

# GENERAL CORPORATE MATTERS CHECKLIST

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This checklist contains documents and information related to general corporate matters that a seller might request from a buyer.

GENERAL CORPORATE MATTERS	OWNER	COMPLETE?	DATE OF COMPLETION	NOTES
Charter documents, such as certificate of incorporation and bylaws				
Subsidiaries lists, including charter documents				
Certificates of good standing and tax authority (if applicable)				
Jurisdictions where the company and its subsidiaries conduct business				
Onsite reviews with business owner				
List of current officers and directors				
List of all security holders (common, preferred, options, warrants)				
Stock option agreements and plans, including standard documents and deviations				
Stock sale agreements				
Stock appreciation plans and related grants				
Agreements that grant restricted stock options				
Stockholder and voting agreements				
Preemptive, registration, redemption, or co-sale rights related to stocks				
Who are the stock owners?				
Agreements restricting cash dividend payments				
Warrant agreements				
Proof that securities were legally issued, including applicable blue sky laws				
Business plan and strategic goals				

Complexity of company				
Recapitalization/restructuring documents				
Cost and process of merging with subsidiaries				
Products and services offered				
Market analysis				
Online presence				
Minutes of stockholders' meetings				
Minutes of board of directors and board committee meetings				

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