

# Non-Disclosure Agreement

**Date:** [Insert Date]

**Parties:**

1. [Franchisee Name], located at [Franchisee Address] ("Franchisee")
2. [Supplier Name], located at [Supplier Address] ("Supplier")

## 1. Purpose

This Non-Disclosure Agreement (the "Agreement") is entered into for the purpose of protecting the confidential information exchanged between the Franchisee and the Supplier regarding [Specify Subject Matter].

## 2. Definition of Confidential Information

Confidential Information includes all written, electronic, or oral information disclosed by either party to the other that is designated as confidential or would reasonably be understood to be confidential.

## 3. Obligations of the Parties

1. Both parties agree to maintain the confidentiality of the Confidential Information and will not disclose it to any third parties without prior written consent.
2. Confidential Information shall not be used for any purpose other than for the evaluation and potential execution of a supplier contract.

## 4. Exclusions

Confidential Information does not include information that:

1. Is or becomes publicly known through no fault of the receiving party;
2. Is received from a third party without breach of any obligation of confidentiality;
3. Is independently developed by the receiving party.

## 5. Term

This Agreement shall commence on the date first written above and shall continue in effect for a period of [Insert Duration], unless terminated by either party with [Insert Notice Period] written notice.

## 6. Governing Law

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

## 7. Signatures

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

**Franchisee:**

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[Name], [Title]

**Supplier:**

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[Name], [Title]