



CLIFTON GARDINER & COMPANY, LLC

CONFIDENTIALITY AND NON-DISCLOSURE AGREEMENT

REGARDING ALL BROADCAST PROPERTIES PRESENTED TO THE COMPANY SHOWN BELOW BY CLIFTON GARDINER & COMPANY, LLC

Date: _____

Company: _____

Name: _____

Title: _____

Address: _____

City: _____ State: _____ Zip: _____

Phone: _____ Email: _____

The Company ("Company"), and/or its agents wish to have discussions with Clifton Gardiner & Company, LLC ("CGC") regarding a potential transaction involving one or more properties ("Property") represented by CGC.

In such discussions CGC's agents and employees will provide to Company certain information which CGC considers confidential. Such information may include written material, future plans, technology employed, financial reports and budgets and other information, all of which it considers proprietary and confidential.

Company and its agents agree to keep confidential and not disclose or use, except for the purpose described above, any such information provided and to return to CGC at its request, all such confidential information.

Such obligations of confidentiality and nonuse shall not pertain to information that was (a) in Company's possession prior to disclosure by CGC, or (b) was available to the public at the time of disclosure, or (c) becomes available to the public subsequent to the disclosure through no fault or action by Company, or (d) becomes available to the Company from a third party that is not under any confidentiality obligation to the CGC. In the event the Company is required to disclose such information pursuant to legal process it shall be permitted to do so, provided he gives prior written notice of such disclosure to CGC.

Company agrees that it will not use this information for any purpose other than the evaluation of the presented Property and that it will not contact any employee of the Property without express permission of CGC.

By affixing our signature below, we acknowledge that we have understood the foregoing and agree to abide by these terms of confidentiality and non-disclosure.

ACKNOWLEDGE AND AGREE: Company: _____

Signed: _____

Media Brokers ▯ Management and Financing Consultants

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