**Document user guide**

**Two way confidentiality agreement**

(also known as Mutual Non-disclosure Agreement or ‘NDA’)

**Why do you need this document?**

In order to protect your unique ideas, business plans, inventions and trade secrets…. If you just reveal them to potential suppliers, clients etc without making them keep the information secret, you risk losing the lot! This document is therefore between you and the other party and obliges them not to disclose information that you have shared for a specific purpose. Note also that if you are disclosing information on something you hope to patent, unless it has been kept secret, you may lose the right to patent the invention.

**When do you use it?**

**BEFORE**  you disclose your plans etc.. Take it along in duplicate to all of your meetings with new suppliers, distributors –any third party and get them to sign before you start talking. If they don’t want to sign it, then you probably don’t want to do business with them.

**What are the key terms?**

* the duty of confidentiality is “two way” which means it applies to information you receive from the third party as well to information you reveal to them. If you think you will be the only one revealing information, use the “one way” Confidentiality agreement.
* You define the field and purpose for which the confidential information will be revealed
* It captures confidential information that is in documents, models or spoken and that is marked ‘confidential’ or clearly is imparted in confidence
* If information is passed on to employees or advisors, they are caught too
* There are exceptions to the duty of confidentiality e.g if you are ordered by a court to reveal something
* At the end of the agreement, confidential information has to be returned or destroyed

**Where can I find out more?**

[**www.businesslink.gov.uk**](http://www.businesslink.gov.uk) **–see section on exploiting your ideas**

[**www.ipo.gov.uk**](http://www.ipo.gov.uk) **–for protecting your intellectual property**

**BUY One way confidentiality Agreement now £50+VAT**

**SUBJECT TO OUR TERMS OF BUSINESS**

**If I doubt, do call us on 020 89462355 or e-mail us at** [**info@offtoseemylawyer.com**](mailto:info@offtoseemylawyer.com)