**Non-Solicitation Agreement**

Prepared for:  
​  
​[Client.FirstName] [Client.LastName]

Created by:  
﻿  
​[Sender.FirstName] [Sender.LastName]A non-solicitation agreement is vital if an employee has access to systems, processes, or other intellectual property belonging to the employer. This template will ensure that employees recognize their obligation to protect and secure their employers’ intellectual property during and after their time as an employee.

**Terms**

* Employee acknowledges that he/she will acquire considerable knowledge and expertise from the Employer as well as from vendors, subcontractors and other employees in the course of carrying out their job duties. Furthermore, Employee acknowledges that he or she may be able to use such knowledge in a manner detrimental to the Employer. Therefor, employee agrees to the following:

PandaTip: Your non-solicitation agreement should have a clearly defined term that begins when the employer and employee part ways. Most non-solicitation agreements last for 24-36 months, but you can customize this template with the duration preferred by your company.

* An employee will not, for a period of Term Months months after termination of his or her employment. approach any customer, affiliate, or business partner of the Employer for purposes of seeking employment or business arrangements in competition with the Employer’s line of business.
* An employee will not, for a period of Term Months months following termination of his or her employment approach, entice, solicit, or contact any individual in employment at сompany for any reason.
* Employee agrees to provide this contract to any and all subsequent employers of the Employee during the term of this non-solicitation agreement.
* The Employee agrees that all provisions are fair and just. If at any time or point any provision is voided all other provisions shall remain in effect.
* Employee acknowledges that any breach in this contract will be subject to court rulings in Company State for direct and indirect damages.

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PandaTip: If either party needs to notify the other of any information regarding this non-solicitation agreement, they must do so using the methods specifically mentioned below. If other methods are allowed, add them to the template in the paragraph below.

* Any notice required or pertaining to this agreement shall be made in writing and delivered either personally or by certified letter to receiving member.
* The terms and conditions included constitute the entire agreement between the parties and supersede any communications orally or written perviously between either party. ​

PandaTip: It’s important to state that the non-solicitation agreement shall not be held as invalid if a single article of the agreement is held as unenforceable or non-binding by a court of law. This template makes it clear that the validity of this agreement does not depend on the validity of any single article within it.

* If any or all terms of this Non-Solicitation Agreement are found to be invalid or unenforceable in a court of law, then this Agreement and all remaining terms will remain in full force and effect as if such invalid or unenforceable term had never been included with unenforceable term being replaced by a similar enforceable term as agreed by both parties.

Both parties have appeared on this day and have read and agree with all terms of this Non-Solicitation Agreement listed above.

[Sender.Company]

Signature

MM/DD/YYYY

[Sender.FirstName] [Sender.LastName]

[Client.Company]

Signature

MM/DD/YYYY

[Client.FirstName] [Client.LastName]