

[Your Company Letterhead]

[Date]

[Recipient's Name]

[Recipient's Title]

[Recipient's Company Name]

[Recipient's Address]

[City, State, Zip Code]

Subject: Confidentiality Agreement

Dear [Recipient's Name],

This Confidentiality Agreement ("Agreement") is entered into as of [Effective Date] by and between [Your Company Name] ("Disclosing Party") and [Recipient's Company Name] ("Receiving Party").

1. ****Definition of Confidential Information****

For the purposes of this Agreement, "Confidential Information" includes all proprietary information, trade secrets, and any other information disclosed by the Disclosing Party to the Receiving Party, whether in written, oral, or electronic form.

2. ****Obligations of Receiving Party****

The Receiving Party agrees to:

- a. Maintain the confidentiality of the Confidential Information.
- b. Not disclose the Confidential Information to any third parties without the prior written consent of the Disclosing Party.
- c. Use the Confidential Information solely for the purpose of [insert purpose, e.g., evaluating a potential business relationship].

3. ****Exclusions****

Confidential Information does not include information that is:

- a. Publicly available.
- b. Already known to the Receiving Party at the time of disclosure.
- c. Independently developed by the Receiving Party without reference to the Confidential Information.

4. ****Term****

This Agreement shall commence on the Effective Date and shall continue for a period of [insert duration] unless terminated by either party with [insert notice period] written notice.

5. ****Miscellaneous****

This Agreement shall be governed by the laws of the State of [insert state]. Any amendments or modifications must be in writing and signed by both parties.

Please indicate your acceptance of the terms of this Agreement by signing below.

Sincerely,

[Your Name]

[Your Title]

[Your Company Name]

Accepted and Agreed:

[Recipient's Name]

[Recipient's Title]

[Recipient's Company Name]

Date: _____

[Optional Notary Section if required]