



Convertible Note Purchase: Adding a Round

Getting going on Seraf is really nothing more than a little data entry. The trick is collecting the data. Before you begin entering your investments on Seraf, it is very helpful to gather together all of your documents, whether they be in paper file folders or your email.

Below you will find a list of the data points Seraf asks for, and some good hints on where to find them in your documents. Being mindful that if you cannot easily find a piece of information, you can always try searching the document, we've provided some suggested search terms that will often work for you.

Please keep in mind that not all of these data points are not required, but the more detail you provide, the better records you will have for yourself, and your family and advisors.

	Item	Where you can find it
<input type="checkbox"/>	Name of Round	<ul style="list-style-type: none"> • Termsheet • If no official name is apparent, just call it a bridge round or convertible debt round and include the month and the year, for example "December 2016 Convertible Debt Round" or "Bridge Round December 2016"
<input type="checkbox"/>	Company Name	<ul style="list-style-type: none"> • Appears on every document. In order to add a Round and Transaction, you will need to first add the Company
<input type="checkbox"/>	Closing Date (<i>This can be approximate</i>)	<ul style="list-style-type: none"> • Convertible notes don't really have a closing or a closing date per se, but they do have a date on which they are entered into. That date should be on the face of the Promissory Note • Should also be on the Note Holders Agreement or Note Purchase Agreement • Useful search terms: "[current year]" or "[current month]" or "dated"
<input type="checkbox"/>	Maturity Date	<ul style="list-style-type: none"> • Should be within the first few paragraphs of the Promissory Note • Useful search terms: "due" or "payable" "maturity" or "conversion" or "date" or "repayment" or "months"
<input type="checkbox"/>	Size of Round (<i>Aggregate amount invested by all investors in this round</i>)	<ul style="list-style-type: none"> • Not a critical piece of information, so an approximation is fine • Termsheet may note it • Note Purchase Agreement or Note Holders Agreement may have it • Capitalization Table if possible
<input type="checkbox"/>	Conversion Cap	<ul style="list-style-type: none"> • Promissory Note • Note Purchase Agreement or Note Holders Agreement may have it • Useful search terms: "cap" or "capped" or "\$" or "multiplied by" or "dividing" or "divided"
<input type="checkbox"/>	Interest Rate	<ul style="list-style-type: none"> • Promissory Note • Note Purchase Agreement or Note Holders Agreement • Useful search terms: "rate" or "percent" or "interest" or "annum" or "cumulative"
<input type="checkbox"/>	Interest Rate Calculation (<i>Annual, Quarterly, Monthly, etc.</i>)	<ul style="list-style-type: none"> • Promissory Note • Note Purchase Agreement or Note Holders Agreement • Useful search terms: "rate" or "percent" or "interest" or "annum" or "cumulative"
<input type="checkbox"/>	Interest Rate Type (<i>Cumulative or Non-cumulative</i>)	<ul style="list-style-type: none"> • Promissory Note • Note Purchase Agreement or Note Holders Agreement may have it • Useful search terms: "rate" or "percent" or "interest" or "annum" or "cumulative"
<input type="checkbox"/>	Interest Conversion (<i>Cash or Stock</i>)	<ul style="list-style-type: none"> • Promissory Note • Note Purchase Agreement or Note Holders Agreement • Useful search terms: "equity" or "shares" or "cash" or "conversion"
<input type="checkbox"/>	Discount % (<i>On Conversion Price</i>)	<ul style="list-style-type: none"> • Promissory Note • Note Purchase Agreement or Note Holders Agreement may have it • Useful search terms: "lower of" or "lowest" or "conversion" or "discount" or "%" or "cumulative" or "multiplied by" • Since conversion terms can vary, this data point is for your reference and is not used to automatically calculate conversion
<input type="checkbox"/>	Noteholders Agreement	<ul style="list-style-type: none"> • Check closing instructions, correspondence, signature pages, etc. to see if your promissory note is accompanied by other contracts. If it is, check this box and make sure you upload those documents to Seraf - they will contain important rights and obligations