

# GEHEIMHALTUNGSVEREINBARUNG

Elixir AG, Bahnhofstrasse 2, 6052 Hergiswil

Techonsulting GmbH, Bleichstrasse 15, 8280 Kreuzlingen

(je einzeln eine "Partei", gemeinsam die "Parteien")

## PRÄAMBEL

Die Parteien wollen das folgende Projekt (das "**Projekt**") untersuchen: Vermarktung der Dienstleistungen der Techonsulting AG durch die Elixir AG.

Die Parteien möchten nicht-öffentliche Informationen und/oder proprietäre Informationen zum Zwecke der Bewertung und Beurteilung ihrer möglichen Interessen am Projekt austauschen.

Die Parteien legen Bedingungen fest, die den Austausch solcher Informationen regeln.

In Anbetracht der im Rahmen dieser Geheimhaltungsvereinbarung (diese "**Vereinbarung**") gemachten Offenlegungen und der darin enthaltenen gegenseitigen Verpflichtungen vereinbaren die Parteien daher Folgendes:

## 1 DEFINITIONEN

Xx xxxxxx XXXXXXXXXXXXXXXX xxxxx xxx xxxxxxxxxxxxxxxx XXXxxx, XXXxxxxx xxxx XXXXXXXXXXXX xxx  
XXXXXXXXXX XXXXXXXXXXXX:

"XXXXXXXXXXXXX  
XXXXXX"      xxxxxxxx xx XXXxx xxx xxxx XXXXXXXXXXXXXXXX XXXXXXXXXXXXXXXX xxxx XXXx  
xxxxx, XXXxxxx XX xxxx XXXXXXXXXXXXXXXX XXXX (xx xxxx XXXXXXXXXXXXXXXX),  
xxx XXXxxxx, xxx xxx xxxxxxxxxxxx XXXXXXXXXXXXXXXX XXXXXXXXXXXXXXXX  
XXXXXXXXXX;

"XXXXXXXXXXXXX  
XXXXXX"      xxxxxxxx xx XXXxx xxx xxxx XXXXXXXXXXXXXXXX XXXXXXXXXXXXXXXX xxxx XXXx  
xxxxx, XXXxxxx XX xxxx XXXXXXXXXXXXXXXX XXXX (xx xxxx XXXXXXXXXXXXXXXX),  
xxx XXXxxxx, xxx xxx xxxxxxxxxxxx XXXXXXXXXXXXXXXX XXXXXXXXXXXXXXXX  
XXXXXXXXXX;



Xxxxxxxxxx.

## 2 VERTRAULICHKEITSVERPFLICHTUNGEN

Xxx Xxxxxxxxxxxx Xxxxxx xxxxxxxxxxxxxx xxxx:

- (i) Xxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxxxxxxxxxx xx xxxxxxxxxxxxxx xxx xxxxxx xxxxxxx xx xxxxxx;
- (ii) xxxxx Xxxxxxxxxxxx Xxxxxxxxxxxx xxxxxx xxx xxxxxxxxxxxxxx xx Xxxxxx xxxxxxxxxxxxxx;
- (iii) xxx Xxxxxxxxxxxx Xxxxxxxxxxxx xxxxxxxxxxxxxx xxx Xxxxxx xxx Xxxxxxxxxxxx xxx Xxxxxxxxxxxx xxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xx Xxxxxxxxxxxx xx xxxxxxxxxxxxxx xxx xxxxxx xx xxxxxx, xxx xxx Xxxxxxxxxxxx xxxxxxxxxxxxxx xxx xxxxxx;
- (iv) xxx Xxxxxxxxxxxx xxx Xxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxxxxxxxxxx xxxxx Xxxxxxxxxxxx xx xxxxxxxxxxxxxx, xxx xxxxx Xxxxxxxxxxxx xxx Xxxxxx xxx Xxxxxxxxxxxx xxx Xxxxxxxxxxxx xxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xx Xxxxxxxxxxxx xxxxxx xxxxxx;
- (v) xxx xxx Xxxxxxxxxxxx xxxxxx Xxxxxxxxxxxx xxxxx Xxx xxx/xxxx Xxxx Xxxxxxxxxxxx xxx Xxxxxxxxxxxxxxxxxxxx xx xxxxxx xxx xx xxxxxx;
- (vi) xxx xxxxxxxxxxxxxx Xxxxxxxxxxxxxxxxxxxxxxxxxxxx xx Xxxxx xxx Xxxxxxxxxxxx Xxxxxxxxxxxx xxxxxxxxxxxxxx, xxxxxxxxxxxxxx xxxxxxxxxxxxxx xxx xxxxxxxxxxxxxxxxxxxxxx Xxxxxxxxxxxx xx xxxxxxxxxxxxxx, xx xxx Xxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxxxxxxxxxx xxx xxxxxx, xxx xxx Xxxxxxxxxxxx xxxxxxxxxxxxxx xxx xxxxxx.

## 3 KONVENTIONALSTRAFE

Xxx xxxxx Xxxxxxxxxxxx xxxxx xxx xx xxxxxx Xxxxxxx 2 xxxxxxxxxxxxxx Xxxxxxxxxxxxxxxxxxxx xxxxxxxxxxxxxx xxx Xxxxxxxxxxxx Xxxxxx xxx Xxxxxxxxxxxxxxxxxxxx Xxxxxx xxxxx Xxxxxxxxxxxx xx xxx Xxxx xxx XXX 25'000. Xxx Xxxxxxxxxxxx xxxxxx Xxxxxxxxxxxx xxxxxxxxxxxxxx xxx Xxxxxxxxxxxx Xxxxxx xxxxx xxx xxx Xxxxxxxxxxxx xxxxxx Xxxxxxxxxxxxxxxxxxxx xxx xxxxxxxxxxxxxx Xxxxxxxxxxxxxxxxxxxx xxx xxxxxxxxxxxxxx. Xxx Xxxxxxxxxxxx Xxxxxx xxxxxxxxxxxxxx xxxxxx xxx xxxxxxxxxxxxxx, xxxxx xxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxx Xxxxxxxxxxxx xxx Xxxxxxxxxxxxxxxxxxxx Xxxxxxxxxxxxxxxxxxxx xxx Xxxxxxxxxxxxxxxxxxxx Xxxxxx, xxxxx Xxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxx Xxxxxxxxxxxxxxxxxxxxxxxxxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxxxxxx xxxxxxx, xxxxx xxx Xxxxxxxxxxxx xxxxxxxxxxxxxxxxxxxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxxxxxxxxxx- xxxxx Xxxxxxxxxxxxxxxxxxxxxxxxxxxx xxxxxxxxxxxxxx xxx, xxx xxx xxxxxx xxxxxxxxxxxxxx Xxxxxxxxxxxx xxx xxxxxxxxxxxxxx xxxxxxxxxxxxxx xxxxxxx xxxxxxx, xxxxx xxx xxxxxx Xxxxxx xxxxx Xxxxxxxxxxxxxxxxxxxx xx xxxxxxxxxxxxxx, xxx xx Xxxxxx xxxxxxx Xxxxxxxxxxxxxxxxxxxx xxx xxx xxxxxxxxxxxxxx Xxxxxx xxxxxxxxxxxxxx xxx.

#### 4 RECHTLICH ZWINGENDE OFFENLEGUNG

- (a) Xxx xx Xxxxxx 2 xxxxxxxxxxxxxxxx Xxxxxxxxxxxxxxxxxx, Xxxxxxxxxxxxxx xxx Xxxxxxxxxxxxxxxxxx xxxxxx xxxxx xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx, xx xxxxx Xxxxxxxxxxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxx xxxx Xxxxxxxxxx xxxxxxxxxxxx xxxxxxxxxxxxxxxx xxx, xxxxxxxxxxxxxxxx, xxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxxxxxxxxxxxxxx xxx xxx Xxxxxxxxxxxxxx xxxxxxxxxxxxxxxx xxx, xxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxxxxxxxxxxxxxx xxx. Xxx Xxxxxxxxxxxxxx Xxxxxx xxxx xxxx xx xxxxxxxxxxxx Xxxxxx xxxxxxxx, xxx Xxxxxxxxxxxxxx Xxxxxx xxx xxxxxxxx Xxxxxxxxxxxxxx xx xxxxxxxxxxxxxxxx.
- (b) Xx xxxxx Xxxx xxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxx/xxxx xxxx Xxxxxxxxxxxxxx xxxxxxxxxxxx xxxxxxxxxxxx Xxxxxxxxxxxxxx xxx xxx Xxxx xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxxxxxxxxxxxxxx, xxx xxxxxxxxxxxxxxxx xxxxx xxxxxx xxxxxx xxxxx, xxxxxxxxxxxxxxxx xxx xxxxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxx xx xxxxxxxxxxxxxxxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx.

#### 5 EIGENTUM UND RÜCKGABE DER VERTRAULICHEN INFORMATIONEN

- (a) Xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxx xxxxxxxxxxxxxxxxxxxxxxxx Xxxxxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxx/xxxx xxxxx Xxxxxxxxxxxxxx Xxxxxxxx.
- (b) Xxx Xxxxxxxxxxxxxx Xxxxxx xxxxxxxxxxxx xxx xxxxxxxxxxx, xxxx xxx xxxxx xxxxxxxx xxx xxx xx xxxxxx Xxxxxxxxxxxxxx xxxxxxxxxxxxxxxx xxxxxxxxxxxx Xxxxxx xx Xxxxx xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxxxxxxxxxxxxxxxx, xxxxxxxxxxxxxxxx xxxxx xxxxxxxxxxxxxxxx xxxxxxxx xxxxxxx.
- (c) Xxxx xxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxxxxxxxxxxxxxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx, xxxxxxxxxxxxxxxx xxxxx Xxxxxx, Xxxxxxxx, Xxxxxxxx xxxxx xxxxxxxxxxxx Xxxxxxxx, xxx xxxx xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxxxxxx xxxxx xxxxx xxxxxxxxxxxxxxx xxx, xxxxxx xxx xxx Xxxxxxxxxxxxxx Xxxxxx xxx xxxxx Xxxxxxxxxxxxxx xxx xxxxxxxxxxxxxxxx Xxxxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxx/xxxx Xxxxxxxxxxxxxx xxx Xxxxxxxxxxxxx xxxxxxxxxxxxxxx xxx Xxxxxxxx xxxxxxxxxxxxxxxxxx xxx xxxxxxxxxxxxxxx.

#### 6 KEINE ZUSICHERUNGEN UND GEWÄHRLEISTUNGEN

- (a) Xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xx Xxx- Xxxxxxxx xxx Xxxxxxxxxxxxx xxxxxxxx xxx xxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxxx xxxxx Xxxxxxxxxxxxx xxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxxx xxxxxxxxxxxxxxxxxxxxxxx, xxxxxxxxxxxxxxxx xxxxx xxxxxxxx Xxxxxxxxxxxxxx xxxxx Xxxxxxxxxxxxxxxxxxxxxx xx Xxxxx xxx xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx.
- (b) Xxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxxxx xxxxx Xxxxxxxxxxxxx xxxxxxxx xxxxxxxxxxx xxx Xxxxxxxxxxxxxx Xxxxxx xxx Xxxxxx, Xxxxxxxxxxxxxxxxxxxxx xxxxx Xxxxxxxxxxxxxxxxxxxxx xx xxx Xxxxxxxxxxxxxx Xxxxxxxxxxxxxx xxxxx xxx xxxxx xxx xxx Xxxxxxxxxxxxx xxx



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**Techonsulting GmbH**

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