

**THIS AGREEMENT** is made on

20[ ]

**BETWEEN:**

(1) **[FULL NAME of [insert address]] OR [FULL COMPANY NAME]** incorporated and registered in England and Wales with company number [NUMBER] whose registered office is at **[REGISTERED OFFICE ADDRESS]**; and

(2) **[FULL NAME of [insert address]] OR [FULL COMPANY NAME]** incorporated and registered in England and Wales with company number [NUMBER] whose registered office is at **[REGISTERED OFFICE ADDRESS]**.

**RECITALS**

- (A) The parties intend to enter into discussions relating to the Purpose which will involve the exchange of Confidential Information between them.
- (B) The parties have agreed to comply with this agreement in connection with the disclosure and use of Confidential Information.

**IT IS HEREBY AGREED**

**1 INTERPRETATION**

1.1 The following definitions and rules of interpretation apply in this agreement:

**Business Day** means a day other than a Saturday, Sunday or public holiday in England when banks in London are open for business.

**Confidential Information** has the meaning given in clause 2

**Discloser** means a party to this agreement when it discloses its Confidential Information, directly or indirectly, to the other party.