

## CONFIDENTIALITY AGREEMENT & UNDERTAKING

### PARTIES

Vandagraph Sensor Technologies Ltd. 15 Station Road Cross Hills Keighley West Yorkshire BD20 7DT United Kingdom	Fathom Dive Systems, LLC 3433 NW 63 <sup>rd</sup> Place Gainesville, FL 32653-8861 USA
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### REFERENCE

Both parties **HEREBY AGREE and UNDERTAKE**

1. To keep all information exchanged inter parties secret and confidential and will not without the prior written consent of the other party hereto, disclose, reveal or in any other manner disseminate such information or any part thereof to any person or persons other than to those to whom such disclosure, revelation or dissemination is necessary in order to effect the completion of the project development work and FURTHER to ensure that any such persons shall act as if they themselves, had entered into this Agreement and Undertaking.
2. Only to use such received information for the purpose of project development work.
3. Not to reproduce or keep any such received information or document or part thereof without the prior written consent of the other party hereto.
4. To ensure any such received information remains under the control of the recipient and to deliver up forthwith any documents or copies thereof upon request.

### SAVE ALWAYS THAT

None of the above shall apply where:

1. Information received is already within the public domain.
2. Information received subsequently becomes within the public domain other than by reason of breach of this Agreement and Undertaking by the parties hereto.
3. Information is received from a third party rightfully in possessions thereof.

Signed		Signed	
Name	DEREK LAMB	Name	J. Charles Roberson
Title	DIRECTOR	Title	President & CEO
On behalf of	Vandagraph Sensor Technologies Ltd.	On behalf of	Fathom Dive Systems, LLC
Date	5 <sup>TH</sup> DECEMBER 2014	Date	December 4, 2014

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