

Non-Disclosure Agreement (NDA)

This Non-Disclosure Agreement ("Agreement") is entered into as of [Date] by and between [Disclosing Party Name], located at [Disclosing Party Address] ("Disclosing Party"), and [Receiving Party Name], located at [Receiving Party Address] ("Receiving Party").

1. Definition of Confidential Information

For purposes of this Agreement, "Confidential Information" includes all written, electronic, or oral information disclosed by the Disclosing Party to the Receiving Party, including but not limited to business strategies, financial data, trade secrets, client information, marketing plans, and product designs.

2. Confidentiality Clause

The Receiving Party agrees to:

- Treat all Confidential Information as strictly confidential and not disclose it to any third party without prior written consent from the Disclosing Party;
- Use the Confidential Information solely for evaluating or pursuing a business relationship with the Disclosing Party;
- Take all reasonable security precautions to protect the confidentiality of the information.

3. Exclusions

Confidential Information does not include information that:

- a) Is or becomes publicly available through no breach of this Agreement;
- b) Is rightfully received from a third party without obligation of confidentiality;
- c) Is independently developed by the Receiving Party without use of the Confidential Information.

4. Term

This Agreement and the Receiving Party's duty to hold Confidential Information in confidence remain in effect for [number of years, typically 2-5] years from the date of disclosure.

5. Return of Materials

Upon request, the Receiving Party will return or destroy all materials containing Confidential Information.

6. Governing Law

This Agreement shall be governed by the laws of [State/Country].

Signatures

Disclosing Party Signature
Date: _____

Receiving Party Signature
Date: _____

The **non-disclosure agreement** contract form sample includes a detailed confidentiality clause to protect sensitive information. This legal document ensures all parties agree to keep specified data private and secure. It is essential for safeguarding business secrets and maintaining trust in professional relationships.