



## **NONDISCLOSURE AGREEMENTS**

### **Open For Business**

Execution of a nondisclosure agreement is frequently the first step in a potential business relationship. While they are common, these documents can be deceptively complex; small changes in language can have major repercussions for the parties and their ability to carry on their businesses.

Although the stakes can be high, the time frame for negotiation is usually short. Our attorneys have the knowledge and experience to turn nondisclosure agreements around quickly while ensuring that important issues are addressed.

We recognize that different clients have different concerns when it comes to confidential information. We get to know each client's business and tailor our approach to focus on issues of importance, rather than making superficial changes that unnecessarily slow down the process.

While our work is primarily with hedge funds, we frequently advise private equity funds, venture capital firms, other investment firms, as well as operating companies. We review and negotiate confidentiality agreements from the perspective of both the recipient and the discloser of information. Clients rely on us for high-quality responsive guidance that is focused on their objectives.

Some of the issues we typically address are:

- Standstills, restrictive use clauses, and other potential limitations on the recipient's ability to carry on its business
- Ensuring the scope of disclosure does not go beyond what is necessary to evaluate the proposed transaction
- Coordinating with client's internal legal and compliance departments to ensure potential conflicts are avoided

### **Why Barnes & Thornburg?**

Finding new ways to help clients identify solutions and new business opportunities, across industries, is at our core. We are, at times, more than lawyers, we are advisers bringing new ideas to light. We understand what keeps you up at night and work collaboratively to find practical and creative solutions, at the heart of business.

### **RELATED PRACTICES**

Corporate

Private Funds and Asset Management

- Ensuring that the recipient is able to conduct necessary diligence and disclose information to all parties in order to evaluate and implement the transaction
- Reviewing ancillary provisions like employee non-solicits and non-compete clauses

Our team has a deep bench committed to accomplishing even the most challenging client goals, which is important to clients as we work with them to:

- Manage large-scale disclosure processes with multiple recipients
- Quickly process standard form non-disclosure agreements, such as Loan Syndications & Trading Association and Loan Market Association forms and schedules
- Develop standard forms for disclosing information to and receiving information from transaction counterparties, service providers, consultants, co-investors, borrowers, and others

## Practice Leaders



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