

CONFIDENTIALITY AGREEMENT

Axis Leadership Group, LLC (AXIS) acknowledges that client (“Company”) responses provided in the Market Value Scorecard™ Questionnaire and Report, and any other information provided by the Company to AXIS in connection therewith (collectively, the “Confidential Information”) is proprietary to the Company and hereby agrees as follows:

- (a) To hold the Confidential Information in confidence and not, either directly or indirectly, to disclose, disseminate, publish, or otherwise make available the Confidential Information to any third party, and to take all reasonable actions necessary to protect such Confidential Information from disclosure to third parties unless (i) otherwise permitted by the Company in writing, (ii) previously made public by the Company or other third party through no fault of AXIS, or (iii) as required by judicial process;
- (b) Not to copy or otherwise duplicate the Confidential Information, or allow any AXIS affiliate other party subject to AXIS’ control to copy or otherwise duplicate the Confidential Information without the Company’s prior written approval;
- (c) To disclose the Confidential Information only to AXIS officers or employees who need to know the Confidential Information in order to provide the Company’s Market Value Scorecard™, after such employees have been advised of AXIS’ obligation of confidentiality; and
- (d) To use the Confidential Information only for the purpose of generating the Company’s Market Value Scorecard™ and not to retain a copy of the Confidential Information, provided, however, that AXIS may retain a profile of the Company for incorporation in AXIS’ industry profiles. In the event the Company engages AXIS to perform additional services, AXIS and the Company will enter into a separate mutual confidentiality agreement.

This agreement is governed by the laws of the state of Texas and shall automatically terminate and be void two (2) years after the date of Client’s completion of the AXIS Market Value Scorecard™ Questionnaire.

AXIS LEADERSHIP GROUP, LLC

Name: John F. Holloran, Jr.

Title: President