

Standard Business Deal Confidentiality Agreement

This Confidentiality Agreement ("Agreement") is entered into as of the ____ day of _____, 20__, by and between:

Disclosing Party: _____

Receiving Party: _____

1. Purpose

The parties wish to explore a business relationship regarding _____
(“Business Purpose”), during which either party may disclose (the “Disclosing Party”) confidential and proprietary information (“Confidential Information”) to the other party (the “Receiving Party”).

2. Definition of Confidential Information

For the purpose of this Agreement, “Confidential Information” means any non-public, proprietary, or confidential information, whether written, oral, or electronic, disclosed by the Disclosing Party.

3. Obligations of Receiving Party

- To maintain the confidentiality of the Confidential Information;
- Not to disclose Confidential Information to any third party without prior written consent;
- To use the Confidential Information solely for the Business Purpose.

4. Exclusions

Confidential Information does not include information that:

- Is or becomes publicly available;
- Was known by the Receiving Party before disclosure;
- Is independently developed by the Receiving Party;
- Is lawfully received from a third party without breach of this Agreement.

5. Term

This Agreement will remain in effect for a period of ____ years from the date above, or until terminated by mutual written agreement.

6. Return of Information

Upon request, the Receiving Party shall return or destroy all Confidential Information received under this Agreement.

7. No License

Nothing in this Agreement shall be construed as granting any rights to the Receiving Party under any patents, copyrights, or other intellectual property rights of the Disclosing Party.

8. Governing Law

This Agreement will be governed by and construed in accordance with the laws of the State of _____.

9. Miscellaneous

This Agreement constitutes the entire understanding between the parties concerning the subject matter herein and supersedes all prior discussions or agreements, whether written or oral.

Date: _____
Disclosing Party

Date: _____
Receiving Party