

Mutual Confidentiality Policy Proforma

1. Purpose

This Mutual Confidentiality Policy ("Policy") establishes the understanding between the Parties regarding the protection of confidential information exchanged in connection with discussions and potential collaboration.

2. Definition of Confidential Information

"Confidential Information" means all non-public, proprietary, or sensitive data, documents, or materials disclosed by either Party, whether oral, written, electronic, or in any other form, and designated as confidential or which should reasonably be understood as confidential.

3. Obligations

- Each Party agrees to maintain in strict confidence all Confidential Information received from the other Party.
- Each Party will use such information solely for the purpose of evaluating or pursuing a business relationship.
- Confidential Information will not be disclosed to any third party without prior written consent.
- Each Party will take reasonable measures to protect Confidential Information from unauthorized access or use.

4. Exclusions

- Information that is or becomes publicly available not as a result of a breach of this Policy.
- Information that was already known by the receiving Party prior to disclosure.
- Information lawfully obtained from a third party without restriction.
- Information independently developed without reference to Confidential Information.

5. Term

The obligations under this Policy shall remain in effect for a period of two (2) years from the date of last disclosure of Confidential Information, unless otherwise agreed in writing.

6. Return or Destruction

Upon request, each Party shall promptly return or destroy all Confidential Information received from the other Party.

7. Governing Law

This Policy shall be governed and interpreted in accordance with the laws of [Jurisdiction].

8. Signatures

Party A Name & Signature

Date:

Party B Name & Signature

Date: