

# Contractor Non-Disclosure Agreement

This Basic Non-Disclosure Agreement ("Agreement") is entered into by and between:

**Disclosing Party:**

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**Address:**

**Contractor (Receiving Party):**

**Address:**

## 1. Confidential Information

For the purposes of this Agreement, "Confidential Information" means any data or information, oral or written, that is proprietary to the Disclosing Party and not generally known to the public, including but not limited to: business plans, technical information, and trade secrets.

## 2. Non-Disclosure Obligation

The Contractor agrees not to disclose, copy, or allow access to any Confidential Information obtained during the course of their work for the Disclosing Party, except as required to perform their duties.

### 3. Term

This Agreement and the Contractor's duty to hold Confidential Information in confidence remain in effect for \_\_\_\_\_ years from the Effective Date.

## 4. Return of Materials

All documents and other tangible materials containing or representing Confidential Information shall be returned to the Disclosing Party upon request.

## 5. Governing Law

This Agreement shall be governed by the laws of the State of \_\_\_\_\_.

## 6. Entire Agreement

This Agreement contains the entire understanding between the parties and supersedes all prior agreements concerning the subject matter.

**Effective Date:**

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**Disclosing Party Signature:**

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**Name:**  
\_\_\_\_\_

**Date:**  
\_\_\_\_\_

**Contractor Signature:**  
\_\_\_\_\_

**Name:**  
\_\_\_\_\_

**Date:**  
\_\_\_\_\_