

Non-Disclosure Agreement (NDA) for Partnerships

This Non-Disclosure Agreement ("Agreement") is made and entered into as of the _____ / _____ / _____ ("Effective Date") by and between:

- **Party A:** _____
- **Party B:** _____

Individually referred to as "Party" and collectively as "Parties".

1. Definition of Confidential Information

"Confidential Information" means any non-public, proprietary, or confidential information, whether oral, written, digital, or otherwise, disclosed by one Party ("Disclosing Party") to the other ("Receiving Party") in connection with their partnership discussions or activities.

2. Obligations

- The Receiving Party shall keep all Confidential Information strictly confidential and shall not disclose it to any third party without prior written consent of the Disclosing Party.
- The Receiving Party shall use Confidential Information solely for the purpose of evaluating or carrying out a partnership between the Parties.
- The Receiving Party shall take all reasonable steps to prevent unauthorized disclosure of Confidential Information.

3. Exclusions

1. Information that is or becomes publicly available without breach of this Agreement.
2. Information already in the Receiving Party's possession prior to disclosure.
3. Information obtained lawfully from a third party not bound by confidentiality.
4. Information required to be disclosed by law or court order (with prompt notice to the Disclosing Party where permissible).

4. Term

This Agreement shall remain in effect for _____ years from the Effective Date or until the Confidential Information ceases to be confidential under Section 3, whichever occurs first.

5. Return or Destruction

Upon written request, the Receiving Party agrees to return or destroy all Confidential Information and certify the same to the Disclosing Party.

6. No License

No rights or licenses are granted under this Agreement except for the limited purpose described herein.

7. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of

8. Signatures

Party A Signature

Date

Name:
Title:

Party B Signature

Date

Name:
Title: