

Legal Due Diligence Checklist

Key documents to include in a secure virtual data room

Use this checklist to organise and review legal documentation during M&A or investment due diligence.

Missing or outdated documents often delay closing or trigger valuation adjustments.

Corporate and Governance Documents

- ☐ Articles of incorporation, continuance, and amendments
- ☐ By-laws and unanimous shareholder agreements
- ☐ Board and shareholder resolutions
- ☐ Capitalisation tables and equity issuances

Intellectual Property and Technology

- ☐ Registered and unregistered IP listings
- ☐ IP assignments and invention agreements
- ☐ Software licences and SaaS contracts
- ☐ Open-source software disclosures
- ☐ Trade secrets and confidentiality protections

Material Contracts and Commercial Obligations

- ☐ Contracts, including licences and customer contracts
- ☐ Supplier agreements
- ☐ Licensing, franchise, and partnership contracts
- ☐ Financing agreements, guarantees, and security interests

Regulatory, Licences, and Compliance

- ☐ Operating licences and permits
- ☐ Privacy policies and data processing agreements
- ☐ Correspondence with regulators
- ☐ Internal compliance manuals

Employment and HR Legal Documents

- ☐ Employment contracts and offer letters
- ☐ Bonus, incentive, and equity plans
- ☐ Collective agreements and labour filings
- ☐ Policies covering termination and benefits

Litigation, Disputes, and Contingent Liabilities

- ☐ Pending and ongoing litigation
- ☐ Settlement agreements and judgments
- ☐ Warranty claims and indemnities
- ☐ Insurance policies and claims history

Clear ownership records, enforceable contracts, and up-to-date compliance evidence help reduce avoidable diligence questions.

A structured data room keeps legal documents consistent, searchable, and easy to validate across reviewers.

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Manage these documents securely in Ideals Data Room.

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