March 6, 2020

Secretary of Transportation

DelDOT

PO Box 778

Dover, Delaware 19903

Re: Request for Confidential Treatment of Documents Provided to the Delaware Department of Transportation by [Name of Company] on [Date].

Dear :

Pursuant to Section 10002(l)(2) of the Delaware Freedom of Information Act, 29 *Del. Code* § 10002(l)(2), and the 8 *Del. Admin. Code* §§ 1400, [Company Name], a Delaware corporation, (the “Company”) hereby requests that certain information (the “Proposed Confidential Information”) contained in the Company’s Application – as set forth below – be withheld from public disclosure by the Delaware Department of Transportation and/or Division of Small Business and/or The Delaware Economic Development Authority (the “Agencies). As explained more fully below, the disclosure of the Proposed Confidential Information would cause substantial harm to the Company’s financial or competitive position. The Company: (i) does not customarily disclose the Proposed Confidential Information to the public and (ii) subjects the Proposed Confidential Information to confidentiality provisions when disclosed to banks, financial institutions or other entities. In addition, the Proposed Confidential Information is not reasonably obtainable by other persons (other than governmental bodies) by use of legitimate means (other than court enforced order) without prior consent of the Company and/or the release of such Proposed Confidential Information is barred by statute or law.

**Description of the Information Relating to the Company and Justification for Confidential Treatment**

*Example:*

*Financial Statements - disclosure would cause substantial harm to the Company’s financial or competitive position*.

**Justification for Confidential Treatment**

The information contained in the Company’s [Date] application, and the attachments thereto, fit within the Delaware Freedom of Information Act’s statutory exemption from disclosure for “trade secrets and commercial or financial information obtained from a person which is of a privileged or confidential nature.” 29 *Del. Code*, § 10002(l)(2), and the 8 *Del. Admin. Code* §§1400.

The Company does not disclose its Confidential Information to third parties unless to potential vetted partners for the purposes of forming a business relationship. Moreover, prior to any such disclosure the Company requires any such party to enter into a binding and restrictive confidentiality agreement recognizing the proprietary nature of such information and that any unauthorized disclosure would result in substantial harmful effects on the Company’s competitive position. In addition, the Company requires that any disclosure to any other persons (other than governmental bodies or pursuant to a court enforced order) be preceded by receiving the Company’s prior written consent.

As required by §§1400, a proposed public version of the entire package of information is submitted for determination, with the alleged confidential information redacted, attached and made a part hereto as Exhibit A. The Company understands that this version will be made available for public review. The public version corresponds page for page with the confidential version, with the confidential portions having been redacted. A confidential version of the entire package of information is also submitted for determination that includes the alleged confidential information, attached and made a part hereto as Exhibit B. This version will be marked in the Agency file as confidential and that it will be used for Agency review only.

The Company understands and agrees that the Secretary will make a determination as to whether the information shall be considered public or confidential based upon a review of the submission pursuant to this section, and make findings consistent with 29 *Del. C*. Ch. 100, and 8 *Del. Admin. Code* §§ 1400. If the Secretary makes a determination that certain information is entitled to confidential treatment, and the Agencies are sued by a requestor for disclosure of that information, the Agencies shall defend such determination of confidentiality, but expect the Company to cooperate to the fullest extent possible in such defense.

Please direct all inquiries and responses to the undersigned at:

[Name of contact at the Company]

[Address]

[Email]

With a copy to:

[Name of contact at the Company]

[Same Address as Listed Above]

[Email ]

If you receive a request for disclosure of this information, the Company respectfully requests notification of the request(s) and an opportunity to provide further justification for the non-disclosure of this information, if warranted.

Sincerely,

[Name]

[Company]