

Non-Disclosure Agreement

This Non-Disclosure Agreement ("Agreement") is entered into as of [Date] by and between:

Disclosing Party: [Your Company Name]

Address: [Your Company Address]

Receiving Party: [Vendor Name]

Address: [Vendor Address]

1. Purpose

The purpose of this Agreement is to protect the confidential information disclosed by the Disclosing Party to the Receiving Party for the purpose of [specific purpose].

2. Definition of Confidential Information

For the purposes of this Agreement, "Confidential Information" shall include all information, whether written or oral, disclosed to the Receiving Party that is identified as being confidential.

3. Obligations of the Receiving Party

The Receiving Party agrees to:

- Maintain the confidentiality of the Confidential Information;
- Not disclose the Confidential Information to any third parties without the prior written consent of the Disclosing Party;
- Use the Confidential Information solely for the purpose stated above.

4. Exclusions from Confidential Information

Confidential Information does not include information that:

- Is or becomes publicly known through no breach of this Agreement;
- Is received from a third party without breach of any obligation of confidentiality;
- Is independently developed by the Receiving Party without the use of or reference to the Disclosing Party's Confidential Information.

5. Term

This Agreement shall commence on the date first above written and shall continue in effect until the Confidential Information is no longer confidential.

6. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of [State/Country].

7. Signatures

IN WITNESS WHEREOF, the parties hereto have executed this Non-Disclosure Agreement as of the date first above written.

[Your Company Name]
Title: [Your Title]

[Vendor Name]
Title: [Vendor Title]