partners and other intermediaries, and exercising due diligence and testing how those third parties manage compliance risk before and during engagements; and
- conducting risk assessments and due diligence tailored to the business model, operating footprint and the involvement of third parties.



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