

## CONFIDENTIALITY AGREEMENT

*[For use with investor.]*

THIS AGREEMENT made effective as of the \_\_\_\_ day of \_\_\_\_\_, \_\_\_\_\_.

BETWEEN:

[COMPANY]  
(the "Company")

- and -

[INTERESTED PARTY]  
(the "Interested Party")

WHEREAS:

- A. The Company is in the business of [nature of the business] (the "Business");
- B. The Interested Party is interested in investigating the Business for the purpose of potential investment or acquisition (the "Opportunity");

NOW THEREFORE, in consideration of the Company agreeing to discuss the Business and Opportunity with the Interested Party, and otherwise disclosing particulars of the Business and Opportunity to the Interested Party, the parties hereby undertake and agrees as follows:

1. **Scope of This Agreement:** The parties agree that this Agreement is only for the purposes of protecting each party's confidential information and each party's business opportunities. Any agreement between the parties as to sale of the Business or joint business activities will be set out in specific subsequent written agreements.