

# Confidentiality Agreement

This Confidentiality Agreement ("Agreement") is made and entered into as of [Date] by and between:

[Company Name 1], located at [Address] ("Disclosing Party")

and

[Company Name 2], located at [Address] ("Receiving Party").

## 1. Purpose

The parties intend to engage in discussions regarding a potential merger (the "Purpose").

## 2. Definition of Confidential Information

For purposes of this Agreement, "Confidential Information" shall include all oral and written information disclosed by the Disclosing Party to the Receiving Party.

## 3. Obligations of Receiving Party

The Receiving Party agrees to:

- Keep the Confidential Information confidential and not disclose it to third parties.
- Use Confidential Information solely for the Purpose.

## 4. Exclusions

Confidential Information does not include information that:

- Is publicly known without breach of this Agreement.
- Is received from a third party without obligation of confidentiality.
- Is independently developed by the Receiving Party.

## 5. Term

This Agreement shall commence on the date first above written and shall continue in effect until [End Date] or until terminated by either party with [Notice Period] written notice.

## 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 have executed this Confidentiality Agreement as of the date first above written.

---

[Name]

[Title]

[Company Name 1]

---

[Name]

[Title]

[Company Name 2]