Global due diligence
Documents to examine

Once an offer has been accepted on a corporate deal, an exhaustive due diligence process begins. Depending on the type and scope of the transaction, attorneys will review documents to help verify the health of the target company, identify potential risks, and make sound recommendations on the deal at hand. Here, we break down the category of information and common documents searched in each.

Company/Organizational
To understand how a company is structured.
- Certificate of Incorporation
- Company by-laws and amendments
- LLC operating agreements
- Stockholder agreement
- Certificate of Good Standing
- Balance sheets
- Intellectual Property
- Physical Assets
- Lease renewals
- Leases, purchase orders, and purchase agreements
- Operating contracts, credit agreements
- List of all service and product agreements
- Details on contract and lease renewals

Legal
To understand legal compliance obligations and outcomes of past or ongoing litigations.
- Shareholder certificates
- Certificate of Incorporation
- Trademarks, logos, and slogans
- Copyrights and trademarks
- Registered trademark applications
- Trademark infringement suits
- Trademark renewals
- Trademark searches

Human Resources
To understand all employee roles and personnel.
- List of names and contact information
- List of positions
- List of all employees
- Employee handbook and safety policies
- Local employment regulations
- Previous or outstanding legal cases
- Employment contracts, benefits, and severance
- Previous or outstanding legal cases
- Benefits, pensions, and compensation policies
- Stock options, salary, and severance pay policies

Contracts
To understand current and future obligations based on active contracts and agreements.
- Customer contracts
- Master products, services agreements
- Operating contracts
- Credit agreements
- Details on contract and lease renewals

Products and Services
To understand what is produced for sale and the production process.
- All services and products
- Production costs
- Development costs
- Post and predicted growth costs
- Local equipment

Customer Information
To understand the customer segments and targeting opportunities.
- Customer profiles
- Marketing strategies
- Acquisition strategies
- Customer acquisition agreements
- Customer accounts
- Distribution contracts
- Sales and customer contracts

Sales
To understand sales performance and outlook.
- Revenue grouped by customer
- Analysis of sales data trends
- Growth of sales
- Monthly revenue by category of product or service
- Sales forecasts with customer contracts
- Current market share (if possible)

Intellectual Property Documents
To understand the company’s technology and intellectual property.
- Trade secrets
- IP rights and litigation
- Issued patents
- Design patents and applications
- Trademark rights and applications
- List of all trademarks
- Copyrights and trademarks
- Copyrights and trademarks
- License and licensing agreements
- Rights for use of intellectual property
- Trademarks, logos, and designs

Physical Assets
To understand the tangible equipment that may play a role in the financial category, it is important to do deep due diligence on specific assets.
- Equipment
- Trucks and vehicles
- Inventory

Other Information
May or may not be applicable depending on the deal.
- Health and safety notices and information
- Environmental analysis
- New product development
- Benefits
- Related to non-product

Attorneys assisting clients on international transactions have the added challenge of searching and retrieving these documents in foreign jurisdictions. CT Corporation has the expertise and boots on the ground in over 150 countries, and with the convenience of a dedicated LLC-based single point of contact who coordinates and manages your due diligence project from beginning to end, no matter where your clients do business.

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