



Confidentiality, Non-Competition, Non-Solicitation Agreement (Shareholder)

LONG FORM

- IDENTIFICATION OF THE PARTIES
- PREAMBLE
- OBJECT
 - Disclosure of Confidential Information
 - Handling of Confidential Information
 - Definitions
- CONSIDERATION
 - Obligation of Confidentiality
 - Duration of the Obligation of Confidentiality
 - Surrender of the Confidential Information Elements
- SPECIFIC DISPOSITIONS
 - Ownership
 - Creation of Confidential Information
 - Use of Confidential Information
 - Protection of Confidential Information
 - Shareholder's Obligations
 - Shareholder's Responsibilities
 - Respect for Intellectual Property
 - No Licence
 - Rights of the Company
 - No Liability for Unauthorized Use
 - Confidential Information Belonging to a Third Party
 - Release From the Obligation of Confidentiality
 - Legal or Judicial Obligation to Disclose the Confidential Information
 - Sanctions For Violating This Agreement
 - Covenant Not to Compete
 - Undertaking Not to Solicit Clients
 - Undertaking Not to Solicit Personnel
 - Injunction
 - Damages
 - Extension of Duration of a Breached Undertaking
 - Separate Undertakings
 - Reasonableness of the Undertakings
 - Judicial Reduction of the Undertakings
 - Discretionary Reduction of the Undertakings
 - Other Agreements Between the Parties
 - No Defence
 - Reasonable Legal Expenses
 - Professional Fees Relating to this Agreement

- GENERAL PROVISIONS
 - "Force Majeure"
 - Severability
 - Notices
 - Headings
 - Schedules
 - No Waiver
 - Cumulative Rights
 - Entire Agreement
 - Amendments
 - Number and Gender
 - No Right to Transfer
 - Calculating Time Periods
 - Currency
 - Governing Law
 - Election of Domicile
 - Counterparts
 - Successors
 - Joint and Several Liability
 - Elapsed Time
 - Language
- EFFECTIVE DATE
- TERM OF THE AGREEMENT
- TERMINATION
- ACKNOWLEDGEMENT BY THE PARTIES
- SIGNATURES OF THE PARTIES
- INTERVENTION

SHORT FORM

- IDENTIFICATION OF THE PARTIES
- OBJECT
 - Disclosure of Confidential Information
 - Handling of Confidential Information
- CONSIDERATION
 - Obligation of Confidentiality
 - Duration of the Obligation of Confidentiality
 - Surrender of the Confidential Information Elements
- SPECIFIC PROVISIONS
 - Covenants Not to Compete, Not to Solicit Clients, Not to Solicit Personnel
 - Injunction
 - Damages
 - Reasonableness of the Undertakings



- Judicial Reduction of the Undertakings
- EFFECTIVE DATE, TERM AND TERMINATION OF THE AGREEMENT
- SIGNATURE OF THE PARTIES