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Model Agreement VER2.0 Term Sheet
 (for Non-Disclosure Agreement (NDA) (New Material))

Creation date: year, month, day

Submitted by: _____

Parties	Company X (party A)
	Company Y (party B)
Purpose	To consider whether or not to conduct joint research and development new products using a new material α with heat dissipation characteristics developed by party A for automotive headlight covers, in cooperation with party B.
Confidential Information	Unrestricted (<i>*Assuming that Option 1 will be adopted</i>)
Obligations and Prohibitions	Obligation to maintain confidentiality Obligation to destroy and return confidential information Prohibition of use for other purposes Prohibition of reverse engineering
Proclamation	The following can be published without the prior consent of the other party. ➤ The fact that party A and party B have started to consider joint research using a new material α with heat dissipation characteristics developed by party A.
Conclusion of	Both parties shall make their best efforts to conclude a PoC or

the next contract	Joint Research and Development Agreement. Party B shall notify party A whether or not it will enter into said agreement approximately two months after the execution of this agreement.
Damages	No limitation
Period	Term of agreement: 1 year Confidential information disclosed during the term of the agreement: protected for 3 years after termination of this agreement
Governing Law	Japan Law
Jurisdiction	District Court of _____
Other	Injunction, Negotiated Settlement