

# Electronic Information Non-Disclosure Agreement (NDA) Compliance

## 1. Parties

This Electronic Information Non-Disclosure Agreement ("Agreement") is made between:

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

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

## 2. Definition of Confidential Electronic Information

"Confidential Electronic Information" means all data, documents, and materials provided electronically, including but not limited to emails, files, databases, and digital records, disclosed by the Disclosing Party to the Receiving Party, whether before or after the date of this Agreement.

## 3. Obligations

- The Receiving Party shall protect and preserve the confidentiality of all received electronic information.
- Use the confidential electronic information solely for the purpose stated above.
- Not disclose any confidential electronic information to third parties without the prior written consent of the Disclosing Party.
- Ensure appropriate electronic security measures are in place to prevent unauthorized access.

## 4. Exclusions

This Agreement does not apply to information that:

- (a) is or becomes publicly available not due to a breach of this Agreement;
- (b) is received from a third party without breach of any obligation of confidentiality;
- (c) is independently developed by the Receiving Party.

## 5. Term and Termination

This Agreement shall remain in effect from the date signed below and continue for a period of \_\_\_\_\_ years or until terminated in writing by either party. The obligations with respect to any confidential information shall survive such termination.

## 6. Governing Law

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

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**Disclosing Party**

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

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

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**Receiving Party**

Name: \_\_\_\_\_

Signature: \_\_\_\_\_

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

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**Important Notes:**

- This document is a sample format and must be revised according to the specific circumstances and requirements.
- Seek appropriate legal counsel before using or enforcing this agreement.
- Clearly define what constitutes "electronic information" relevant to your situation.
- Ensure all digital security protocols are enforced and documented.
- Retain signed copies in secure, access-controlled locations (digital and/or print).