

DUE DILIGENCE CHECKLIST TEMPLATE



The Due Diligence Checklist provides a starting point for preparing a first draft of documents in connection with the sale and purchase of a business. The document is designed for use when a company needs to request documents for another one in connection with a due diligence procedure prior to a proposed transaction, usually mergers and acquisitions (M&A) for the sale and purchase of a business. The document provides a straight-forward, customizable form of **Due Diligence Checklist**, intended to provide an initial request list of categories in such categories such as: corporate, management team legal issues, business plan, intellectual property matters, financial, markets and competition. Additional categories should be added as necessary depending of the nature of the due diligence in question.

DUE DILIGENCE CHECKLIST

Company name	
Representative	
Address / postal code	
Country	
Telephone	
Email	
Fax number	
Registered number / VAT number	

1. CORPORATE AND ORGANISATIONAL DUE DILIGENCE

- Business Plan (including executive summary, operational plan and complete financials).

1.1 Minutes

- Minutes of shareholders meetings.
- Minutes of board of directors.
- Minutes of permanent committees of the board.

- Annual reports and other reports and communications with stockholders, employees, suppliers and customers.

COMMENTS

1.2 Charter Documents

- Articles or Certificate of Incorporation.
- Drafts of documents related to proposed reincorporation.
- Bylaws, as amended to date.
- Good standing certificates.
- List of jurisdictions in which the Company or any of its subsidiaries or affiliates is qualified to do business.

COMMENTS

2. MANAGEMENT TEAM

- List of officers and directors.
- Management structure.
- Organisation chart.
- Management team CVs and past employment References.
- Information regarding subsidiaries.
- Information regarding joint ventures or partnerships.
- Agreements relating to mergers, acquisitions, or dispositions by the Company.

- Listing of employees by office and department.
- Employee contracts.
- All other employee compensation, bonus, incentives,
- Consultants contracts.
- Proprietary Rights Agreement.
- Officers and directors questionnaires.
- Contracts with unions and other labour agreements.
- Loans to and guarantees for the benefit of directors, officers or employees.

COMMENTS

3. LEGAL ISSUES

3.1 Share Capital

- Shareholders' lists (including list of options and warrant holders, number of shares and dates of issuance, and consideration paid).
- Agreements relating to the purchase, repurchase, sale or issuance of securities.
- Agreements relating to voting of securities and restrictive share transfers.
- Agreements relating to pre-emptive or other preferential
- rights. Agreements relating to registration rights.
- Evidence of qualification or exemption under applicable Laws.

- Documents relating to any conversion, recapitalisation, reorganisation, or significant restructuring of the Company.

COMMENTS

3.2 Other Agreements

- Marketing agreements.
- Management and service agreements.
- Forms of secrecy, confidentiality and nondisclosure agreements.
- Contracts outside ordinary course of business.
- Indemnification contracts and similar arrangements for officers and directors.
- Agreements with officers, directors and affiliated parties.
- Agreements with competitors.
- Any agreements restricting the company's right to compete or other agreements material to the business.

COMMENTS

3.3 Litigation

- Any litigation, claims, and proceedings threatened or pending.
- Any litigation involving an executive officer or director, including executive officers or directors concerning bankruptcy.

- Judgments, other decrees or orders, settlement agreements, or similar matters.
All attorneys' letters to auditors, including those of any predecessor corporation and subsidiaries.

COMMENTS

3.4 Compliance with laws

- Any citations and notices received from government agencies, including those of any predecessor or subsidiary Any pending or threatened investigations and governmental proceedings.
- All material governmental permits, licenses, etc., of the Company presently in force.
- All documents filed with home country or foreign securities regulatory agency, if any.
- Any material reports to and correspondence with any government entity or government agencies

COMMENTS

3.5 Property

- Leases of real property.
- Any documents showing any certification of compliance with regulatory standards.
- Financing leases and sale and lease-back agreements.
- Conditional sale agreements.
- Equipment leases.

COMMENTS

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This is a sample of the Due Diligence Checklist Template.

To get more information about this document click here:



[DUE DILIGENCE CHECKLIST](#)

BUSINESS CONTRACTS & AGREEMENTS TEMPLATES

BUSINESS CONTRACTS

- Strategic Alliance Agreement
- Joint Venture Agreement
- Manufacturing Contract
- Supply Contract
- Service Provider Contract
- Consulting Services Contract

COMMERCIAL CONTRACTS

- Exclusive Distribution Contract
- Commercial Agency Contract
- Sales Representative Agreement
- Sales Commission Contract
- Real State Agent Agreement

LICENSE & FRANCHISE CONTRACTS

- Trademark License Agreement
- Technology Transfer Agreement
- Software License Agreement
- Franchise Contract
- Master Franchise Contract

CONFIDENTIALITY CONTRACTS

- Confidentiality Contract between Companies
- Confidentiality Contract for Product or Business Idea
- Confidentiality Contract for Employees
- Confidentiality Contract for Consultants and Contractors

SHAREHOLDERS & INVESTORS AGREEMENTS

- Shareholders Agreement for a New Company
- Investors Agreement
- Business Plan for Investors
- Business Proposal for Investors

BUSINESS SALE AND PURCHASE AGREEMENTS

- Business Sale and Purchase Agreement
- Share Sale and Purchase Agreement
- Broker Agreement for the Sale of a Business
- Broker Agreement for the Sale of Shares
- Confidentiality Agreement for Selling a Business
- Disclosure Letter for Selling a Business
- Letter of Intent to Purchase a Business
- Due Diligence Report
- Due Diligence Checklist
- Legal Due Diligence

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