



Sample NDA (Confidentiality Agreement) Outline

The headings a confidentiality agreement usually covers before you share private details with a buyer. Outline only, not a form.

Please note: this is an outline of headings only, not a legal form. **Have your own lawyer prepare or review any NDA before you use it.**

Usual headings

1. Parties

2. Purpose (looking at a possible purchase)

3. What counts as confidential information

4. What is not confidential (already public, already known)

5. How the buyer may use the information (only to assess the purchase)

6. Who the buyer may share it with (their lawyer, accountant, lender)

7. No contact with your staff, customers or suppliers without permission

8. How long the promise lasts

9. Returning or destroying information if the deal doesn't go ahead

10. What happens if the agreement is broken

1. Governing law

2. Signatures

Tips

- ☐ Have it signed before you share your books
 - ☐ Share the most sensitive details, like customer names, last
-

Heritage Handshake (sellmybusinessdirect.com) is a free listing marketplace. We are not a broker, agent, realtor, lawyer or accountant. Questions? Email hello@sellmybusinessdirect.com. Part of the free Selling a Small Business Resource Kit. © 2026 Heritage Handshake.