

Non-Disclosure Policy Template

This Non-Disclosure Policy ("Policy") is intended to protect confidential information and trade secrets disclosed by one party ("Disclosing Party") to another ("Receiving Party") during the course of business relationship or communications.

1. Definition of Confidential Information

"Confidential Information" refers to any data or information, oral or written, disclosed by the Disclosing Party to the Receiving Party, that is not generally known to the public and that the Receiving Party understands is proprietary.

2. Obligations of Receiving Party

- The Receiving Party agrees to protect the Confidential Information using the same degree of care as it uses with its own confidential information, but in no event less than reasonable care.
- The Receiving Party shall not disclose any Confidential Information to third parties without the prior written consent of the Disclosing Party.
- The Receiving Party shall use Confidential Information solely for the purpose for which it was disclosed.

3. Exclusions

1. Information that is or becomes publicly known through no act of the Receiving Party.
2. Information received from a third party without breach of this Policy.
3. Information independently developed by the Receiving Party without use of the Confidential Information.

4. Duration

This Policy and the obligations herein shall remain in effect for a period of three (3) years from the date of disclosure, unless otherwise agreed in writing.

5. Return of Materials

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

6. Miscellaneous

- This Policy does not grant any license under any patents or copyrights.
- This Policy shall be governed by the laws of [Jurisdiction].

Disclosing Party Signature Date

Receiving Party Signature Date

