

The Impact Angel Group

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Due Diligence – Final Checklist

Requested documentation:

- Operating Agreement/Articles of Incorporation
- Licensing or tech transfer agreements
- Copies of existing contracts or MOU's with major suppliers, customers, etc.
- All stock option and stock purchase plans and a schedule of grants
- A list of shareholders/Cap table (and number of shares held by each) agreements (relating to options, voting trusts, warrants, puts, calls, subscriptions, and convertible securities)

A list of:

- All states, provinces, or countries where the company owns or leases property, maintains employees, or conducts business
- All of the company's assumed names

A schedule of

- All indebtedness and contingent liabilities
- Inventory
- Accounts receivable
- Accounts payable
- Loan and bank financing contracts, line of credit, or promissory notes to which the company is a party

Real Estate

- A schedule of the company's business locations
- Copies of all real estate leases, deeds, mortgages, title policies, surveys, zoning approvals, variances, or use permits

Intellectual Property

- Domestic and foreign patents and patent applications
- Trademark and trade names
- Copyrights

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- Copies of all consulting agreements, agreements regarding inventions, licenses, or assignments of intellectual property to or from the company
- Any claims or threatened claims by or against the company regarding intellectual property
- All employment, consulting, nondisclosure, non-solicitation, or noncompetition agreements between the company and any of its employees
- Nondisclosure or noncompetition agreements to which the company is a party

Personnel

- Employees including positions, current salaries, and bonus plans
- Description of benefits of all employee health and welfare insurance policies or self-funded arrangements
- Who is on the board of directors? How are board members compensated?
- Does the company have a board of advisors and, if so, who is on the board? Do the advisors actively participate in the company's development? How are advisors compensated?
- What is the founder share allocation?

Other:

- Copies of any governmental licenses, permits, or consents
- Any correspondence or documents relating to any proceedings of any regulatory agency
- Has this offering been filed with the SEC? Is it a 504, 505 or 506 filing?
- Have you done a Form D filing? Please send proof from Edgar database
- Security, mortgages, indentures, collateral pledges, and similar contracts (including guaranties to which the company is a party) and any installment sale contracts
- Copies of all contracts between the company and any officers, directors, five-percent shareholders, or affiliates
- Any letters of intent, contracts, and closing transcripts from any mergers, acquisitions, or divestitures within the last five years
- A description of any threatened litigation
- Board meeting minutes for the last three years

The Impact Angel Group, as defined as the Impact Angel Group, LLC and its affiliates, employees and contractors, makes no

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