

NON-DISCLOSURE AGREEMENT

This Agreement made on _____ day of _____ 2004 Between "A" of _____ ("A") and "B" of _____.

Whereas A has developed _____ and wishes to disclose confidential information regarding the _____ to "B".

Whereas "B" is willing to accept confidential information for the purpose of assisting A to _____.

Now therefore in consideration of the mutual covenants set forth in the Agreement the parties hereto agree as follows:

1. **Definition of Confidential Agreement:**

For the purposes of this Agreement "Confidential Information" shall include, without limitation, all of the following material and information of A (whether or not reduced in writing):

- (i) any and all trade secrets concerning the business and affairs of A.
- (ii) any and all vaccines specifications, procedures, formulae, compositions, processes, improvements, designs, photographs, sketches, graphs, drawings, samples, flow charts, new technology information, manufacturing, development or marketing techniques, strategies and development plans, past, current and planned research and development, current and planned manufacturing and distribution methods and processes, customer lists, market studies, price lists, computer software and programs, financial projection relating to the vaccines.

The Parties agree that the failure of any Confidential information to be marked or otherwise labeled as confidential shall not affect its status as Confidential Information.