

Mutual Non-Disclosure Agreement

1.1 Definitions

'Confidential Information' means any non-public information disclosed by either party in connection with the evaluation of a potential business relationship, whether marked confidential or that should reasonably be understood to be confidential.

1.2 Confidentiality Obligations

Each party shall protect the other party's Confidential Information using the same degree of care it uses to protect its own confidential information, but in no event less than reasonable care.

1.3 Term

This Agreement shall remain in effect for two (2) years from the Effective Date and may be terminated by either party upon thirty (30) days written notice.

1.4 Return or Destruction of Information

Upon termination or upon written request, each party shall promptly return or destroy all Confidential Information of the other party.

1.5 Governing Law

This Agreement shall be governed by and construed in accordance with the laws of the State of Delaware, without regard to its conflict of laws principles.