

# Data Protection Non-Disclosure Agreement (NDA)

Date: \_\_\_\_\_

This Data Protection Non-Disclosure Agreement ("Agreement") is entered into by and between:

Disclosing Party: \_\_\_\_\_

Address: \_\_\_\_\_

Receiving Party: \_\_\_\_\_

Address: \_\_\_\_\_

## 1. Definition of Confidential Information

For the purposes of this Agreement, "Confidential Information" means any data, document, file, record, or other information relating to personal data, business operations, financial information, or any proprietary and sensitive information disclosed by the Disclosing Party to the Receiving Party, whether in writing, orally, or by any other means.

## 2. Obligations of Receiving Party

- The Receiving Party shall hold all Confidential Information in strict confidence.
- The Receiving Party shall not, without prior written consent of the Disclosing Party, disclose, duplicate, or use the Confidential Information for any purpose other than as permitted under this Agreement.
- The Receiving Party shall implement appropriate data protection and security measures to safeguard Confidential Information.

## 3. Exclusions

This Agreement does not apply to information that:

- Is or becomes publicly known through no wrongful act of the Receiving Party,
- Is lawfully received from a third party without breach of any obligation of confidentiality,
- Is required to be disclosed by law or court order, provided the Disclosing Party is promptly notified.

## 4. Term

This Agreement shall commence as of the date above and remain in effect for a period of \_\_\_\_\_ years from the date of last disclosure of Confidential Information, unless terminated in writing by both parties.

## 5. Return or Destruction of Information

Upon termination or request by the Disclosing Party, all Confidential Information, whether in physical or

electronic form, shall be returned or destroyed by the Receiving Party.

## 6. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of

\_\_\_\_\_.

\_\_\_\_\_

\_\_\_\_\_  
Disclosing Party

Date: \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_  
Receiving Party

Date: \_\_\_\_\_

### Important Notes:

- This NDA focuses specifically on data privacy and protection obligations.
- Ensure the agreement is tailored to applicable data protection laws, such as GDPR or other jurisdictional requirements.
- Explicitly define what constitutes "Confidential Information."
- All parties should review and understand responsibilities regarding data breaches or unauthorized disclosures.
- Legal counsel review is strongly recommended prior to signing.