

One-Way Non-Disclosure Agreement

This Agreement is entered into as of [Date] between [Disclosing Party name] ("Disclosing Party") and [Receiving Party name] ("Receiving Party").

1. Purpose

Disclosing Party may share certain confidential information with Receiving Party in connection with [describe the purpose — e.g., a potential business relationship, evaluation, or engagement].

2. Confidential Information

"Confidential Information" means any non-public information disclosed by Disclosing Party, whether written, oral, or in any other form, that is designated as confidential or would reasonably be understood as such.

3. Obligations of Receiving Party

Receiving Party agrees to: (a) use the Confidential Information only for the purpose above; (b) protect it with reasonable care; (c) not disclose it to third parties without Disclosing Party's prior written consent; and (d) not use it for its own benefit or any purpose other than as stated above.

4. Exclusions

Confidential Information does not include information that is: publicly available; already known to Receiving Party without obligation of confidence; independently developed by Receiving Party; or rightfully received from a third party.

5. Term

This Agreement remains in effect for [Number of years, e.g., 2] years from the date above. Receiving Party's confidentiality obligations survive termination for an additional [Number of years, e.g., 3] years.

6. No Obligation

Nothing in this Agreement obligates either party to proceed with any transaction or relationship, or requires Disclosing Party to share any particular information.

7. Governing Law

This agreement is governed by the laws of the State of [State].

Signatures

By signing below, each party agrees to these terms.

[Disclosing Party name] ("Disclosing Party")

Signature: _____ Printed name: _____ Date: _____

[Receiving Party name] ("Receiving Party")

Signature: _____ Printed name: _____ Date: _____

This template is a general starting point, not legal advice — customize it and have it reviewed for your situation.