

Vendor Confidentiality Agreement

Date: [Insert Date]

To: [Vendor Name]
[Vendor Address]

Subject: Confidentiality Provisions Agreement

Dear [Vendor Name],

We are writing to establish and confirm the confidentiality obligations between [Your Company Name] and [Vendor Name] (the "Vendor") related to the information exchanged during our business relationship.

1. Definition of Confidential Information

For the purposes of this Agreement, "Confidential Information" includes all written, electronic, or oral information disclosed by either party that is designated as confidential, or that should reasonably be understood to be confidential given the nature of the information and the circumstances surrounding its disclosure.

2. Obligations of the Vendor

The Vendor agrees to:

- Keep all Confidential Information confidential and not disclose it to any third parties without prior written consent from [Your Company Name].
- Use the Confidential Information solely for the purpose of fulfilling its obligations under our agreement.
- Implement reasonable measures to protect the confidentiality of the Confidential Information.

3. Exclusions

Confidential Information does not include information that:

- Is or becomes publicly known through no wrongful act of the Vendor.
- Was already in the Vendor's possession before receipt from [Your Company Name].
- Is independently developed by the Vendor without breach of this confidentiality obligation.

4. Term

The obligations of confidentiality shall remain in effect for a period of [Insert Duration] from the date of disclosure.

If you agree to these terms, please sign and return a copy of this letter.

Thank you for your attention to this important matter.

Sincerely,

[Your Name]

[Your Position]

[Your Company Name]

[Your Contact Information]

Agreed and Accepted:

[Vendor Name] _____ Date: _____