

Pre-Funding & Investor Due Diligence Readiness Checklist

Prepare your data room before investors ask

Investors run legal, financial and secretarial due diligence before closing. Use this list to prepare your data room in advance. Status: Ready / Partial / Missing.

1. Corporate and secretarial

✓	Item	Evidence / document	Status
☐	Certificate of Incorporation, MOA and AOA (with all amendments)	MCA copies	
☐	Statutory registers up to date (members, directors, charges)	Register copies	
☐	Board and general meeting minutes, resolutions and notices	Signed minutes book	
☐	Annual filings (AOC-4, MGT-7) and DIR-3 KYC filed	SRN receipts	
☐	Director and KMP details, disclosures and consents	MBP-1, DIR-8	

2. Capital structure and past funding

✓	Item	Evidence / document	Status
☐	Current cap table (fully diluted) and share certificates	Excel cap table	
☐	Past allotments: PAS-3 filings, board and shareholder approvals	Filed forms	
☐	Valuation reports for past issues	Registered valuer report	
☐	Foreign investment filings, if any (FEMA / RBI reporting)	Reporting acknowledgements	
☐	ESOP plan, grants and vesting records	Plan and grant letters	
☐	Convertible notes, SAFEs or loan agreements	Signed agreements	

3. Financial and tax

✓	Item	Evidence / document	Status
☐	Audited financial statements (last 3 years) and latest management accounts	Audit reports	
☐	Financial model, projections and use-of-funds plan	Model file	
☐	Income-tax returns, TDS returns and assessment orders	Filing acknowledgements	
☐	GST registrations, returns and reconciliations	GSTR filings	
☐	Pending tax notices or demands	Notices and replies	

4. Commercial contracts

✓	Item	Evidence / document	Status
☐	Top customer and supplier agreements	Signed contracts	
☐	Related-party transactions and arrangements	Board approvals	
☐	Lease / office agreements	Deeds	
☐	Change-of-control, exclusivity or non-compete clauses identified	Contract summary	

5. Intellectual property and technology

✓	Item	Evidence / document	Status
☐	Trademark applications / registrations for brand and logo	Registry certificates	
☐	Assignment of IP from founders, employees and contractors	Assignment deeds	
☐	Domain names and software licences held in the company's name	Registrar / licence records	
☐	Open-source usage and data-protection posture	Policy documents	

6. People and HR

✓	Item	Evidence / document	Status
☐	Founder and key-employee agreements, including confidentiality and IP terms	Signed agreements	
☐	EPF / ESI registrations and payment records	Challans	
☐	POSH policy and Internal Committee (if 10+ employees)	Policy and constitution order	
☐	Employee list, salary structure and bonus / gratuity records	HR records	

7. Licences, disputes and compliance

✓	Item	Evidence / document	Status
☐	Registrations and licences held (GST, Udyam, FSSAI, DPIIT etc.)	Certificates	
☐	Litigation, notices and regulatory correspondence	Case list and notices	
☐	Insurance policies	Policy copies	
☐	Data room index and access permissions set up	Index sheet	

8. Investor pack

- ☐ Pitch deck and one-page summary.
- ☐ KPI dashboard and unit economics.
- ☐ Proposed term sheet position: valuation range, round size, key rights.
- ☐ Founders' answers to standard investor questions rehearsed.

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