

Sample NDA Template

This is a mutual non-disclosure template we offer as a starting point. It is NOT legal advice and has not been tailored to your jurisdiction. Have your counsel review before signing.

1 — Parties

- Party A: [Client legal name], of [registered address].
- Party B: ProjoMania Technology Services, of [registered address].
- Effective date: the date of the last signature below (the "Effective Date").

2 — Purpose

- Parties wish to explore a potential business relationship relating to [project description] (the "Purpose").
- In the course of the Purpose, each Party may disclose Confidential Information to the other.

3 — Confidential Information

- Any non-public business, technical, financial, or personnel information, whether marked or not, that a reasonable person would treat as confidential.
- Excludes information that: (a) is or becomes public through no fault of the receiving Party; (b) was lawfully in the receiving Party's possession before disclosure; (c) is independently developed without use of Confidential Information; (d) is rightfully received from a third party without a duty of confidentiality.

4 — Obligations

- Use Confidential Information only for the Purpose.
- Protect Confidential Information with at least the same care used for own confidential information, and never less than reasonable care.
- Limit access to personnel with a need to know who are bound by equivalent confidentiality obligations.
- No reverse engineering, reproduction beyond the Purpose, or public disclosure without prior written consent.

5 — Term

- This Agreement takes effect on the Effective Date and continues for [2] years.
- The obligations of confidentiality survive termination for an additional [3] years.
- Trade secrets remain protected for as long as they qualify as trade secrets under applicable law.

6 — Miscellaneous

- Governing law: [jurisdiction]. Venue: [court].
- No license granted, express or implied.
- Remedies: injunctive relief in addition to any other remedy available at law or equity.
- Entire agreement between the Parties with respect to the Purpose, superseding prior discussions.

Signatures: both Parties sign and date below. Template © ProjoMania — provided as a starting point only; not a substitute for legal counsel.

