Selecting a VDR for Due Diligence Checklist

| MERRILL DATASITEONE

When choosing a virtual data room (VDR) for due diligence, speed in set-up, security and ease of use are key evaluation elements. In addition, what often makes or breaks the success of your VDR partner decision also includes service and support, partner expertise in supporting due diligence and platform innovation – a partner that is continually listening to clients and re-investing in new functionality that will enable you to spend more time on dealmaking and less time in the data room.

At Merrill Corporation, we've enabled thousands of successful M&A transactions, and in the process have learned from our clients what drives their success in choosing a VDR platform and partner. Here we provide a checklist that clients will say are essential factors when choosing a successful VDR partner.

KEY EVALUATION QUESTIONS TO ASK YOUR VIRTUAL DATA ROOM PROVIDER

SPEED

	YES	NO
1. Can your VDR enable me to go live in minutes vs. hours?	YES	NO
2. Can documents be uploaded quickly and easily using drag-and-drop tools?	YES	NO
3. Can I permission users within three clicks?	YES	NO
4. Can your VDR support document scanning and indexing across my required languages?	YES	NO
5. Can your VDR deliver highly relevant search results quickly – also across required languages?	YES	NO

SIMPLICITY

	YES	NO
1. Can VDR administrators easily turn on/off user access to folders and documents?	YES	NO
2. Can admins see what's going on across my deal/deals, and easily paste results into deal reporting?	YES	NO
3. Can your VDR enable Microsoft Excel files to be viewed in native format?	YES	NO
4. Does your VDR enable the Q&A process including Microsoft Excel imports and exports?	YES	NO
5. Can administrators see a data audit trail including document tracking even after downloading?	YES	NO

SECURITY

	YES	NO
1. Does your platform enable me to mitigate the risk of deal leaks and cyber-attacks?	YES	NO
2. Does your VDR enable file encryption and secured in-transit data?	YES	NO
3. Does your VDR possess ISO/IEC 27001 certification, SSAE SOC 2 Type II attestation, and EU-US Privacy Shield certification and GDPR compliance?	YES	NO

SERVICE

	YES	NO
1. Can my team and our users get 24/7/365 support via phone, e-mail and chat?	YES	NO
2. Can your support team speak the various languages of my users?	YES	NO
3. Is your support team highly experienced in M&A due diligence?	YES	NO
4. Is 24/7/365 support included in your pricing and are there any additional fees for set-up/sandboxing	YES	NO

INNOVATION

	YES	NO
1. Do you have a proven track record for delivering to your clients new and added functionality?	YES	NO
2. Is your VDR built using a modern technology architecture and run in a secure SaaS environment?	YES	NO
3. Can you articulate a long-term roadmap to enable increased effectiveness for our team across the M&A lifecycle?	YES	NO

If you have a new transaction on the horizon and want to speak to us about how Merrill DatasiteOne will further enable your merger and/or acquisitions due diligence success, please contact us.

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