M&A IT

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Mon, May 8, 2023 10:55 AM

Contents

Custom Data

M&A - IT Information

CONTACT - TSA AGREEMENT

Name	Value
IT Contacts name, email, telephone	This is an example of the IT custom form that is contains details from the diligence process. This is stored at the project level.
TSA Requirements	Any transisiton services requirements that are legally required are entered here
Are transferrable services like shopping cart, sales tax processing, transferrable to the buyer as part of this transaction on day one or is there any means to allow for a transition period?	All services must be transferred 90 days after close of deal

SYSTEM OF RECORD

Name	Value
Reporting used with ERP system	
ERP system of record cloud based or server based	
What reporting technologies are in place for accounting, sales, and other reports?	
Other systems used to run the business that are subscription	Additional subscription type services are included here
Aside from the ERP system are any other systems purchased or subscribed to in order to run the business?	

Name	Value
Provide a summary of IT contracts and third party outsourcing agreements. Include vendor name, description of service, service level agreement pricing/annual cost, provisions, and termination policy	
How are payroll and benefits processed? Are these systems in house or contracted?	
How is technical support of PC's, printers, copiers, and other technical assets provided?	Looking to outsource
Please describe major IT projects planned and budgets associated with these plans	Find an outsourced IT partner at $XXX/monthly
Have any technology assessments or penetetration tests been done within the last three years? If so, what were the conclusions?	No
Provide the detailed IT budget and actuals for Corporate IT for the last 2 fiscal years, and Management's current/planned IT expenditures with respect to Management's business objectives	

Name	Value
Provide a build up of the Operating expenditures IT personnel, SW / HW maintenance, Consulting, Telecom, etc. and Capital expenditures if available	
Explain any corporate allocations or chargebacks from IT to the business.	
Provide data flow diagram and system integrations for your applications.	
Provide a list of planned or in-progress IT projects and initiatives.	
Provide details on all advanced technology e.g., AI/ML,NLP, RPA, IOT in use across Company's products	
Documents related to data inventory and process / data flow diagrams, including any available diagram or documentation indicating how data flows between systems and processes	
The network architecture of each manufacturing plants	
A data flow diagram of the manufacturing plant and how it interacts with ERP system	

COSTING

Name	Value
How is product cost held in the system?	
How is freight added ?	
When are they are recorded at receipt, by location?	
How are customer/retailer deductions and chargebacks handled in the billing and accounts receivable process?	
How many locations are holding inventory and are all locations accounted for in the system?	
What is inventory accuracy rate?	

EDI

Name	Value
EDI Customers	Indicate EDI customers here
EDI providers	SPS Commerce
Process for customer/retailer shipping labels generated	
Are license plates and labels required to match the EDI requirements?	

Name	Value
How are customer/retailer shipping labels, such as Amazon generated, and how are they made to match the license plate requirements of customers?	Does not apply
Are the relevant customer facing EDI documents the inbound sales order, functional acknowledgment, advance ship notice, and invoice? Are there any others	
Are ASN adjustments in Vendor central before sending invoices to Amazon?	Yes

EQUIPMENT

Name	Value
Provide a list of your IT facilities, whether it is managed in-house or by a third-party in colocation.	Add IT facilities supported and who manages/supports these locations
Provide documentation on existing network technologies WAN, WIFI, mobility solutions and how these are managed.	
Computer equipment that is owned servers, computers, printers, etc. Include age of devices and operating system version.	
How do they talk to each other computers servers etc?	How do users share fitles
Version of Microsoft Office being used	
What is the backup of systems and disaster recovery process including desktops and document backup?	
Are employees in one location or remote, WFH situation excluded?	Local and remote employees. Hybrid environment
Please describe the computer networks and infrastructure in use, incluing local area network and wide area network functionality	

INVENTORY

Name	Value
Locations that hold inventory	List locations that hold inventory
Inventory accuracy rate	90%
Inventory value - standard cost or rolling average	

CUSTOMERS

Name	Value
What do retail customers require in terms of lot or batch management and expiration dates?	
Are there any credit concerns or timeliness of payment concerns with any customers?	
Documentation describing Company's individual rights request process intake, processing of request, response to individual for all applicable individual rights i.e. access, amendment, restriction,	
Documentation demonstrating how Company collects and manages consents and authorizations	

PAYMENT PROCESSING

Name	Value
Do you accept Credit Cards for payment - If yes, PCI compliant	
The latest PCI-DSS Report on Compliance ROC or Attestation of Compliance AOC with Self-Assessment Questionnaire SAQ	
How is sales tax managed and how many states are they submitted sales and use taxes to?	
How and when are sales tax liabilities recorded and remitted?	
Provide network diagrams demonstrating existence of a defined or segmented cardholder data environment CDE, including placement of any DMZ and/or wireless networks	
A list and description of any third-party service providers that provide services related to PCI scope such as merchant bank, payment processor, payment gateways, payment terminals, etc.	

Name	Value
What is The amount of annual payment card transactions and a listing of all payment acceptance channels and any related data flow diagrams	

INTERNET, CYBER SECURITY & PRIVACY

Name	Value
What security and anti-virus hardware and software is in place?	
A list of security regulatory schemes to which Company is subject to and related documentation e.g. NIST CSF, ISO, etc..	
Provide the latest security certification, audit reports, and/or status on compliance with these regulations.	
Provide information on security policies and procedures including	
Provide the cybersecurity and data privacy organization chart including reporting structure, responsibilities and staffing by functional area	
Have there been any incidents of virus outbreaks, attacks, or similar incidents? If so, please describe.	
Documentation on the privacy program, including but not limited to a program charter, vision or strategy documentation, mission statement, privacy governance model, and program roles responsibilities	

Name	Value
Provide internal policies and procedures developed to comply with Company's privacy requirements e.g., GDPR, HIPAA, CCPA	
Provide evidence of how these policies and procedures are communicated and made available to the workforce	
Internal privacy notices, e.g., directed to employees, and external privacy notices that may be published to a website or mobile app or printed.	
Provide documentation for how these notices are managed and published.	
What Internet domain names are used actively and what names are held in reserve for possible later use? Will the buyer be taking over those names?	
Provide internal privacy notices, e.g., directed to employees, and external privacy notices that may be published to a website or mobile app or printed.	
A list of the technologies in the OT security architecture stack.	

Name	Value
The latest vulnerability scan performed by an Approved Scanning Vendor ASV and the latest penetration test external and internal conducted on the environment including the CDE	

ORGANIZATION

Name	Value
Provide a copy of the IT organization reporting structure, roles and key skill sets	
Provide functional description of IT organization and leadership	
Confirm IT FTE and IT contractor headcount, including significant past or planned IT organization changes	
Describe any third-party arrangements for outsourced services or supplemental	
IT services breakdown of IT FTEs / contractors by function, experience, and tenure	