



Seller Due Diligence Preparation Checklist

(Confidential – For Seller Use Only)

Purpose

This checklist has been prepared by Brinzey & O'Ryan Business Brokers to help business sellers organize and prepare documentation for due diligence prior to listing or sale.

A well-prepared due diligence package expedites negotiations, builds buyer confidence, and protects the seller's interests throughout the transaction.

1. Corporate Information


- Articles of Incorporation / Organization
- Bylaws or Operating Agreement (and amendments)
- List of shareholders / members with ownership percentages
- Federal EIN and state registration documents
- Business licenses and permits (state, county, city)


2. Financial Records


- CPA-prepared or internally reviewed financial statements (last 3 years)
- Year-to-date interim financials
- Accounts receivable and payable aging reports
- Inventory listing (location, valuation, aging)
- Fixed assets and depreciation schedule
- Tax returns (federal, state, local – past 3 years)
- Bank statements (past 12 months)
- Outstanding debt and loan agreements

3. Legal and Compliance

- Pending or past litigation / claims
- Employee and contractor agreements
- Confidentiality and non-compete agreements
- Property and equipment leases
- Environmental or safety compliance documents
- Licenses, permits, or certifications
- Vendor, supplier, and customer contracts

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4. Operations and Assets

- List of owned or leased properties
- Vehicle titles or leases
- IT systems and software licenses
- Warranties, maintenance contracts, and service agreements

5. Human Resources


- Employee roster with titles, hire dates, and pay rates
- Independent contractor list and agreements
- Employee handbook and policies
- Non-compete and non-solicit agreements

6. Sales and Marketing


- Business plan or growth strategy
- Marketing and advertising materials
- Sales reports and CRM summaries
- Customer satisfaction or retention data
- Competitor or market analysis reports

7. Intellectual Property & Technology

- Trademark, patent, and copyright documentation
- Domain names, website, and digital assets

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Certification

I hereby certify that the above materials are accurate to the best of my knowledge and provided for confidential review by qualified parties through Brinze & O'Ryan Business Brokers.

Seller Signature: _____ Date: _____

Print Name: _____

Brinze & O'Ryan Business Brokers
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