George & Company Business Brokerage ~ Expert Business Appraisals ~ SBA Financing

A division of Central Mass Escrow Services, Inc.

65 James Street Suite 201, Worcester, MA 01603 508-753-1400 www.georgeandco.com **info@georgeandco.com**

Confidentiality Agreement

I/We, as potential Buyers ("Receiving Party"), of the Subject Business presented by George & Company (Broker), desire sufficient information to complete a confidential evaluation of the Business. In consideration thereof, I/We and our agents, agree to keep confidential all information provided by George & Company and/or provided by the Business, its agents, employees, customers, vendors, etc. In return, George & Company also agrees to keep all information about the Receiving Party confidential.

1. I/We agree to **not make any contact** with the owner, employees, vendors, landlord, or customers of the Business without the permission of the Broker. I/We further acknowledge and understand the Broker is acting as the Seller's agent and that the Broker's responsibility is to represent the interests of the Seller. I/We shall conduct all negotiations through the Broker and present all offers for the business through the Broker. I/We agree to not take any actions that may interfere with or hinder the collection of the Broker Fee in connection with this transaction. Breach of this clause may make you responsible for the payment of our fees.
2. Information includes all verbal and written data, reports, records, or materials obtained from the Seller's agent or the Business, including but not limited to the Business name, location, and the knowledge that the Business is for sale, unless said information is public record. Information is being furnished solely in connection for the consideration of the potential acquisition of the Business, and shall be treated as confidential. No portion of said information shall be disclosed to others, with the exception of professional advisors, whose knowledge of the information is required for the evaluation of the Subject Business. I/We agree to not use the Confidential Information to directly compete with or damage the ongoing reputation of the business or its sellers/owners.
3. No representations or warranty, express or implied, are being made by the Broker as to the accuracy or completeness of information provided. It is further understood, that any and all representations and warranties are made solely by the Subject Business. The undersigned acknowledges the responsibility to perform "due diligence" of financial books, records and other assets at his or her own expense prior to any acquisition of a business.
4. As a condition to entering this agreement, the undersigned agrees to provide Broker with verification of sufficient financial ability and preparedness to complete the acquisition or purchase of the Subject Business. The verification of financial ability and preparedness shall be provided by the undersigned prior to the initiation of an Offer to Purchase. All personal information provided to Broker by the Receiving Party will be treated confidentially and only disclosed to our Client. Any other form of disclosure of your personal information will require your permission.
5. The execution of this Agreement allows George & Company to release our Client's Confidential Business Information to the Receiving Party for Listing # _____, or on-line Business Name _____, or all listings _____
6. Please provide the following information that will assist us with providing you with the appropriate Business information.

$_____ $ _____ $ _____ _____

Your Purchase Price Range | Required Cash Flow | Cash Down Payment | Geographic Preference

By way of your signature below, the Receiving Party agrees to the terms and conditions of this agreement. This document is legally binding within the laws of the Commonwealth of Massachusetts.

_____ _____

Receiving Party | Date | Home Phone | Cell Phone

_____ _____

Receiving Party Print Name | Email Address | Fax Number

_____

Receiving Party Street Address

_____

Receiving Party City, State, & Zip Code

Ed Roach

Managing Director, George & Company

Rev. 020818