

Indemnification Agreement

This Indemnification Agreement (‘‘Agreement’’) is made and entered into as of [] (‘‘Effective Date’’), by and between [] (‘‘Indemnitor’’), and [] (‘‘Indemnitee’’).

1. Indemnification

The Indemnitor agrees to indemnify, defend, and hold harmless the Indemnitee from and against any and all losses, liabilities, claims, damages, costs, or expenses (including reasonable attorney’s fees) arising out of or relating to [] .

2. Notification

The Indemnitee shall notify the Indemnitor in writing of any claim for which indemnification may be sought promptly after learning of such claim.

3. Governing Law

This Agreement shall be governed by and construed in accordance with the laws of [] .

4. Signatures

Indemnitor: []

Date: []

Indemnitee: []

Date: []