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# Strategies on initial public offering of company equity at stock exchanges in imperfect highly volatile global capital markets with induced nonlinearities

### Dimitri O. Ledenyov and Viktor O. Ledenyov

Abstract – This research considers the strategies on the initial public offering of company equity at the stock exchanges in the imperfect highly volatile global capital markets with the nonlinearities. We provide the IPO definition and compare the initial listing requirements on the various markets. We analyze the IPO techniques: the fixed-price offerings, auctions, bookbuilding. We focus on the IPO initial underpricing, long-run performance and after market liquidity problems. 1. We propose that the information absorption by the investors occurs in the evolving learning process about the company's value, taking to the consideration the fundamental purpose of investing and the responsibilities of investors. 2. We think that the information absorption capacity by the investors on the IPOs impacts the investor's investment decisions and serves as a pre-determinant for the successful IPO deal completion. We propose the Ledenyov theory on the origins of the IPO underpricing and long term underperformance effects, which states that the IPO underpricing and long term underperformance can be explained by the changing information absorption capacity by the investors on the IPO value. 3. We think that the IPO winning virtuous investment strategies can only be selected by the investors with the highest information absorption capacity through the decision making process on the IPO investment choices at the selected stock exchange in the imperfect highly volatile global capital markets with the nonlinearities; applying the econophysical econometrical analysis with the use of the inductive, deductive and abductive logics in the frames of the strategic choice structuring process, that is the winning through the distinctive choices process.

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#### Introduction

Let us begin with the definition of the *Initial Public Offering (IPO)* as one of the business transformation processes, described in the contemporary academic literature.

Wikipedia (2014) provides the following IPO definition: "An initial public offering (IPO) or stock market launch is a type of public offering where shares of stock in a company are sold to the general public, on a securities exchange, for the first time. Through this process, a private company transforms into a public company. Initial public offerings are used by companies to raise expansion capital, to possibly monetize the investments of early private investors, and to become publicly traded enterprises. A company selling shares is never required to repay the capital to its public investors. After the IPO, when shares trade freely in the open market, money passes between public investors. Although an IPO offers many advantages, there are also significant disadvantages, chief among these are the costs associated with the process and the requirement to disclose certain information that could prove helpful to competitors, or create difficulties with vendors.

Details of the proposed offering are disclosed to potential purchasers in the form of a lengthy document known as a *prospectus*. Most companies undertake an *IPO* with the assistance of an *investment banking firm* acting in the capacity of an *underwriter*. *Underwriters* provide several services, including help with correctly assessing the *value of shares* (*share price*), and establishing a *public market for shares* (*initial sale*). Alternative methods such as the *Dutch auction* have also been explored. In terms of size and public participation, the most notable example of this method is the *Google IPO*. *China* has recently emerged as a major *IPO* market, with several of the largest *IPOs* taking place in that country."

Chang-Yi Hsu, Jean Yu, Shiow-Ying Wen (2013) explain: "Initial public offering (IPO) is one of the popular methods which corporation uses to finance their equity. IPOs can be either small or large companies to raise expansion capital and become publicly traded enterprises. Numerous studies provide that common stocks of IPOs usually get high abnormal returns during the initial period, and then underperform during the post-issue period. There is no behavioral theory to explain why investors would react so. Investors' behavior is difficult to be predicted and measured directly."

Boeh, Southam (2011) notice: "The IPO is a key milestone that facilitates access to the public capital market and provides investors with a liquid security with an established market price. The decision to pursue an IPO is made by the top management team (TMT) and board in consultation with investment bankers. In the US, after filing a registration statement with the

Securities and Exchange Commission (SEC), the underwriters (UW) typically market the security using a book-building process (see Benveniste and Spindt (1989))."

Jiang, Leger (2009) present the IPO definition: "Initial public offering (IPO) refers to the first sale of stocks by an unlisted company to the public. Stock exchange listing (followed by public trading in open market) allows the creation of market prices and liquidity. Information asymmetry and agency problems in the market make the valuation of IPOs more difficult than that of listed common stocks so an essential part of the IPO process is the discovery of an appropriate issue price. IPO pricing must compensate for both direct costs (such as underwriting and information disclosure fees) and indirect costs (such as unknown risks specific to the offering, as distinct from systemic risks generally involved in pricing listed common stocks). The complex and special nature of IPO pricing is reflected in an 'IPO underpricing' phenomenon, in which statistically significant positive abnormal returns are widely observed in the first day of trading."

Hopp, Dreherdo (2007) state: "One form of raising capital is selling a company's shares on capital markets – i.e., going public. Going public is generally done through *Initial Public Offering (IPO)* where shares are sold to investors, usually at a price below those prevailing on the first day of trading (see *Ibbotson* (1975) for early evidence)."

Pritsker (2004, 2006) writes: "Two of the principle functions of a well performing financial system are to facilitate risk sharing among investors, and capital formation by firms. The initial public offering (IPO) process serves both of these functions by allowing the initial owners of a firm to raise capital while simultaneously transferring and sharing some of the firm's risk with the wider investing public."

Mira (2004) suggests: "The initial public offering (IPO) is the process in which a company offers its shares to the public and becomes a public company. Raising capital through IPO plays an important role in corporate finance and enables economic growth. Indeed, in the past decade, over \$500 billion were raised through IPOs in the US markets."

We would like to comment that the *initial public offering* of company equity at stock exchanges has been researched in the research articles, reports, presentations and books by a big number of prominent scientists from the top universities (see the compiled chronological list of most frequently cited research articles): The auction of long-term government securities has been researched in *Berney* (1964). The experimental studies of discrimination versus competition in sealed-bid auction markets have been completed in *Smith* (1967). The cycle of research works by *Eugene F. Fama* has been devoted to the dynamics of stock prices changes, including the *IPOs*. The adjustment of stock prices to new information has been investigated in *Fama, Fisher*,

Jensen, Roll (1969). A review of theory and empirical work on the efficient capital markets has been conducted in Fama (1970). The cross-section of expected stock returns has been studied in Fama, French (1992). The common risk factors in the returns on the stocks and bonds have been listed in Fama, French (1993). The multifactor explanations of asset pricing anomalies have been suggested in Fama, French (1996). The market efficiency, long-term returns, and behavioral finance have been researched in Fama (1998). The obtained research results over the years of intensive research have been shortly reviewed in Fama, Hansen, French (2013). The stock market mechanism have been investigated in Akerlof (1970). The small business and the new issues market for equities have been characterized in Stoll, Curley (1970). The problems of valuation of the unseasoned equity issues in 1965-1969 in Logue (1973). The complicated question: What's special about the role of the underwriter reputation and market activities in the IPOs?, has been clearly answered in Logue, Rogalski, Seward, Foster-Johnson (2001). The further evidences on the short-run results for the new issues investors have been presented in Reilly (1973). The pricing of initial equity issues with the focus on the French sealed-bid auction has been discussed in McDonald, Jacquillat (1974). The hot IPOs issue markets have been selected in *Ibbotson*, *Jaffe* (1975). The price performance of common stocks new issues has been analyzed in *Ibbotson* (1975). The mechanisms of the initial public offering have been researched in Ibbotson, Sindeler, Ritter (1988). The transactions cost approach to the theory of financial intermediation has been explored in Benston, Smith (1976). The theory of the firm, including the managerial behavior, agency costs and ownership structure, has been formulated in *Jensen*, Meckling (1976). The agency costs of free cash flow, corporate finance, and takeovers have been studied in *Jensen* (1986). The risk, uncertainty, and divergence of opinion have been selected as the topics of research in Miller (1977). The informational asymmetries, financial structure, and financial intermediation have been investigated in Leland, Pyle (1977). The seasoning process of new corporate bond issue has been researched in Weinstein (1978). The prospect theory of the decision making under the risk has been proposed in Kahneman, Tversky (1979). The auctions of shares have been described in Wilson (1979). The measurement of security price performance has been done in Brown, Warner (1980). The price discounts on the new equity issues in the UK and their relationship to the investor subscription in the period 1965 - 1975 have been studied in Buckland, Herbert, Yeomans (1981). The rational expectations, information acquisition, and competitive bidding have been researched in Milgrom (1981). A theory of the auctions and competitive bidding has been created in Milgrom, Weber (1982). The optimal auction design has been suggested in Myerson (1981). A model of the demand for the investment banking advising as well as the distribution services for the new issues have been described in *Baron* (1982). The

flow of information has been researched in *Dretske* (1983). The valuable research contributions by Jay R. Ritter are well known and highly regarded among the scientists. The innovation and communication: Signaling with partial disclosure in Bhattacharya, Ritter (1983). The "hot issue" market of 1980 has been researched in Ritter (1984). The signaling and the valuation of unseasoned new issues: have been discussed in Ritter (1984). The investment banking, reputation, and the underpricing of initial public offerings have been discussed in *Beatty*, *Ritter* (1986). The costs of going public process have been calculated in Ritter (1987). The buying and selling behavior of the individual investors at the turn of the year have been characterized in Ritter (1988). The long-run underperformance of initial public offerings has been evaluated in Ritter (1991). The measurement of the abnormal performance of the stocks has been completed in Chopra, Lakonishok, Ritter (1992). The turn-of-the-year effect has been explained in Ritter (1992). The going public problems have been discussed in Hanley, Ritter (1992). The market's problems with the pricing of initial public offerings have been indentified in *Ibbotson*, *Sindelar*, Ritter (1994). The international insights on the initial public offerings have been given in Loughran, Ritter, Rydqvist (1994). The certain information about the initial public offerings has been summarized in Ibbotson, Ritter (1995). The new issue puzzle has been indentified in Loughran, Ritter (1995). The costs of raising capital have been estimated in Lee, Lochhead, Ritter, Zhao (1996). The long-term market overreaction together with the effect of the low-priced stocks has been considered in Loughran, Ritter (1996). The operating performance of firms, conducting the seasoned equity offerings, has been analyzed in Loughran, Ritter (1997). The new issue puzzle has been uncovered in Loughran, Ritter (1995). The initial public offerings have been characterized in Ritter (1998a, b). The institutional affiliation and the role of venture capital, using the evidences from the initial public offerings in Japan, have been researched in Hamao, Packer, Ritter (1998). The valuation of the IPOs has been discussed in Kim, Ritter (1999). The seven percent solution in the case of the IPOs has been proposed in Chen, Ritter (2000). The institutional affiliation and the role of venture capital with the evidences from the initial public offerings in Japan have been researched in Hamao, Packer, Ritter (2000). The future of the new issues market has been forecasted in Ritter (2002). A review of the IPO activity, pricing and allocations has been made in Ritter, Welch (2002). The decline of inflation and the bull market of 1982 - 1999 have been well described in Ritter, Warr (2002). The question: Why don't the issuers get upset about the leaving money on the table in the IPOs?, has been answered in Loughran, Ritter (2002). The behavioral finance has been described in Ritter (2003a). The differences between the European IPOs market and the American IPOs market have been found to exist in Ritter (2003b). The research topics on the investment banking and securities issuance have been studied in Ritter (2003c). The IPO quiet periods have been studied in Ritter, Bradley, Jordan (2003). The IPO quiet periods have been found to exist in Ritter, Bradley, Jordan, Wolf (2004). The question: Why has the IPO underpricing changed over the time?, has been answered in Ritter, Loughran (2004). The recent developments in the corporate finance have been discussed in *Ritter* (2005). The economic growth and the equity returns have been researched in Ritter (2005). Some facts about the 2004 IPO market have been documented in Ritter (2005). The short interest, institutional ownership, and stock returns have been researched in Ritter, Asquith, Pathak (2005). The question: Do the today's trades affect the tomorrow's IPO allocation?, has been replied in Ritter, Nimalendran, Donghang Zhang (2007). The affiliated mutual funds and the allocation of initial public offerings have been considered in Ritter, Donghang Zhang (2007). The analyst behavior, following the IPOs, has been studied in Bradley, Jordan, Ritter (2008). The forensic finance has been discussed in Ritter (2008). The testing theories of capital structure and the estimation of the speed of adjustment have been researched in Ritter, Huang (2009). The economic consequences of the IPO spinning have been discussed in Ritter, Xiaoding Liu (2010). The marketing of seasoned equity offerings has been described in Ritter, Xiaohui Gao (2010). The local underwriter oligopolies and the IPO underpricing have been discussed in Ritter, Xiaoding Liu (2011). The equilibrium in the initial public offerings market has been described in Ritter (2011). The post-IPO employment and the revenue growth for the US IPOs in the time period from 1996 up to 2010 have been researched in Ritter, Kenney, Patton (2012). The Europe's second markets for the small companies have been analyzed in Ritter, Vismara, Paleari (2012). The problem on the re-energizing of the IPO market has been considered in Ritter (2013). The question: Where have all the IPOs gone?, has been answered in Ritter, Xiaohui Gao, Zhongyan Zhu (2013). The economies of scope and the IPOs activity in Europe have been characterized in Ritter, Signori, Vismara (2013). The corporate financing and investment decisions in the case, when the firms have information that the investors do not have, has been considered in Myers, Majluf (1984). The continuous auction and insider trading problems have been researched in Kyle (1985). The asset pricing and the bidask spread have been investigated in *Amihud*, *Mendelson* (1986). The shareholders and the stock prices of the IPOs with the evidences from Japan have been characterized in Amihud, Mendelson, Uno (1999). The allocations, adverse selection and cascades in the IPOs with the evidences from the Tel Aviv stock exchange in Israel have been studied in Amihud, Hauser, Kirsh (2001, 2003). The investment banking, reputation, and underpricing of the initial public offerings have been overviewed in *Beatty*, *Ritter* (1986). A study of the executive compensation, ownership, and board structure at the initial public offerings, including the managerial incentives, monitoring, and risk bearing, has been completed in *Beatty*, *Zajac* (1994). The issuer expenses and legal liability in the initial public offerings have been researched in *Beatty*, *Welch* (1996). The capital raising, underwriting and the certification hypothesis have been described in Booth, Smith (1986). An empirical study on the efficiency of the British primary market and the Swedish primary market with a particular accent on the problem of an access to the mentioned stock markets has been completed in Ridder (1986). The question: Why new issues are underpriced?, has been comprehensively discussed in Rock (1986). The problems on the large shareholders and the corporate control have been analyzed in Shleifer, Vishny (1986). The selected topics on the investor protection and equity markets have been characterized in *Shleifer*, Wolfenzon (2002). The information quality and the valuation of new IPOs issues have been considered in *Titman*, *Trueman* (1986). The coalition-proof of the *Nash* equilibria has been proposed in Bernheim, Peleg, Whinston (1987). The auctions and bidding techniques have been examined in McAfee, McMillan (1987). An examination of the mispricing, returns and uncertainty for the initial public offerings has been done in Miller, Reilly (1987). The underpricing of new *IPOs* issues and the choice of auditor as a signal of the investment banker's reputation has been studied in Balvers, McDonald, Miller (1988). The investment banker prestige and the underpricing of initial public offerings have been investigated in *Johnson*, *Miller* (1988). The anatomy of the initial public offerings of common stocks has been presented in *Tinic* (1988). The signaling by the underpricing in the IPO market has been detected in Allen, Faulhaber (1989). The initial public offerings underpricing has been researched in Barry (1989). The role of venture capital in the creation of public companies, based on the evidence from the going-public process, has been revealed in Barry, Muscarella, Peavy, Vetsuypens (1990). The cycle of research articles co-authored by Lawrence M. Benveniste clarifies a big number of important research problems in the IPO science. The problem: How investment bankers determine the offer price and allocation of new issues has been studied in Benveniste, Spindt (1989). A comparative analysis of the IPO proceeds under the alternative regulatory environments has been made in Benveniste, Wilhelm (1990). The price stabilization as a bonding mechanism in the new equity issues has been shown in Benveniste, Busaba, Wilhelm (1996). An analysis of competing strategies for the *IPOs* such as the book-building vs. the fixed price has been completed in *Benveniste*, *Busaba* (1997). The research on the initial public offerings, going by the book, has been made in *Benveniste*, Wilhelm (1997). The complex question: Who benefits from the secondary market price stabilization of the IPOs?, has been delicately answered in Benveniste, Erdal, Wilhelm (1998). The evidence of information spillovers in the production of investment banking services has been presented in Benveniste, Ljungqvist, Wilhelm, Yu (2003).

The signaling and the pricing of new IPO issues have been considered in Grinblatt, Hwang (1989). A direct test of the Rock's model of the pricing of unseasoned issues has been conducted in Koh, Walter (1989). The optimal multi unit auctions have been investigated in Maskin, Riley (1989). A few research papers by Chris J. Muscarella have been considered as of particular research interest, because of the uncovered theoretical mechanisms and practical causes of the underpricing effect. A simple test of the Baron's model of the IPO underpricing has been suggested in Muscarella, Vetsuypens (1989a). The underpricing of second initial public offering has been investigated in Muscarella, Vetsuypens (1989b). Some new empirical evidences on the firm age, uncertainty, and IPO underpricing have been presented in Muscarella, Vetsuypens (1990). The underpricing at stock exchanges in Germany in 1977 - 1987 has been researched in Uhlir (1989). The series of research articles by Ivo Welch has to be highlighted certainly, because of the innovative research proposals. The seasoned offerings and the pricing of new issues have been researched in Welch (1989). The sequential sales, learning and cascades have been investigated in Welch (1992). The theory and practical evidences on the equity valuation, following the IPO, has been presented in Welch (1996). A review on the IPO activity, pricing and allocations has been completed in Welch, Ritter (2002). The initial public offerings and underwriter reputation have been analyzed in Carter, Manaster (1990). The underwriter reputation, initial returns, and the long run performance of IPO stocks have been investigated in Carter, Dark, Singh (1998). The empirical estimates of beta, when the investors face an estimation risk, have been made in Clarkson, Thompson (1990). The evaluation methods have been reviewed in *Husson*, *Jacquillat* (1990). The winner's curse problem, interest costs and the underpricing of initial public offerings have been researched in Levis (1990). The equity issues and stock price dynamics have been considered in Lucas, McDonald (1990). The structure and governance of venture capital organizations, which invest in the IPOs, have been analyzed in Sahlman (1990). A lawyer's guide to the operation of underwriting syndicates has been written by Allen (1991). Some remarks on the measurement of the information content of stock trades have been presented in Hasbrouck (1991). The investor sentiment and the closed-end fund puzzle have been highlighted in Lee, Shleifer, Thaler (1991). The venture capitalists certification in the initial public offerings have been explained in Megginson, Weiss (1991). The introduction to the corporate finance have been made in Megginson, Smart (2009). The problems on the auditor credibility and the initial public offerings have been solved in *Menon*, Williams (1991). The pre-play communication, participation restrictions and efficiency in the initial public offerings have been discussed in *Spatt, Srivastava* (1991). The long run efficiency of the *IPO* pricing has been considered in Cotter (1992). The litigation risk, intermediation, and the underpricing of initial public offerings have been studied in *Hughes*, *Thakor* (1992). Theory and evidence on the effect of the secondary market on the pricing of the initial public offerings have been presented in Mauer, Senbet (1992). The elaborate research ideas on the IPOs have been proposed in a series of research articles by Reena Aggarwal The aftermarket performance of the initial public offerings in Latin America has been researched in Aggarwal, Leal, Hernandez (1993). The question: Why the initial public offerings are underpriced has been answered, using the evidences from Switzerland in Kunz, Aggarwal (1994). The stabilization activities by the underwriters after the initial public offerings have been investigated in Aggarwal (2000). The price discovery in the initial public offerings as well as the role of the lead underwriter in the initial public offerings have been documented in Aggarwal, Conway (2000). The empirical evidences on the institutional allocations in the initial public offerings have been presented in Aggarwal, Prabhala, Puri (2002). The strategic IPO underpricing, information momentum, and lockup expiration selling have been studied in Aggarwal, Krigman, Womack (2002). The allocation of the initial public offerings and flipping activity have been researched in Aggarwal (2003). The effect of the trading system on the underpricing of initial public offerings has been investigated in Affleck-Graves, Hegde, Miller, Reilly (1993). The theory and evidences on the common stock offerings across the business cycle have been presented in *Choe, Masulis, Nanda* (1993). The auctions of divisible goods have been researched in Back, Zender (1993). The auctions of divisible goods with the endogenous supply have been researched in *Back*, *Zender* (2001). The cycle of research articles by Thomas J. Chemmanur stems the idea of the IPO waves. A dynamic model on the pricing of initial public offerings has been suggested in Chemmanur (1993). The question: Why include warrants in new equity issues?, has been answered in the theory of unit IPOs in Chemmanur, Fulghieri (1997). A theory of the goingpublic decision has been proposed in Chemmanur, Fulghieri (1999). A dynamic model of the choice between the fixed-price offerings and the auctions in the *IPOs* and privatizations has been proposed in *Chemmanur*, Liu (2003). The institutional trading, allocation sales, and private information in the IPOs have been discussed in Chemmanur, Hu (2007). The topics on the product market advertising and new equity issues have been discussed in Chemmanur, Yan (2009). The role of institutional investors in the seasoned equity offerings has been highlighted in Chemmanur, He, Hu (2009). The going public decision and the product market have been reviewed in Chemmanur, He, Nandy (2010). The heterogeneous beliefs, short sale constraints, and an economic role of the underwriter in the IPOs have been explained in Chemmanur, Krishnan (2012). The theory and evidences on the IPO waves, product market competition, and going public decision have been presented in *Chemmanur*, He (2012). The long-term market overreaction or biases in the computed returns have been revealed in Conrad, Kaul (1993). The short-run and long-run performance of the Korean IPOs in 1980-1990 have been researched in Dhatt, Kim, Lim (1993). The IPO underpricing and the insurance against legal liability have been described in Drake, Vetsuypens (1993). The options, short sales, and market completeness have been researched in Figlewski, Webb (1993). The underpricing of the initial public offerings and the partial adjustment phenomenon have been researched in Hanley (1993). Evidence on the strategic allocation of initial public offerings has been given in Hanley, Wilhelm (1995). The Japanese initial public offerings at the time of the Japan's financial markets restructuring have been researched in Hebner, Hiraki (1993). The implications for the stock market efficiency have been studied in Jegadeesh, Weinstein, Titman (1993a). An empirical investigation of the IPO returns and subsequent equity offerings have been conducted in Jegadeesh, Weinstein, Welch (1993b). The winner's curse, legal liability, and long-run price performance of the initial public offerings in Finland have been investigated in Keloharju (1993). The strategic behavior and underpricing in the uniform price auctions, including the evidences from the Finnish treasury auctions, have been described in Keloharju, Nyborg, Rydqvist (2004). The post-IPO performances in France have been studied in Leleux (1993). The post-issue performance of the IPOs in the European IPO markets has been studied in Leleux, Muzyka (1997). The UK experience as far as the long-run performance of the initial public offerings in 1980 - 1988 has been shared in Levis (1993). The UK IPO market in 2000 has been analyzed in Levis (2004). The cycle of exceptional research articles by *Tim Loughran* presents the important research results on the short- and long- term performances of the *IPOs*. The underperformance of the initial public offerings, comparing the NYSE vs. NASDAQ data, has been analyzed in Loughran (1993). The international insights on the initial public offerings have been presented in Loughran, Ritter, Rydqvist (1994). The new issue puzzle has been researched in Loughran, Ritter (1995). The operating performance of firms, conducting the seasoned equity offering, has been investigated in Loughran, Ritter (1997). The uniformly least powerful tests of market efficiency have been completed in Loughran, Ritter (2000). The problem: Why don't the issuers get upset about leaving the money on the table in the IPOs?, has been discussed in Loughran, Ritter (2002). The question: Why has the IPO underpricing changed over time?, has been considered in Loughran, Ritter (2003, 2004). The underwriter price support and the IPO underpricing puzzle have been uncovered in *Ruud* (1993). The compensation, participation, restrictions, and the underpricing of initial public offerings with the clear evidences from Sweden have been provided in Rydqvist (1993). A reputation based model in the case of the New Zealand IPO underpricing has been discussed in Vos, Cheung (1993). The accounting choices by the issuers of the initial public offerings have been reviewed in Friedlan (1994). The post-issue operating performances of IPO firms have been analyzed in Jain, Kini (1994). The underpricing of the Canadian initial public offerings in 1971 – 1992 has been researched in Jog, Srivastava (1994). The voluntary disclosure of management earnings forecasts in the IPOs as well as the impact on the underpricing and post-issue return performance in Jog, McConomy (1999). The question: Why the initial public offerings are underpriced has been answered, using the evidences from Switzerland in Kunz, Aggarwal (1994). The topics on the venture capitalists and the decision to go public have been described in Lerner (1994). The pricing of initial public offerings with the focus on the tests of the adverse-selection and the signaling theories has been discussed in Michaely, Shaw (1994). The conflict of interest and the credibility of underwriter analyst recommendations have been investigated in Michaely, Womack (1999). The aftermarket support and underpricing of the initial public offerings have been researched in Schultz, Zaman (1994). The pseudo market timing and the long-run underperformance of the IPOs have been discussed in Schultz (2003). The underwriter price support and the IPO underpricing puzzle have been considered in Degeorge (1995). The application of the book-building method in the IPOs has been described in Degeorge, Derrien, Womack (2005). The private communications on the IPO underpricing, long term performance and emerging issues markets have been conducted in Gerstein (1995, 1996). The optimal investment, monitoring, and staging of venture capital have been described in Gompers (1995). The topics on the venture capital and the creation of public companies have been researched in Gompers, Lerner (1997). The really long-term performance of the initial public offerings in the pre-Nasdag era have been considered in Gompers, Lerner (2001, 2003a, b). The aftermarket performance of the initial public offerings in Korea has been explained in Kim, Krinsky, Lee (1995). The going public techniques in the 1980s with the evidences from Sweden have been explained in Rydqvist, Högholm (1995). The underperformance in the longrun stock returns, following the seasoned equity offerings, has been discussed in Spiess, Affleck-Graves (1995). The IPO and the first seasoned equity sale, including the issue proceeds, owner/manager's wealth, and under-pricing signal, have been researched in Spiess, Pettway (1997). The long-run performance of stock returns, following the debt offerings, has been described in Spiess, Affleck-Graves (1999). The insider ownership and the decision to go public have been characterized in Zingales (1995). The series of research articles by Brad M. Barber deals with the long-run abnormal stock returns. The detection of the long-run abnormal stock returns, using the test statistics, has been described in *Barber*, *Lyon* (1996a, 1997). The problem: How can the long-run abnormal stock returns be both positively and negatively biased?, has been solved in *Barber*, Lyon (1996b). The effect of attention on the buying behaviour of the individual

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In this empirical research, we prefer to limit our research considerations by setting the boundary conditions: The initial public offerings take place at the global stock exchanges in the diffusion-type financial systems in the imperfect highly volatile global capital markets with the induced nonlinearities. Since the time, when the first financial systems were established to govern the money markets in Bagehot (1873, 1897), Fisher (1892), the diffusion theory has been

frequently applied to accurately characterize the *diffusion - type financial systems* in the *finances*. The multiple evidences of the fact that the *diffusion processes* have the considerable influences on the various econophysical and econometrical parameters of the diffusion-type financial systems have been described in Bachelier (1900), Volterra (1906), Slutsky (1910, 1912, 1913, 1914, 1915, 1922a, b, 1923a, b c, 1925a, b, 1926, 1927a, b, 1929, 1935, 1937a, b, 1942), Osborne (1959), Alexander (1961), Shiryaev (1961, 1963, 1964, 1965, 1967, 1978, 1998a, b, 2002, 2008a, b, 2010), Grigelionis, Shiryaev (1966), Graversen, Peskir, Shiryaev (2001), Kallsen, Shiryaev (2001, 2002), Jacod, Shiryaev (2003), Peskir, Shiryaev (2006), Feinberg, Shiryaev (2006), du Toit, Peskir, Shiryaev (2007), Eberlein, Papapantoleon, Shiryaev (2008, 2009), Shiryaev, Zryumov (2009), Shiryaev, Novikov (2009), Gapeev, Shiryaev (2010), Karatzas, Shiryaev, Shkolnikov (2011), Shiryaev, Zhitlukhin (2012), Zhitlukhin, Shiryaev (2012), Feinberg, Mandava, Shiryaev (2013), Akerlof, Stiglitz (1966), Rothschild, Stiglitz (1976), Stiglitz, Weiss (1981), Richiardi, Gallegati, Greenwald, Stiglitz (2007), Jaffee, Russell (1976), Leland, Pyle (1977), Bernanke (1979, 2002, 2004, 2007, 2009a, b, c, d, e, 2010a, b, 2012a, b, 2013a, b, c, d, e, f, g, h, 2014), Bernanke, Blinder (1992), Bernanke, Gertler (1995), Bernanke, Reinhart (2004), Bernanke, Reinhart, Sack (2004), Bernanke, Blanchard, Summers, Weber (2013), Shiller, Pound (1989), Conley, Hansen, Luttmer, Scheinkman (1997), Stock, Watson (2002), Xiaohong Chen, Hansen, Carrasco (2009), Ledenyov D O, Ledenyov V O (2013f, g, h, i).

The authors would like to make an additional comment that the *diffusion theory* in the *econophysics* has been frequently complemented by the numerous important research discoveries from the theoretical and experimental researches on the *diffusion phenomena* in the *physics*, *chemistry* and *mathematics* in *Abramenkov*, *Fogel'*, *Slyozov*, *Tanatarov*, *O. P. Ledenyov* (2012), *Ledenyov V O*, *Ledenyov D O*, *Ledenyov O P* (2012f), *Ledenyov D O*, *Ledenyov V O* (2012e).

Finally, let us say that this short condensed research article has been written, keeping in the mind the following research topics discussion order:

- 1. The theories on the initial public offering of company equity at the stock exchanges in the imperfect highly volatile global capital markets with the induced nonlinearities;
- 2. The valuation of the initial public offering of company equity at the stock exchanges in the imperfect highly volatile global capital markets with the induced nonlinearities;
- 3. The underpricing of the initial public offering of company equity at the stock exchanges in the imperfect highly volatile global capital markets with the induced nonlinearities;
- 4. The long term performance of the initial public offering of company equity at the stock exchanges in the imperfect highly volatile global capital markets with the induced nonlinearities;

5. The information absorption by the investors on the company equity value in time of the initial public offering at the stock exchanges in the imperfect highly volatile global capital markets with the induced nonlinearities.

## Theories on initial public offering of company equity at stock exchanges in imperfect highly volatile global capital markets with induced nonlinearities

Beginning the discussion on the initial public offerings, let us comment that, in *Europe*, the first *IPO* was the public offering of the *Vereenigde Oost-Indische Compagnie (Dutch East India Company)* in *The Netherlands* in *1602* in *Joseph Penso de la Vega (1668, 1996)*, *Wikipedia (2014)*, *Shiryaev (1998a)*. In the *United States*, the first *IPO* was the public offering of the *Bank of North America* around *1783* in *Wikipedia (2014)*. Let us continue the discussion on the theories and practices on the initial public offering, explaining the main reasons for the *IPOs*.

Welch, Ritter (2002) write: "The first question must be "why do firms go public?" In most cases, the primary answer is the desire to raise equity capital for the firm and to create a public market in which the founders and other shareholders can convert some of their wealth into cash at a future date. Nonfinancial reasons, such as increased publicity, play only a minor role for most firms: absent cash considerations, most entrepreneurs would rather just run their firms than concern themselves with the complex public market process. This still leaves the question of why IPOs are the best way for entrepreneurs to raise capital, and why the motivation to do an IPO is stronger in some situations or times (see Table 1) than in others. Stepping outside our own sample, Gompers and Lerner (2001) report that there were fewer U.S. IPOs from 1935 - 1959 than the 683 in 1969 alone, and La Porta, Lopez-de-Silanes, Shleifer, and Vishny (1997) report wide differences in IPO activity across countries."

Welch, Ritter (2002) distinguish the two big categories of theories on the going public decisions: "1. Life cycle theories:

a) The first formal theory of the going public decision appeared in *Zingales* (1995). He observed that it is much easier for a potential acquirer to spot a potential takeover target when it is public. Moreover, entrepreneurs realize that acquirers can pressure targets on pricing concessions more than they can pressure outside investors. By going public, entrepreneurs thus help facilitate the acquisition of their company for a higher value than what they would get from an outright sale. In contrast, *Black and Gilson* (1998) point out that entrepreneurs often regain control from the venture capitalists in venture capital-backed companies at the *IPO*. Thus, many *IPOs* are not so much exits for the entrepreneur as they are for the venture capitalists.

- b) Chemmanur and Fulghieri (1999) develop the more conventional wisdom that IPOs allow more dispersion of ownership, with its advantages and disadvantages. Pre-IPO "angel" investors or venture capitalists hold undiversified portfolios, and therefore are not willing to pay as high a price as diversified public-market investors. There are fixed costs associated with going public, however, and proprietary information cannot be costlessly revealed—after all, small investors cannot take a tour of the firm and its secret inventions. Thus, early in its life cycle a firm will be private, but if it grows sufficiently large, it becomes optimal to go public.
- c) Public trading per se has costs and benefits. *Maksimovic and Pichler* (2001) point out that a high public price can attract product market competition. Public trading, however, can in itself add value to the firm, as it may inspire more faith in the firm from other investors, customers, creditors, and suppliers. Being the first in an industry to go public sometimes confers a first-mover advantage. The quintessential company often cited as an example is *Netscape*. However, *Spyglass* was a browser company that went public two months before *Netscape*—and quickly faltered under *Netscape*'s competition. *Schultz and Zaman* (2001) report that many internet firms that went public in the late *1990s* pursued an aggressive acquisition strategy, which they interpret as an attempt to pre-empt competitors.

#### 2. Market-timing theories

- a)Lucas and McDonald (1990) develop an asymmetric information model where firms postpone their equity issue if they know they are currently undervalued. If a bear market places too low a value on the firm, given the knowledge of entrepreneurs, then they will delay their IPOs until a bull market offers more favorable pricing. In Choe, Masulis, and Nanda (1993), firms avoid issuing in periods where few other good-quality firms issue. Other theories have argued that markets provide valuable information to entrepreneurs ("information spillovers"), who respond to increased growth opportunities signaled by higher prices (Subramanyam and Titman (1999), Schultz (2000)).
- b) We suggest that in addition to these rational theories for *IPO* volume fluctuations, a plausible semi-rational theory without asymmetric information can also explain cycles in issuing activity: entrepreneurs' sense of enterprise value derives more from their internal perspective, their day-to-day involvement with the underlying business fundamentals, and less so from the public stock market. Sudden changes in the value of publicly traded firms are not as quickly absorbed into the private sense of value held by entrepreneurs. Thus entrepreneurs adjust their valuation with a lag. As a result, even if the market price is driven by irrational public sentiment or the entrepreneur's price is driven by irrational private sentiment, entrepreneurs are more inclined to sell shares *after* valuations in the public markets have increased."

Welch, Ritter (2002) note: "We interpret the evidence on the going public decision as suggesting that firms go public in response to favorable market conditions, but only if they are beyond a certain stage in their life cycle. Perhaps the most important unanswered question is why issuing volume drops so precipitously following stock market drops. Although offer prices are lowered, many firms withdraw their offering rather than proceed with their *IPO*. In other words, why is there quantity adjustment, rather than price adjustment? This is a puzzle not only for the *IPO* market, but for follow-on offerings as well."

Tab. 1 shows a number of *IPOs*, first-day returns, gross proceeds, amount of money left on the table, and long run performance by cohort year, *1980-2001* in *Welch*, *Ritter* (2002).

		Average	Aggregate Gross	Aggregate Money Left		Average 3-year Buy-and-hold Return		
	Number	First-day	Proceeds, on the Table,			Style-		
Year	of IPOs	Return	millions	millions	IPOs	Market- adjusted	adjusted	
				•				
1980	70	14.5%	\$2,020	\$408	88.2%	35.5%	17.1%	
1981	191	5.9%	\$4,613	\$264	12.8%	-26.2%	-7.4%	
1982	77	11.4%	\$1,839	\$245	32.2%	-36.5%	-48.7%	
1983	442	10.1%	\$15,348	\$1,479	15.4%	-38.7%	2.5%	
1984	172	3.6%	\$3,543	\$86	27.7%	-51.3%	3.0%	
1985	179	6.3%	\$6,963	\$354	7.6%	-39.5%	7.3%	
1986	378	6.3%	\$19,653	\$1,030	18.6%	-20.4%	14.3%	
1987	271	6.0%	\$16,299	\$1,019	-1.8%	-18.9%	4.5%	
1988	97	5.4%	\$5,324	\$186	55.7%	8.3%	51.3%	
1989	105	8.1%	\$6,773	\$336	51.1%	16.8%	32.5%	
1990	104	10.8%	\$5,611	\$454	12.2%	-34.1%	-32.4%	
1991	273	12.1%	\$15,923	\$1,788	31.5%	-1.7%	5.8%	
1992	385	10.2%	\$26,373	\$2,148	34.8%	-2.3%	-19.4%	
1993	483	12.8%	\$34,422	\$3,915	44.9%	-7.8%	-23.9%	
1994	387	9.8%	\$19,323	\$1,650	74.1%	-8.3%	1.0%	
1995	432	21.5%	\$28,347	\$5,033	24.8%	-62.3%	-14.1%	
1996	621	16.7%	\$45,940	\$7,383	25.6%	-57.0%	8.6%	
1997	432	13.8%	\$31,701	\$4,664	67.7%	6.8%	41.0%	
1998	267	22.3%	\$34,628	\$5,352	27.1%	9.1%	12.2%	
1999	457	71.7%	\$66,770	\$37,943	-46.2%	-32.9%	-74.2%	
2000	346	56.1%	\$62,593	\$27,682	-64.7%	-36.4%	-42.6%	
2001	80	14.0%	\$34,344	\$2,973	n.a.	n.a.	n.a.	
1980-1989	1,982	7.4%	\$82,476	\$5,409	20.8%	-24.7%	6.9%	
1990-1994	1,632	11.2%	\$101,652	\$9,954	44.7%	-7.2%	-12.7%	
1995-1998	1,752	18.1%	\$140,613	\$22,436	36.0%	-32.3%	11.6%	
1999-2000	803	65.0%	\$129,363	\$65,625	-53.8%	-34.3%	-61.2%	
2001	80	14.0%	\$34,344	\$2,973	n.a.	n.a.	n.a.	
2001		11.070	451,517	Ψ2,773	11.44.	11.4.	11.4.	
1980-2001	6,249	18.8%	\$488,448	\$106,397	22.6%	-23.4%	-5.1%	

**Tab. 1.** Number of IPOs, first-day returns, gross proceeds, amount of money left on the table, and long run performance by cohort year, 1980-2001 (after Welch, Ritter (2002)).

Roosenboom, van der Goot (2003) analyzed the IPOs on the Euronext Amsterdam in The Netherlands: "We analyze a sample of 111 IPOs on Euronext Amsterdam during the years 1984-1999." Tab. 2 provides the summary statistics for 111 IPOs on the Euronext Amsterdam from January 1984 to December 1999, and Fig. 1 shows the time distribution of IPOs in the Netherlands in Roosenboom, van der Goot (2003).

	Average	Median	Standard deviation	Maximum	Minimu m
Market capitalization (million Euro)	426.77	61.99	1,507.99	13,453.20	11.54
Total assets (million Euro)	162.61	35.10	368.41	2,205.37	2.29
Proceeds (million Euro)	89.38	21.70	212.47	1,476.563	2.18
Primary offering (%)	33.83	23.40	33.42	100.00	0.00
Underpricing (%)	9.45	2.50	19.77	97.73	-31.24
Sales growth (%)	39.25	24.21	50.81	308.03	-33.96
Return on sales (%)	11.24	12.39	25.25	61.18	-199.77
Leverage (%)	12.26	6.23	16.28	95.20	0.00
Company age (years)	28.08	15.00	32.44	152.00	0.50
Pre-IPO management ownership (%)	44.35	33.05	40.52	100.00	0.00
Market-to-book ratio	6.19	3.63	6.96	41.53	0.57

**Tab. 2.** Summary statistics for 111 IPOs on Euronext Amsterdam from January 1984 to December 1999 (after Roosenboom, van der Goot (2003)).

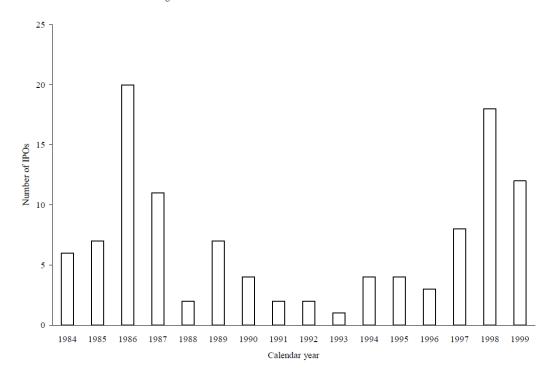


Figure 1: Time distribution of IPOs in the Netherlands

Fig. 1. Time distribution of IPOs in the Netherlands (after Roosenboom, van der Goot (2003)).

Let us continue with the research statements by *Gajewski*, *Gresse* (2006): "In recent years, the market for *initial public offerings* (*IPOs*) in *Europe* has been characterized by several important developments. Two major characteristics of this period are the outperformance of 'new economy' *IPOs* and the growth of book-building as the favourite choice among *IPO* underwriting procedures. Another striking feature of the landscape of *European IPOs* is its 'cyclicality'. In the late *90s*, the growth of the internet bubble induced a large number of new economy firms to go public, resulting in a hot issue market from *1998* to *2000*. This *IPO*-euphoria period was also characterized by high levels of initial returns, meaning that most *IPO* companies "left money on the table". Nevertheless, since *2000*, with the substantial decline of most *New Markets*, primary markets have become more apathetic than ever on most stock exchanges. Finally, with the introduction of the *Euro* in twelve *European* countries, investors in new listings tend to establish their financial strategies at a *European* level instead of clustering in national markets."

Tab. 3 shows the *IPOs* number of domestic firms per year and per country with the investment funds excluded in *Gajewski*, *Gresse* (2006).

	1995	1996	1997	1998	1999	2000	2001	2002	2003	2004	Total
Austria	4	2	4	2	4	7	6	3	8	2	42
Belgium*	1	3	13	18	17	7					
France	22	59	82	226	68	76	36	15	14	20	800
Netherlands	6	7	15	22	17	9			14	20	
Portugal	16	5	7	10	5	4					
Finland	10	7	12	12	27	19	9	2	0	1	99
Germany	20	20	35	67	134	134	21	6	0	6	443
Greece	18	20	12	23	37	52	21	15	13	9	220
Italy	12	15	13	21	33	48	18	13	10	9	192
Poland	21	18	62	57	28	13	9	5	5	32	250
Spain**	0	4	7	8	10	5	2	1	1	2	40
Sweden	16	17	50	32	47	44	19	8	4	5	242
Switzerland	6	6	13	17	17	23	14	5	1	3	105
Turkey	30	25	29	20	9	36	1	5	4	12	171
United Kingdom	285	347	217	169	161	366	236	219	194	413	2,607
Total	467	555	571	704	614	843	392	297	254	514	5,211

General source: WFE (WFE European statistics are originally provided by FESE.)

**Tab. 3.** IPOs: Number per year and per country domestic firms only - investment funds excluded (after Gajewski, Gresse (2006)).

<sup>\*</sup>Source: WFE for 1996-2004, Euronext Brussels for 1995.

<sup>\*\*</sup>Source: Bolsa de Madrid.

Tab. 4 shows the *IPOs*: New capital raised per year and per country - investment funds excluded; Tab. 5 presents the data on the *IPOs*: End-of-year market value per year and per country domestic firms only - investment funds excluded in *Gajewski*, *Gresse* (2006).

	1995	1996	1997	1998	1999	2000	2001	2002	2003	2004	Total
Austria	1,421	99	2,732	118	609	2,013	500	1,146	1,496	1,900	12,034
Belgium	136	832	487	1,003	2,178	7,163					-75
France	153	957	7,332	12,283	6,923	11,663	20.140*	2 (0.0%	cook	9,642*	182,640*
Netherlands	3,954	3,004	7,011	13,821	21,222	28,972	39,148*	3,696*	600*		
Portugal	0	0	0	0	0	460					
Finland	40	91	545	342	238	628	0	0	0	0	1,885
Germany	3,537	10,332	2,528	3,228	12,964	25,556	2,882	214	0	6	61,247
Greece	60	337	60	919	899	2,843	1,060	92	61	95	6,426
Italy	3,645	1,611	818	578	1,436	6,807	4,383	1,986	550	2,630	24,444-
Poland	297	39	261	208	107	335	1	2	0	2251	3,501
Spain**	na	1,004	926	4,829	25,151	67,532	19,230	5,690	10,938	21,658	156,959
Sweden	1,806	2,514	1,259	514	538	10,881	301	3,631	0	1,039	22,483
Switzerland	1,395	670	1,664	9,258	9,769	24,361	2,624	8	0	1,530	51,279
Turkey	12	22	76	128	85	2729	0	667	383	1,336	5,437
United Kingdom	3,375	14,293	1,074	5,692	7,355	15,186	10,791	8,229	6,546	10,644	83,186

Source: WFE (WFE European statistics are originally provided by FESE.)

Statistics include domestic firms only and exclude investment funds. All figures are in  $\ensuremath{\varepsilon}$ 

**Tab. 4.** IPOs: New capital raised per year and per country- investment funds excluded (after Gajewski, Gresse (2006)).

	1997	1998	1999	2000	2001	2002	2003	2004	Total
Austria	2,732	125	642	2,044	570	55	4,637	76	10,881
Belgium	3,109	5,461	4,754	16,941					
France	37,019	41,821	29,003	54,820	109.640*	7,620*	919*	26,582*	469,618
Netherlands	7,011	12,829	30,004	28,972	109,040	7,020	919	20,362	
Portugal	2,539	1,306	3,192	46,076					
Finland	1,478	2,800	10,852	8,160	1,881	17,801	988	317	44,277
Germany	2,526	3,278	12,964	25,556	2,882	223	0	1,996	49,425
Greece	354	177	307	1,391	9,847	796	645	392	13,909
Italy	3,065	14,270	84,930	50,023	10,586	19,971	33,664	71,111	287,620
Poland	5,488	8,959	3,414	1,549	647	111	338	8,693	29,198
Spain**	na	10,136	25,151	406	116	136	94	186	36,224
Sweden	11,843	7,159	58,928	46,456	5,805	2,871	613	1,322	134,998
Switzerland	9,583	9,249	9,769	19,682	6,609	2,023	1,270	1,530	59,715
Turkey	285	256	85	3	0	201	30	1,428	2,287
United Kingdom	100,097	67,811	125,537	336,690	168,603	93,397	52,661	38,606	983,403

Source: WFE (WFE European statistics are originally provided by FESE).

Statistics include domestic firms only and exclude investment funds. All figures are in  $\in$ 

**Tab. 5.** IPOs: End-of-year market value per year and per country domestic firms only-investment funds excluded (after Gajewski, Gresse (2006)).

<sup>\*</sup> Statistics for all Euronext.

<sup>\*\*</sup> Statistics for BME.

<sup>\*</sup> Statistics for all Euronext

<sup>\*\*</sup> Statistics for BME

Gajewski, Gresse (2006) describe the current stock exchange listing process on the European stock exchanges: "A request for a stock exchange listing must be made on the basis of an introduction prospectus whose contents are subject to regulation and which is generally filed a few months (120 days on average according to Schuster (2003)) before the admission date. Typically, a universal or an investment bank, called 'the underwriter', is involved in developing the admission statement and is in charge of the underwriting and floatation process. The underwriter is chosen by the IPO candidate after a so-called 'beauty contest' at which banks or other financial institutions present their proposals for the IPO. For most IPOs, the underwriter assembles a banking syndicate, i.e. a combination of several banks or financial institutions. As the 'lead manager', the underwriter is responsible for implementing the IPO while other members of the syndicate only undertake underwriting or placement functions. The banks that make up the syndicate are also selected through a 'beauty contest' in which individual banks present their estimates of the firm's value, the issue price, the demand for the issuer's shares as well as the costs of the issue. In order to compile the IPO prospectus, lawyers, together with the underwriting bank, conduct due diligence, that is an examination of the company regarding its legal, financial, and commercial aspects. The legal due diligence includes an examination of the company's major contracts, liabilities, patents and other legal facts. The commercial due diligence contains an analysis of the issuing company's fields of business, market positions, development strategies, human resources, management, etc. Financial due diligence entails financial statements, auditors' reports for cases in which audited accounts are required, investment planning, etc. While due diligence is exclusively for internal use, it serves as a basis for the offering prospectus, which, at the minimum, contains information on the shares to be admitted, general information about the issuer and associated companies, a description of the issuer's business activities, a presentation of the issuer's net assets, financial position and results of operations. The actual minimum content of the admission document and listing requirements are usually defined by the regulatory body of the primary market and differ from country to country (cf. I.2). The next step of the floatation process is to obtain the approval of the admission authority, i.e. the market supervisor or the exchange itself or both. Lastly, the initial pricing and placement of the shares are organized either by the underwriter or in co-ordination with the exchange, depending on the institutional setting (cf. I.3)."

Gajewski, Gresse (2006) add: "Main markets are characterized by three common requirements, specifically accounting records history, capital size and floating capitalisation."

Tabs. 6a, b, c show the *IPO* listing requirements on the *European* regulated markets, and Tab. 7 represents the *IPO* mechanisms by country in *Gajewski*, *Gresse* (2006).

Country	Exchange	Admission authority	Main Market	Parallel Market		New Market	
Austria	Vienna Stock Exchange (VSE)	VSE	Shares with a par value         Sh           Market value > EUR 2.9 millions         Mr           Free float > EUR 725,000         Fr           Non par value shares         No           Total number of shares > 20,000         To           Market value > EUR 725,000         Mr           Free float > 10,000 shares         Fr           Financial statements for the 3 preceding business years         Financial statements for the 3 preceding business years         Financial statements for the 3 preceding business years           Prime Standard         Pr           Same as General Standard         Sa           Accounting in accordance with U.S.         Ac	Semi-Official Market eneral Standard ares with a par value arket value > EUR 725,000 ree float > EUR 181,250 on par value shares otal number of shares > 10,000 arket value > EUR 362,500 ree float > 2,500 shares nancial statements for the 1 preceding siness years rime Standard une as General Standard coounting in accordance with U.S. AAP and IFRS			
Belgium until April 2005	Euronext	CBF	Value of the shares offered to the public > EUR 5 millions Cl Free float > 25% Ms	Alue of the shares offered to the public investment certificates Closed in 2005 Capitalisation At least 3 yea itled audited accounts over a period of 3 ears prior to the date of the listing inancial reporting in accordance with ledgian standards and IFRS investment certificates High-growth Closed in 2005 Capitalisation At least 3 yea its addited accounts Issuance > EUR 1 million Issuance > EUR			
France until February 2005	Euronext	AMF and Euronext Paris	millions M. Filed audited accounts over a period of 3 program prior to the date of the listing Number of shares distributed to the public > 25% or > 600,000 shares Nt	Second Marché reated in 1983 – closed in 2005 larket capitalisation > EUR 12/15 illions led audited accounts over a period of 2 aras prior to the date of the listing umber of shares distributed to the publ 10% and > EUR 4.5 millions	Created in 199 High-growth Shareholders' Issuance > 10 Free float > 20 ic Capital increa Lock up perio 1998 to 2003	Nouveau Marché 96 – closed in 2005 companies equity > EUR 1.5 millions 0,000 shares and > EUR 5 millions	
Netherlands until April 2005	Euronext	Euronext Amsterdam	Shareholders' equity > EUR 5 millions  Number of shares distributed to the public  Filed audited accounts over a period of 3 y 6-month lock-up period for managers	Euro.NM Amsterdam Created in 1997 in replacement of the Offici Parallel Market (closed in 1994) – closed in 200 High-growth companies Shareholders' equity > EUR 5 millions Filed audited accounts over a period of 3 years prior to the date of the listing (1 year only for ne economy companies) Number of shares distributed to the public > 100,000 and > 20% Capital increase > 50% of offered shares Lock-up period for managers: 3 years applicable to 80% of the shares			
Portugal until April 2005	Euronext	CMVM	Main Market Market capitalisation > EUR 2.5 millions Total number of shares > 500,000 Number of shares distributed to the public Filed audited accounts over a period of 3 y prior to the date of the listing	10%	625,000 to the public >	Novo Mercado Closed in 2005 High-growth companies Shareholders' equity > EUR 1.5 millions Market capitalisation > EUR 2.5 millions Number of shares distributed to the public > 100,000 and > 20% Capital increase > 50% of offered shares Lock up period	
Belgium, France, Netherlands, Portugal	Euronext	CMF AMF CMCM	Number of shares distributed to the public Filed audited accounts over a period of 3 y		Alternext Unregulated market. No requirement on size, sector, growth. 2-year track record at least With public offer Float > EUR 2.5 millions Prospectus to be approved by the AMF Without public offer No float requirement Offering circular with no authority approval		
Finland	Helsinki Stock Exchange (HSE)	HSE	Main List Capital ressources > EUR 2 millions Shareholders' equity > EUR 4 millions Filed audited accounts over a period of 3 y prior to the date of the listing Number of shares distributed to the public Voting rights in the general public > 10%	Number of shares distributed		NM List Market capitalisation > EUR 2 millions Filed audited accounts over a period of 1 year prior to the date of the listing Number of shares distributed to the public > 15% Voting rights in the general public > 10% 3-year business plan lock-up period for main shareholders if existence length < 3 years	

Tab. 6a. Listing requirements on European regulated markets (after Gajewski, Gresse (2006)).

Germany	Deutsche Börse	Frankfurt Stock Exchange	Official Market General Standard	Regulated Market – General Standard Number of shares distributed to the public >	Neuer Markt Created in 1997 – closed in 2003
			Market value > EUR 1.25 millions	10,000	Shareholders' equity > EUR 1.5 millions
			Free float > 25%	3 years of existence	At least 2 designated sponsors
			Filed audited accounts over a period of 3 years	Filed audited accounts over a period of 1 year prior to the date of the listing	Issuance > 100,000 shares
			prior to the date of the listing	Financial reporting in accordance with German	Issuance > EUR 250,000 in nominal value
			Financial reporting in accordance with German standards	standards	Expected market value > EUR 5 millions
			Prime Standard		Free float > 20%  Capital increase against cash > 50% of offered
			Same as General Standard		shares
			Financial reporting in accordance with U.S. GAAP and IFRS		6-month lock-up period for pre-IPO sharehold
					Financial reporting in accordance with U.S. GAAP and IFRS
Greece	Athens Stock Exchange	ASE Capital Market	Main Market Shareholders' equity > GRD 4 billions (EUR	Parallel Market Shareholders' equity > GRD 1 billion (EUR	New Market (NEHA) Created in 1999
	(ASE)	Commission	11.74 millions)	2.93 millions)	New-technology firms
		(CMC) for firms not complying age	25% of the equity should be distributed to at least	20% of the equity should be distributed to at least 1,000 shareholders	Shareholders' equity > GRD 200 millions (EU
			2,000 shareholders owning less than 2% of the capital		587,000)
		requirements	Filed audited accounts over a period of 3 years	Capital increase > 80% of offered shares	Issuance > 100,000 shares
			prior to the date of the listing	Filed audited accounts over a period of 2 year prior to the date of the listing	$Issuance > GRD\ 250\ millions\ (EUR\ 734,000)$
				, and the second	At least 150 shareholders must own less than 2 of the capital.
					Capital increase > 80% of offered shares
					Filed audited accounts over a period of 2 year prior to the date of the listing
					Lock-up period for shareholders owning >5%: 80% of the shares during 1 year and 50% durin years
					At least 1 market maker
Italy	Borsa Italiana	CONSOB and	Borsa (MTA)	Mercato Expandi	Nuovo Mercato
tuly	Dorsa Hamana	Borsa Italiana	Blue Chips	Market capitalisation > EUR 1 million	High-growth companies
			Market capitalisation > EUR 800 millions	Number of shares distributed to the public >	Market capitalisation > EUR 3 millions
			Number of shares distributed to the public > 25%	10%	Issuance > 100,000 shares
			3 years of accounting records	2 years of accounting records	Issuance > EUR 5 millions
			Filed audited accounts over a period of 1 year	Filed audited accounts over a period of 1 year prior to the date of the listing	Filed audited accounts over a period of 1 year
			prior to the date of the listing	Turnover > EUR 750,000	prior to the date of the listing
			Ordinary	Last net earnings > EUR 100,000	Number of shares distributed to the public > 30
			Market capitalisation > EUR 20 millions and < EUR 800 millions	Financial debt / consolidated gross operating margin > 4	Capital increase > 50% of offered shares Lock-up period for pre-IPO shareholders and
			Number of shares distributed to the public $> 25\%$	medgin	managers: 1 year applicable to 80% of the shar (2 years for start-up companies)
			3 years of accounting records		(2 years for start-up companies)
			Filed audited accounts over a period of 1 year prior to the date of the listing		
			Star  Market capitalisation > EUR 20 millions and <		
			EUR 800 millions		
			Number of shares distributed to the public > 35% for newly listed companies (>20% for transferred companies)		
			3 years of accounting records		
			Filed audited accounts over a period of 1 year prior to the date of the listing		
Poland	Warsaw Stock	WSE	Main market Total book value > PLN 65 millions	Parallel Market Total book value > PLN 22 millions	
	Exchange (WSE)		Market capitalisation > PLN 40 millions	Market capitalisation > PLN 14 millions	
			Free float > PLN 32 millions  Free float > 25% or > 500,000 shares of value >	Free float > PLN 11 millions  Free float > 10% or > 200,000 shares of value >	
			PLN 70 millions	PLN 35 millions	
			Number of shareholders > 500	Number of shareholders > 300	
			Filed audited accounts over a period of 3 year prior to the date of the listing	Filed audited accounts over a period of 2 year prior to the date of the listing	
Spain	BME	CNMV	Primer Mercado Shareholders' equity > EUR 1.5 millions excluding stakes > 25% belonging to 2 shareholders	Segundo Mercado Shareholders' equity > EUR 250,000 Public float > 20%	Nuevo Mercado Operational since 2000
			At least 100 shareholders must own a stake < 25% of the capital		Information not available
			Filed audited accounts over a period of 3 year prior to the date of the listing		

Tab. 6b. Listing requirements on European regulated markets (after Gajewski, Gresse (2006)).

Sweden	Stockholms- börsen	OMX	A – List Market capitalisation > SEK 300 millions	O – List No history requirement					
	(OMX)		3 years of verifiable history and accounting records	No requirement on market value					
			Documented profitability	Number of shares distributed to the public > 10%					
			Number of shares distributed to the public > 25%	Voting rights in the general public > 10%					
			Voting rights in the general public > 10%	At least 300 shareholders					
			At least 2,000 shareholders	Lowest share price on the first listing day: SEK					
			Lowest share price on the first listing day: SEK 25	orice on the first listing day: SEK 25					
Switzerland	Swiss Exchange	swx	Main Market         Local Caps           Capital resources > CHF 25 millions         Capital resources > CHF 2.5 millions		New Market Created in 1999 – closed in 2004				
	(SWX)		No requirement on market capitalisation since	No requirement on market value	High-growth companies				
			2001	Filed audited accounts over a period of 2 years	Shareholders' equity > CHF 2.5 millions				
			Filed audited accounts over a period of 3 years prior to the date of the listing (possible	prior to the date of the listing	Market capitalisation > CHF 8 millions				
			exceptions)  Number of shares distributed to the public > 25%	Number of shares distributed to the public > 20% and > CHF 5 millions	Operating and financial track record over a period of 1 year prior to the date of the listing				
			and > CHF 25 millions		Accounts in accordance with U.S. GAAP and IFRS				
					Number of shares distributed to the public $> 20\%$				
					Capital increase > 50% of offered shares				
					6-month lock-up period				
Turkey	Istanbul Stock	ISE	National Market / Second National Market / New Economy Market Paid-in or issued capital > TRL 1.25 billions						
	Exchange		Free float > 15% if capital < TRL 750 billions, > 10% if capital within range of TRL 750-1,500 billions, > 5% if capital > TRL 1.5 trillions						
	(ISE)		At least 3 calendar years of existence (2 years if fro	ee float > 25%)					
			Filed audited accounts over a period of 1 year prior to the date of the listing						
			Positive earned profits before tax in the last 2 years (previous year only if free float > 25%)						
United Kingdom	LSE	FSA (UKLA) LSE	Main I Market value > GBP 700,000	narket	Alternative Investment Market (AIM) Created in 1995.				
			Number of shares distributed to the public > 25%	Unregulated market.					
			Filed audited accounts over a period of 3 years end listing	ting no later than 6 months prior to the date of the	No requirement on size, floating capitalisation, age, sector, growth.				
			Financial reporting in accordance with UK GAAP	Admission is only subject to the approval of the Nominated Adviser in charge of the IPO.					

Tab. 6c. Listing requirements on European regulated markets (after Gajewski, Gresse (2006)).

Country	Exchange	Book-building institutional only	Book-building with public offer	Fixed-price offering	Auction
Austria	VSE	yes	no	no	no
Belgium	Euronext Brussels	yes	yes	no	no
Finland	HSE	yes	yes	no	no
France	Euronext Paris	yes (placement)	yes	yes	Various types organised by the exchange (direct admission, minimum price offer, open price offer)
Germany	Deutsche Börse	yes	no	yes	not any more
Greece	ASE	yes	no	no	no
Italy	Borsa Italiana	yes (with fixed price* and with open price**)	no	yes	no
Netherlands	Euronext Amsterdam	yes	no	yes	yes
Poland	WSE	yes	yes	yes	yes
Portugal	Euronext Lisbon	yes	yes	yes (offer for sale)	yes (offer for sale)
Spain	BME	no	yes***	no	no
Sweden	OMX	yes	yes	yes	no
Switzerland	SWX	yes	yes	yes	not any more
Turkey	ISE	yes	no	yes	yes (sale on the ISE)
United Kingdom	LSE	yes (placing)	yes	yes (offer for sale at fixed price, offer for subscription at fixed price)	yes (offer for sale by tender offer, offer for subscription by tender offer, open offer)

<sup>\*</sup> Before 1999, in the Italian book-building procedures, a fixed price was offered to institutions at the end of the marketing period prior to actual order submission. In 1999, this practice was abandoned in favour of the book-building with open price.

Tab. 7. IPO mechanisms by country (after Gajewski, Gresse (2006)).

<sup>\*\*</sup> Since 1999, book-building with open price has been the general practice in Italy. The final price is determined after collecting orders from institutions, so that they do not know at which price they will effectively buy the shares.

\*\*\* Since 1992, when Royal Decree 291/1992 was published.

Doidge, Karolyi, Stulz (2011) performed the research on the IPO and came up with the following observation: "Global IPOs are a way for firms to exploit the better institutions of foreign countries to have a successful or more profitable IPO."

Tab. 8 shows the *IPO* activity in terms of *IPO* number for the top 25 countries around the world: 1990 to 2007 in *Doidge, Karolyi, Stulz* (2011).

		Panel a. IPO counts.	
Country	All IPOs	Domestic IPOs	Global IPOs
United States	6,126	4,931	1,195
India	4,867	4,777	90
Japan	2,234	2,130	104
Canada	2,225	2,020	205
China	1,764	1,300	464
United Kingdom	1,650	1,356	294
Australia	1,558	1,400	158
Hong Kong	822	541	281
Taiwan	822	808	14
South Korea	779	752	27
France	750	503	247
Malaysia	722	697	25
Germany	573	288	285
Singapore	488	404	84
Thailand	408	333	75
Indonesia	273	189	84
Pakistan	249	247	2
Italy	244	54	190
Greece	185	148	37
Norway	179	123	56
Poland	175	133	42
Israel	155	13	142
Sweden	143	53	90
Brazil	128	60	68
Netherlands	120	26	94
Total: top 25	27,639	23,286	4,353
Rest of world	1722	836	886
Total: all countries	29,361	24,122	5,239

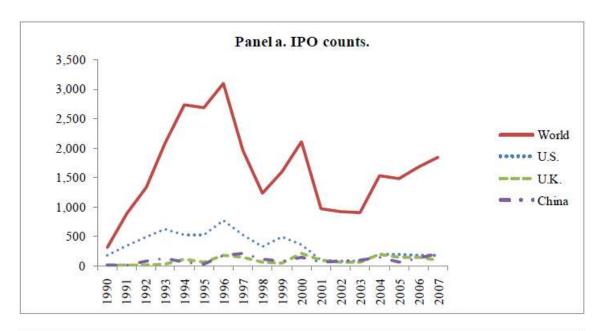
**Tab. 8.** IPO activity in terms of IPO number for the top 25 countries around the world: 1990 to 2007 (after Doidge, Karolyi, Stulz (2011)).

Tab. 9 shows the *IPO* activity in terms of *IPO* value for the top 25 countries around the world: 1990 to 2007 in *Doidge, Karolyi, Stulz* (2011).

		Panel b. IP	O proceeds.	
Country	All IPOs	Domestic IPOs	Global IPOs: total	Global IPOs global only
United States	\$647.7	\$352.3	\$295.4	\$61.6
China	\$254.6	\$110.1	\$144.5	\$133.1
Japan	\$204.1	\$135.2	\$68.9	\$22.1
United Kingdom	\$196.3	\$77.1	\$119.2	\$68.9
France	\$122.3	\$9.7	\$112.6	\$54.3
Germany	\$106.6	\$27.6	\$79.0	\$45.0
Italy	\$84.2	\$9.7	\$74.5	\$32.4
Australia	\$76.3	\$34.4	\$41.9	\$18.8
Canada	\$68.6	\$47.7	\$20.9	\$15.2
Hong Kong	\$63.6	\$12.9	\$50.7	\$43.6
South Korea	\$58.2	\$46.1	\$12.1	\$10.5
Russian Fed	\$43.6	\$13.9	\$29.7	\$29.7
Spain	\$41.5	\$3.2	\$38.3	\$18.4
Netherlands	\$39.6	\$4.1	\$35.5	\$28.2
Brazil	\$39.3	\$14.9	\$24.4	\$23.3
Switzerland	\$37.1	\$9.6	\$27.5	\$20.2
Sweden	\$33.9	\$3.4	\$30.5	\$17.3
India	\$32.2	\$17.8	\$14.4	\$12.5
Taiwan	\$27.1	\$25.5	\$1.6	\$1.5
Bermuda	\$26.5	\$0.1	\$26.4	\$26.4
Thailand	\$22.9	\$11.0	\$11.9	\$6.5
Singapore	\$20.3	\$7.9	\$12.4	\$10.5
Indonesia	\$20.3	\$5.0	\$15.3	\$9.9
Mexico	\$19.6	\$7.0	\$12.5	\$10.2
Norway	\$18.6	\$6.7	\$11.9	\$8.6
Total: top 25	\$2,305.1	\$992.8	\$1312.3	\$728.7
Rest of world	\$249.5	\$84.7	\$164.8	\$129.4
Total: all countries	\$2,554.6	\$1,077.5	\$1,477.1	\$858.1

**Tab. 9.** IPO activity in terms of IPO value for the top 25 countries around the world: 1990 to 2007 (after Doidge, Karolyi, Stulz (2011)).

Fig. 2 shows the total *IPO* activity: 1990 to 2007 in Doidge, Karolyi, Stulz (2011).



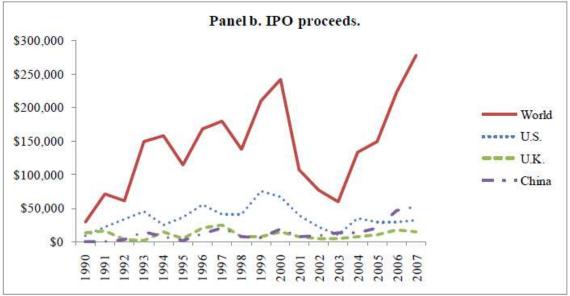


Fig. 2. Total IPO activity: 1990 to 2007 (after Doidge, Karolyi, Stulz (2011)).

Let us add a few words about the *online IPO* by reviewing the various authors' opinions on the subject of research interest.

Bourjade (2003, 2008) writes: "More recently, Open IPO, a new, web-based underwriter has proposed to sell shares using a uniform price auction. The extensive use of this mechanism is due to the backing of leading economists and policy makers, who have asserted that uniform price auctions are the most efficient multi-unit auction format. Their conclusions are based on the generalization of the single-unit auctions literature to multi-unit auctions." Bourjade (2003,

2008) describes the *IPO valuation process*: "After all bids are submitted, the seller and the underwriter meet and set the *offering price* subject to the seller's preferred ownership structure which usually involves pro-rata rationing. They provide empirical evidence that secondary market liquidity and ownership dispersion are fundamental in determining the *offering price*." *Bourjade* (2003, 2008) turns to the *Open IPO* statements to describe the factors, which may impact the *public offering price*: "Depending on the outcome of negotiations between the underwriters and us, the *public offering price* may be lower, but will not be higher, than the *clearing price*. The bids received in the auction and the *resulting clearing price* are the principal factors used to determine the *public offering price* of the stock that will be sold in this offering. The public offering price may be lower than the clearing price depending on a number of additional factors, including general market trends or conditions, the underwriters' assessment of our management, operating results, capital structure and business potential and the demand and price of similar securities of comparable companies. The underwriters and us may also agree to a public offering price that is lower than the clearing price in order to facilitate a wider distribution of the stock to be sold in the offering."

Lemmens (2004, 2007) explains: "The most important advantage of an IPO is first of all the possibility to raise new capital ("primary offering"). This money can be used to finance the growth of the existing activities or to diversify the activities (new investments or acquisitions). An increase in capital reduces the proportion of the debts compared to the balance total, allowing the firm to borrow more easily in the future and at a lower rate. Another advantage of an IPO is that it facilitates the expansion process. When acquiring another company, the shareholders of this company will prefer stock in your company instead of money. Such a transaction is therefore more easily for a public company, as the value of this stock is known for all economic agents. Other advantages of IPOs are the increased publicity (more attention from the press, better image,...) and the possibility to award employees with options in order to motivate them."

Lemmens (2004, 2007) writes: "The largest amounts of online capital raised in the future will be done with IPOs. There are several advantages of online IPOs compared to traditional IPOs: a reduction in costs, an increased availability of capital, a fair allocation of the shares and more flexibility for investors. The disadvantages are parallel with online DPOs: less marketing, possible lack of liquidity, problems of adverse selection, regulatory problems, problems concerning the bidding strategy and possibly unrealistically high stock price. Of these disadvantages, the lack of confidence of investors is the most important one. Investors will need to learn to trust online investment bankers before the number of online IPOs starts growing significantly."

Tab. 10 shows the stock performance in an average *US IPO*, and Fig. 3 demonstrates the performance of *Google* stock in the first week of trading in *Hild* (2008).

Year	Total Number of IPOs	No. of IPOs Doubling in Value	Average First-Day Return	Money Left on the Table (millions)	Gross Proceeds	Average Percentage of Firm Sold	Percentage of Tech Stocks	Percentage of IPOs with EPS<0	Average First-Day Return for EPS<0	Average First-Day Return for EPS≥0
1980-89	1,982	9	7.4 percent	\$5,409	\$82,476	30.5 percent	26 percent	19 percent	9.1 percent	6.8 percent
1990-94	1,632	6	11.2 percent	\$9,954	\$101,652	34.7 percent	23 percent	26 percent	10.8 percent	11.4 percent
1995-98	1,752	34	18.1 percent	\$22,436	\$140,613	32.0 percent	37 percent	37 percent	19.2 percent	17.4 percent
1999–2000	803	182	65.0 percent	\$65,625	\$129,363	22.4 percent	72 percent	79 percent	72.0 percent	43.5 percent
2001	80	0	14,0 percent	\$2,973	\$34,344	26.3 percent	29 percent	49 percent	13.3 percent	11.6 percent
1980-2001	6,249	231	18.8 percent	\$106,397	\$488,448	29.0 percent	34.5 percent	34 percent	31.4 percent	12.5 percent

Tab. 10. Stock performance in average US IPO (after Hild (2008)).

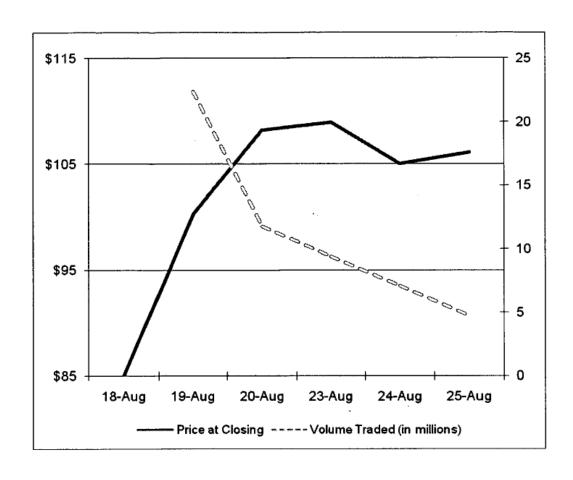


Fig. 3. Performance of Google stock in first week of trading (after Hild (2008)).

The initial public offering of the company equity at the stock exchanges has been researched in Fama, Fisher, Jensen, Roll (1969), Fama (1970, 1998), Fama, French (1992, 1993, 1996), Fama, Hansen, French (2013), Akerlof (1970), Stoll, Curley (1970), Logue (1973), Logue, Rogalski, Seward, Foster-Johnson (2001), Reilly (1973), McDonald, Jacquillat (1974), Ibbotson, Jaffe (1975), Ibbotson (1975), Ibbotson, Sindeler, Ritter (1988, 1994), Benston, Smith (1976), Jensen, Meckling (1976), Jensen (1986), Miller (1977), Leland, Pyle (1977), Weinstein (1978), Kahneman, Tversky (1979), Wilson (1979), Brown, Warner (1980), Buckland, Herbert, Yeomans (1981), Milgrom (1981), Milgrom, Weber (1982), Myerson (1981), Baron (1982), Dretske (1983), Myers, Majluf (1984), Ritter (1984, 1987, 1991, 1998a, b, 2002, 2003a, b, 2005), Beatty, Ritter (1986), Loughran, Ritter (1995, 2002), Hamao, Packer, Ritter (1998), Kim, Ritter (1999), Chen, Ritter (2000), Ritter, Welch (2002), Ritter, Warr (2002), Kyle (1985), Amihud, Mendelson (1986), Amihud, Mendelson, Uno (1999), Amihud, Hauser, Kirsh (2001, 2003), Beatty, Ritter (1986), Beatty, Zajac (1994), Beatty, Welch (1996), Booth J, Smith (1986), Ridder (1986), Rock (1986), Shleifer, Vishny (1986), Shleifer, Wolfenzon (2002), Titman, Trueman (1986), Bernheim, Peleg, Whinston (1987), McAfee, McMillan (1987), Miller, Reilly (1987), Balvers, McDonald, Miller (1988), Johnson, Miller (1988), Tinic (1988), Allen, Faulhaber (1989), Barry (1989), Barry, Muscarella, Peavy, Vetsuypens (1990), Benveniste, Spindt (1989), Benveniste, Wilhelm (1990), Benveniste, Busaba, Wilhelm (1996), Benveniste, Busaba (1997), Benveniste, Wilhelm (1997), Benveniste, Erdal, Wilhelm (1998), Benveniste, Ljungqvist, Wilhelm, Yu (2003), Grinblatt, Hwang (1989), Koh, Walter (1989), Maskin, Riley (1989), Muscarella, Vetsuypens (1989a, b, 1990), Uhlir (1989), Welch (1989, 1992, 1996), Welch, Ritter (2002), Carter, Manaster (1990), Carter, Dark, Singh (1998), Clarkson, Thompson (1990), Husson, Jacquillat (1990), Levis (1990), Lucas, McDonald (1990), Sahlman (1990), Allen (1991), Hasbrouck (1991), Lee Ch M C, Shleifer, Thaler (1991), Megginson, Weiss (1991), Megginson, Smart (2009), Menon, Williams (1991), Spatt, Srivastava (1991), Cotter (1992), Hughes, Thakor (1992), Mauer, Senbet (1992), Aggarwal, Leal, Hernandez (1993), Aggarwal (2000), Aggarwal, Conway (2000), Aggarwal, Prabhala, Puri (2002), Aggarwal, Krigman, Womack (2002), Aggarwal (2003), Affleck-Graves, Hegde, Miller, Reilly (1993), Choe, Masulis, Nanda (1993), Back, Zender (1993), Back, Zender (2001), Chemmanur (1993), Chemmanur, Fulghieri (1997), Chemmanur, Fulghieri (1999), Chemmanur, Liu (2003), Chemmanur, Hu (2007), Chemmanur, Yan (2009), Chemmanur, He, Hu (2009), Chemmanur, He, Nandy (2010), Chemmanur, Krishnan (2012), Chemmanur, He (2012), Conrad, Kaul (1993), Dhatt, Kim, Lim (1993), Drake, Vetsuypens (1993), Figlewski, Webb (1993), Hanley (1993), Hanley, Wilhelm (1995), Hebner, Hiraki (1993), Jegadeesh, Weinstein, Titman (1993a), Jegadeesh, Weinstein,

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Killian, Smith, Smith (2001), Lowry, Schwert (2001), Lowry, Schwert (2002), Lowry, Shu (2002), Lowry (2003), Mager (2001), Maksimovic, Pichler (2001), Purnanandam, Swaminathan (2001), Rehkugler, Schenek (2001), Schatt, Roy (2001), Schatt, Broye (2003), Sentis (2001), Sentis (2002), Sentis (2004), Severin (2001), Stoughton, Wong, Zechner (2001), Torstila (2001), Torstila (2003), Van Bommel, Vermaelen (2001), Van Frederikslust, Van der Geest (2001), Vayanos (2001), Zhang (2004), Biais, Bossaerts, Rochet (2002), Biais, Faugeron-Crouzet (2002), Blondell, Hoang, Powell, Shi (2002), Brau, Francis, Kohers (2002), Brounen, Eichholtz (2002), Bulow, Klemperer (2002), Cheng, Mak, Chan (2002), Deloof, de Maeseneire, Inghelbrecht (2002), Easton, Taylor, Shroff, Sougiannis (2002), Easton (2004), Easton (2006), Easton, Sommers (2007), Faugeron-Crouzet, Ginglinger (2002), Filatotchev, Bishop (2002), Fishe (2002), Gao, Mao, Zhong (2002), Giudici, Roosenboom (2002), Giudici, Roosenboom (2005), Houge, Loughran, Suchanek, Xuemin Yan (2002), Kim, Kitsabunnarat, Nofsinger (2002), Kiss, Stehle (2002), Kutsuna, Okamura, Cowling (2002), Logue, Rogalski, Seward, Foster-Johnson (2002), Martimort (2002), Moerland (2002), Schiereck, Wagner (2002), Schuster (2002), Schuster (2003), Wang, Zender (2002), Xie (2002), Baginski, Wahlen (2003), Barondes, Nyce, Sanger (2003), Bartlett, Shulman (2003), Binay, Pirinsky (2003), Bourjade (2003, 2008), Clarke, Dunbar, Kahle (2003), Derrien, Womack (2003), Doeswijk, Hemmes, Venekamp (2005), Ellul, Pagano (2003), Goergen, Khurshed, McCahery, Renneboog (2003), Gounopoulos (2003), Gulati, Higgins (2003), Higgins, Gulati (2003), Hoberg (2003), Hong, Kubik (2003), Huyghebaert, Van Hulle (2003), Jelic, Briston (2003), Kaneko, Pettway (2003), Karolyi, Stulz (2003), Kraus, Burghof (2003), Lemmens (2003, 2007), Lemmens (2004, 2007), Manigart, de Maeseneire (2003), Neuhaus, Schremper (2003), Nounis (2003), Ofek, Richardson (2003), Peristiani (2003), Pham, Kalev, Steen (2003), Roosenboom, Van der Goot (2003), Roosenboom, Van der Goot, Mertens (2003), Roosenboom, Van der Goot (2005), Roosenboom (2007), Smart, Zutter (2003), Van Bommel, Vermaelen (2003), Van der Goot (2003), Weber, Willenborg (2003), Arugaslan, Cook, Kieschnick (2004), Bodnaruk, Kandel, Massa, Simonov (2004), Burrowes, Jones (2004), Cassia, Giudici, Paleari, Redondi (2004), Cassia, Paleari, Vismara (2004), Cassia, Vismara (2009), Chahine (2004a), Chahine (2004b), Chiang, Harikumar (2004), Cliff, Denis (2004), Corwin, Harris, Lipson (2004), Durney, Morck, Yeung (2004), Fernando, Gatchev, Spindt (2004), Foerster (2004), Griffith (2004), Ganor (2004), Hahn, Ligon (2004), Hao (2004), Hoberg (2004), Kooli, Suret (2004), Kremer, Nyborg (2004a), Kremer, Nyborg (2004b), Kutsuma, Smith (2004), Lamont (2004), Lee M, Wahal (2004), Levy (2004), Lubig (2004), Mayhew, Mihov (2004), Mayhew, Mihov (2005), Mira (2004), Peggy, Wahal (2004), Pollock, Porac, Wade (2004), Pollock, Chen, Jackson, Hambrick (2005), Pritsker (2004),

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## Valuation of initial public offering of company equity at stock exchanges in imperfect highly volatile global capital markets with induced nonlinearities

Cogliati, Paleari, Vismara (2010) performed the original research on the valuation of the IPOs: "There exist two approaches to firm valuation. In direct valuation, the firm's value is estimated from its fundamentals; in relative valuation, it is estimated from the prices of comparable firms. In both approaches, the valuation faces specific difficulties related to the IPO timing decision. For example, firms may schedule their IPO in order to take advantage of "windows of opportunity". These are periods of market buoyancy during which other companies in the same industry tend to be overvalued Loughran and Ritter (1995). Thus, investors risk over-paying for stock in firms priced using relative valuation methodologies. Besides, firms may decide to go public when they are able to display positive growth opportunities, and thus induce optimistic valuations. To do this, firms may time their IPO for when transitory earnings are high, since investors have difficulty distinguishing between transitory and permanent earnings (this is the signal-jamming explanation given by Stein (1989)). Finally, managers may window-dress accounting numbers to make their firms look better Teoh et al. (1998). Again, investors risk over-valuation of such firms."

Cogliati, Paleari, Vismara (2010) state: "We find that the Discounted Cash Flow (DCF) is the model of direct valuation that is most widely used to price IPOs. Specifically, we investigate a sample of 184 IPOs priced using a DCF model to address a basic research question: at what rates were the IPO firms expected to grow by their underwriters?"

Cogliati, Paleari, Vismara (2010) propose an equation to value the IPO with the DCF model:

$$EV_{IPO} = FCFF_{IPO} \left[ \sum_{i=1}^{T} \left( \frac{1 + \boldsymbol{g}_1}{1 + WACC} \right)^i + \left( \frac{1 + \boldsymbol{g}_1}{1 + WACC} \right)^T \sum_{i=1}^{\infty} \left( \frac{1 + \boldsymbol{g}_2}{1 + WACC} \right)^i \right]$$

Cogliati, Paleari, Vismara (2010) suggest an equation to estimate the expected growth rates, implied in IPO prices:

$$P_{IPO} = \frac{FCFF_{IPO}}{WACC \cdot NSH_{pre}} \left[ \frac{\left(1 + \boldsymbol{g}_{1}\right) \cdot \left[\left(1 + WACC\right)^{T} - 1 + \left(1 + \boldsymbol{g}_{2}\right) \cdot \left(1 + \boldsymbol{g}_{1}\right)^{T-1}\right]}{\left(1 + WACC\right)^{T}} - \frac{D_{IPO}}{NSH_{pre}} \right] - \frac{D_{IPO}}{NSH_{pre}}$$

Cogliati, Paleari, Vismara (2010) make a remark: "Estimation errors (i.e., the difference between implied and realized growth) increase with IPO firms' leverage, pre-IPO earnings, and underpricing, while decrease with age, size, and book-to-market ratios."

Tab. 11 shows the notation and definition of the variables in *Cogliati*, *Paleari*, *Vismara* (2010).

	Definition
	Panel A: Notation used in the reverse-engineered DCF model
$EV_t$	Enterprise Value at time t
$E_t$	Equity value at time t
$D_t$	Value of outstanding Debt at time t
$FCFF_t$	Free Cash Flows to the Firm at time t
$E_t[FFCF_{t+i}]$	Expected Free Cash Flows to the Firm (estimated at time $t$ for time $t+i$ )
WACC	Weighted Average Cost of Capital
<b>g</b> 1	Growth rate during the first stage ("extra growth") of the DCF model
<b>g</b> <sub>2</sub>	Growth rate during the second stage ("stable growth") of the DCF model
I	Duration of the first stage of the DCF model (years)
$FCFF_{IPO}$	Free Cash Flows to the Firm prior to the IPO, as reported in the prospectus
$EV_{IPO}$	Enterprise Value at IPO: $EV_{IPO} = E_{IPO} + D_{IPO} - CI_{IPO}$
$E_{IPO}$	Equity value at IPO price: $E_{IPO} = p_{IPO} \cdot (NSH_{pre} + NSH_{new})$
$D_{IPO}$	Value of outstanding Debt before the IPO, as reported in the prospectus
$CI_{IPO}$	Cash Inflow at the IPO due to the subscription of newly issued shares: $CI_{IPO} = p_{IPO} \cdot NSH_{new}$
$NSH_{pre}$	Number of shares existing prior to the IPO
$NSH_{new}$	Number of newly issued shares (primary offer)
РІРО	Offer price: $p_{IPO} = (EV_{IPO} - D_{IPO})NSH_{pre}$
$v_{I\!PO}$	Fair price: $v_{IPO} = \left(EV_{IPO}^{actual\ FCFF} - D_{IPO}\right) NSH_{pre}$
$EE_{i,j}$	Estimation Error for firm $j$ in year $i$ $EE_{i,j} = \left(E_{IPO}[FCFF_{i,j}] - FCFF_{i,j}\right) / E_{IPO}[FCFF_{i,j}]$
O.V.I.	Over-Valuation Index (O.V.I.): $(p_{I\!P\!O}-v_{I\!P\!O})/p_{I\!P\!O}$
	Panel B: Definition of the variables used in the empirical analysis
Short-Term Implied Growth	The short-term extra-growth rate $(g_1)$ implicit in IPO prices, derived through the reverse-DCF model
Rate $(g_1)$	(Equation 7) Estimation Errors, defined as the difference between estimated and actual cash flows, scaled by
	estimated cash flows:
Estimation Error	$E_{mo}[FCFF, \cdot] - FCFF, \cdot FCFF_{mo} \cdot \cdot (1+g_0)^i - FCFF_i$
(EE)	FF _ FOL I,J I,J IFO,J <- SI/ I,J
	$EE_{i,j} = \frac{1}{EE_{i,j}} = \frac{1}{EE_{i,j}} = \frac{1}{EE_{i,j}}$
	$EE_{i,j} = \frac{E_{IPO}[FCFF_{i,j}] - FCFF_{i,j}}{E_{IPO}[FCFF_{i,j}]} = \frac{FCFF_{IPO,j} \cdot (1 + g_1)^i - FCFF_{i,j}}{FCFF_{IPO,j} \cdot (1 + g_1)^i}$
AGE	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year o
AGE	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.
AGE SIZE	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year o founding.  Natural log of pre-IPO sales (€m)
AGE	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.
AGE SIZE LEVERAGE P/E	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year o founding.  Natural log of pre-IPO sales (€m)
AGE SIZE LEVERAGE P/E Book to Market	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares
AGE SIZE LEVERAGE P/E Book to Market (B2M)	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.
AGE SIZE LEVERAGE P/E Book to Market	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.  Venture Capital dummy, equal to 1 if one or more venture capitalists are pre-IPO shareholders.
AGE SIZE LEVERAGE P/E Book to Market (B2M)	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.  Venture Capital dummy, equal to 1 if one or more venture capitalists are pre-IPO shareholders.  Extra return in the firm's sector over the 6 months prior to listing (the extra return of the European Datastream sector index divided by the European Datastream index).
AGE SIZE LEVERAGE P/E Book to Market (B2M) D_VC	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.  Venture Capital dummy, equal to 1 if one or more venture capitalists are pre-IPO shareholders.  Extra return in the firm's sector over the 6 months prior to listing (the extra return of the European Datastream sector index divided by the European Datastream index).  Market momentum, measured as Datastream Country Market index return over the 6 months prior to
AGE SIZE LEVERAGE P/E Book to Market (B2M) D_VC SECTOR ER	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.  Venture Capital dummy, equal to 1 if one or more venture capitalists are pre-IPO shareholders.  Extra return in the firm's sector over the 6 months prior to listing (the extra return of the European Datastream sector index divided by the European Datastream index).  Market momentum, measured as Datastream Country Market index return over the 6 months prior to the listing, for each firm in the sample.
AGE SIZE LEVERAGE P/E Book to Market (B2M) D_VC SECTOR ER MOMENTUM	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.  Venture Capital dummy, equal to 1 if one or more venture capitalists are pre-IPO shareholders.  Extra return in the firm's sector over the 6 months prior to listing (the extra return of the European Datastream sector index divided by the European Datastream index).  Market momentum, measured as Datastream Country Market index return over the 6 months prior to
AGE SIZE LEVERAGE P/E Book to Market (B2M) D_VC SECTOR ER MOMENTUM D_BUBBLE	Natural log of one plus the firm's age, measured as calendar year of the IPO minus the calendar year of founding.  Natural log of pre-IPO sales (€m)  Book value of debt divided by the book value of equity at the IPO.  Price-to-earnings ratio at the IPO  The ratio between the book and market values of equity. Book value is the pre-IPO book value of equity plus the capital inflow at the IPO (primary offer); market value is the number of shares outstanding after the IPO times the offer price.  Venture Capital dummy, equal to 1 if one or more venture capitalists are pre-IPO shareholders.  Extra return in the firm's sector over the 6 months prior to listing (the extra return of the European Datastream sector index divided by the European Datastream index).  Market momentum, measured as Datastream Country Market index return over the 6 months prior to the listing, for each firm in the sample.  Internet Bubble, equal to 1 if the company went public during the period 1999-2001, 0 otherwise.

Tab. 11. Notation and definition of variables (after Cogliati, Paleari, Vismara (2010)).

The valuation of the initial public offering of the company equity at the stock exchanges has been researched in Logue (1973), McDonald, Jacquillat (1974), Kim, Ritter (1999), Ritter, Welch (2002), Amihud, Mendelson (1986), Titman, Trueman (1986), Koh, Walter (1989), Welch (1989, 1992, 1996, 2002), Cotter (1992), Mauer, Senbet (1992), Chemmanur (1993), Michaely, Shaw (1994), Chowdhry, Nanda (1996), Datta, Iskandar-Datta, Patel (1997), Ljungqvist (1997), Ljungqvist, Nanda, Singh (2001), Ljungqvist, Wilhelm (2003), Ljungqvist, Nanda, Singh (2003, 2006), Nanda, Youngkeol Yun (1997), Poon, Firth, Fung (1998), Aggarwal, Conway (2000), Kooli (2000), Lowry, Schwert (2001), Deloof, de Maeseneire, Inghelbrecht (2002), Fishe (2002), Giudici, Roosenboom (2002), La Porta, Lopez-de-Silanes, Shleifer (2002), Sanders, Boivie (2004), Cassia, Paleari, Vismara (2004), Cassia, Vismara (2009), Sanders, Boivie (2004), Corwin, Schultz (2005), Derrien (2005), Roosenboom, van der Goot (2005), Aussenegg, Pichler, Stomper (2006), Damodaran (2006), Gajewski, Gresse (2006), Paleari, Vismara (2007), Penman (2007), Roosenboom (2007), Thomas (2007), An, Chan (2008), Khurshed, Pande, Singh (2008), Rossetto (2008), Deloof, De Maeseneire, Inghelbrecht (2009), Jiang, Leger (2009), Bonardo, Paleari, Vismara (2010), Cogliati, Paleari, Vismara (2010), Adesoye, Atanda (2012), *Jacob* (2012), and by some other authors.

## Underpricing of initial public offering of company equity at stock exchanges in imperfect highly volatile global capital markets with induced nonlinearities

Hopp, Dreherdo (2007) define the underpricing of company's equity as: "Underpricing relates to the fact that shares traded publicly for the first time substantially jump in price on the first trading day. Thus, investors are willing to pay higher prices for shares when trading begins than investors paid for their share allocation from the investment bank that accompanied the prospective IPO. As substantial amounts of money are left on the table when personal shares are sold too low and the prices for retained shares are diluted, underpricing is costly to firm owners (Ljungqvist (2006)). The academic literature points out several reasons for the prevailing existence of underpricing in capital markets. According to Ljungqvist (2006), IPO underpricing can in general be attributed to asymmetric information, institutional factors, control considerations and behavioral aspects. Ritter (1984) argues that underpricing is related to the ex ante uncertainty about the future value of a firm going public. Hence, the level of underpricing can be regarded as a compensation for the risk bearing of investors."

Tab. 12 shows the variations of *IPOs* and *IPO* underpricing in *Hopp*, *Dreherdo* (2007).

Country	(1) Number of IPOs	(2) Average Underpricing	(3) Median Underpricing	(4) Max. Underpricing	(5) Min. Underpricing	(6) Variation in IPO activity	(7) Variation in Underpricing
Australia	185	18.99%	15.68%	89.67%	-1.18%	9.44	23.00%
Austria	34	2.45%	-0.04%	6.34%	-18.71%	1.08	6.00%
Belgium	46	9.86%	4.69%	9.48%	2.17%	4.46	2.00%
Canada	684	34.19%	9.07%	18.00%	1.33%	28.84	6.00%
China	856	16.73%				62.19	
Denmark	33	11.74%	8.05%	16.31%	-2.74%	2.12	7.00%
Finland	44	14.06%	1.77%	20.58%	-13.42%	3.50	8.00%
France	462	12.25%	4.90%	15.50%	0.00%	27.21	4.00%
Germany	513	37.83%	14.59%	33.00%	-3.50%	43.44	8.00%
Greece	341	37.50%				14.81	
Hong Kong.							
China	343	6.77%	14.60%	40.72%	-1.31%	10.38	13.00%
India	168	66.06%	18.88%	39.00%	9.00%	21.45	10.00%
Indonesia	125	6.14%	8.70%	45.72%	-8.00%	8.55	15.00%
Ireland	6	9.78%	9.78%	22.86%	-0.44%	0.49	10.00%
Italy	183	14.88%	5.14%	59.80%	-3.71%	10.44	15.00%
Japan	1178	18.71%	33.03%	102.28%	2.82%	51.69	32.00%
Korea, Rep.	167	33.96%	39.70%	93.99%	0.00%	9.72	25.00%
Malaysia	182	56.24%	63.98%	137.47%	-12.07%	10.13	50.00%
Netherlands	88	13.96%	7.13%	21.85%	4.32%	5.72	7.00%
New Zealand	30	11.96%	13.07%	135.12%	-24.00%	1.86	40.00%
Norway	81	10.40%	7.42%	53.85%	-7.42%	5.34	17.00%
Philippines	44	11.90%	15.63%	75.66%	-17.94%	3.32	23.00%
Portugal	14	17.59%	17.77%	28.71%	1.78%	1.31	11.00%
Singapore	178	10.52%	19.97%	75.06%	-19.60%	11.72	27.00%
Spain	75	14.66%	12.90%	18.90%	-9.45%	3.75	8.00%
Sweden	183	17.83%	9.30%	72.20%	-0.37%	10.46	18.00%
Switzerland	57	17.32%	8.33%	50.93%	-2.31%	4.16	1 1000000000000000000000000000000000000
Taiwan	444	3.99%	2.41%	18.64%	-14.21%	27.19	9.00%
Thailand United Kingdom	196 838	14.81% 13.92%	25.85% 7.81%	62.67% 20.42%	-23.33% 2.61%	10.21 42.65	25.00% 5.00%
United States	6554	22.06%	20.19%	72.05%	7.29%	226.27	15.00%

**Tab. 12.** Cross country variation of IPOs and IPO underpricing (after Hopp, Dreherdo (2007)).

Gajewski, Gresse (2006) write: "Initial underpricing is positively linked to information asymmetry in the after-market. It produces higher turnover immediately after the IPO but has no effect on trading volumes after the first year of trading, so that this liquidity effect cannot be put down to the ownership structure but is more likely attributable to the interest underpriced stocks generate." Gajewski, Gresse (2006) explain: "Initial performance can be measured by the difference between the post-listing equilibrium price (EP) and the final offering price (OP) divided by the offering price:

$$U = \frac{EP - OP}{OP} = \frac{EP}{OP} - 1,$$

$$U = \ln\left(\frac{EP}{OP}\right).$$

A main problem is the choice of the equilibrium price *EP*, i.e. the trading price matching the offer and the demand for the shares after the *IPO*. When the market is sufficiently liquid, *EP* generally corresponds to the *first-day closing price*. In other cases, the equilibrium may be obtained a couple of days after the *IPO*. For that reasons, some authors measure initial returns

over a five day or one week horizon (Table 9). The raw initial return U can be considered a measure of *underpricing*, assuming that the normal return under efficiency would be  $\theta$  and that the equity risk is equivalent to the market risk. Other methods relax these assumptions and adjust raw returns."

Gajewski, Gresse (2006) note: "Three adjustment methods are used in the literature:

1) The initial return adjusted for a market index return

$$U_{m} = \frac{EP - OP}{OP} - \frac{I_{1} - I_{0}}{I_{0}} = \frac{EP}{OP} - \frac{I_{1}}{I_{0}},$$

$$U_{m} = \ln\left(\frac{EP}{OP}\right) - \ln\left(\frac{I_{1}}{I_{0}}\right),$$

where  $I_1$  is the market index closing price on the first trading day, and  $I_0$  is the index closing value the day before;

2) The initial return adjusted for systematic risk,

$$U_{S} = \frac{EP - OP}{OP} - \beta \frac{I_{1} - I_{0}}{I_{0}},$$

where  $\beta$  is the systematic risk;

3) The raw initial return adjusted for the return of a control portfolio *Ritter* (1991) and *Affleck-Graves et al.* (1993)

$$U_{P} = \frac{EP - OP}{OP} - R_{P},$$

where  $\mathbf{R}\mathbf{p}$  is the return of a reference portfolio.

Moreover, some papers *Keloharju* (1993); *Husson and Jacquillat* (1990) calculate the return that would be obtained by an uninformed investor participating in all the *IPOs*. Considering that the market movements are too small to affect the initial returns significantly, most studies measure *IPO* underpricing with raw returns and select the closing price at the end of the first day of quotation as the equilibrium price. Adjusted returns are preferred when the delay between the *IPO* date and the determination of the first equilibrium price is too long *Périer* (1996). The most widely utilized adjusted measure is *Um*, which implicitly standardizes systematic risk to 1. As pointed out by *Kooli* (2000), the limits of the second model (*Us*) lie in the difficult and biased estimation of *beta*."

Toniato (2007) explains: "The initial post-IPO abnormal returns will be computed as in Aggarwal et al. (1993). For this purpose firstly, the total return on each of the studied companies' stock ( $Rs_t$ ) and on their benchmarks ( $Rb_t$ ) are estimated for the period from the offer price until the  $t^{th}$  day of trading as

$$\boldsymbol{R}_{S_t} = \left(\frac{\boldsymbol{P}_{S_t}}{\boldsymbol{P}_{S_0}}\right) - 1,$$

$$\boldsymbol{R}_{b_t} = \left(\frac{\boldsymbol{P}_{b_t}}{\boldsymbol{P}_{b_0}}\right) - 1,$$

where  $Ps_t$  and  $Pb_t$  are the closing market price of each of the companies' stock and of the benchmarks on the  $t^{th}$  day of trading.  $Ps_0$  and  $Pb_0$  are the offer price at which the company's shares floated in the market and the opening market price of the benchmark on the day of the IPO respectively. From these two returns the market adjusted abnormal return from the opening price until the end of the  $t^{th}$  day of trading is computed, for all clinical study companies, as

$$MAAR_t = 100 \bullet \left\{ \left\lceil \frac{\left(1 + Rs_t\right)}{\left(1 + Rb_t\right)} \right\rceil - 1 \right\}.$$

Khurshed and Mudambi (2002) draw attention to the fact that the use of MAAR as an abnormal return measure assumes that the systematic risk of the IPO company is the same as that of the benchmark. Therefore, upward-biased MAARs might be generated when the assumption is not satisfied. Nonetheless, Khurshed and Mudambi (2002) also indicate that this matter is unlikely to affect the essence of the performance results."

The underpricing variable in the IPO process has also been defined in Pennacchio (2013)

$$Underpricing = \left[\frac{P - P_{IPO}}{P_{IPO}}\right] \cdot 100,$$

where P is the closing price in the first day of trading, and  $P_{IPO}$  is the offer price of the stocks.

Ritter (2006) defines the underpricing and the money on the table as:

*Underpricing* = 100%•(closing price-offer price)/offer price,

Money on the table=number of shares sold(closing price-offer price).

Loughran, Ritter (2004) write: "The reasons that IPOs are underpriced vary, depending on the environment. In the 1980s, it is conceivable that the winner's curse problem and dynamic information acquisition were the main explanations for underpricing that averaged 7% in the US. During the internet bubble, we think that these were not the main reasons for underpricing. Instead, analyst coverage and side payments to CEOs and venture capitalists became of significant importance."

Discussing the *analyst coverage problem*, *Loughran*, *Ritter* (2004) continue to explain: "Underwriters, as intermediaries, advise the issuer on pricing the issue, both at the time of issuing a preliminary prospectus that includes a file price range, and at the pricing meeting when the final offer price is set. If underwriters receive compensation from both the issuer (the gross spread) and investors, they have an incentive to recommend a lower offer price than if the compensation was merely the gross spread." The *analyst coverage problem* has been found to exist in *Boissin* (2012): "We find that investors and market participants pay attention to analyst coverage when *IPOs* have large underwriting syndicates and are highly *underpriced*."

Considering the *CEOs and venture capitalists side payments problem*, *Loughran*, *Ritter* (2004) propose a *spinning hypothesis of IPO underpricing*: "We introduce a new agency explanation for *IPO underpricing*, the spinning hypothesis, which is based on a conflict of interest between decision-makers and other pre-*IPO* shareholders. It posits that decision-makers are willing to hire underwriters with a history of underpricing because the decision-makers receive side payments. The decision-makers are the individuals who choose the managing underwriters, especially the lead underwriter, for an *IPO*. These decision-makers are the general partners of the lead venture capital firm (if a firm is financed with venture capital money) and the top managers of the issuing firm. The other pre-issue shareholders are the limited partners of venture capital firms and other minority shareholders."

- Fig. 4 demonstrates the number of *IPOs* (bars) and average first-day returns (diamonds) by calendar year in *Loughran*, *Ritter* (2004).
- Fig. 5 depicts the average first-day returns by age of the firm at the time of IPO in Loughran, Ritter (2004).
- Tab. 13 provides some information on a number of *IPOs*, first day returns, number of managing underwriters, amount of money left on the table, valuation levels, and sales by year (means) in *Loughran*, *Ritter* (2004).
- Tab. 14 shows the average first-day returns on the *IPOs* categorized by proceeds, assets, sales, age, industry, *VC*-backing, share overhang, and underwriter prestige in *Loughran*, *Ritter* (2004).

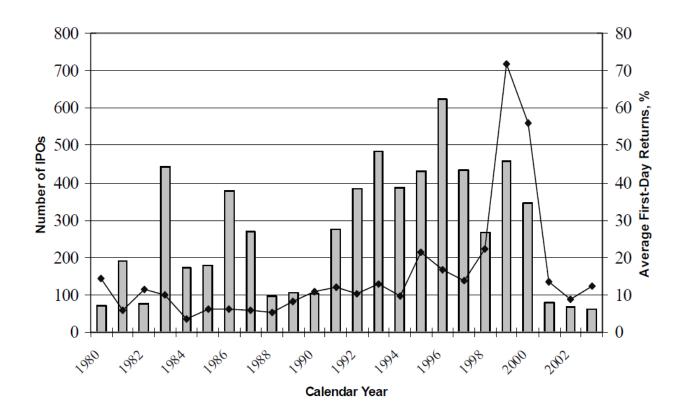


Fig. 4. Number of IPOs (bars) and average first-day returns (diamonds) by calendar year (after Loughran, Ritter (2004)).

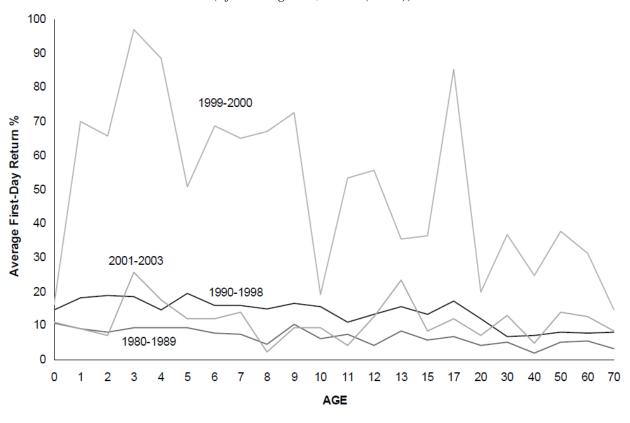


Fig. 5. Average first-day returns by age of firm at time of IPO (after Loughran, Ritter (2004)).

				Millions of 2003 Dollars						
			Number of	Money		-Issue uation				
Year	Number of IPOs	First-Day Return	Managing Underwriters	on the Table	Offer Price	Market Price	Sales			
1980	70	14.5%	1.4	\$5.6	\$145	\$181	\$77			
1981	191	5.8%	1.3	\$1.4	\$102	\$109	\$55			
1982	77	11.4%	1.4	\$3.3	\$111	\$126	\$41			
1983	442	10.1%	1.5	\$3.5	\$151	\$165	\$92			
1984	172	3.6%	1.5	\$0.5	\$89	\$91	\$84			
1985	179	6.3%	1.5	\$2.0	\$188	\$194	\$202			
1986	378	6.3%	1.5	\$2.9	\$182	\$194	\$171			
1987	271	6.0%	1.8	\$3.9	\$219	\$234	\$248			
1988	97	5.4%	1.7	\$2.0	\$306	\$315	\$300			
1989	105	8.1%	1.6	\$3.3	\$229	\$245	\$241			
1990	104	10.8%	1.9	\$4.4	\$206	\$225	\$365			
1991	274	12.0%	2.0	\$6.6	\$211	\$236	\$237			
1992	385	10.2%	2.0	\$5.8	\$217	\$237	\$222			
1993	484	12.8%	2.1	\$8.4	\$269	\$304	\$263			
1994	387	9.8%	2.0	\$4.5	\$179	\$193	\$204			
1995	434	21.5%	2.3	\$12.1	\$268	\$320	\$211			
1996	623	16.7%	2.4	\$12.3	\$330	\$392	\$160			
1997	437	14.0%	2.5	\$11.3	\$287	\$334	\$181			
1998	268	22.2%	2.9	\$21.1	\$540	\$652	\$332			
1999	457	71.7%	3.4	\$86.2	\$890	\$1,519	\$368			
2000	346	56.1%	3.7	\$82.8	\$963	\$1,635	\$270			
2001	80	13.5%	4.4	\$30.9	\$2,084	\$2,239	\$2,130			
2002	67	8.9%	4.7	\$17.3	\$1.147	\$1,239	\$1,137			
2003	63	12.2%	4.0	\$16.0	\$575	\$645	\$380			
1980-1989	1,982	7.3%	1.5	\$2.8	\$170	\$181	\$149			
1990-1998	3,396	14.8%	2.3	\$10.0	\$281	\$325	\$222			
1999-2000	803	65.0%	3.6	\$84.7	\$921	\$1,569	\$326			
2001-2003	210	11.7%	4.4	\$22.1	\$1,332	\$1,442	\$1,289			
Total	6,391	18.7%	2.3	\$17.5	\$361	\$474	\$248			

*Tab. 13.* Number of IPOs, first day returns, number of managing underwriters, amount of money left on the table, valuation levels, and sales by year (means) (after Loughran, Ritter (2004)).

	1980-	1989	1990-	1998	1999-2	000	2001-2	003
Segmented by	Return	N	Return	N	Return	N	Return	N
Proceeds								
Small	7.4%	880	12.1%	1,551	32.7%	232	12.4%	77
Large	7.3%	1.102	17.0%	1.845	78.1%	571	11.3%	133
Assets								
Small	9.0%	1.095	16.8%	1,519	71.0%	458	12.0%	50
Large	4.5%	717	13.1%	1,825	57.2%	344	11.6%	160
Sales								
Low	9.2%	1.003	18.3%	1.545	73.0%	560	12.5%	52
High	5.2%	944	11.7%	1.805	46.6%	240	11.5%	157
Age								
Young (0-7 years old)	9.0%	1.003	17.1%	1.640	75.2%	536	14.6%	72
Old (8 years and older)	5.8%	942	12.7%	1.681	45.2%	263	10.1%	134
Industry								
Tech and internet-related	10.2%	576	22.2%	1.081	80.6%	585	16.4%	60
Non-technology	6.2%	1.406	11.3%	2,315	23.1%	218	9.8%	150
Segmented by venture capit	tal backing							
Non VC-backed	7.1%	1,437	13.8%	2,000	38.5%	316	9.4%	125
VC-backed	8.0%	545	16.1%	1,397	82.2%	487	15.0%	85
Segmented by source of sha	ares offered							
Exclusively sold by firm	7.7%	868	13.8%	1.999	69.4%	681	11.7%	147
Including secondary shares	7.1%	1,114	16.1%	1,396	40.4%	122	11.7%	63
Segmented by share overha	ng							
Low	7.8%	885	11.8%	1.846	26.1%	134	7.2%	87
High	7.0%	1.097	18.3%	1,550	72.7%	669	14.8%	123
Segmented by underwriter	prestige							
Low-prestige	9.1%	1.119	12.9%	1,302	35.1%	151	12.2%	45
High-prestige	5.1%	863	15.9%	2,094	71.9%	652	11.5%	165
Segmented by the offer price	e relative to	the file p	rice range					
Revised up	20.5%	246	32.0%	777	119.0%	362	24.3%	42
OP within range	7.8%	1,181	12.3%	1,750	26.8%	296	10.3%	116
Revised down	0.5%	544	4.3%	867	7.9%	145	4.5%	52
All	7.3%	1,982	14.8%	3,396	65.0%	803	11.7%	210

**Tab. 14.** Average first-day returns on IPOs categorized by proceeds, assets, sales, age, industry, VC-backing, share overhang, and underwriter prestige (after Loughran, Ritter (2004)).

Tab. 15 shows the pre-issue *CEO* ownership in dollar values and percentage, *1996-2000*; and Tab. 16 highlights the mean and median first-day returns, median age, sales, *EPS*, and share overhang, and industry representation vs the underwriter prestige in *Loughran*, *Ritter* (2004).

Year	Number of IPOs	Median Pre-Issue Number of CEO Shares	Median Offer Price	Median CEO Pre-Issue Dollar Value, Millions	Median Pre-Issue % CEO Ownership
1996	623	723,591	\$12.00	\$8.68 m	10.4%
1997	437	880,401	\$11.75	\$10.34 m	12.8%
1998	268	1,188,677	\$12.50	\$14.86 m	11.8%
1999	457	1,394,336	\$14.00	\$19.52 m	8.0%
2000	346	1,554,172	\$14.00	\$21.76 m	5.3%

**Tab. 15.** Pre-issue CEO ownership in dollar values and percentage, 1996-2000 (after Loughran, Ritter (2004)).

Low prestige 9.1% 1,119 12.9% 1,302 35.1% 151 12.2% High prestige 5.1% 863 15.9% 2,094 71.9% 652 11.5% Median first-day returns  Low prestige 2.5% 1,119 7.1% 1,302 12.2% 151 11.1% High prestige 1.2% 863 8.7% 2,094 37.5% 652 8.3% Median Age  Low prestige 6 years 1,115 7 years 1,298 5 years 151 9 years High prestige 9 years 849 8 years 2,050 5 years 649 14 years Median trailing sales (millions)  Low prestige \$21.5 1,086 \$25.8 1,268 \$9.1 150 \$44.1 High Prestige \$80.2 861 \$71.7 2,082 \$17.3 650 \$269.4 Median trailing 12-month EPS  Low prestige \$0.38 1,099 \$0.25 1,302 -\$0.58 151 -\$0.25 High prestige \$0.59 855 \$0.27 2,094 -\$1.18 652 \$0.02 Median share overhang  Low prestige 2.28 1,119 1.96 1,302 2.91 151 2.00 High prestige 2.82 863 2.44 2,094 4.31 652 2.97 Percentage with an offer price above the maximum of the file price range Low prestige 9% 1,110 11% 1,302 28% 151 9% High prestige 17% 861 30% 2,094 49% 652 23% Percentage tech and intermet-related		1980-1	989	1990-	1998	1999-2	000	2001-2	003
High prestige         5.1%         863         15.9%         2,094         71.9%         652         11.5%           Median first-day returns         Low prestige         2.5%         1,119         7.1%         1,302         12.2%         151         11.1%           High prestige         1.2%         863         8.7%         2,094         37.5%         652         8.3%           Median Age         Low prestige         6 years         1,115         7 years         1,298         5 years         151         9 years           High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02 <th></th> <th>Return</th> <th>N</th> <th>Return</th> <th>N</th> <th>Return</th> <th>N</th> <th>Return</th> <th>N</th>		Return	N	Return	N	Return	N	Return	N
High prestige         5.1%         863         15.9%         2,094         71.9%         652         11.5%           Median first-day returns         Low prestige         2.5%         1,119         7.1%         1,302         12.2%         151         11.1%           High prestige         1.2%         863         8.7%         2,094         37.5%         652         8.3%           Median Age         Low prestige         6 years         1,115         7 years         1,298         5 years         151         9 years           High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02 <td>Mean first-day re</td> <td>turns</td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td> <td></td>	Mean first-day re	turns							
Median first-day returns         Low prestige         2.5%         1,119         7.1%         1,302         12.2%         151         11.1%           High prestige         1.2%         863         8.7%         2,094         37.5%         652         8.3%           Median Age         Low prestige         6 years         1,115         7 years         1,298         5 years         151         9 years           High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         1	Low prestige	9.1%	1,119	12.9%	1,302	35.1%	151	12.2%	45
Median first-day returns         Low prestige         2.5%         1,119         7.1%         1,302         12.2%         151         11.1%           High prestige         1.2%         863         8.7%         2,094         37.5%         652         8.3%           Median Age         Low prestige         6 years         1,115         7 years         1,298         5 years         151         9 years           High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         1	High prestige	5.1%	863	15.9%	2,094	71.9%	652	11.5%	165
High prestige         1.2%         863         8.7%         2,094         37.5%         652         8.3%           Median Age         Low prestige         6 years         1,115         7 years         1,298         5 years         151         9 years           High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97      <		returns							
Median Age         Low prestige         6 years         1,115         7 years         1,298         5 years         151         9 years           High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110	Low prestige	2.5%	1,119	7.1%	1,302	12.2%	151	11.1%	45
Low prestige 6 years 1,115 7 years 1,298 5 years 151 9 years High prestige 9 years 849 8 years 2,050 5 years 649 14 years Median trailing sales (millions)  Low prestige \$21.5 1,086 \$25.8 1,268 \$9.1 150 \$44.1 High Prestige \$80.2 861 \$71.7 2,082 \$17.3 650 \$269.4 Median trailing 12-month EPS  Low prestige \$0.38 1,099 \$0.25 1,302 -\$0.58 151 -\$0.25 High prestige \$0.59 855 \$0.27 2,094 -\$1.18 652 \$0.02 Median share overhang  Low prestige 2.28 1,119 1.96 1,302 2.91 151 2.00 High prestige 2.82 863 2.44 2,094 4.31 652 2.97 Percentage with an offer price above the maximum of the file price range  Low prestige 9% 1,110 11% 1,302 28% 151 9% High prestige 17% 861 30% 2,094 49% 652 23% Percentage tech and internet-related	High prestige	1.2%	863	8.7%	2,094	37.5%	652	8.3%	165
High prestige         9 years         849         8 years         2,050         5 years         649         14 years           Median trailing sales (millions)         Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110         11%         1,302         28%         151         9%           High prestige         17%         861         30%         2,094         49%	Median Age								
Median trailing sales (millions)           Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS         Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110         11%         1,302         28%         151         9%           High prestige         17%         861         30%         2,094         49%         652         23%           Percentage tech and internet-related	Low prestige	6 years	1,115	7 years	1,298	5 years	151	9 years	45
Low prestige         \$21.5         1,086         \$25.8         1,268         \$9.1         150         \$44.1           High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS           Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110         11%         1,302         28%         151         9%           High prestige         17%         861         30%         2,094         49%         652         23%           Percentage tech and internet-related         23%         2094         49%         652         23%	High prestige	9 years	849	8 years	2,050	5 years	649	14 years	162
High Prestige         \$80.2         861         \$71.7         2,082         \$17.3         650         \$269.4           Median trailing 12-month EPS           Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110         11%         1,302         28%         151         9%           High prestige         17%         861         30%         2,094         49%         652         23%           Percentage tech and internet-related	Median trailing s	ales (millions	s)	53.0		570		-	
Median trailing 12-month EPS           Low prestige         \$0.38         1,099         \$0.25         1,302         -\$0.58         151         -\$0.25           High prestige         \$0.59         855         \$0.27         2,094         -\$1.18         652         \$0.02           Median share overhang         Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110         11%         1,302         28%         151         9%           High prestige         17%         861         30%         2,094         49%         652         23%           Percentage tech and internet-related	Low prestige	\$21.5	1,086	\$25.8	1,268	\$9.1	150	\$44.1	45
Low prestige \$0.38 1,099 \$0.25 1,302 -\$0.58 151 -\$0.25 High prestige \$0.59 855 \$0.27 2,094 -\$1.18 652 \$0.02 Median share overhang  Low prestige 2.28 1,119 1.96 1,302 2.91 151 2.00 High prestige 2.82 863 2.44 2,094 4.31 652 2.97  Percentage with an offer price above the maximum of the file price range  Low prestige 9% 1,110 11% 1,302 28% 151 9% High prestige 17% 861 30% 2,094 49% 652 23%  Percentage tech and internet-related	High Prestige	\$80.2	861	\$71.7	2,082	\$17.3	650	\$269.4	164
High prestige       \$0.59       \$855       \$0.27       2,094       -\$1.18       652       \$0.02         Median share overhang         Low prestige       2.28       1,119       1.96       1,302       2.91       151       2.00         High prestige       2.82       863       2.44       2,094       4.31       652       2.97         Percentage with an offer price above the maximum of the file price range         Low prestige       9%       1,110       11%       1,302       28%       151       9%         High prestige       17%       861       30%       2,094       49%       652       23%         Percentage tech and internet-related	Median trailing 1	2-month EPS	S						
Median share overhang         Low prestige       2.28       1,119       1.96       1,302       2.91       151       2.00         High prestige       2.82       863       2.44       2,094       4.31       652       2.97         Percentage with an offer price above the maximum of the file price range         Low prestige       9%       1,110       11%       1,302       28%       151       9%         High prestige       17%       861       30%       2,094       49%       652       23%         Percentage tech and internet-related	Low prestige	\$0.38	1,099	\$0.25	1,302	-\$0.58	151	-\$0.25	45
Low prestige         2.28         1,119         1.96         1,302         2.91         151         2.00           High prestige         2.82         863         2.44         2,094         4.31         652         2.97           Percentage with an offer price above the maximum of the file price range         Low prestige         9%         1,110         11%         1,302         28%         151         9%           High prestige         17%         861         30%         2,094         49%         652         23%           Percentage tech and internet-related	High prestige	\$0.59	855	\$0.27	2,094	-\$1.18	652	\$0.02	165
High prestige       2.82       863       2.44       2,094       4.31       652       2.97         Percentage with an offer price above the maximum of the file price range         Low prestige       9%       1,110       11%       1,302       28%       151       9%         High prestige       17%       861       30%       2,094       49%       652       23%         Percentage tech and internet-related	Median share ove	rhang							
Percentage with an offer price above the maximum of the file price range  Low prestige 9% 1,110 11% 1,302 28% 151 9%  High prestige 17% 861 30% 2,094 49% 652 23%  Percentage tech and internet-related	Low prestige	2.28	1,119	1.96	1,302	2.91	151	2.00	45
Low prestige 9% 1,110 11% 1,302 28% 151 9% High prestige 17% 861 30% 2,094 49% 652 23% Percentage tech and internet-related	High prestige	2.82	863	2.44	2,094	4.31	652	2.97	165
High prestige 17% 861 30% 2,094 49% 652 23% Percentage tech and internet-related	Percentage with a	n offer price	above th	e maximum (	of the file	price range			
Percentage tech and internet-related	Low prestige	9%	1,110	11%	1,302	28%	151	9%	45
			70000070	30%	2,094	49%	652	23%	165
Law practice 20.60/ 1.110 29.20/ 1.202 69.00/ 1.51 22.20/	Percentage tech a	nd internet-re	elated						
	Low prestige	30.6%	1,119	28.3%	1,302	68.9%	151	33.3%	45
High prestige 27.1% 863 34.0% 2,094 72.8% 652 27.3%	High prestige	27.1%	863	34.0%	2,094	72.8%	652	27.3%	165
All 7.3% 1,982 14.8% 3,396 65.0% 803 11.7%	A11	7.3%	1,982	14.8%	3,396	65.0%	803	11.7%	210

**Tab. 16.** Mean and median first-day returns, median age, sales, EPS, and share overhang, and industry representation categorized by underwriter prestige (after Loughran, Ritter (2004)).

Toniato (2007) stated that the IPO underpricing was documented in Stoll, Curley (1970) for the first time: "Stoll and Curley (1970) were the pioneers in documenting the systematically abnormal first-day returns of IPOs. In the following years the same phenomenon was observed in the UK Buckland, Herbert and Yeomans (1981) and later in virtually every capital market in world. Furthermore, contrary to the idea that the market would learn and rectify this anomaly with time, Ritter and Welch (2002) document a significant trend of increase in this pattern of underpricing over time."

The existing *underpricing theories* are discussed below in details in *Toniato* (2007):

- "1) Some researchers explain *IPO underpricing* by proposing it is a signalling mechanism. This theory is based on *an asymmetry of information between issuers and investors*; which generates a lemons problem since only low quality issuers will be willing to sell their shares at the average price. The model, therefore, predicts that high quality issuers will signal their superiority by selling shares at a price lower than the market believes they are worth. These high quality issuers are believed to be compensated for their sacrifice in the future when "a higher price at the seasoned offering eventually compensates firms for the intentionally low *IPO* price" *Welch (1989)*. However, further research contested this theory and found no evidence of *underpriced IPOs* consistently returning to the market for seasoned offerings *Michaely, Shaw (1994)*.
- 2) Another theory based on asymmetry of information and one of the most compelling models in explaining *IPO* performance is the one created by *Rock* (1986). The model applies the concept of a winner's curse to the IPO market. According to this theory, investors can be classified as 'informed' or 'uniformed'. The former are investors who are willing to incur the costs to assess the future performance of new issues and the latter are investors who do not spend resources on the analysis of IPOs and indiscriminately invest in all new issues. Since informed investors will only apply for underpriced IPOs and uninformed investors apply to all; underpriced issues will be oversubscribed while the overpriced issues will be relatively undersubscribed. Consequently, the investor who applies for all new issues finds himself in the long run holding a much larger amount of overpriced IPOs. Hence, if all IPOs are priced at the underlying value, uninformed investors make systematic losses and leave the market. Rock's model, therefore, anticipates that underwriters will systematically underprice all issues fearing that otherwise the uninformed investor might leave the IPO market ensuing shorter liquidity and a decrease in profitability for investment banks. The model found support in empirical studies including Keloharju (1993), Koh and Walter (1989) and recently in the UK Khurshed and Mudambi (2002) who find no significant underpricing in investment trusts IPOs and conclude that this partially due to the smaller differential of information between uninformed and informed investors about this type of firm.
- 3) Baron (1982) offers an explanation which focuses on the asymmetry of information not between investors and underwriters but between issuing firms and underwriters. The model assumes that investment bankers have more information about the demand for IPO shares in the market and therefore the issuer could only monitor the work of the underwriter for a cost. This makes it optimal for the issuer to allow a certain degree of underpricing. This model found some

empirical support in the work of *Khurshed and Mudambi* (2002). However, *Muscarella and Vetsuypens* (1989) found that when investment banks themselves go public the underpricing is as large as on other types of firms, casting doubt on the validity of the theory.

- 4) Models which do not rely on the asymmetry of information include the theory that investment bankers possess a monopsony power over small issuing firms, which can be used to lower the risk of losses for investment banks. This model also infers that underwriters can use this power to distribute underpriced IPOs to favoured clients. In tune with this prediction Cornelli and Goldreich (2001) in the UK and Aggarwal, Prabhala and Puri (2002) in the US conclude that underwriters favor institutional investors on the allocation of shares. However, other recent research contested this idea and found that "underpricing has little or no effect on outside block ownership" Field and Sheehan (2002).
- 5) Finally, *Tinic* (1988) provides a further model not dependent on the *asymmetry of information*. The author develops a litigation theory which predicts that *issuers and underwriters use underpricing as form of insurance against legal action*. The model assumes an implied agreement between all parts involved in an *IPO*, where investors are rewarded with excess returns in the short run in exchange for neglecting small errors related to disclosure requirement for issuing firms. *Drake and Vetsuypens* (1993) challenged the model finding that on average sued *IPOs* actually had higher *underpricing* than those not sued.

Tab. 17 presents an international evidence of short-run underpricing in Toniato (2007).

			and the same of th				
Country	Reference(s)	Sample	Time	Average initial			
NY NY MARKO	Under State ou selections out of state of the contract of the	size	period	return			
Australia	Lee, Taylor and Walter (1996)	266	1976-89	11.90%			
Austria	Aussenegg (1997)	67	1964-96	6.50%			
Brazil	Aggarwal, Leal and Hernandez (1993)	62	1979-90	78.50%			
Canada	Jog and Srivastava (1994)	258	1971-92	5.40%			
Chile	Aggarwal, Leal and Hernandez (1993)	19	1982-90	16.30%			
Finland	Keloharju (1993)	85	1984-92	9.60%			
Germany	Ljungqvist (1997)	170	1978-92	10.90%			
Japan	Hebner and Hiraki (1993);	975	1970-96	24.00%			
	Hamao, Packer and Ritter (1998)						
Korea	Dhatt, Kim and Lim (1993)	347	1980-90	78.10%			
New Zealand	Vos and Cheung (1993)	149	1979-91	28.80%			
Sweden	Ridder (1986); Rydqvist (1993)	213	1970-91	39.00%			
United Kingdom	Levis (1993)	2,133	1959-90	12.00%			
United States	Ibbotson, Sindelar and Ritter (1994)	13,308	1960-96	15.80%			

Sources: Loughran, Ritter, Rydqvist (1994), Ritter (1998) as well as the listed authors for each study.

*Tab.* 17. International evidence of short-run underpricing (after Toniato (2007)).

Toniato (2007) "Theoretical models explaining the long run behaviour of IPOs are less plentiful than the ones relating to the short run behaviour. Khurshed, Mudambi and Goergen (1999) separates these theories in three groups:

- 1) one which provides behaviour and expectations-based explanations for the phenomenon,
  - 2) one which bases its explanations in the agency theory, and
- 3) a final group which deem the observed underperformance a result of mismeasurement."

Tab. 18 presents an international evidence of the *long-run performance of IPOs* in *Toniato* (2007).

Country	Reference	Sample	Time	Average initial
		size	period	return
Australia	Lee, Taylor and Walter (1996)	266	1976-89	-46.50%
Austria	Aussenegg (1997)	67	1964-96	-27.30%
Brazil	Aggarwal et al. (1993)	62	1979-90	-47.00%
Canada	Kooli and Suret (2004)	445	1991-98	-16.86%
Chile	Aggarwal et al. (1993)	19	1982-90	-23.70%
Finland	Keloharju (1993)	85	1984-92	-21.10%
Germany	Ljungqvist (1997)	170	1978-92	-12.10%
Japan	Cai and Wei (1997)	975	1970-96	-27.00%
Korea	Dhatt, Kim and Lim (1993)	347	1980-90	2.00%
New Zealand	Firth (1997)	143	1979-87	-10.00%
Sweden	Loughran, Ritter and Rydqvist (1994)	162	1980-90	1.20%
United Kingdom	Levis (1993)	712	1980-88	-8.10%
United States	Loughran and Ritter (1995)	4,753	1970-90	-20.00%

Sources: Kooli and Suret (2004), Loughran, Ritter and Rydqvist (1994), Ritter (1998) as well as the listed authors of each study.

*Tab.* 18. International evidence of long-run performance of IPOs (after Toniato (2007)).

Yongyuan Qiao (2008) researched both the time series properties of the level of *IPO* shares underpricing and the volume of *IPO* shares selling in *Hong Kong* equity market from *November*, 1999 to the end of 2005.

Fig. 6 shows a total number of *IPOs* at *Hong Kong Stock Exchange*; Fig. 7 demonstrates an average *IPO* capitalization at *Hong Kong Stock Exchange*; Fig. 8 provides some information on an average *IPO* underpricing levels across the countries *in Yongyuan Qiao* (2008).

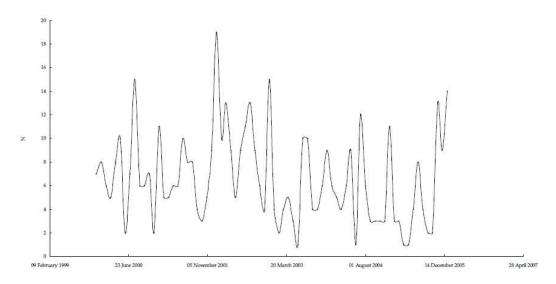


Fig. 6. Number of IPOs at Hong Kong Stock Exchange (after Yongyuan Qiao (2008)).

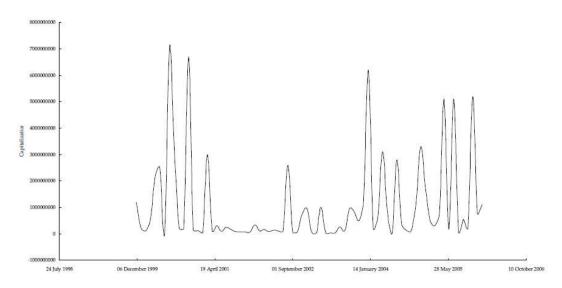


Fig. 7. Average IPO capitalization at Hong Kong Stock Exchange (after Yongyuan Qiao (2008)).

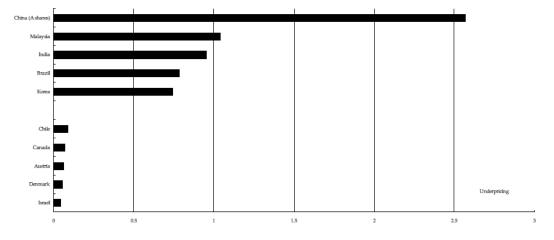


Fig. 8. Average IPO underpricing levels across countries (after Yongyuan Qiao (2008)).

Pennacchio, Del Monte, Acconcia (2010) suggested that the original hypothesis that the distance of a firm from the main financial centre affects underpricing positively: The higher is the distance; the higher are the information imperfections among players involved in the Initial Public Offering and the higher is the uncertainty about the true value of the listing firm. This research proposal is in an agreement with the theoretical approach that explains the underpricing in the context of the asymmetric information flows theory.

Tab. 19 shows the determinants of underpricing in *Italy, France and Germany* (1999 - 2009) in *Pennacchio, Del Monte, Acconcia* (2010).

	1	2	3	4	5
Distance	0.019***	0.021***	0.021***	0.003***	0.013
	(0.006)	(0.006)	(0.008)	(0.001)	(0.012)
Revision	6.75***	6.93***	8 = 2	William I Wall	8 = 11 8
	(2.42)	(2.54)			
Size	-0.83**	-0.52	-1.01***	0.36	-2.05**
	(0.34)	(0.37)	(0.33)	(0.23)	(0.91)
Age	-3.52**	-2.44*	-2.69*	-0.22	-3.91**
	(1.47)	(1.39)	(1.45)	(0.45)	(1.79)
Index Return	0.92**	1.04**	1.15**	0.19***	0.34
	(0.40)	(0.45)	(0.57)	(0.08)	(0.46)
Index Volatility	0.016*	0.016*	0.015*	0.02***	0.11***
	(0.009)	(0.01)	(0.008)	(0.006)	(0.021)
Reputation	-6.63**	-6.11**			
	(2.59)	(2.67)			
Greenshoe	-072**	-0.65**			
	(0.33)	(0.31)			
Oversubscription	9.95*	10.85*			
	(5.99)	(5.85)			
Range	-0.34	-0.038			
	(0.04)	(0.045)			
Service Sector		5.07*	3.79	-2.82***	7.18
		(2.90)	(3.05)	(0.96)	(5.61)
Financial Sector		6.89**	7.5**	1.04	-9.75***
		(2.80)	(3.38)	(1.55)	(4.05)
Fees		2.32*			
		(1.31)			
Constant	14.11	1.62	11.73**	-5.20	34.39**
	(9.78)	(9.56)	(5.69)	(4.01)	(16.49)
$\mathbb{R}^2$	0.4656	0.5014	0.2755	0.0786	0.1606
F-statistic	12.36	12.56	2.8	3.78	7.03
Observations	134	124	134	332	308

Notes: Figures in parentheses are standard errors.

**Tab. 19.** Determinants of underpricing in Italy, France and Germany (1999-2009) (after Pennacchio, Del Monte, Acconcia (2010)).

<sup>\*\*\*, \*\*, \*</sup> Significant at 1%, 5% and 10%.

Pennacchio (2013) proposes that: "The underpricing difference is actually due to the causal effect of venture capital backing and that the raw comparison of the sample means underestimates such an effect. The result is consistent with the certification hypothesis, that is, certifying that the value of issuing firms reflects all relevant inside information, venture capital backing reduces the asymmetric information problem that arises in the IPO process."

Tab. 20 shows the *Italian IPOs* by year of listing, and Tab. 21 demonstrates the characteristics of the *VC* backed and *non-VC* backed *IPOs* in *Pennacchio* (2013).

Year	Total Number of IPOs	Venture cap	oital backed IPOs	Market Return	
real	Total Number of IFOS	Number	% of total IPOs	Market Return	
1999	27	9	33.3	22.3	
2000	42	12	28.6	1.7	
2001	17	4	23.5	-26.2	
2002	5	1	20.0	-26.0	
2003	4	2	50.0	11.8	
2004	8	4	50.0	16.9	
2005	15	6	40.0	13.3	
2006	21	8	38.1	17.5	
2007	28	12	42.9	-7.7	
2008	6	3	50.0	-48.4	
2009	4	2	50.0	19.5	
2010	8	2	25.0	-13.2	
2011	2	0	0.0	-26.2	
2012	1	0	0.0	0.9	
	188	65	34.6	·	

Tab. 20. Italian IPOs by year of listing after Pennacchio (2013)).

	VC back	ked IPOs	non-VC backed IPO	
	Mean	Median	Mean	Median
Panel A: Firm characteristics				
Age	20.9	13	25.2	16
Capitalization (Market value)	326	176	1082	230
Total asset	235	77	1946	102
Net asset (Patrimonio Netto)	73	24	413	21
Revenue	238	89	569	104
Offer proceeds	120	60	340	79
Debt Equity	0.84	0.74	2.1	0.84
Roe (%)	38	0.37	60	0.44
Ros (%)	-1.8	0.11	13	0.14
Panel B: Offering characteristics				
Oversubscription	1.2	1.08	1.3	1.14
Greenshoe (%)	11.3	11.1	10.7	11.5
Range	26.5	25	32.2	25
Revision	0.27	0.32	0.28	0.36
Share offered	37.1	35.1	32.1	30
Underwriter reputation	9.4	3.9	9.6	3.9
Gross spread	4	4.15	3.8	3.95

Tab. 21. Characteristics of VC backed and non-VC backed IPOs (after Pennacchio (2013)).

Pennacchio (2013) writes: "The provided empirical evidence indicates that venture capital backing play an important role in the reduction of information asymmetries between issuing firms and outside investors, and consequently of the IPO underpricing. Given that the underpricing is considered as the main indirect cost of floatation, the result suggests that an efficient venture capital industry may help to overcome the so called "funding gap" – the financing problems faced by new and small firms – with wide advantages for the overall economy."

Tab. 22 presents the regression analysis: The effect of venture capital backing on the *IPO* underpricing in *Pennacchio* (2013).

Y = underpricing	(1)	(2)	(3)	(4)	(5)
Venture Backing	-2.87** (-2.59)	-3.16*** (-3.19)	-4.63* (-1.89)	-6.02** (-2.19)	-7.13** (-1.97)
Bank Uw			-4.51* (-1.84)	-4.52** (-1.98)	-4.23* (-1.74)
Venture Backing – Underwriter reputation			0.22 (1.03)	0.22 (1.14)	0.21 (1.15)
Size		-1.27** (-2.79)	-1.79** (-2.38)	-2.03*** (-2.66)	-1.24* (-1.88)
Age		-1.35* (-1.84)	-1.54** (-2.17)	-1.51** (-2.16)	-0.93* (-1.69)
Underwriter Reputation		-0.06 (-1.17)	-0.16* (-1.85)	-0.15* (-1.81)	-0.18*** (-2.62)
Distance			0.02*** (3.66)	0.02*** (3.74)	0.01*** (4.52)
Range			0.06*** (3.22)	0.06*** (3.55)	0.06*** (3.37)
Fees			1.59 (1.61)	1.57* (1.75)	1.85** (2.04)
Greenshoe			-0.34** (-2.29)	-0.34** (-2.55)	-0.33** (-2.00)
Revision			7.70*** (8.13)	8.03*** (9.94)	7.29*** (7.90)
Constant	7.63*** (7.67)	61.06*** (15.38)	0.54 (0.06)	4.98 (0.98)	4.69 (0.92)
Year Dummies Industry Dummies	yes no	yes no	yes yes	yes yes	Yes yes
Observations	181	181	168	163	148
Pseudo R <sup>2</sup>	0.16	0.20	0.42	-	-
Wald Test (p-value)	-		-	0.05	0.06

<sup>\*\*\*, \*\*, \*</sup> statistically significant at 1, 5 and 10% level.

**Tab. 22.** Regression analysis: the effect of venture capital backing on the IPO underpricing (after Pennacchio (2013)).

Pennacchio, Del Monte, Acconcia (2010) note: "IPO process involves both direct costs (underwriting and audit fees, selling commission, legal expenses, etc.) and indirect costs. Underpricing is considered the larger indirect cost."

Pritsker (2004, 2006) proposed a fully-rational liquidity-based theory of IPO underpricing and underperformance: "In the model, underwriters need to sell a fixed number of shares at the IPO or in the aftermarket. To maximize revenue and avoid selling into the aftermarket where they can be exploited by large investors, underwriters distort share allocations towards investors with market power, and set the IPO offer price below the aftermarket trading price. Large investors who receive IPO share allocations sell them slowly afterwards to reduce their trade's price-impact. This curtails the shares that are available to small price-taking investors, causing them to bid up prices and bid down returns. In some simulations, the distorted share allocations and slow unwinding behavior generate post-IPO return underperformance that persists for several years."

Zhang J X (2009) makes an interesting remark that the level of underpricing reduces in the case of the decrease of the degree of information asymmetry about the firm at the time of the IPO: "The information about the firm is disclosed so as to inform investors about the firm's value at the time of the IPO. Correct information about the quality of innovation of a firm at the time of the IPO can exhibit important information about its attainment in the IPO market. Therefore, if credible information on the value of a firm is provided at the time of the IPO, information asymmetry and the underpricing of the firms will be reduced Rock (1986). At the time of the IPO, information asymmetry as to the firm's value will decrease with the disclosure of accurate information about the value of the firm's innovation stock. This decrease in information asymmetry will be associated with an identical decrease in the underpricing of market valuations."

The underpricing of the initial public offering of the company equity at the stock exchanges has been researched in Beatty, Ritter (1986), Rock (1986), Balvers, McDonald, Miller (1988), Johnson, Miller (1988), Allen, Faulhaber (1989), Barry (1989), Muscarella, Vetsuypens (1989a, b), Muscarella, Vetsuypens (1990), Uhlir (1989), Levis (1990), Hughes, Thakor (1992), Aggarwal, Krigman, Womack (2002), Affleck-Graves, Hegde, Miller, Reilly (1993), Dhatt, Kim, Lim (1993), Drake, Vetsuypens (1993), Hanley (1993), Leleux (1993), Leleux, Muzyka (1997), Loughran (1993), Loughran, Ritter (1995), Loughran, Ritter (2003, 2004), Ruud (1993), Rydqvist (1993), Vos, Cheung (1993), Jog, Srivastava (1994), Jog, McConomy (1999), Kunz, Aggarwal (1994), Schultz, Zaman (1994), Degeorge (1995), Gerstein (1995, 1996), Booth, Chua (1996), Lee, Taylor, Walter (1996), Pettway, Kaneko (1996), Aussenegg (1997), Brennan,

Franks (1997), Page, Reyneke (1997), Rydqvist (1997), Spiess, Pettway (1997), Asquith, Jones, Kieschnick (1998), Mok, Hui (1998), Reese (1998), Theoh, Welch, Wong (1998a), Lee, Taylor, Walter (1999), Arosio, Giudici, Paleari (2000), Brav, Geczy, Gompers (2000), Kiymaz (2000), Smart, Zutter (2000), Chan, Wang, Wei (2001), DuCharme, Rajgopal, Sefcik (2001), Francis, Hasan (2001), Field, Sheehan (2001), Field, Sheehan (2002), Habib, Ljungqvist (2001), Hahn, Ligon (2004), Hoffmann-Burchardi (2001), Purnanandam, Swaminathan (2001), Rehkugler, Schenek (2001), Van Frederikslust, Van der Geest (2001), Bradley, Jordan (2002), Cheng, Mak, Chan (2002), Derrien, Womack (2002), Filatotchev, Bishop (2002), Kiss, Stehle (2002), Khurshed, Mudambi (2002), Lowry, Shu (2002), Schiereck, Wagner (2002), Sherman, Titman (2002), Derrien, Womack (2003), Ellul, Pagano (2003), Goergen, Khurshed, McCahery, Renneboog (2003), Gounopoulos (2003), Manigart, de Maeseneire (2003), Pham, Kalev, Steen (2003), Smart, Zutter (2003), Arugaslan, Cook, Kieschnick (2004), Cassia, Giudici, Paleari, Redondi (2004), Chahine (2004b), Chiang, Harikumar (2004), Cliff, Denis (2004), Griffith (2004), Hahn, Ligon (2004), Houston, James, Karceski (2004), Keloharju, Nyborg, Rydqvist (2004), Kremer, Nyborg (2004b), Lee, Wahal (2004), Lubig (2004), Peggy, Wahal (2004), Pritsker (2004, 2005, 2006), Purnanandam, Swaminathan (2004), Jagannathan, Gao (2005), Li, Zheng, Melancon (2005b), Nounis (2005), Pandey (2005), Pons-Sanz (2005), Aussenegg (2006), Ellul, Pagano (2006), Gajewski, Gresse (2006), Ljungavist (2006), Hopp, Dreherdo (2007), Kerins, Kutsuna, Smith (2007), Leite (2007), Zheng, Stangeland (2007), Khurshed, Pande, Singh (2008), Yongyuan Qiao (2008), Coakley, Hadass, Wood (2009), Arikawa, Imad'eddine (2010), Elston, Yang (2010), Pennacchio, Del Monte, Acconcia (2010), Acconcia, Del Monte, Pennacchio (2011), Pennacchio (2013), Ferretti, Meles (2011), and by some other authors.

## Long term performance of initial public offering of company equity at stock exchanges in imperfect highly volatile global capital markets with induced nonlinearities

Von Eije, de Witte, van der Zwaan (2000) study the long term- performance of IPOs in the Netherlands: "The shareholders that stay with the company after the IPO and the new shareholders, however, do not necessarily profit from the listing. Much empirical literature on initial public offerings (IPOs) that addresses the long-term performance of IPOs suggests that these stockholders may not profit from the IPO because the IPO companies show underperformance." Von Eije, de Witte, van der Zwaan (2000) present a short review on the origins of IPO underperformance: "Several explanations arise for this anomalous phenomenon.

Ritter [1991, 1997] suggests various reasons for underperformance. Issuer's timing, risk mismeasurement, fads as well as the fact that mainly optimistic investors will be prepared to buy overpriced new IPO stock may all contribute to long term underperformance. Welch [1989, 1996] proposes that low quality (underperforming) companies cannot mimic the signals of high quality companies of which the owners issue IPO-shares at a discount and then wait patiently before selling the remainder of the firm in a seasoned equity offering. Hughes and Thakor [1992] suggest that long-term underperformance originates from potential legal liabilities of misrepresenting the quality of the IPO-shares. Carter, Dark and Singh [1998] attribute lower performance to lower underwriter's quality. Teoh, Welch and Wong [1998], finally, explain underperformance from window dressing before the company goes public." Von Eije, de Witte, van der Zwaan (2000) highlight the idea that IPO can induce the certain changes within the company: "In this article we present the results of a survey on *IPO*-related organizational change amongst 27 corporate officers of companies that received a listing at the Amsterdam Stock Exchange during 1987-1997... Long-term performance is not only based on company products, markets and financing, but originates also from within the company. This research finds that an IPO (or the preparation for an IPO) can cause changes within a company. These IPO-related changes are not necessarily financial but they can contribute positively to long-term performance."

Cogliati, Paleari, Vismara (2010) write: "The aftermarket performance is measured using Buy-and-Hold Abnormal Returns (BHAR), see Loughran and Ritter (1995), which are calculated for stock i over a time period T as follows

$$\begin{aligned} \boldsymbol{BHR}_{i,T} &= \left[ \prod_{t=1}^{T} \left( 1 + \boldsymbol{R}_{i,t} \right) \right] - 1, \\ \boldsymbol{BHAR} &= \frac{1}{N} \sum_{i=1}^{N} \left[ \left( \prod_{t=1}^{T} \left( 1 + \boldsymbol{R}_{i,t} \right) - \prod_{t=1}^{T} \left( 1 + \boldsymbol{R}_{M,t} \right) \right) \right], \end{aligned}$$

where  $R_{i,t}$  is the return of stock i at the time t, and N is the number of stocks in the portfolio.

Trauten, Schulz (2006) researched the IPOs long time performances in Germany: "We study the performance of an investment in each IPO by comparing the buy-and-hold return of each IPO to the buy-and-hold benchmark return irrespective of the IPO point in calendar time. As we ignore calendar time, this analysis resembles an event study methodology. Several different approaches to measuring long-term performance of stocks in event time are discussed in the literature. Among the most established methodologies are the Buy-and-Hold Abnormal Return approach (BHAR) firstly mentioned by Cusatis, Miles and Woolridge (1993), the

Cumulative Abnormal Return approach (CARs) by Fama et al. (1969) and the Wealth Relative method by Ritter (1991).

In the case of each *IPO* investments strategies, *Trauten*, *Schulz* (2006) use the following formulas to calculate the *buy-and-hold abnormal return* and the *mean of the buy-and-hold abnormal returns*:

$$\begin{aligned} &\boldsymbol{BHAR}_{H,i} = \left(\prod_{h=1}^{H} \left(\boldsymbol{R}_{i,t} + 1\right)\right) - \left(\prod_{h=1}^{T} \left(\boldsymbol{R}_{B,i,t} + 1\right)\right), \\ &\overline{\boldsymbol{BHAR}}_{H}^{S} = \sum_{i=1}^{N} \boldsymbol{w}_{i} \left[\left(\prod_{h=1}^{H} \left(\boldsymbol{R}_{i,t} + 1\right)\right) - \left(\prod_{h=1}^{T} \left(\boldsymbol{R}_{B,i,t} + 1\right)\right)\right], \end{aligned}$$

where Ri,t is the total return of firm i in the calendar month t, following the IPO,

 $R_{B,i,t}$  is the total return of a benchmark portfolio for firm i in calendar month t for a maximum holding period H,

 $w_i = 1/N$  in case of investment strategy 1,

 $w_i$  = market value of firm i at the end of the IPO month / sum of market values of all firms at the end of the respective IPO months in case of investment strategy 2.

In the case of *IPO*-portfolio investment strategies, *Trauten*, *Schulz* (2006) calculate the excess buy-and-hold abnormal return of investment strategies  $S=\{3,4\}$  for a formation period of F months and a sample period of  $\tau = T$  calendar months

$$\boldsymbol{BHAR_{F,T}^S} = \prod_{\tau=1}^T \left[ \left( \sum_{i_{\tau}=1}^{N_{F,\tau}} \boldsymbol{w_{i,\tau}} \cdot \boldsymbol{R_{i,\tau}} \right) + 1 \right] - \prod_{\tau=1}^T \left[ \left( \sum_{i_{\tau}=1}^{N_{F,\tau}} \boldsymbol{w_{i,\tau}} \cdot \boldsymbol{R_{b,i,\tau}} \right) + 1 \right],$$

where  $R_{i,\tau}$  = return of firm i in calendar month  $\tau$ ,

 $R_{b,t,\tau}$  = return of the benchmark portfolio b for firm i in calendar month  $\tau$ ,

NF,  $\tau =$  number of firms that went public in the F months prior to calendar month  $\tau$ ,

 $w_{i,\tau} = 1$  in case of each *IPO* is weighted equally (equally weighted strategy 3),

 $w_{i,\tau}$  = market value of firm i in calendar month  $\tau$  divided by the sum of the market values of all firms NF, $\tau$  in calendar month  $\tau$  (value weighted strategy 4).

Tab. 23 provides some information on the research works to study the long-run performance of *IPOs* in *Trauten*, *Schulz* (2006).

Author(s) (year)	Sample period	Number of IPOs	Benchmark	Holding period (months)	Excess return (%)	Calculation method
Ehrhardt (1997)	1960-1990	159	Size-portfolio (ew)	36	-0.6	BHAR
		159	Size-portfolio (mvw.)	36	-3.8	BHAR
Ljungqvist (1997)	1970-1990	189	mvwDAFOX	36	-12.1 *	WR
Stehle/Ehrhardt (1999)	1960-1992	187	Size-portfolio (ew)	36	-5.0	BHAR
			Size-portfolio (mvw)	36	1.5	BHAR
Sapusek (2000)	1983-1993	142	Benchmark firms (by size)	60	-34.7	CAR
			DAX	60	1.8	CAR
Stehle/Ehrhardt/	1960-1992	187	Market portfolio (ew)	36	-5.0	BHAR
Przyborowsky (2000)			Market portfolio (mvw)	36	1.54	BHAR
			Benchmark firms a)	36	-11.6	BHAR
			Benchmark firms b)	36	-3.4	BHAR
Gerke/Fleischer (2001) Rehkugler/Schenek	1997-2000	263 (NM)	Nemax All-Share	12	96.6 ***	BHAR
(2001)	1983-1996	450	CDAX	36	-8.5	CAR
Mager (2001)	1987-1997	152	ewDAFOX	36	-13.5	CAR
				60	-41.3 **	CAR
Neuhaus/Schremper	1995-2000	27 (AH)	CDAX	36	-31.8 **	BHAR
(2003)		25 (NM)	CDAX	36	-72.9 ***	BHAR
Rath/Tebroke/Tietze						
(2004)	1997-2001	301 (NM)	CDAX	36	-87.8 ***	BHAR
Lubig (2004)	1997-2002	326 (NM)	Nemax All-Share	24	5.0	BHAR

**Tab. 23.** Long-run performance of IPOs in Germany (after Trauten, Schulz (2006)).

Among a big number of interesting researches on the *long term performance* of *IPOs*, it is necessary to highlight the research in *Serve* (2004), who investigated a change in the operating performance of 115 firms that go public on the *French New Market* over the period 1996-2000: "A significant decline in operating performance subsequent to the *Initial Public Offering* (*IPO*) is found. Companies appears to sustain sales growth but not capital expenditure after the *IPO*. Additionally, there is a significant negative relation between *post-IPO* change in operating performance and equity retention by the original ownership."

The long term performance of the initial public offering of company equity at stock exchanges has been researched in Ibbotson (1975), Ritter (1991), Carter, Dark, Singh (1998), Dhatt, Kim, Lim (1993), Levis (1993), Keloharju (1993), Leleux (1993), Leleux, Muzyka (1997), Gerstein (1995, 1996), Kim, Krinsky, Lee (1995), Spiess, Affleck-Graves (1995), Barber, Lyon (1996a, 1997), Barber, Lyon (1996b), Barber, Odean (2008), Kothari, Warner (1996), Kothari, Warner (1997), Lee, Taylor, Walter (1996), Aussenegg (1997), Brav, Gompers (1997), Brav (2000), Steib, Mohan (1997), Su, Fleisher (1997), Sapusek (1998), Theoh, Welch, Wong (1998b), Spiess, Affleck-Graves (1999), Brown (1999), Dechow, Hutton, Sloan (1999, 2000), Khurshed, Mudambi, Goergen (1999), Lyon, Barber, Tsai (1999), Reuschenbach (2000), Sapusek (2000),

Stehle, Ehrhardt, Przyborowsky (2000), Chan, Wang, Wei (2001), Degeorge, Derrien (2001a), Eckbo, Norli (2001), Eckbo, Norli (2002, 2005), Gerke, Fleischer (2001), Gompers, Lerner (2001, 2003a, b), Jakobsen, Sørensen (2001), Severin (2001), Van Frederikslust, Van der Geest (2001), Blondell, Hoang, Powell, Shi (2002), Gao, Mao, Zhong (2002), Kutsuna, Okamura, Cowling (2002), Barondes, Nyce, Sanger (2003), Clarke, Dunbar, Kahle (2003), Goergen, Khurshed, McCahery, Renneboog (2003), Gounopoulos (2003), Kraus, Burghof (2003), Neuhaus, Schremper (2003), Schultz (2003), Chahine (2004a), Kooli, Suret (2004), Lubig (2004), Alvarez, Gonzalez (2005), Drobetz, Kammermann, Wälchli (2005), Jaskiewicz, Gonzàlez, Menéndez, Schiereck (2005), Pandey (2005), Gajewski, Gresse (2006), Pastor-Llorca, Poveda-Fuentes (2006), Arnold, Fishe, North (2007), Cassia, Vismara (2009), and by some other authors.

# Information absorption by investors on company equity value in time of initial public offering of company equity at stock exchanges in imperfect highly volatile global capital markets with induced nonlinearities

Let us explain that the *absorption theory* has been created to understand the *nature of absorption processes* of *different chemical compounds* in the various *physical – chemical systems*, which have been observed in the well known experiments in the *physics* and *chemistry*. This theory has been further developed by the prominent researchers at the world class research institutions and top league universities in a number of countries over the centuries. Let us emphasis some of the completed theoretical and experimental research projects to study the *absorption phenomena* in the material sciences:

- 1. The absorption of the different radioactive chemical elements and their isotopes in the soft condensed matter in the nuclear physics have been researched in Ledenyov O P, Neklyudov (2013), Neklyudov, Dovbnya, Dikiy, Ledenyov O P, Lyashko (2013), Neklyudov, Ledenyov O P, Fedorova, Poltinin (2013a, b), Neklyudov, Fedorova, Poltinin, Ledenyov O P (2013), Ledenyov O P, Neklyudov, Poltinin, Fedorova (2012a, b), Neklyudov, Ledenyov O P, Fedorova, Poltinin (2012).
- 2. The absorption of the electromagnetic signals in the condensed matter (the metals and superconductors) at the ultrasonic frequencies in the solid state physics has been investigated in Ledenyov O P (2012a, b, c), Ledenyov V O, Ledenyov D O, Ledenyov O P, Tikhonovsky (2012), Ledenyov O P, Fursa V P (2012), Shepelev, Ledenyov O P, Filimonov (2012a, b, c, d, e).

3. The absorption of the electromagnetic signals in the sub-surface layers in the condensed matter (the high temperature superconducting ceramics and dielectrics) at the ultra high frequencies in the solid state physics has been studied in Ledenyov D O, Mazierska, Allen, Jacob (2012), Leong, Mazierska, Jacob, Ledenyov D O, Batt (2012), Mazierska, Ledenyov D O, Jacob, Krupka (2012), Jacob, Mazierska, Ledenyov D O, Krupka (2012), Mazierska, Krupka, Jacob, Ledenyov D O (2012), Jacob, Mazierska, Leong, Ledenyov D O, Krupka (2012), Jacob, Mazierska, Krupka, Ledenyov D O, Takeuchi (2012), Mazierska, Jacob, Ledenyov D O, Krupka (2012), Ledenyov D O (2013), Ledenyov D O, Ledenyov V O (2012e).

In the *econophysics*, the *absorption phenomena* can frequently be observed in the frames of the evolving learning process at the various practical settings and applications in the economics and finances. A new perspective on the learning and innovation with the particular research focus on the absorptive capacity has been presented in Cohen, Levinthal (1990), Farina (2008), Hussinger (2010, 2012). There are a few innovative studies, which have been focused on the knowledge and information absorptive capacity by the firm in Farina (2008): "According to Cohen and Levinthal's (1990) "absorptive capacity" concept, firms' ability to get knowledge and information from their external environment is a function of the firms' specialization choices and experiences. In particular, firms operating in many market segments are likely to possess more internal capabilities than firms operating in few market segments since, as the volume and complexity of information in the environment increase, the organization needs to have correspondingly high levels of information processing capacity (Miller and Chen (1994); Hambrick, (1982); Khandwalla (1973))." Farina (2008) continues to explain: "In fact firms' ability to use network ties for accessing information about opportunities and choices otherwise not available is depending on internal resource endowments and in particular on "absorptive capacity". In our case, the absorption effect has place during the information absorption process by the investors on the company equity value at the IPO. Therefore, the influence by the absorption process on the investors decisions, regarding the IPOs is in the scope of our present research interest. In our opinion, every company creates the barriers to entry; defines the strategic boundaries; and encounters the limits to growth, using the accumulated knowledge base (the firm-level technology absorption capacity), in the specific industry in Chandler (1962, 1998; 1977, 1993; 1980; 2001; 2005). In an analogy with the above described research results, we would like to highlight the fact that the investors learn about the listed company by absorbing the information on the company, aiming to get the deep and broad knowledge on the company's barriers to entry; strategic boundaries; and limits to growth in the process of investment decision making. The learning processes by the individual and institutional investors have been

discussed in Yao-Min Chiang, Hirshleifer, Yiming Qian, Sherman (2010): "This evidence indicates that *individual investors* are subject to *naïve reinforcement learning*. When individual investors receive high returns from previous auctions, they become more optimistic about receiving high returns from future auctions, making them more likely to participate in future auctions and to bid more aggressively. In sharp contrast, there is little sign that institutional bidders are subject to this bias. Their decisions to participate in an IPO auction are unrelated to their past returns. Furthermore, their returns do not decline with experience as they bid in more auctions, and their auction selection and bid shaving abilities do not deteriorate with experience." Here, let us consider the meanings of the deep knowledge and the broad knowledge as described in Moldoveanu, Martin (2001): "The general knowledge - knowledge that can be easily taught and transferred by means of formalized dialects – and specific knowledge – knowledge that cannot be easily encoded and transferred. However, within each different kind of knowledge we can talk of a distinction between the depth of the knowledge and the breadth of the knowledge. Knowledge is deep when it is of the sort that can answer many concatenated 'why?' questions. The physicist's and the mathematician's knowledge are examples of deep knowledge. It has a hierarchical structure, with a few basic propositions at the top of the hierarchy, from which all other propositions follow by self-evident steps. Knowledge is broad when it can be used to answer many questions of the type: 'what?', 'where?', 'who?' and 'how?'. The economist's and the biologist's knowledge are examples of broad knowledge. There are few key fundamental; assumptions that can compress all of this knowledge, which consists of a large set of empirical findings and basic causal mechanisms which only work when certain conditions come about."

We would like to make the following research proposals:

- 1. We propose that the *information absorption* by the investors occurs in the *evolving learning process* about the company's equity value, taking to the consideration the *fundamental purpose of investing* and the *responsibilities of investors*. The *fundamental purpose of investing* is explained in *Porter* (2013): "The *fundamental purpose of investing* is to deploy capital to productive uses in the real economy." The *responsibilities of investor* are discussed in *Porter* (2013): "Beyond allocating capital, investors also play a vital role in monitoring what companies are doing, pushing for transparency, and intervening to catalyze change if the capital employed isn't generating the economic value it should." We would like to add that the investors have to invest the capital into the companies, which create the "*shared value*," generating the economic value in a way that also produces the value for the society by addressing its challenges.
- 2. We think that the *information absorption* capacity by the investors on the company equity value at the *IPO* impacts the investor's *investment decisions* and serves as a *pre-*

determinant of the successful IPO deal completion. We propose the Ledenyov theory on the origins of the underpricing and long term underperformance effects, which states that the underpricing and long term underperformance can be explained by the changing information absorption capacity by the investors on the company equity value, depending on both:

# 1) The internal factors:

- a) The investor's ability to conduct the *creative imperative integrative intelligent* conceptual co-lateral adaptive logarithmic thinking with the application of the inductive, deductive and abductive logics analysis as far as the fundamental value of company equity is concerned;
- b) The ultra fast decoding of acquired information on the fundamental value of company equity;
- c) The ultra fast processing of acquired information on the fundamental value of company equity.

# 2) The external factors:

- a) The presence of the asymmetric information on the fundamental value of company equity between the investors and the underwriters (issuers);
  - b) The agency problems in relation to the fundamental value of company equity;
- 3. In agreement with the recent scientific findings in the research on the strategy selection problems in Porter (1979, 1980, 1982a, b, 1983, 1985, 1987a, b, 1991, 1994a, b, 1996a, b, 1997, 2001a, b, 2008, 2013), Porter, Harrigan (1981), Porter, Salter (1982), Montgomery, Porter (1991), Porter, Rivkin (2000), Porter, Sakakibara (2004), Anand, Bradley, Ghemawat, Khanna, Montgomery, Porter, Rivkin, Rukstad, Wells, Yoffie (2005), Porter, Kramer (2006), Grant (2001), Besanko, Shanley, Dranove (2007), Gavetti, Rivkin (2007), Teece, Winter (2007), Martin (1998-1999b, 2005-2006b); we think that the winning virtuous investment strategies can only be selected by the investors with the highest information absorption capacity through the decision making process on the IPO investment choices at the selected stock exchange in the imperfect highly volatile global capital markets with the nonlinearities; applying the econophysical econometrical analysis in Amemiya (1985), Greene (2008) with the use of the inductive, deductive and abductive logics in Martin (1998-1999, 2005-2006) in the frames of the strategic choice structuring process, that is the winning through the distinctive choices process in Martin (1998-1999a, 2005-2006a, 2004, 2009), Moldoveanu, Martin (2001), Lafley, Martin (2013), as well as aiming to get the certain financial return and make a positive social impact in the local community and society in Foerster (2004), Hull (2005-2006).

4. We advocate for the responsible investing as in *Porter* (2013): "Directing capital to companies that can use it productively is ultimately the most profound benefit investors can have on society." We have the strategic vision that the best time moment for the *Initial Public Offering* of the company's equity at the selected stock exchange in the global capital markets with the nonlinearities can only be selected, using the Vacheron Constantin Patrimony Traditionnelle Caliber 2755 high precision timepiece.

### Conclusion

This innovative research considers the complicated problem of the initial public offering of the company equity at the stock exchanges in the global capital markets with the nonlinearities. We compare the initial listing requirements on the main, parallel, new, and unregulated growth markets. We analyze the IPO techniques: the fixed-price offerings, auctions, and book-building issues. We focus on the IPO initial underpricing, long-run performance and after market liquidity problems. We made the following original research propositions:

- 1. We propose that the *information absorption* by the investors occurs in the *evolving learning process* about the company's value, taking to the consideration the *fundamental purpose of investing* and the *responsibilities of investors*. The *fundamental purpose of investing* is explained in *Porter* (2013): "The *fundamental purpose of investing* is to deploy capital to productive uses in the real economy." The *responsibilities of investor* are discussed in *Porter* (2013): "Beyond allocating capital, investors also play a vital role in monitoring what companies are doing, pushing for transparency, and intervening to catalyze change if the capital employed isn't generating the economic value it should." We would like to add that the investors have to invest the capital into the companies, which create the "*shared value*," generating the economic value in a way that also produces the value for the society by addressing its challenges.
- 2. We think that the *information absorption* capacity by the investors on the *IPOs* impacts the investor's *investment decisions* and serves as a *pre-determinant of the successful IPO deals completion*. We propose the *Ledenyov theory on the origins of the underpricing and long term underperformance effects*, which states that the *underpricing* and *long term underperformance* can be explained by the *changing information absorption capacity* by the investors on the *company equity value*, depending on both:

# 1) The **internal factors**:

*a)* The investor's ability to conduct the *creative imperative integrative intelligent conceptual co-lateral adaptive logarithmic thinking* with the application of the *inductive*,

deductive and abductive logics analysis as far as the fundamental value of company equity is concerned;

- b) The ultra fast decoding of acquired information on the fundamental value of company equity;
- c) The ultra fast processing of acquired information on the fundamental value of company equity.

### 2) The external factors:

- a) The presence of the asymmetric information on the fundamental value of company equity between the investors and the underwriters;
  - b) The agency problems in relation to the fundamental value of company equity.
- 3. In agreement with the recent scientific findings in the research on the strategy selection problems in Porter (1979, 1980, 1982a, b, 1983, 1985, 1987a, b, 1991, 1994a, b, 1996a, b, 1997, 2001a, b, 2008, 2013), Porter, Harrigan (1981), Porter, Salter (1982), Montgomery, Porter (1991), Porter, Rivkin (2000), Porter, Sakakibara (2004), Anand, Bradley, Ghemawat, Khanna, Montgomery, Porter, Rivkin, Rukstad, Wells, Yoffie (2005), Porter, Kramer (2006), Grant (2001), Besanko, Shanley, Dranove (2007), Gavetti, Rivkin (2007), Teece, Winter (2007), Martin (1998-1999b, 2005-2006b); we think that the winning virtuous investment strategies can only be selected by the investors with the highest information absorption capacity through the decision making process on the IPO investment choices at the selected stock exchange in the imperfect highly volatile global capital markets with the nonlinearities; applying the econophysical econometrical analysis in Amemiya (1985), Greene (2008) with the use of the inductive, deductive and abductive logics in Martin (1998-1999, 2005-2006) in the frames of the strategic choice structuring process, that is the winning through the distinctive choices process in Martin (1998-1999a, 2005-2006a, 2004, 2009), Moldoveanu, Martin (2001), Lafley, Martin (2013), as well as aiming to get the certain financial return and make a positive social impact in the local community and society in *Foerster* (2004), *Hull* (2005-2006).
- 4. We advocate for the responsible investing as in *Porter* (2013): "Directing capital to companies that can use it productively is ultimately the most profound benefit investors can have on society." We have the strategic vision that the best time moment for the *Initial Public Offering* of the company's equity at the selected stock exchange in the global capital markets with the nonlinearities can only be selected, using the Vacheron Constantin Patrimony Traditionnelle Caliber 2755 high precision timepiece.

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