



CONFIDENTIALITY AGREEMENT

THIS AGREEMENT is made on the 12th day of May 2016

BETWEEN

(1) Sheffield Teaching Hospitals NHS Foundation Trust operating through the Devices for Dignity Healthcare Technology Co-operative (**STH**) and Devices for Dignity Limited (**D4D**) (registered number: 08550211) both of 1 Floor, Suite 1100, Royal Hallamshire Hospital, Glossop Road, Sheffield, S10 2JF.

AND

(2) Sheffield Children's Hospital NHS Foundation Trust of Western Bank, Sheffield S10 2TH ("Sheffield Children's Hospital")

AND

(3) **Sheffield Hallam University** of City Campus, Howard Street, Sheffield S1 1WB ("Hallam University")

AND

(4) **Viamed Ltd** (registered number: 01291765) of 15 Station Road, Cross Hills, Keighley, West Yorkshire BD20 7DT ("Viamed")

BACKGROUND

(A) The Parties wish to work together for the Purpose, and need to disclose Confidential Information to one another

(B) The Parties are willing to disclose the said information on the basis that it is protected as provided in this Agreement

OPERATIVE PROVISIONS

1. In this Agreement the following expressions shall have the following meanings unless inconsistent with the context:

"Affiliate"

any person(s) which (i) controls a Party to this Agreement; or (ii) is controlled by such Party; or (iii) is controlled by such Party as is referred to in (i), but only whilst such person(s) so controls or is so controlled. A person shall be deemed to "control" another person if it has the power (whether by