

NON-DISCLOSURE AGREEMENT (NDA)

In reference to the Proposed Internal Auditor Appointment for the Period 1st April, 2026 to 31st March, 2028 Non-Disclosure Agreement (“Agreement”) is entered into on ___ day of ___, 20 between **ICMAI- Hyderabad Chapter, CMA BHAVAN, 1-2-56/44 A, Street No 5, Himayat Nagar , Hyderabad – 500 029** Represented by its Chairman And _____(Auditor / Audit Firm Name) having _____(Address) represented by its Managing Partner.

1. Purpose

The Auditor is engaged to perform internal audit services for the Company. During the course of the audit, the Auditor may have access to confidential and proprietary information belonging to the Company.

2. Confidential Information

Confidential Information includes, but is not limited to:

1. Financial records and statements
2. Business plans and strategies
3. Customer and vendor information
4. Employee information
5. Internal policies and procedures
6. Operational and management reports
7. Any information designated as confidential by the Company

3. Obligations of the Auditor

The Auditor agrees to:

1. Keep all Confidential Information strictly confidential.
2. Use the information solely for the purpose of conducting the internal audit.
3. Not disclose Confidential Information to any third party without prior written consent of the Company.
4. Take reasonable measures to protect the confidentiality of the information.

4. Exceptions

The obligations under this Agreement shall not apply to information that:

1. Is publicly available through no fault of the Auditor.
2. Is received lawfully from a third party.
3. Is required to be disclosed by law, regulation, or court order.

5. Return of Information

Upon completion of the audit or termination of engagement, the Auditor shall return or destroy all confidential documents and materials, except those required to be retained by professional or legal standards.

6. Term

This Agreement shall remain in force during the audit engagement and for a period of five (5) years after its completion or termination.

7. Governing Law

This Agreement shall be governed by the laws of India.

8. Entire Agreement

This Agreement constitutes the entire understanding between the parties regarding confidentiality and supersedes all prior discussions or agreements.

Signatures

For ICMAI-Hyderabad Chapter

Witness 1:

Name: _____

Designation: _____

Signature: _____

Date: _____

For the Auditor / Audit Firm

Witness 2:

Name: _____

Designation: _____

Signature: _____

Date: _____