

# Vendor Confidentiality Agreement

**Effective Date:** [Insert Date]

## **Parties:**

This Confidentiality Agreement ("Agreement") is made and entered into by and between:

- [Vendor Name], with a principal place of business at [Vendor Address] (hereinafter referred to as "Vendor"),
- and
- [Partner Name], with a principal place of business at [Partner Address] (hereinafter referred to as "Partner").

## **1. Purpose**

The purpose of this Agreement is to protect the confidentiality of proprietary and sensitive information exchanged between the parties during the course of their business relationship.

## **2. Definition of Confidential Information**

For purposes of this Agreement, "Confidential Information" shall include all information disclosed by either party to the other, in written, oral or any other form, that is designated as confidential or that reasonably should be understood to be confidential.

## **3. Obligations of the Receiving Party**

The Receiving Party agrees to:

- Keep all Confidential Information in strict confidence;
- Not disclose Confidential Information to any third parties without prior written consent;
- Use the Confidential Information solely for the purpose of [specific purpose, e.g., evaluating potential partnership opportunities].

## **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.

## **5. Term**

This Agreement shall commence on the Effective Date and shall continue for a period of [Insert duration, e.g., two years] unless terminated by either party with [Insert notice period, e.g., thirty (30) days] written notice.

## **6. Miscellaneous**

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

IN WITNESS WHEREOF, the parties have executed this Confidentiality Agreement as of the Effective Date.

**Vendor:** \_\_\_\_\_

**Name:** [Vendor Signatory Name]

**Title:** [Vendor Signatory Title]

**Partner:** \_\_\_\_\_

**Name:** [Partner Signatory Name]

**Title:** [Partner Signatory Title]