

MUTUAL NON-DISCLOSURE AGREEMENT (MND A)

Strategic Business & Technical Evaluation

EFFECTIVE DATE: 02/22/2026

PARTIES:

- **Mimir Labs LLC** (Harrisburg, PA)
 - **RECIPIENT:** Scott Rossel N/A
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1. PURPOSE OF DISCLOSURE

The parties wish to explore a potential strategic partnership, technical integration, or business relationship. This evaluation requires the exchange of high-value proprietary information, technical architectures, and business methodologies (the “Authorized Purpose”).

2. DEFINITION OF CONFIDENTIAL INFORMATION

“Confidential Information” includes all non-public, proprietary, or sensitive data disclosed by either party, including but not limited to:

- **Mimir Labs:** Proprietary “Deterministic Core” architecture, Yggdrasil source code, and B2B marketplace schemas.
- **Recipient:** Specialized software, source code, and trade secrets related to their respective products or services.

3. OBLIGATIONS OF CONFIDENTIALITY

Each party agrees to hold all Confidential Information in strict confidence and use it **solely** for the Authorized Purpose. Access is limited to those with a “need-to-know” bound by written confidentiality obligations.

4. INTELLECTUAL PROPERTY RIGHTS

Each party retains all rights, titles, and interests in their respective Intellectual Property (IP). Any future joint development shall be governed by a separate, subsequent written agreement.

5. TERM & TERMINATION

This MNDA remains in effect for **three (3) years**. Either party may terminate the evaluation at any time with 30 days' written notice.

EXECUTION & AUTHORIZATION

Mimir Labs LLC



02/22/2026

Christopher "Doc" Gaither, CEO/COO

RECIPIENT



02/22/2026