



Seed Round Data Room — Folder Structure

[!] = Must have
All else if applicable

01_Corporate

- Certificate of Incorporation + amendments [!]
- Bylaws [!]
- Board consents/resolutions (all) [!]
- Stockholder consents
- Good standing certificate [!]
- Cap table (fully diluted, current) [!]
- 83(b) elections filed
- Prior financing docs (SAFEs, convertible notes, prior equity rounds)
- Stock ledger / transfer records

02_Financials

- P&L, balance sheet, cash flow (historical, monthly if available) [!]
- Financial model / projections [!]
- Bank statements (recent 3-6 months) [!]
- Burn rate summary, runway calc [!]
- Outstanding debt schedule
- Tax filings (federal, state)
- 409A valuation

03_Legal

- IP assignment agreements (founders, employees, contractors) [!]
- Trademark/patent filings and registrations
- Material contracts (customer, vendor, partnership)
- NDAs on file
- Litigation history/disclosures (if any)
- Insurance policies [!]



04_Team_HR

- Org chart [!]
- Employment agreements (key hires) [!]
- Offer letters outstanding
- Advisor agreements
- Equity incentive plan (option pool docs) [!]
- Contractor agreements [!]

05_Product_Technology

- Product roadmap [!]
- Technical architecture overview [!]
- Security/data handling practices [!]
- Third-party licenses/dependencies (if IP-sensitive)

06_Commercial

- Customer contracts / LOIs [!]
- Revenue breakdown by customer (if applicable)
- Pipeline/sales data [!]
- Key partnership agreements

07_Compliance_Privacy

- Privacy policy, terms of service [!]
- GDPR/CCPA compliance docs (if applicable)
- Regulatory filings/licenses (industry-specific)

08_Pitch_Materials

- Deck (current version) [!]
- One-pager/executive summary [!]
- Product demo (video/link)
- Reference customer list [!]



09_Round_Documents

- SAFE or equity purchase agreement (draft) [!]
- Term sheet [!]
- Investor updates (past 6-12 months, if sent)

10_Data_Room_Index

- Master index mapping folder contents to diligence checklist [!]
- Q&A log (running doc for investor questions)

Naming convention: ##_Category/YYYY-MM-DD_DocumentName_v#. Keep index doc at root, updated per addition. Restrict access via granular permissions (view-only default, NDA gate before financials/cap table).