PRE-SIGNATURE REVIEW

India NDA review checklist

Review mutual and one-way business NDAs. Record which clauses need clarification, revision, or an approval before signing.

Review scope

PARTIES

TRANSACTION PURPOSE

NDA TYPE AND SIDE REPRESENTED

DRAFT AND VERSION

REVIEW OWNER

DECISION DUE

Disclosure and permitted use

Tick each completed check. Status options OK / Clarify / Revise / N/A

- [ ] **Parties and purpose**
  Check legal entities, signing authority, who may disclose, and the deal purpose that limits use.

  CLAUSE / PAGE | STATUS

- [ ] **Information covered**
  Identify how the NDA treats oral disclosures, prior disclosures, extracts, and copies.

  CLAUSE / PAGE | STATUS

- [ ] **Exclusions and proof**
  Check public, known, independent, and lawfully received information. Note the proof needed.

  CLAUSE / PAGE | STATUS

- [ ] **Permitted recipients**
  Identify the affiliates, advisers, and contractors who need access and who answers for their use.

  CLAUSE / PAGE | STATUS

- [ ] **Compelled disclosure**
  Check who gives notice, when notice is possible, and how disclosure is limited.

  CLAUSE / PAGE | STATUS

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INDIA NDA REVIEW CHECKLIST

Term, exit and exceptions

Check what continues after the deal ends. Record one decision per exception and duplicate this page for additional issues.

Term and exit

- [ ] **Duration and survival**
  Record when disclosures can be made, when confidentiality starts, and when it ends.

  CLAUSE / PAGE | STATUS

- [ ] **Return and destruction**
  Check who can ask, the deadline, backup or retention exceptions, and continuing duties.

  CLAUSE / PAGE | STATUS

- [ ] **Extra restrictions and rights**
  Flag residuals, non-solicits, non-competes and IP terms for specific review.

  CLAUSE / PAGE | STATUS

- [ ] **Remedies and execution**
  Record liability, remedies, law and forum. Flag signature and stamping questions.

  CLAUSE / PAGE | STATUS

- [ ] **Operational handoff**
  Name the owners for sharing approvals, required notices, and deletion confirmation.

  CLAUSE / PAGE | STATUS

Exception and decision

CLAUSE, EXACT WORDS AND REQUESTED CHANGE

APPROVER AND DATE

DECISION AND CONDITION

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INDIA NDA REVIEW CHECKLIST

Worked example & license

Fictional example of an affiliate access request in a one-way NDA.

CAPTURE THE FACTS

The recipient wants its services affiliate to evaluate the deal. Record the permitted-recipient clause, the affiliate's role, and what material it needs.

CONFIRM THE DECISION

Identify who approves the disclosure and which party will answer for the affiliate's confidentiality obligations. Record the decision and its conditions beside the clause reference.

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