

CONFIDENTIALITY

Introduction

It is vital to our business and the Eazi-Business network and its brands that confidential information is guarded carefully. You are responsible for your employees, consultants, officers, personnel, service providers and contractors and their actions in this respect. Confidential information includes clients' or others' information, business manuals, databases, policies, training materials, business and marketing materials, templates, precedents, instructions, financial information and anything that is marked as being confidential or is normally considered confidential in a business context. Your obligations are set out in your Network Member Agreement (NMA). This document is for guidance only and does not replace those obligations. Read the NMA for any other obligations relating to employees or contractors (such as training or approval requirements).

You must guard confidential information carefully. This includes not revealing any confidential information (about your own business, us or anyone in our network) to anyone unless they need it for the purposes of your licensed business. You must keep all information securely stored and may not discuss or reveal any of it even to friends or family. You must never allow any of the information to be copied for any purpose not authorised by us and may not use it as the basis for derivative works or for use in any business other than your Eazi-Business licensed business.

We (and the original legal consultants for legal documents) take our trade secrets, confidential information and copyright in documents very seriously. We may take legal action against any Network Member for any breach of the confidentiality obligations by them or by any of the people for whom they are responsible. We may check on your compliance with your NMA obligation to obtain NDAs from your personnel and service providers and may ask you for copies at any time.

You must also comply with all applicable data protection and privacy legislation in relation to any personal information (and with Eazi-Business data protection / privacy policies, which are publicly available on our website at www.eazi-business.com/privacy) and with our privacy standard (available in our intranet), and must ensure that all your personnel and contractors do the same.

Non-Disclosure Agreements for Your Employees, Service Providers, Consultants

Under your NMA, **you have to obtain a confidentiality undertaking (a Non-Disclosure Agreement or "NDA") from each of your employees, shareholders, directors, consultants, contractors or service providers** before they have any involvement in your Eazi-Business licensed business or have access to confidential information. You are responsible for helping to enforce these NDAs which are in favour of us as the licensor to protect the network. You should also protect yourself in your own employment / services agreements by setting out similar obligations.

We use two different versions of the NDA, depending on the seniority of the person and the amount of confidential information they will have access to. The version with restrictions is only suitable for senior people because of the restrictions and it must be reasonable to expect the person to agree not to compete for 12 months after their work and so on. Otherwise use the version without restrictions. If in doubt, please check with us and / or your lawyer.

Process to Obtain NDAs from your Employees / Consultants / Service Providers

Please check with us if you are unsure, and we can provide you with the correct current document and instructions for obtaining signature or we may arrange it for you. The process is:

1. Select the correct version for the person (restrictions or not). Always use the blank template from us and ensure it is the latest version. Do not use a version previously filled in for anyone.
2. Get the NDA signed at the earliest opportunity, before the person starts to work for you.
3. Fill in or ask the person to fill in their full name and address on the last page of the NDA. Do not date it yourself. The date should be filled in by the person when signing or should be inserted automatically by digital signature.
4. Hand or post 2 copies of the NDA to the person or use a digital signature service such as DocuSign, in which case you should add us to be copied on the final signed version, which should include a copy of the proof trail of signature.
5. Ask the signatory to sign and date at the bottom of the document. No-one else needs to sign.
6. If printed, let the individual keep one copy. **Send the other signed copy to our head office by signed-for post before the person starts work** or as soon as possible. If you used digital signature, it is sufficient to copy us on the final signed version with the signature proof trail as set out above.
7. If there is a company consultant / contractor, or more than one individual, you must get a signed undertaking from each individual who will have access to confidential information and also one from the company itself.

If you have any questions on this process, or on confidentiality at all, please contact us.

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