



# NON-DISCLOSURE AGREEMENT



This Non-Disclosure Agreement ("Agreement") is entered into as of October 10, 2024, by and between:

## Disclosing Party:

Ingoude Company  
123 Anywhere St.  
Any City 12345

## Receiving Party:

Larana Inc.  
123 Anywhere St.  
Any City 12345

## 1. Definitions

- Confidential Information: Any financial reports, technical data, customer lists, or proprietary processes related to Ingoude Company's software development projects.
- Permitted Purpose: To evaluate a potential partnership between Ingoude Company and Larana Inc. for developing new software solutions.

## 2. Obligations of the Receiving Party

The Receiving Party agrees to:

- Keep all technical data and customer lists confidential.
- Use such information solely to evaluate the potential partnership.
- Take reasonable steps to prevent unauthorized disclosure.

## 3. Exclusions from Confidentiality

The Receiving Party's obligations shall not apply to any information that:

- Becomes publicly available through no fault of Larana Inc.;
- Is obtained from a third party without obligation of confidentiality;
- Is independently developed by Larana Inc. without reference to the Confidential Information;
- Is required to be disclosed under applicable law.

## 4. Return or Destruction of Materials

Upon termination of this Agreement, Larana Inc. will return or destroy all data provided by Ingoude Company.

## 5. Term

This Agreement shall remain in effect for 3 years from the Effective Date.

## 6. No License

No rights or licenses under any intellectual property of Ingoude Company are granted by this Agreement.

## 7. Governing Law

This Agreement is governed by the laws of the State of Any City

## 8. Entire Agreement

This Agreement represents the entire understanding between Ingoude Company and Larana Inc..

### Disclosing Party:

Signature: \_\_\_\_\_

Name: Yaris Petros

Title: CEO, Ingoude Company

Date: October 10, 2024

### Receiving Party:

Signature: \_\_\_\_\_

Name: Lars Peter

Title: CEO, Larana Inc.

Date: October 10, 2024

