

FREE DOWNLOAD

Investor Data Room Checklist

Every document investors expect to see before due diligence — organized by category, ready to use for fundraising or M&A.

70+

Checklist items

6

Categories

100%

Independent

A. Corporate & Legal

Foundational documents proving the company exists and who owns it.

- ☐ **Certificate of Incorporation**
Official proof of legal registration and existence.
- ☐ **Cap Table & Shareholder List**
Full ownership breakdown, stakes, and dilution scenarios.
- ☐ **Shareholder Agreement**
Rights, obligations, and rules between the company and its owners.
- ☐ **Board Meeting Minutes**
Record of key decisions made by the board of directors.
- ☐ **Bylaws / Company Constitution**
Internal rules governing management and shareholder rights.
- ☐ **Equity Incentive Plan (ESOP)**
Option pool structure, vesting schedules, and grants.
- ☐ **IP Assignment & Ownership Records**
Proof the company owns its patents, trademarks, and copyrights.

B. Financial Data

The numbers investors will scrutinize first.

- ☐ **Historical Financial Statements**
P&L, balance sheet, and cash flow for prior periods.
- ☐ **Financial Projections (3–5 yrs)**
Forward-looking model with clearly stated assumptions.
- ☐ **Burn Rate & Runway Analysis**
How fast cash is spent and how long it will last.
- ☐ **Revenue Breakdown**
MRR/ARR and revenue by segment or product line.
- ☐ **Debt Schedule**
All outstanding liabilities and their terms.
- ☐ **Audited Financial Statements**
If available — adds credibility for later-stage rounds.

C. Team & HR

Who is running the company, and how the team is structured.

- ☐ **Organizational Chart**
Visual breakdown of reporting lines and key roles.
- ☐ **Founder & Leadership Bios**
Backgrounds and track record of the core team.
- ☐ **Employment Agreements**
Standardized contracts covering terms, pay, and IP assignment.
- ☐ **Advisor & Consultant Agreements**
Formal terms with outside experts and advisors.
- ☐ **Hiring Plan**
Planned roles, timing, and budget for team growth.

D. Product & Technology

How the product works and whether it can scale.

- ☐ **Product Roadmap**
Planned development and future direction of the product.
- ☐ **Technical Architecture Overview**
Stack, infrastructure, and how components interact.
- ☐ **IP & Patent Filings**
Registered and pending patents, trademarks, copyrights.
- ☐ **Key Product Metrics**
Growth, retention, and engagement data.
- ☐ **Security & Compliance Documentation**
Data protection measures and relevant certifications.

E. Market & Strategy

The opportunity, the competition, and the plan to win.

- ☐ **Market Sizing (TAM / SAM / SOM)**
Quantifies the size of the opportunity and reachable share.
- ☐ **Competitive Landscape Analysis**
Key competitors and the company's relative advantages.
- ☐ **Go-to-Market Strategy**
How the company plans to reach and convert customers.
- ☐ **Sales Pipeline & Forecast**
Current opportunities and projected deal values.
- ☐ **Strategic Partnerships**
Existing or planned alliances and joint ventures.

F. Legal Risks & Contracts

Exposure investors will want fully disclosed.

- ☐ **Customer & Vendor Contracts**
Key agreements shaping revenue and obligations.
- ☐ **Non-Disclosure Agreements (NDAs)**
Confirms protection of confidential information.
- ☐ **Pending or Past Litigation**
Any disputes, lawsuits, or regulatory investigations.
- ☐ **Regulatory Licenses & Certifications**
Proof of compliance with industry-specific rules.

Common Mistakes to Avoid

Small operational slips that quietly stall due diligence.

- ☐ **Uploading everything at once**
No prioritization or index overwhelms reviewers and slows diligence.
- ☐ **Sharing editable files**
Financial models and contracts should be read-only unless explicitly requested.
- ☐ **Leaving stale documents in place**
Outdated financials or team info are an immediate red flag.
- ☐ **Using broad, non-role-based access**
Grant permissions by group and folder, not blanket access for everyone.
- ☐ **Skipping a pre-invite dry run**
Always test the room as an investor would before sending invitations.

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