Proprietary Information Confidentiality Agreement

Date: [Insert Date]

Parties:

This Proprietary Information Confidentiality Agreement ("Agreement") is between:

[Company Name], located at [Company Address] ("Disclosing Party"),

and

[Recipient Name], located at [Recipient Address] ("Receiving Party").

1. Definition of Proprietary Information

For the purposes of this Agreement, "Proprietary Information" shall include all information disclosed or made available by the Disclosing Party to the Receiving Party, in any form, that has been identified as proprietary or confidential.

2. Obligations of Receiving Party

The Receiving Party agrees to:

- Maintain the confidentiality of the Proprietary Information.
- Use the Proprietary Information solely for the purpose of [Insert Purpose].
- Restrict access to the Proprietary Information to its employees and agents who need to know for the said purpose.

3. Exclusions from Proprietary Information

Proprietary 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.

4. Term

This Agreement shall commence on the date first above written and continue for a period of [Insert Duration].

5. Governing Law

This Agreement shall be governed by the laws of [Insert State/Country].

6. Signatures

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

_____

[Company Name]

_____

[Recipient Name]