

## **NON-DISCLOSURE AGREEMENT (NDA)**

This Non-Disclosure Agreement ("Agreement") is made and entered into as of Sep 20, 2023, by and between:

TECHARC INC., a corporation registered under the laws of ON, Canada, with its principal place of business located at Mississauga, ON,

and

Rahul Karadwal,  
Bindu Muthavarapu,  
Ryan Gonzales

Gunveet Dhillon , collectively referred to as "Capstone Team," currently enrolled at Humber College.

Sponsor and Capstone Team are collectively referred to as the "Parties."

### **BACKGROUND:**

The Sponsor and the Capstone Team are entering into a collaborative relationship to work on a specific capstone project (the "Project") as part of the academic curriculum at Humber College. The Project may involve the exchange of confidential and proprietary information between the Parties.

### **AGREEMENT:**

In consideration of the mutual promises and covenants contained herein, and for other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the Parties agree as follows:

#### **Confidential Information:**

- a. The term "Confidential Information" shall mean any non-public, proprietary, or confidential information disclosed by either Party to the other Party, either in writing or orally, including but not limited to technical, financial, business, and marketing information.
- b. The Parties agree to treat all Confidential Information received from the other Party as confidential and to use such information solely for the purpose of the Project.

#### **Non-Disclosure and Non-Use:**

- a. The Capstone Team agrees not to disclose any Confidential Information received from the Sponsor to any third party without the prior written consent of the Sponsor.
- b. The Capstone Team further agrees not to use the Confidential Information for any purpose other than the Project without the prior written consent of the Sponsor.

**Duration of Confidentiality:**

The Capstone Team's obligations under this Agreement shall begin and remain in effect from the Effective Date.

**Return or Destruction of Information:**

Upon completion of the Project or upon the request of the Sponsor, the Capstone Team shall promptly return all project work, documents and information to the Sponsor or destroy all Confidential Information provided by the Sponsor.

**No Obligation to Disclose:**

This Agreement does not obligate either Party to disclose any Confidential Information to the other Party, and each Party reserves the right to withhold any information it deems necessary.

**No License:**

Nothing in this Agreement shall be construed as granting the Capstone Team any license or rights to any of the Sponsor's intellectual property rights.

**Governing Law:**

This Agreement shall be governed by and construed in accordance with the laws of [Your State/Country], without regard to its conflict of law principles.

**Entire Agreement:**

This Agreement constitutes the entire understanding between the Parties concerning the subject matter herein and supersedes all prior and contemporaneous agreements, representations, and understandings, whether oral or written.

IN WITNESS WHEREOF, the Parties hereto have executed this Non-Disclosure Agreement as of the Effective Date.

TECHARC (Sponsor):

Signature: Prabhjot Singh

Printed Name: PRABHJOT BHULLAR

Title: Director

**Capstone Team Members:**

Signature: Rahul

Date: 28/09/2023

Printed Name: Rahul