

Going Public: Go Public Services, Reverse Merger and The Public Shell Information

Welcome to the Go Public Supersite & Going Public Portal offering information about reverse mergers, public shell corporations, raising capital, IPO (Initial Public Offering), start-up capital formation, and of course, going public.

If you ever wondered about the definition of corporate finance terms like reverse merger, public shells, market makers & public shell mergers, you will be able to find it on our go public portal. You will also learn how to use the power of a public company to raise capital and attract investor awareness.

How to Go Public

For those interested in how to take a company public, you are in the right place. Your startup company will learn about raising capital and *how to go public* the right way.

Go Public Quickly

We assist companies in going public on the NYSE (New York Stock Exchange), American Stock Exchange (AMEX), NASDAQ (National Association of Securities Dealers Automated Quotations), OTCBB (Over the Counter Bulletin Board) and the Pink Sheets. There are no asset or revenue requirements to go public on the OTC Bulletin Board or the Pink Sheets; so, even a start-up can go public and start to learn about raising capital. We also help foreign private companies to go public or foreign public companies with dual listings or ADR (American Depositary Receipt).

Reverse Mergers & Public Shells

There have been many regulatory changes making it easier, faster, and less expensive to take a company public directly, without the use of a public shell company or a reverse merger. A reverse merger with a public shell corporation does not raise capital.

Advisers

When you go public you want the reliability of a firm with extensive Investment Banking consulting experience (25 years) in public offerings and the going public process.

Once a company does go public, the business typically has these advantages:

- Increase in valuation when you go public.
- Going public adds liquidity.
- Raising capital is easier as a public company.
- Once you go public, a public company can use its stock to trade for advertising to promote their product, services & stock.

Going Public News

If you are considering going public and would like to avoid a reverse merger with a public shell, please fill out our contact page and we will send you our go public news reports covering subjects like raising capital, private placement memorandums (PPM), how to go public, & reverse mergers. Upcoming features will include start-up capital, seed capital, public shell companies, market makers, how to take your company public, and how to raise capital as a public company.

We walk you through the entire going public process to become a public company. Your business goes public and you become a public company without a *reverse merger* with a *public shell* company. *Going public* and avoiding reverse mergers is considered the best way to go public.

Investor Relations & the Go Public Process

When you go public, we can assist your startup company with investor relations and stock promotions. As a public company, it is important to note you can advertise direct public offerings to the general public, if you register with the

SEC and follow other guidelines. This is prohibited for private companies.

We give you the power of a public company to take destiny into your own hands to raise capital.

We can introduce you to large advertising groups that trade advertising for public company stock. You can use this free advertising to inform the general public that you are a public company, to promote your business, and to help in *raising capital* with greater investor awareness.

Go Public Process & Procedures

We simplify going public procedures for those unfamiliar with how to go public, or terms like: reverse merger, market maker, corporate finance, raising capital, capital sourcing, capital formation, and public shell corporation.

Reverse Merger, Going Public and Public Shell Company Research Reports

Our upcoming reports will cover many topics regarding IPO procedures (Initial Public Offering), public shell mergers, Rule 15c211 filings, S-1 registration, Form 8-K, EDGAR (Electronic Data Gathering, Analysis, and Retrieval) startup capital, reverse merger and public shell companies.

Please review our reverse merger public shell company alternative in detail to learn why it's better to take your company public without *reverse mergers* or public shell corporations. Learn why it's typically easier for a public company to raise capital.

If you have ever wondered: how does a startup company go public and discover the art of *raising capital*? Or would like learn to more about alternatives to *reverse mergers* and a public shell merger, as well as direct public offerings (DPO), or learn more about what a public shell company is, please give us a call.

We keep you up to date on news about the IPO process (Initial Public Offering), market makers, Rule 15c211, Regulation D, as well as trends with *reverse mergers*, *going public* and *public shells*. Our subsequent reports will cover private placements (PPM), Reg. D Rule 504, Rule 506 equity offerings, *raising capital*, startup capital formation.

When you are ready to go public contact us because we are the recognized leader in providing going public services.



The Truth about Public Shells and Reverse Mergers

In the past some companies would go public by doing a reverse merger with a public shell. A reverse merger with a public shell can be very expensive & dangerous. There are several things you must be aware of.

There are several types of public shells, which are all very expensive. They are also usually loaded with liabilities. If you reverse merge a company into a public shell (which usually has 100 or more shareholders and a lot of shares in the float) when the stock price goes up these 100 shareholders inevitably sell the stock and the price collapses. This can be detrimental to a company trying to grow through acquisition. This is far more expensive than the upfront price paid to do the reverse merger with the public shell. Please keep this fact in mind when you are dealing with reverse mergers or public shells. This point is absolutely critical to understand. If you do not understand the importance of the public float your going public experience can be less than pleasant.

There are also non-trading public shell companies. These reporting companies usually have 1 or 2 shareholders and they are virtually useless. They are a gimmick used by stock promoters to sell you something. It actually takes longer than if you were to just take your own company public from scratch. The non-trading shells just add an extra step and do not save you anytime whatsoever. In fact they take longer than if you were just to start the process from scratch.

Many people think you need to do a reverse merger with a public shell to go public, which is incorrect. Others think that doing a reverse merger with a public shell is faster. Again this is another misconception. For example, to start trading on the Pink Sheets is very fast. A company can always move up to the NASD OTC Bulletin Board or NASDAQ later. Some companies choose to start out on the Pink Sheets and later move up to NASDAQ or the NASD OTC Bulletin Board. A company can also elect to begin trading on the NASD OTCBB from the outset.

Also recent changes in the law have made many practices dealing with reverse mergers and public shells fraught with problems. It is always recommended you have a very experienced Securities Attorney assist you whenever dealing with Public Shells. If you are considering a reverse merger with a public shell contact us before making any costly mistakes. We would be happy to explain why there are better, quicker, easier and less expensive ways of going public.



IPO Insight

The most common way of going public is through an underwritten initial public offering called an IPO. The underwriter seeks subscriptions to purchase the company's stock. If the subscriptions are sufficient, the underwriting becomes "firm". The initial public offering (IPO) is then closed, the company is public, and the company receives the offering funds.



The Public Shell

What is a public shell?

This is the proper definition of a public shell: A public shell is a company that has shareholders but has no or minimal assets or earnings. Public shells are also called a shell company or shell corporation. In more formal circles they can be referred to as public shell company or public shell corporation. The SEC Securities and Exchange Commission has made many rule changes regarding public shell corporations and they are much less attractive.

There are three types of public shell companies:

Non-trading Public Shell: These have no ticker symbol, no bid or ask and are not quoted on the Pink Sheets or OTCBB. They are of very limited use and it can take 4 or 5 month for it to begin trading and to get a trading stock symbol. Instead of buying a public shell for sale you can just take your own company public directly as a direct public offering. By going public with a direct public offering instead of a public shell company you save time and money and avoid potential risks of doing an ill advised public shell merger also called a reverse merger with a public shell.

Pink Sheet Shell that is a trading Public shell: These shells have a ticker symbol, but because they are not SEC reporting companies - that is they are not required to file annual reports on Form 10-K or Form 10-Q, episodic reports on Form 8-K and other required SEC reports - they can ONLY trade on the Pink Sheets.

OTCBB Shell that is Trading: These are also known as OTC Bulletin Board Shell. These companies have a ticker symbol, are SEC reporting and trade on the NASD Over-the-Counter Bulletin Board.

In the traditional reverse merger with public shell company, your company reverse merges with the public shell corporation; your business is deemed to be the surviving entity. You and you're people who own your stock end up with a significant majority, but not all, of the issued and outstanding stock after the reverse merger when the public shell is completed. This transaction is called a shell company merger or shell merger. These Public Shell corporations or Public Shell companies are also called a public shell company or public shell corporation.

A Pink Sheet Public Shell or an OTCBB Shell (Over the Counter Bulletin Board Shell) are entities that are left over from a failed company so there can be many hidden liabilities. Most companies just opt to take their company public directly and stay away from the public shells.

We would be pleased to take you public on any exchange you qualify for. New companies can go public on the Pink Sheets, the OTCQX Prime or the OTCQX premier or the OTCBB. If you go public on the Pink Sheets first it is rather easy to move up to the OTCBB or NASDAQ. The over the counter bulletin board does not have any asset or revenue test but NASDAQ does.

Learn More about why it is better to go public directly and to do a direct public offering than do a merger with a *public shell*.

Market Makers

Market makers are stock brokerage firms which are members of FINRA, formerly the NASD. Market makers give quotes on buy and sell prices for financial stocks and commodities, making a profit on the bid/offer spread. Market makers are compensated by providing liquidity in the market. Market makers use rule 15c211, in that a 15c211 is filed for them to trade any given security.

Without market makers, you would have an extremely difficult time finding a buyer or a seller for an exact number of stock shares at any given time. Market makers take on a big risk by purchasing a large volume of shares from a seller, when they don't have a buyer lined up yet. By doing this, they could potentially lose a large amount of money (if the stock drops while they have the shares).

Because of this risk, a market maker will keep a spread on the stocks they purchase. There may only be a difference of pennies between the ask and bid price, but due to the sheer volume of shares, they can still make a considerable amount of money on this type of transaction.

In the USA, the American Stock Exchange and the New York Stock Exchange have a single exchange member, or stock specialist, who acts as the market maker. On the NASDAQ and other US stock and commodity exchanges, there are many competing market makers in any given security. They are required to buy and sell at prices matching their displayed bids and offers, and do not have the same advantages of a specialist.

Proponents of the *market maker* system believe that they add to the liquidity of the markets by assuming the risk and taking short or long positions to make a profit.



Initial Public Offerings (IPO)

Alternatives to an IPO

An IPO involves going public and also raising capital. If your company is not doing \$40-50 million in revenues it will be difficult to attract an underwriter that will raise capital for you. We can take your company public without raising capital.

IPO's are traditionally for very large businesses. We can take you public without going through the IPO process. Our non-IPO services are unequalled.

Our alternative IPO will make you a public company. This going public method without an initial public offering (IPO) avoids the costs associated with large underwritings.

The Alternative IPO Company

If you're in the pre-IPO stage, would like to go public and avoid the numerous expenses of a large investment bank, and don't know how to do an IPO we would be happy to make the IPO experience easier for you.

We can take your company public without an IPO or an initial public offering. If you would like to learn to do an IPO initial public offering or find out more about the formation of an IPO please contact us. It is appreciated if you send us information about the business you would like to take public.

Special purpose acquisition corporations SPAC's are a type of shell company or shell corporation. It is necessary to use public shell companies or public shell corporations to go public.



RAISE CAPITAL: FINANCING A STARTUP COMPANY

ASSIST YOUR START-UP GET A RUNNING START BY RAISING CAPITAL

The first capital entry into a start-up enterprise gives the impetus to turn the company owner's vision into a reality. The fact is, raising capital can really spark the growth of a company and give the decision makers room to allocate funds toward the process.

Though there are many sources available to *raise capital*, it may be a very difficult task, especially for a start-up company. If the company's principals don't have a large amount of personal assets to put into the company, it can make the process even more challenging.

So how is it that young companies get that initial chunk of funds to boost their business or attract outside capital?

The following are capital raising ideas to help you jump-start your company:

Go Public

Going public through our company may assist you in raising capital through our extensive network of investment bankers. Although it is no guarantee, if you have a good idea and business model that you can sell to the right investors, you may be able to raise enough capital that you don't need to look at the other alternatives. Yes, you will need to invest in the going public process, but the results could be well worth the money you spend on going public and getting a stock symbol.

Venture Capital

With the right business plan, and an excellent pitch, you may be able to raise money by going through venture capitalists. Venture capital companies are very selective about who they give out capital to, as they hear hundreds of pitches per month. This is a very difficult route, but with a great idea and the team to back it you may be able to raise a significant amount of money this way.

Do you have equity in your home? If so, you can use it to provide seed capital to your company.

This is one of the oldest tricks in the book, and can be a great way to raise a good chunk of capital. Of course, it must be invested into your business wisely, or you are just sucking money away from your real estate investment.

Approach family and friends.

Don't overlook this great resource. Have all your agreements signed in a contract, and take care of your end of the bargain. The last thing you want to do is lose a close relationship over some borrowed money. **IMPORTANT:** Ask for loans, don't give up equity. Do you want your grandmother telling you how to run your business?

Credit cards? I know, to some this is a terrible idea. However, if you can get some 0% interest cards and pay off the balance before the interest kicks in, it's a good way to raise capital and access a pool of start-up funds.

Sell your possessions. If you have a vacation home, classic cars, or any other assets of high value that you can stand parting ways with, sell them to raise capital for your venture.

Insurance:

Borrow against your life insurance policy and use the money for your venture. Especially if you are in good health, this is a great option for raising capital.

All the above will prove that you brought all your resources into play to raise capital while giving birth to your company, your vision. Your attitude and commitment to raising capital for your startup company will not only inspire you, but also call to action all interested investors and they will help you in raising funds for your startup enterprise.

For information about becoming a public company and the best way to raise capital, please contact us today.

Though initial public offerings are perhaps the most sought-after form of financing, the fact is, surprisingly few companies can hope to successfully negotiate their way through the process. You must be doing 50 - 60 million in revenues to do an IPO. But we can assist small & even development stage companies that want to go public.

Many promising small businesses cannot obtain funding because they are private. However, without funding, they can't hope to grow to the size and scale that would allow them to go public.

Why is being a private company difficult to the capital-formation process? Because many investors are reluctant to invest because they believe that even if the company does well, without an exit strategy, they may never see their principal or a return on their principal.

Investors want an exit strategy and we can help you to provide your investors with what they want.

