

SAMPLE NONDISCLOSURE AND NONCOMPETITION AGREEMENT

The following sample nondisclosure and noncompete agreement language can be included within an employment contract or used as a stand-alone agreement for employees working without a general employment contract. Always have an attorney review such contractual language since the requirements of an enforceable noncompete agreement can vary greatly from state to state.

1. This Agreement is entered into on this ____ day of _____, in the year _____, by and between _____ (Employee), whose home address is _____, in the city of _____, county of _____, state of _____, and _____ (Employer), a _____ [describe business], whose business address is _____, in the city of _____, county of _____, state of _____.
2. **Nondisclosure.** At all times while this Agreement is in effect, and after the termination or expiration of this Agreement, Employee shall refrain from disclosing to anyone outside of Employer's business any of Employer's customer lists, trade secrets, and other proprietary or confidential information.
3. **Noncompetition.** After the termination or expiration of this Agreement, Employee shall not engage in competition with Employer for a period of _____ years, within the following geographic area: _____ [describe area covered by noncompetition agreement, using city names, square-mile radius descriptions, or other geographic parameters].
4. **Competition defined.** Competition means working for a company engaged in, or engaging in self-employment in, the _____ [describe business]; or providing services similar to those provided while employed by Employer to any person or business that was a client of Employer during Employee's tenure. [Alternatively, this provision may be confined to prohibiting only the same type of work that Employee performed for Employer, for a competing or self-owned company conducting the same business as Employer.]

5. **Damages.** [OPTIONAL] In the event Employee breaches this agreement, Employee agrees to pay \$_____ as liquidated damages.

Employer

Employee