

NON-DISCLOSURE AGREEMENT

Between Acme Corporation ("Disclosing Party") and John Smith ("Receiving Party")

1. **Confidentiality**: The Receiving Party agrees to maintain the confidentiality of all Confidential Information disclosed by the Disclosing Party, including but not limited to, trade secrets, financial information, marketing strategies, and technical data. The Receiving Party shall not disclose such Confidential Information to any third party without the prior written consent of the Disclosing Party. This obligation shall survive the termination of this Agreement.
2. **Term**: This agreement shall remain in effect for five (5) years.
3. **Governing Law**: This agreement shall be governed by the laws of the State of California.
4. **IP Rights**: All intellectual property rights, including but not limited to patents, copyrights, trademarks, and trade secrets, related to the Confidential Information remain with the Disclosing Party.
5. **Termination**: Either party may terminate this agreement with thirty (30) days written notice.