M&A Contract Due Diligence Checklist

Use this checklist to keep the review focused from initial scoping through post-close integration.

- [ ] **Align stakeholders on deal priorities**
  - [ ] Legal
  - [ ] Finance
  - [ ] Corporate development
- [ ] Define materiality thresholds and red-flag criteria
- [ ] Inventory contracts in the data room
- [ ] Match amendments, exhibits, schedules, and side letters
- [ ] Identify missing or incomplete documents
- [ ] **Review key M&A provisions**
  - [ ] Assignment
  - [ ] Change of control
  - [ ] Termination
- [ ] **Flag key risk areas**
  - [ ] Intellectual property
  - [ ] Liability
  - [ ] Minimum commitment
  - [ ] Pricing
  - [ ] Privacy
- [ ] Validate high-risk findings against original documents
- [ ] Score risks and estimate potential exposure where possible

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- [ ] Identify required consents and potential deal protections
- [ ] Prepare an executive summary and seller follow-up questions
- [ ] **Assign post-close owners for key actions**
  - [ ] Consents
  - [ ] Renewals
  - [ ] Remediation
- [ ] Consolidate agreements and key dates into a searchable repository

LinkSquares

To automate this process, learn more about LinkSquares' M&A solution and how it can support contract review through post-close integration.

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