

# **Changes to non-disclosure agreements (Victims and Prisoners Act 2024)**



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of Justice

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Any enquiries regarding this publication should be sent to [victimslegislation@justice.gov.uk](mailto:victimslegislation@justice.gov.uk).

## Non-disclosure agreements

What you need to know to prepare for changes that will be happening to the law governing non-disclosure agreements.

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## Introduction

### What changes are taking place from October 2025?

New legislation will come into effect on 1 October 2025 which affects confidentiality clauses, also known as non-disclosure agreements. This guidance explains the changes and what they will mean for businesses and individuals who use non-disclosure agreements. These changes were made through the Victims and Prisoners Act 2024 (section 17), and they extend and apply to England and Wales only.

This guidance is for you if:

- You are a business in England or Wales
- You are a business that uses non-disclosure agreements governed by the law of England and Wales
- You are an individual that uses non-disclosure agreements

If you fall within one of these categories, it is advisable to review the entire document to fully understand the implications of this change.

### Non-disclosure agreements

#### *What are non-disclosure agreements?*

Non-disclosure agreements are legal contracts which place confidentiality requirements on certain information or ideas shared between the parties, in exchange for something of value (for example, payment). Non-disclosure agreements can be stand-alone agreements or contracts, or clauses within a larger agreement or contract. Non-disclosure agreements can, for example, be entered into at the start of a person's employment, or form part of a settlement agreement after a dispute which resulted in an employee leaving a job, to keep details of the dispute and/or the settlement agreement confidential.

This guidance applies to non-disclosure agreements in all sectors, including business as well as the arts, charity, education, healthcare and technology sectors. It applies in respect of all relationships and circumstances where non-disclosure agreements are used, not only between employee and employer.

### Current position

It is already the case that a non-disclosure agreement, irrespective of its terms, cannot validly seek to prevent a person from reporting a crime to the police, as disclosures to the police about criminal wrongdoing are protected under the common law. In addition, a non-disclosure agreement cannot validly seek to prevent a worker from whistleblowing (making a "protected disclosure") including about a crime. For further information about non-disclosure agreements and whistleblowing, please see page 8 of this guidance.

Non-disclosure agreements can currently be used to seek to prevent parties from making other disclosures about criminal conduct, including for example telling support services and close family about criminal conduct they have been the victim of.

#### Changes to non-disclosure agreements

The legislative change makes clear in statute that non-disclosure agreements cannot be enforced insofar as they seek to prevent victims from reporting the crime to the police. The changes also extend these protections to certain other disclosures, including those necessary for victims to access confidential advice and support needed to cope and recover from the impact of crime. Non-disclosure agreements signed on or after 1 October 2025 will be legally unenforceable to the extent that they seek to prevent such disclosures.

Individuals who are a victim of crime or reasonably believe they are a victim of crime, and who have signed a non-disclosure agreement on or after 1 October 2025, will be allowed to disclose information to certain individuals for certain purposes related to relevant conduct, even if their non-disclosure agreement seeks to prevent them from doing so. Non-disclosure agreements that were signed before 1 October 2025 are subject to the previous rules and might still be enforceable in certain situations.

Under section 17 of the Victims and Prisoners Act 2024, non-disclosure agreements signed on or after 1 October 2025 will not be enforceable against victims of crime in relation to the disclosure of information about relevant conduct to the following groups and for the following purposes:

- **Police or other bodies which investigate or prosecute crime**, for investigating or prosecuting the relevant conduct
- **Qualified lawyers**, for seeking legal advice about the relevant conduct
- **Regulated professionals** (including regulated healthcare professionals), for obtaining professional support in relation to the relevant conduct
- **Victim support services**, for obtaining support in relation to the relevant conduct
- **Regulators**, for cooperating with the regulator in relation to the relevant conduct
- **To a person authorised to receive information on behalf of any of the above**, for the relevant purposes mentioned above
- **A victim's close family**, for the purpose of obtaining support in relation to the relevant conduct

Disclosures by victims of crime about relevant conduct to the above groups and for the above purposes are known as "Permitted Disclosures". See below for more information on Permitted Disclosures.

### Who is a victim of crime?

The definition of a victim of crime that applies to these changes is set out in sections 1(1) and (2) of the [Victims and Prisoners Act 2024](#). It defines a victim of crime as someone who has suffered harm as a direct result of being subjected to conduct which constitutes a criminal offence in England and Wales, or any of the circumstances outlined in section 1(2) of the Victims and Prisoners Act 2024. This is regardless of whether they have told anyone about that crime, including reporting it to the police. There does not have to be a formal investigation or a conviction for someone to be a victim of crime or to reasonably believe they are a victim of crime.

Any reference to “victims of crime” in this guidance should also be read as a reference to individuals who reasonably believe they are a victim of crime.

“Relevant conduct” means the criminal conduct that makes the person a victim of crime.

### What will be a Permitted Disclosure?

This part of the guidance explains the purposes for which victims of crime will be able to make permitted disclosures to the groups listed above under section 17 of the Victims and Prisoners Act 2024.

#### *Police or other bodies which investigate or prosecute crime*

Disclosures will be permitted to the police or other bodies which investigate or prosecute crime, for the purpose of allowing those bodies to investigate or prosecute the crime. As well as the police, other bodies which investigate or prosecute crime include (but are not limited to):

- Health and Safety Executive
- Competition and Markets Authority
- Environment Agency
- Gambling Commission
- Financial Conduct Authority
- Information Commissioner’s Office
- Serious Fraud Office

#### *Qualified lawyers*

Disclosures will be permitted to qualified lawyers (defined as authorised persons in relation to a reserved legal activity for the purposes of the [Legal Services Act 2007](#)) for the purpose of seeking legal advice about the relevant conduct. The definition of “qualified lawyer” also includes the law firm itself.

These lawyers will be able to advise their clients on anything relevant to the conduct. The qualified lawyer must be regulated by an approved regulator of legal services such as the Solicitors Regulation Authority, Bar Standards Board or CILEX Regulation.

If the lawyer is not regulated, for example a retired lawyer, then victims of crime will not be permitted to make disclosures to them for the purpose of seeking advice about relevant conduct, and the non-disclosure agreement would continue to be legally binding in respect of such disclosures.

### *Regulated professionals*

Disclosures will be permitted to any individual who is entitled to practice a regulated profession, for the purpose of obtaining professional support in relation to the relevant conduct. Individuals who are entitled to practice regulated professions include, for example, a paramedic, (regulated by the Health and Care Professions Council); a social worker, (regulated by Social Work England or Social Care Wales); or a school teacher (regulated by the Teaching Regulation Agency or the Education Workforce Council). As an example, a victim of crime who has signed a non-disclosure agreement may disclose information to a social worker for the purpose of obtaining their professional support in relation to relevant conduct, even if the non-disclosure agreement attempts to prevent that disclosure.

### *Victim support services*

Victim support services are charities or organisations that provide confidential and independent support to individuals affected by crime, helping them cope, move forward, and understand the entitlements they can expect to receive. There are many support services available to help victims of crime, including helplines, therapeutic support, and advocacy.

Disclosures will be permitted to victim support services for the purpose of obtaining support from that service in relation to relevant conduct which helps victims cope and recover from the impact of the crime. This includes health and care professionals, for example, a counsellor, whose roles are underpinned by clear principles of confidentiality. Victims of crime will also be able to share information with voluntary sector services, such as an Independent Sexual Violence Advisor, who also follow strict confidentiality principles.

### *Regulators*

Regulators are bodies that supervise a particular industry or business activity, set professional industry standards and consider misconduct. For example, the General Medical Council is the independent regulator of medical practitioners in the UK, which maintains an official list called the medical register, and the Solicitors Regulation Authority is the independent regulatory body for solicitors and law firms in England and Wales.

Victims of crime will be able to share information with regulators for the purpose of co-operating with them when they are investigating relevant conduct. For example, if the police inform the General Medical Council about a crime alleged to have been committed by a doctor, the regulator may ask the victim to provide details about the crime and cooperate with the investigation which could help the regulator decide if the professional should be removed from the medical register. Under section 17 of the Victims and Prisoners Act 2024, permitted disclosures do not include proactive disclosures by victims of crime to report information about the crime to the regulator directly, which would be done by the police. See the whistleblowing section for information about direct disclosures to a regulator.

'Regulator' has the same meaning as in the [Professional Qualifications Act 2022](#) (section 19).

#### *Persons authorised to receive information on behalf of those listed above*

Disclosures will be permitted to anyone who is authorised to receive information on behalf of the groups listed above for the permitted purpose. This could be, for example, a receptionist at a law firm who is authorised to receive information on behalf of qualified lawyers working at the firm, for the purpose of a victim seeking legal advice about relevant conduct. Or an interpreter, who is authorised to receive information on behalf of the police, for the purpose of allowing the police to investigate a crime reported by a victim using an interpreter. This is to ensure that there are no practical barriers preventing victims from making such disclosures which could prevent them from receiving advice and/or support.

#### *Close family*

The new legislation will also protect a victim's disclosure about the criminal activity to their child, parent or partner, for the purpose of obtaining support in relation to that crime. A person is a "partner" of another person if they are married to each other, in a civil partnership with each other or in an intimate personal relationship with each other which is of significant duration.

Disclosures to other family members or close friends will not be permitted by this legislation, and victims of crime may be in breach of contract if they have disclosed information covered by a non-disclosure agreement to them.

#### What will not be a Permitted Disclosure?

The list below sets out the circumstances in which a disclosure will not be permitted under section 17 of the Victims and Prisoners Act 2024. If a victim of crime makes a disclosure that does not meet the criteria for a "permitted disclosure" in the legislation, then the non-disclosure agreement may be legally enforceable if there are no other



protections that apply in relation to that disclosure. See the next section for more information about other legal protections available, including whistleblowing.

- **A disclosure to a person or body on the “Permitted Disclosure” list, specified in section 17, for the primary purpose of releasing the information into the public domain.** For example, talking about the relevant conduct to a qualified lawyer with the intention of the lawyer acting as a spokesperson to publicise the information, will not be permitted.
- **A disclosure that is not made for the specified purpose related to the relevant conduct.** Permitted Disclosures must be made for the purposes specified in section 17, which relate to the relevant conduct. Disclosures about other information for example, commercial or financial information which are not disclosed for the specified purposes related to the relevant conduct, will not be permitted.
- **A disclosure to any person, group or body not specified in the legislation** unless otherwise exempt in the non-disclosure agreement or other relevant law.

#### Application of the new legislation to non-disclosure agreements

The new legislation will be prospective, meaning that it will apply to non-disclosure agreements that are signed on or after the date that the new law comes into effect (1 October 2025). Non-disclosure agreements that already exist or are signed before this date will be subject to the current rules and might still be enforceable in certain situations.

The following sections of this guidance detail some of the existing limits on the use of non-disclosure agreements.

#### Protection under the common law

Under the common law, a non-disclosure agreement, irrespective of its terms, cannot validly seek to prevent a person from making disclosures to the police or appropriate regulatory or statutory bodies in relation to a criminal offence. This will continue to apply to anyone (not only employees or victims of crime) that has entered into a non-disclosure agreement before 1 October 2025.

#### Official Secrets Act 1989

The change in law will not change the effect of the Official Secrets Act 1989, which prohibits the disclosure of certain types of sensitive information (e.g. information related to security or intelligence or defence). If disclosures are prohibited under the Official Secrets Act, including those relating to information gained through employment as a Crown servant or government contractor, the Official Secrets Act will remain legally binding and the consequences that follow such a disclosure will continue to apply.

### Contractual duties of confidentiality and whistleblowing

A whistleblower is a worker who reports certain types of wrongdoing, also known as making a “protected disclosure”. This will usually be something they have seen at work. The wrongdoing that the whistleblower reports could relate to something that happened in the past, is happening now, or they believe is likely to happen in the future.

For whistleblowers who make a “protected disclosure” there is legal protection from being treated unfairly or losing their job as a result. To make a “protected disclosure”, the worker must have reasonable belief that reporting the wrongdoing is in the public interest. This could be, for example, because the wrongdoing affects other people.

To qualify for protection the worker usually has to have made the disclosure to their employer, legal adviser or a prescribed person. A [prescribed person or body](#) is an organisation or individual that a worker may approach outside their workplace to report suspected or known wrongdoing. They are often an organisation with a regulatory responsibility for the sector in which the worker works for example, or for the type of wrongdoing that is being reported.

A protected disclosure can also be made by disclosing into the public domain, including to the media, in limited circumstances, for example, where the disclosure is related to an “exceptionally serious failure” and in the circumstances it is reasonable for them to make that disclosure.

[Section 43J of the Employment Rights Act](#) 1996 continues to invalidate any section in an agreement e.g. non-disclosure agreement, that attempts to prevent a worker from making a “protected disclosure” (whistleblowing). Any part of an agreement that tries to stop a worker from making a “protected disclosure” is invalid and cannot be enforced.

More information about whistleblowing for workers can be found [here](#).

### Non-disclosure agreements in Higher Education settings

From 1 August 2025, under the Higher Education (Freedom of Speech) Act 2023, registered Higher Education Providers will have a duty to ensure that they do not enter into non-disclosure agreements with students, staff, members or visiting speakers where they come forward with a complaint of sexual misconduct, abuse or harassment, or any other form of bullying or harassment. Any such non-disclosure agreements entered into from 1 August 2025 will be void.

### How can businesses prepare for this change?

To prepare for the change in law from 1 October 2025, businesses should:

- Familiarise themselves with the change in the law and this guidance and ensure that they understand what the implications are for their business

- Update relevant internal guidance on the use of non-disclosure agreements to ensure it reflects the new law
- Ensure that any non-disclosure agreement and general contract templates comply with the new law. Best practice will be to make clear on the face of the non-disclosure agreement what parties are able to disclose in particular circumstances and make clear what those circumstances are (specifically those mentioned in this guidance)

### Further changes

The Government may, from time to time, update the list of groups victims of crime can make a “permitted disclosure” to. Any further changes to the law will be reflected in updates to this guidance.

### Contact

Email [victimslaw@justice.gov.uk](mailto:victimslaw@justice.gov.uk) if you have any questions about how the new legislation on non-disclosure agreements will affect your business.