



US 20220301056A1

(19) **United States**

(12) **Patent Application Publication**
Luby

(10) **Pub. No.: US 2022/0301056 A1**

(43) **Pub. Date: Sep. 22, 2022**

(54) **SYSTEMS INCLUDING A HUB PLATFORM, COMMUNICATION NETWORK AND MEMORY CONFIGURED FOR PROCESSING DATA INVOLVING TIME-STAMPED/TIME-SENSITIVE ASPECTS AND/OR OTHER FEATURES**

(52) **U.S. Cl.**
CPC **G06Q 40/04** (2013.01); **G06F 40/00** (2020.01)

(57) **ABSTRACT**

Systems and methods involving a hub platform, communication network, and memory configured for processing data involving time-stamped/time-sensitive aspects and other features are disclosed. In one example, an illustrative system may comprise a hub computer platform and associated computing components configured to generate a plurality of portals including at least first and second portals, including aspects such as automatically updating information displayed therein in real-time between portals, automatically attaching and/or processing timestamps and identifier information that are attached to orders upon receipt and acceptance thereof, automatically generating and/or processing order book data, generating, updating and/or interactively displaying various tabular and or graphical information such as order information that is automatically processed based on timestamps and/or other inputs and data, and or generating other GUI features that, for example, may graphically display and automatically update level-of-involvement information.

(71) Applicant: **ClearingBid, Inc.**, Burlingame, CA (US)

(72) Inventor: **Thomas Luby**, Morristown, NJ (US)

(21) Appl. No.: **17/710,800**

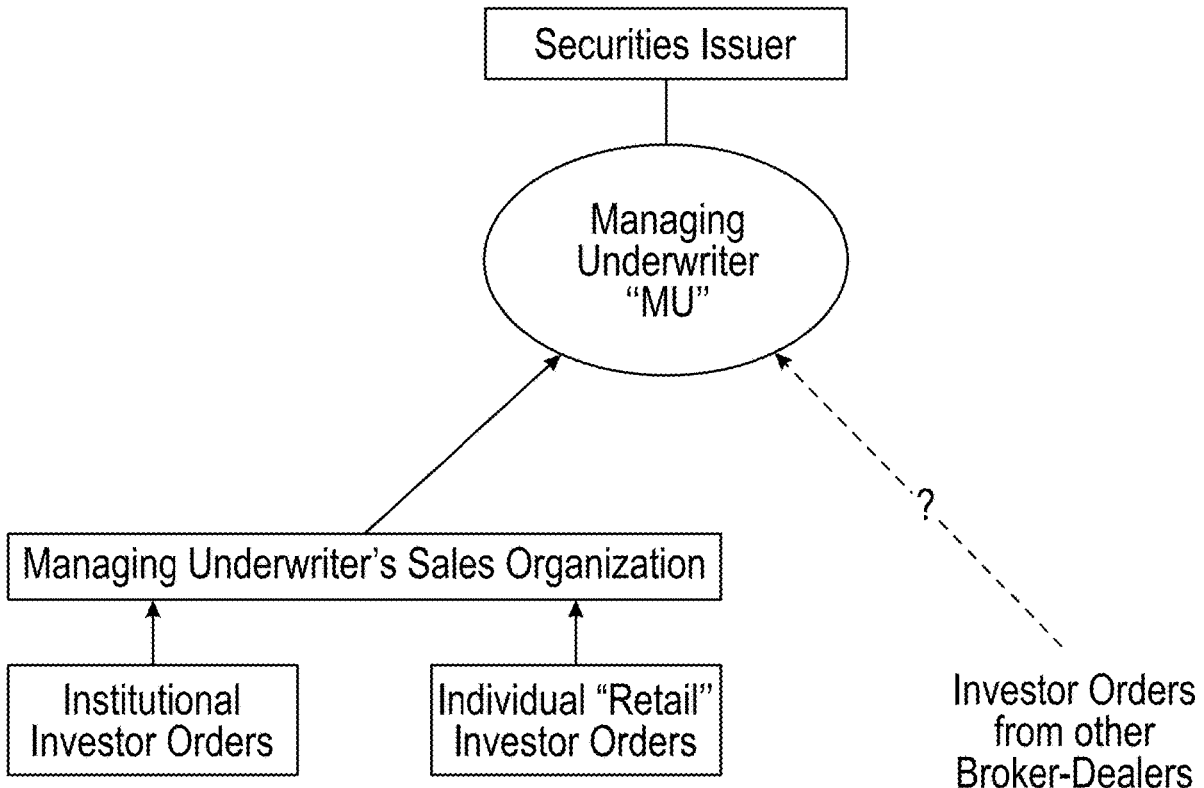
(22) Filed: **Mar. 31, 2022**

Related U.S. Application Data

(63) Continuation of application No. 17/389,290, filed on Jul. 29, 2021, which is a continuation of application No. 14/340,774, filed on Jul. 25, 2014, now Pat. No. 11,195,230.

Publication Classification

(51) **Int. Cl.**
G06Q 40/04 (2006.01)



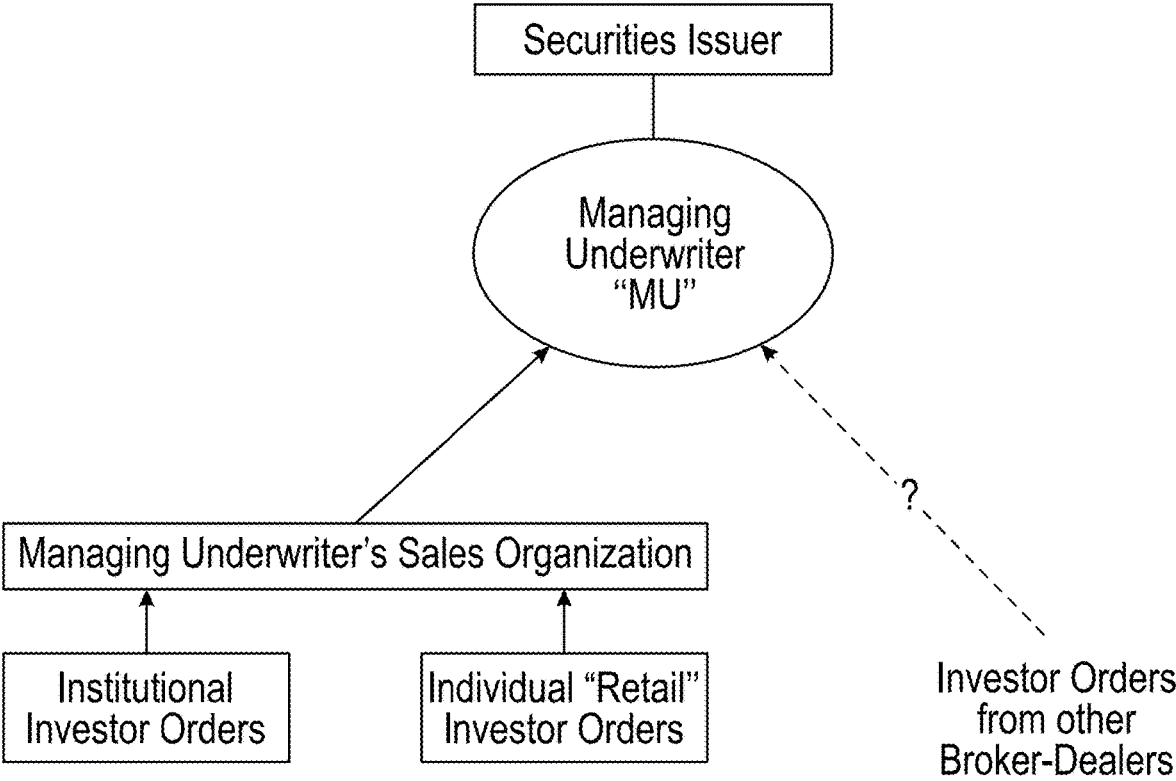


FIG. 1A

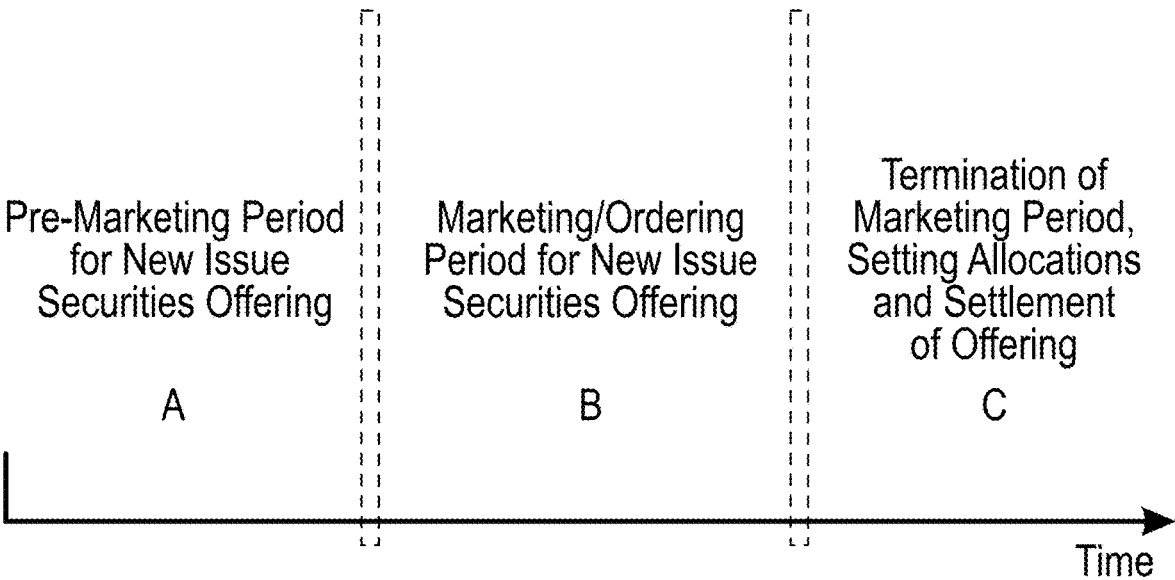


FIG. 1B

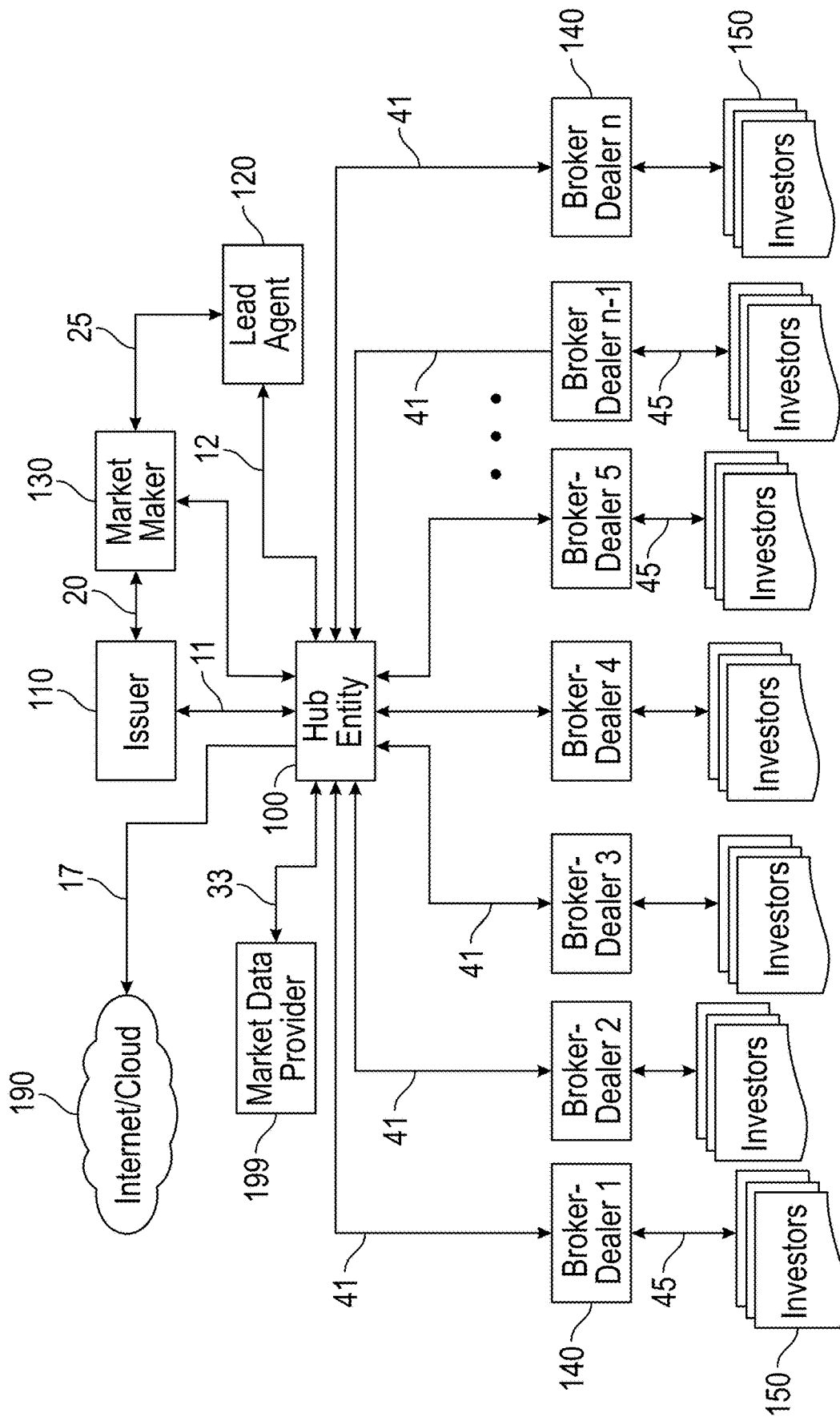


FIG. 2

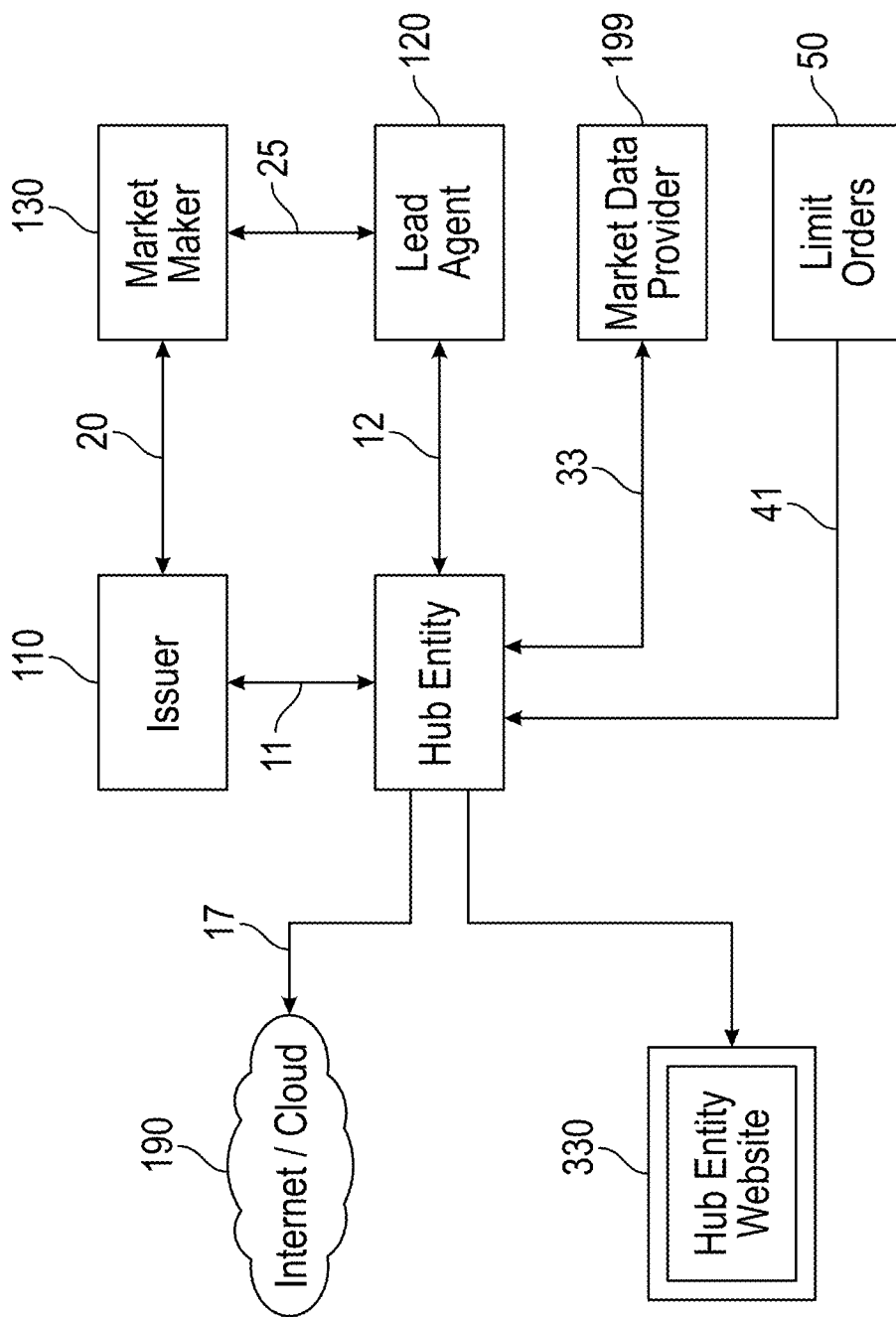



FIG. 3



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Open Offerings **Closed Offerings** **Upcoming Offerings**

Name	Ticker	Market	Time Remaining	407	Market Value	No. of Holders	No. of Shares	Sponsor	Lead Agent
Bay Street Latin American Mining ETF	CA0001	ARCA	4 days	27.63	16,188,417	1,487	585,900	Bay Street Asset Advisors	Kane & Able Securities
All-Asia Dim Sum ETF	CA0002	BATS	4 days	34.48	17,662,329	2,278	512,100	First Asia Advisors	Wen Ho Securities
North American Fracking ETF	CA0003	NDAQ	4 days	22.32	18,833,616	2,036	843,800	Oklahoma Natural Resources	Big Southwest Financial
Aegean Hospitality ETF	CA0004	ARCA	5 days	20.83	11,533,571	1,925	553,700	Helenic Asset Management	Greek2Me Securities
India Motors ETF	CA0005	NDAQ	5 days	18.57	16,440,021	2,013	885,300	Bangalore Investment Advisors	South Asia Financial
Euro Stress Bond ETF	CA0006	NDAQ	6 days	35.15	18,548,655	1,230	527,700	Barque Luxembourg Advisors	Kane & Able Securities
Equatorial Africa Opportunity ETF	CA0007	BATS	6 days	13.89	6,290,781	1,198	452,900	Oburgwo Management	A-Trade Securities
Industrial Metals Active ETF	CA0008	ARCA	7 days	40.09	3,792,514	893	94,600	Trendfinder Management	G-Trade Securities

Bay Street Latin American Mining ETF [Summary Description](#) [Prospectus](#) [Analytics/Commentary](#) [Sponsor Web Site](#)

Offering Details

Name: Bay Street Latin American Mining ETF

Min. Market Value: 35,000,000

Market Value: 16,188,417

Min. No of Holders: 3000

No. of Holders: 1,487

iNAV: 27.63

Ticker: CA0001

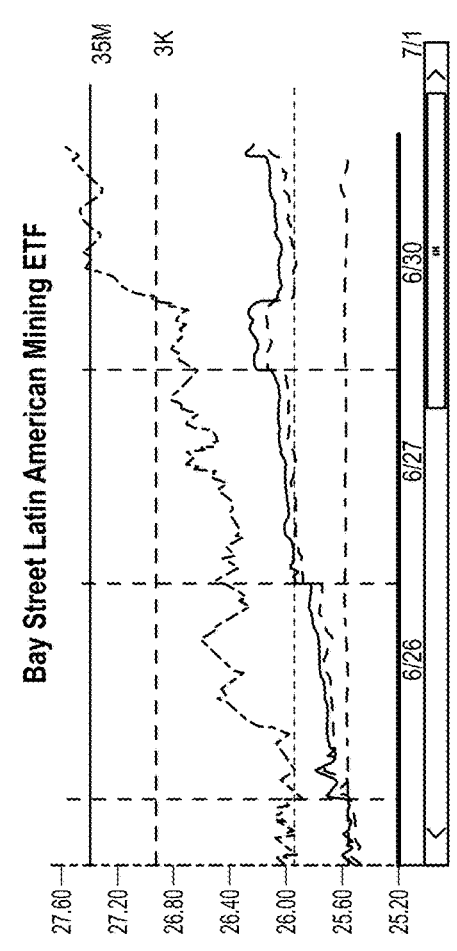
CUSIP: 123456789

State: OPEN

Expense Ratio: 0.81%

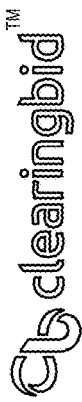
Top 10 Holdings: AFCT, AWGI, HTN, IHTA, LPNT, SPPO, SSDL, TMV, XXII

Bay Street Latin American Mining ETF



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FIG. 4



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Logged in User: South Asia Financial_BD_USR_BD1

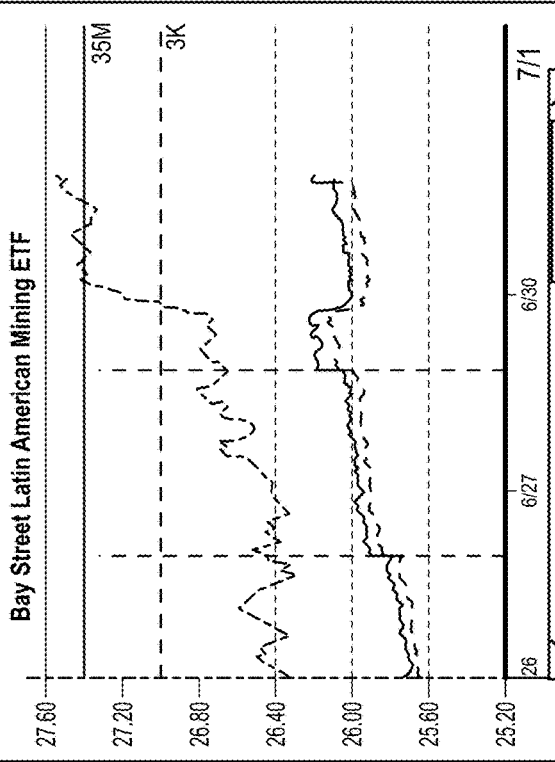
Open Offerings

Name	Ticker	Market	Time Remaining	Market Value	My Market Value	No. of Holders	My No. of Holders	No. of Shares	My No. of Shares
Bay Street Latin American Mining ETF	CA0001	ARCA	4 days	16,243,280	1,310,210(8%)	1488	220 (14%)	586,400	47,300 (8%)
All-Asia Dim Sum ETF	CA0002	BATS	4 days	17,642,007	1,132,089(6%)	2281	246 (10%)	512,700	32,900 (6%)
North American Fracking ETF	CA0003	NDAQ	4 days	18,934,920	1,173,375(6%)	2044	250 (12%)	847,200	52,500 (6%)
Aegean Hospitality ETF	CA0004	ARCA	5 days	11,743,680	960,960(8%)	1973	194 (9%)	564,600	46,200 (8%)
India Motors ETF	CA0005	NDAQ	5 days	16,458,164	1,116,658(6%)	2013	198 (9%)	885,800	60,100 (6%)

My Orders

Limit Price	No. of Shares	Value	Account	Branch	FA ID	Timestamp
29.00	300	8,301	1534923	01	U124	2014-07-02 09:54:09
30.00	400	11,068	1810995	91	U104	2014-07-02 09:43:15
25.00	100	2,767	1151475	74	U145	2014-07-02 09:39:16
29.00	400	11,068	1540228	25	U177	2014-07-02 09:30:23

Bay Street Latin American Mining ETF



502

501

503

Suspend All Orders

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FIG. 5

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609 Logged in User: Kane & Able Securities_LA_USR_LA1

My Open Offerings

Name	Ticker	Market	Time Remaining	Market Value	Min. Market Value	No. of Holders	Min. No. of Holders	No. of Shares	Sponsor
Bay Street Latin American Mining ETF	CA0001	ARCA	4 days	16,249,144	35,000,000	1,490	3,000	566,400	Bay Street Asset Advisors
Euro Stress Bond ETF	CA0006	NDAQ	6 days	18,263,427	30,000,000	1,206	3,000	518,700	Banque Luxembourg Advisors
Euro Financial ETF	CA0009	NDAQ	7 days	2,833,656	20,000,000	1,018	3,000	121,200	Uptick Asset Management

My Closed Offerings

Market	Time Remaining	Market Value	No. of Holders	Fees Due
60Z	27.71	16,249,144	220	7,095.00
60Z	35.21	18,263,427	514	14,685.00
60Z	23.38	2,833,656	742	20,460.00
60Z			288	9,270.00
60Z			196	5,970.00
60Z			55	1,290.00

Offering Details

Min. Market Value	35,000,000
Market Value	16,249,144
Min. No. of Holders	3,000
No. of Holders	1,490
INAV	27.71
Total fees	37,960
Ticker	CA0001
CUSIP	123456789
State	OPEN
Expense Ratio	0.87%
Top 10 Holdings	AFCT, AWGI, HTIN, IHTA, LPNT, SPPO

Order Depth

Order Depth **Bay Street Latin American Mining ETF**

27.69 ← 35M
606

24.00 25.00 26.00 27.00 28.00 29.00 30.00 31.00

Selling Group Summary

Member	No. of Shares	Due at Closing	No. of Holders	Fees Due
South Asia Financial	47,300	1,303,588	220	7,095.00
Kane & Able Securities	97,900	2,698,124	514	14,685.00
Wen Ho Securities	136,400	3,759,184	742	20,460.00
Big Southwest Financial	61,800	1,703,208	288	9,270.00
Greek2Me Securities	39,800	1,096,888	196	5,970.00
A-Trade Securities	8,600	237,016	55	1,290.00

Order Depth

Limit Price	Cumulative No. of Shares	Percentile	Capitalization	No. of Holders
27.40	637,300	51.77%	17,462,020	1689
27.60	616,900	50.11%	17,026,440	1629
27.80	586,500	47.64%	16,304,700	1570
28.00	551,100	44.76%	15,430,800	1500
28.20	399,600	32.46%	11,268,720	1125

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FIG. 6

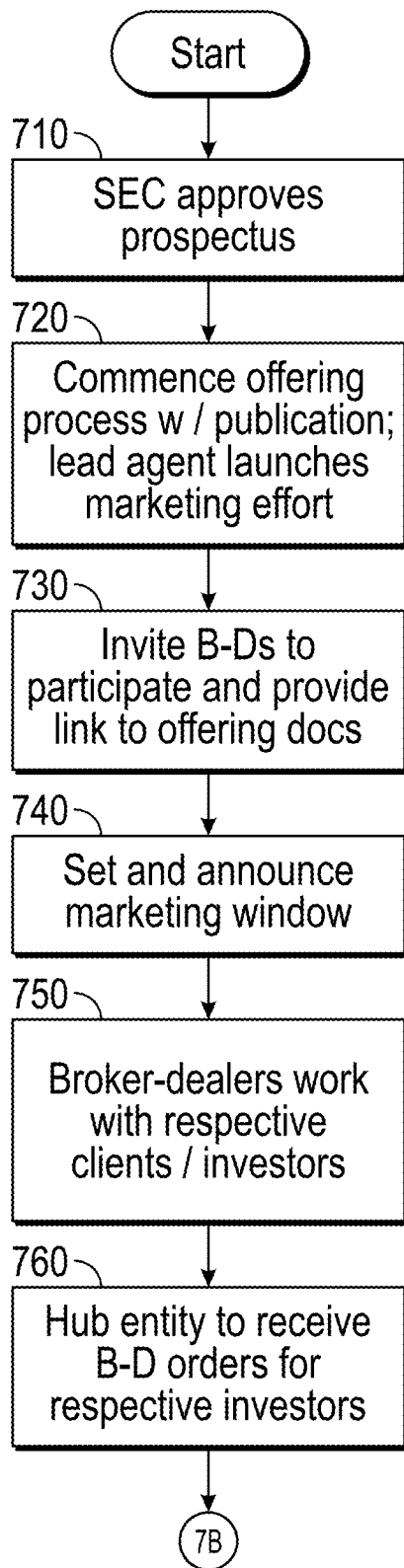


FIG. 7A

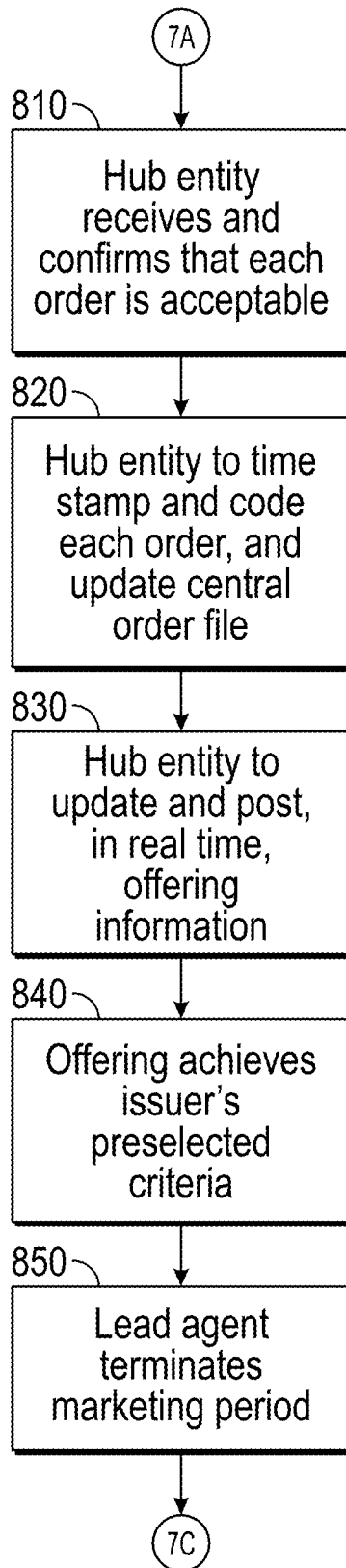


FIG. 7B

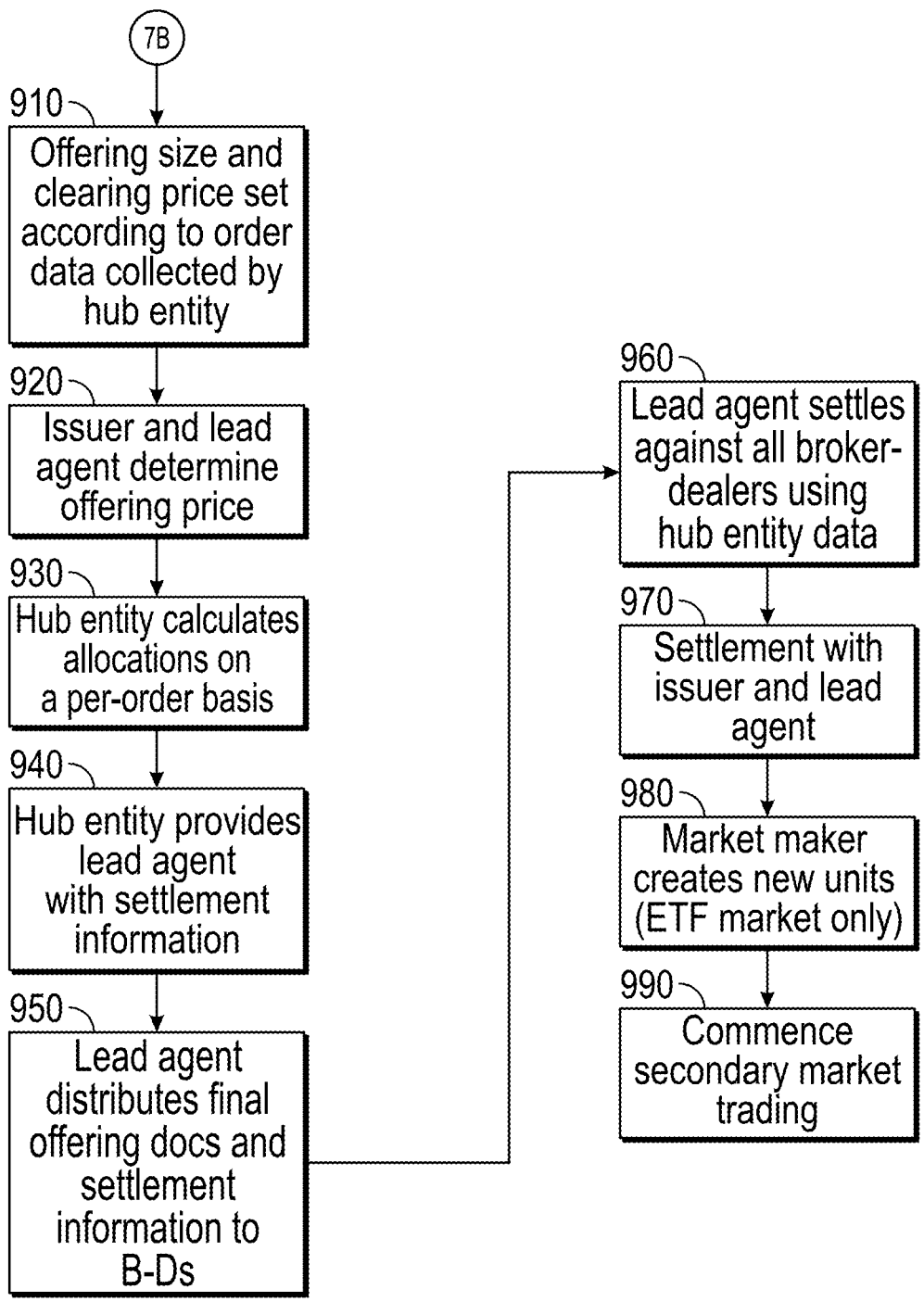


FIG. 7C

**SYSTEMS INCLUDING A HUB PLATFORM,
COMMUNICATION NETWORK AND
MEMORY CONFIGURED FOR PROCESSING
DATA INVOLVING
TIME-STAMPED/TIME-SENSITIVE ASPECTS
AND/OR OTHER FEATURES**

**CROSS-REFERENCE TO AND
INCORPORATION OF RELATED
APPLICATION(S)**

[0001] This is a continuation of application Ser. No. 17/389,290, filed Jul. 29, 2021, published as US2022/0092692A1, now U.S. Pat. No. _____ which is a continuation of application Ser. No. 14/340,774, filed Jul. 25, 2014, published as US2016/0027109A1, now U.S. Pat. No. 11,195,230, issued Dec. 7, 2021, all of which are incorporated herein by reference in entirety.

FIELD OF THE INVENTION

[0002] The present invention generally relates to methods, processes and systems to be used within financial markets for the non-partisan marketing, distribution, pricing and allocation of new issue securities in a way that seeks to maximize investor participation. More particularly, the disclosed invention relates to computerized systems, processes and methods for (a) electronically marketing new issue securities offerings using a global communications network and using existing order rowing networks to gather orders for such offerings as part of an open and transparent ordering process, and for (b) allocating and distributing the new issue securities based upon the order received during the marketing period. In certain applications the present invention will disclose minimum offering thresholds that the offering must meet before investor orders will be confirmed and filled. The present inventive system comprises an independent entity having no competing business interests in common with other securities industry constituents, thereby helping to promote broad participation by investors and their broker-dealer advisors.

**BACKGROUND OF THE INVENTIVE SYSTEM
AND METHODOLOGY**

[0003] The present invention was developed to address the reality that there are millions of investors—along with their financial advisors—who are completely disconnected from the offering process for new issues of securities. This is because the legacy offering methodology does not elicit or reward their interest with allocations, yet the pool of investment capital that can be accessed is enormous by any measure and is of great importance to the capital formation process in general and any issuer seeking to access capital in the public markets.

[0004] For decades, new securities issues have been brought to market through an underwriting group, led by a lead manager, using at methodology commonly known as “book building.” The distribution of these new securities issues, using the book building methodology, has almost always favored the lead manager and its investor clients to the exclusion of non-proprietary investor clients whose potential interest in the offerings is not invited and is routinely discarded.

[0005] To improve upon the current methodology, a new method and system must, at its core, be fair, be transparent,

and be open to the entire investing public. While the markets have rebounded from the financial crisis of 2008, many investors are still unable to participate in the new issue offering process because of a lack of transparency in and access to the book building process, and because market information and benefits that arise from new offerings are routinely directed to a select group of entities, many of whom are afforded preferential consideration.

[0006] The present invention will engage all interested investors in the new issue offering process without regard to which financial advisors they have already chosen to do business with. This will be done by applying well-tested technology and protocols as an overlay to existing securities industry infrastructure—in a new way—that preserves industry incentives and investor protection measures while bringing much higher levels of transparency to the price discovery and demand discovery processes. The market positioning of the present invention comprising, in part, an independent entity is essential for the successful elicitation of interest from all investors while identifying and qualifying true market demand and market-derived pricing.

[0007] The present invention will provide for the dissemination of information about each of the public offerings that are presented by the hub entity without restriction and, importantly, the inventive methodology will not allow the independent hub entity to accept any orders from investors directly. Instead, investors will be directed to discuss any presented offering with the financial advisor of their choice, thereby preserving suitability testing and other important investor protection measures already in place throughout the securities industry. Moreover, by offering investors a single resource for information about available new offerings, the present invention will serve as a common calendar for all the new offerings for which it is engaged to bring to the market. Furthermore, the present invention will offer investors real-time updates about indicative pricing and order flow activity, and by disseminating minimum offering threshold parameters for contingent offerings, investors will be able to evaluate each offering on the basis of its order population (i.e., current demand levels) during the marketing period. This will help neutralize investor concerns about the timing of their order submission—earlier vs. later in the marketing period. These features of the present invention, operating as parts of a single platform, are expected to assemble a definitive sample of demand for each new issue offering it is engaged to facilitate, thereby bringing long-overdue improvements to this process and renewing wide-spread investor participation that will support the healthy growth of the U.S. capital formation process.

[0008] Public trust in the U.S. financial markets is of paramount importance to everyone, yet tensions between the financial services industry and Washington, D.C. have barely lessened since 2008, and the public perception of the financial investing industry is at historic lows. In response to these concerns, the Dodd-Frank Act was passed and signed into law in 2010. It called for stricter regulation of the banking and securities industries and for more stringent capital standards, including the “Volcker Rule.” Further, the fact that most of the key financial institutions are now deemed to be “Too Big to Fail” pits systemic risk concerns and the restraint of adverse incentives against the ongoing need for innovation and access to capital to support growth in both the public and private sectors. As further evidence of this point, a survey conducted in May of 2014 among senior

financial services industry professionals found that 81% of the respondents indicated that “the financial crisis still has a major impact on stakeholder perception.” Survey respondents also cited, among other issues, that “rebuilding trust in the overall financial system” is a critical success factor in their struggle to restore the industry’s reputation.

[0009] With respect to one particular segment of the financial market—new issue securities offering process—the current pricing and allocation process, known as book-building, has remained the same for decades, yet it has many weaknesses and problems inherent in how the process operates. Indeed, the 2012 Facebook initial public offering (“IPO”) refocused attention on the several shortcomings of new issue book-building methodologies. Notably, in a June 2012 letter to the Chairman of the Securities and Exchange Commission (“SEC”) from Darrell Issa, Chairman of the House Committee of Government Oversight and Reform, specific questions and concerns were raised about features of book building as they were applied in the Facebook IPO. The features mentioned in the letter included institutional investor dominance of allocations, lead manager discretion as to pricing and allocation, the ability to use non-market based pricing for a new issue and the incidence of underpricing, and barriers to information being disseminated to the broader market.

[0010] As illustrated in FIG. 1A, current book-building methodology is non-transparent, with limited public information about the offering, little information provided about the pricing process for the offering, and no real opportunity for the majority of investors to participate on a consistent basis. All marketing information about an offering is funneled through one entity, the lead manager or lead agent, so the opportunity to take part is typically limited to the lead manager’s own sales organization. Given the control the lead manager has over the book-building process, there is little incentive for other securities firms to participate or support the offering, so the process of determining an accurate offering price is subject to errors due to the limited sample of market interest that can be gathered. The offering price may also be subject to last minute orders submitted by influential accounts. Furthermore, allocations of the offered securities to investors are often based on arbitrary factors. Inherently, the lead manager has relatively broad discretion over which investor interest to include or exclude and how much to allocate to each. Moreover, in instances when the lead manager has its own capital at risk, it may be incentivized to underprice an offering to reduce the risk of loss of its own capital while creating an upside for certain client investors. This underpricing may result in substantial investment proceeds not being realized by the issuer while increasing aftermarket volatility and prompting investors who were shut out of the offering to have to pay potentially higher prices for the same security, along with a commission.

[0011] Many market constituents have noted deep concerns about the book building process of managing new securities issues. In addition to the equity IPO problems that have received wide attention, the public offering process in the municipal bond and taxable fixed income markets are also under regulatory scrutiny. Market regulators have noted how all markets would benefit from a more inclusive, transparent process for managing new issues of securities. To be able to attain these goals, there is a need for enhanced connectivity, for real-time information distribution to the investing public, and a need for greater transparency as the

markets seek a broader population of broker-dealers and new pockets of investor capital. It has been expressed that the expansion of the industry’s distribution infrastructure, and the dissemination of new issue offering information to enhance the investors’ decision process, could remedy many of these concerns.

[0012] Certain systems and processes have been developed and implemented in attempts to address some of the above noted issues. For example, the concept of a “Dutch auction” has been used for distributing certain securities. By way of example, U.S. Pat. No. 7,647,270 issued to Evelyn et al., for a System and Methods for Pricing and Allocation of Commodities or Securities discloses a “bid mechanism whereby bidders are rewarded for priority of anonymously revealing their bids and provide an allocation of the securities which allows winning bidders to pay a single market-clearing price that sells out the securities.” The ’270 patented system and methods also “allow all participants to monitor the auction in real time.” While the ’270 patent describes use of a type of auction process—an open Dutch auction system—whereby the bidders are allocated securities based upon the amount bid and the timing of the bid, the auction system is nonetheless controlled by the issue’s lead underwriter and “auction advisor.” Such a system retains an important weakness inherent in current market book-built offerings, which is that it requires investor orders be placed with the lead underwriter firm that generally determines which orders are filled, while discouraging other securities firms from participating or supporting the offering.

[0013] There have also been several examples of auction type formats used for new issue offerings or IPOs within the past several years. In August 2004, Google Inc. completed its IPO using an auction-based offering format. While the Google IPO transaction had several problems, it was successful at raising \$1.67 billion during a very uneasy market environment. Some of the Google IPO drawbacks were that (a) Google required a time-consuming pro-qualification protocol as a condition for being allowed to bid in the IPO; (b) the Google IPO was distributed through only a limited syndicate of 28 broker-dealers; and (c) the Google IPO lead managers were not deemed to be supportive of a Dutch auction-type process. These issues compromised the execution of the offering and led to a substantial discount in the offering price compared to its price in the aftermarket trading, which is typical in book-built IPOs. In further resemblance to book-built IPOs, the Google IPO experienced heavy first-day trading volume, in which secondary trading volume exceeded the size of the entire IPO offering. This pattern of underpricing, followed by heavy first-day trading volume, is common among book-built offerings and is clear evidence that such offerings are placed with investors who are “buying the offering” with the expectation of quick profits.

[0014] Almost three years later, in May of 2007, Interactive Brokers Group, Inc. (“IAB”) completed its IPO also using a Dutch auction-based procedure. The IAB IPO, although not as large as Google, was considered successful and is indicative of the growing acceptance by investors of auction procedures for new issue securities. The IAB IPO was also noteworthy because it was an agency, non-underwritten offering, and there was less of a pricing discount than would otherwise have been expected had the offering been managed as a traditional book-built offering. However, the IAB IPO did not provide any mechanism to augment

demand discovery. Indeed, the Dutch auction mechanism, as used in the Google, IAB and other IPOs, while having the laudable objective of improving price discovery for new issue offerings, is merely that—a price discovery mechanism that by itself, and in the hands of an offering's lead manager, does little to expand investor access and improve demand discovery.

[0015] As a further example of the use of current technology to broadly involve the public in determining the acceptance and/or value of new ideas, several websites and organizations have been created to provide crowdfunding or crowdsourcing mechanisms. Kickstarter, Indiegogo, Artistshares, Fan Funded, and Rockethub are several current crowdfunding platforms, with Kickstarter and Indiegogo being the most widely cited. While the basic concept of seeking public input to determine whether a new idea, product, creative output, or service is warranted is not necessarily a new idea, the detailed implementation of such a concept into the Internet with its social media implications is a new idea that has generated substantial interest and positive results for many creative works, ideas, innovations and products.

[0016] One example of a method and apparatus for crowd-sourcing is U.S. Pat. No. 7,885,887 issued in 2011 to Carmelio, and assigned to ArtistShare, Inc., for *Methods and Apparatuses For Financing and Marketing A Creative Work*. The '887 patent systems and methods are specifically for raising financing and/or revenue by an artist for a project created by the artist. While the '887 patent discloses methods for collecting funding for creative products, the patent does not teach any steps or systems for providing demand or price discovery relating to financial securities or within the investment market. While crowdfunding has generated a lot of excitement as a possible means for gathering capital from the broader public, it exists outside the regulated securities industry environment and as such its users lack access to the expertise and advice available from trained investment advisors to guide prudent and informed investment decisions on the part of the public at large. The JOBS Act, which was passed into law to support crowdfunding in limited circumstances, charged the SEC with the development of regulations to provide appropriate oversight to this process. As of this date, the SEC has yet to issue any draft rules or regulations for public comment.

[0017] Accordingly, there is a compelling need for new systems, processes and methodologies for facilitating the pricing, allocation and distribution of new issue securities offerings that offer appropriate levels of transparency and access to all investors, that facilitate the application of fiduciary and suitability standards testing, and provide for enhanced price discovery along with unique demand discovery tools. The present invention recognizes the drawbacks of the several prior attempts to address some of the weaknesses of the current capital formation process for new issues, and provides an innovative system, process and methodology incorporating several new and important features to address this challenge and several of the flaws inherent in the current methodologies and systems.

SUMMARY OF THE INVENTION

[0018] The above noted problems inadequately or incompletely resolved by the prior art are addressed and resolved by the present invention.

[0019] A preferred aspect of the invention is a computerized method for conducting new issue securities offerings provided by issuing entities, said method operated by a centralized hub entity, and said method comprising the steps of (a) publishing new issue securities information, (b) accepting orders for said new issue securities, (c) updating the new issue securities offering information in real-time, (d) providing secure electronic portals for each of said at least one lead agent, and said issuing entity to access each entity's respective data and information, (e) upon conclusion of a marketing period, determining an offering price for said new issue securities; (f) disseminating said determined offering price; (g) calculating allocation information for said new issue securities to be issued for each accepted order, (h) preparing a final listing of securities allocation information, and (i) transmitting said final listing of securities allocation information to said at least one lead agent for settlement, and to said issuer.

[0020] Another preferred aspect of the present invention is a process to market, price and allocate new issue securities using an on-line global communications network, comprising a hub entity, at least one issuing entity, a plurality of investors, and at least one lead agent, the process steps comprising (a) said hub entity providing real-time offering information to said global communications network; (b) said hub entity providing a secure portal for accepting orders on behalf of said plurality of investors relating to said new issue securities; (c) said hub entity updating said real-time securities offering information based on said orders submitted on behalf of said plurality of investors; (d) said hub entity closing an offering link on said on-line portal after termination of a marketing period, and after a preselected threshold of orders have been submitted on behalf of said plurality of investors; (e) after termination of said marketing period, said issuing entity and said at least one lead agent determining an offering price for said new issue securities; (f) said hub entity disseminating said determined offering price to at least said plurality of investors; (g) said hub entity calculating allocation information for said new issue securities to be issued for each accepted order, (b) said hub entity providing said allocation information to said plurality of investors and at least one lead agent based upon a final list of orders submitted on behalf of said plurality of investors; and (i) said at least one lead agent settling allocations based upon said submitted orders and based upon said final listing of orders.

[0021] Still another preferred embodiment of the present inventive device is a system for conducting new issue securities offerings, comprising a hub entity operating a computer processor with associated data memory; at least one new issue securities issuer, at least one lead agent; a plurality of broker-dealers; and a plurality of investors associated with said respective plurality of broker-dealers; wherein said computer processor executes process steps comprising (a) providing real-time offering information to a global communications network; (b) providing an on-line portal for communication with said plurality of broker-dealers for the purpose of accepting orders from said plurality of broker-dealers submitted on behalf of said respective plurality of investors, relating to said new issue securities; (c) updating said real-time securities offering information based on said orders submitted by said plurality of broker-dealers; (d) said hub entity closing an offering link on said on-line portal after termination of a marketing

period, and after a preselected threshold of orders have been submitted by said plurality of broker-dealers on behalf of said respective investors; (e) after termination of said marketing period, said issuing entity and said at least one lead agent determining an offering price for said new issue securities; (f) said hub entity disseminating said determined offering price to at least said plurality of investors; (g) said hub entity calculating allocation information for said new issue securities for each accepted order, (h) providing said allocation information to said plurality of broker-dealers, said plurality of investors and at least one lead agent based upon a final listing of orders submitted by said plurality of broker-dealers; and (i) said at least one lead agent settling allocations with said plurality of broker-dealers based upon said submitted orders and based upon said final listing of orders.

[0022] For each of the preferred aspects and preferred embodiments described above, a further element of the inventive method and process could provide for the acceptance of orders from the plurality of broker-dealers using various existing securities order routing networks.

[0023] The invention will be best understood by reading the following detailed description of the preferred embodiments in conjunction with the drawings briefly described below.

BRIEF DESCRIPTION OF THE DRAWINGS

[0024] For the purposes of illustrating the invention, the attached drawings show several aspects and embodiments that are presently preferred. However, it should be understood that the invention is not limited to the precise arrangement and instrumentality shown in the accompanying drawings.

[0025] FIG. 1A: is an illustration of the constituents within prior art book-building for new issue security offerings;

[0026] FIG. 1B: is an illustration of the timeline segments relating to new issue security offerings;

[0027] FIG. 2: is a system flowchart of an exemplary embodiment of the present invention showing the primary constituents and communication flow among such constituents;

[0028] FIG. 3: is a partial system flowchart of an exemplary embodiment of the present invention showing key constituents and communication flow between such constituents;

[0029] FIG. 4: is an example screen shot of the hub entity website showing home page unrestricted offering information that will be available to all public investors and their financial advisors;

[0030] FIG. 5: is an example screen shot of the hub entity website showing, after proper authentication of the user, information relevant to each participating broker-dealer;

[0031] FIG. 6: is an example screen shot of the hub entity website showing, after proper authentication of the user, information relevant to each lead agent and issuer of each offering;

[0032] FIG. 7A: is an operational flowchart of an exemplary embodiment of the commencing steps of the marketing period under the inventive methodology;

[0033] FIG. 7B: is a subsequent operational flowchart of an exemplary embodiment of the steps for conducting the offering auction under the inventive methodology; and

[0034] FIG. 7C: is a subsequent operational flowchart of an exemplary embodiment of the steps for concluding the offering auction under the inventive methodology.

DESCRIPTION OF THE PREFERRED EXEMPLARY EMBODIMENTS

[0035] An innovative system, process and methodology have been designed to address the new issue offering methodology problems and issues described above which are not addressed by the known prior art. The system implements a methodology and process that offers, for multiple market sectors, a robust new platform and channel to provide for the non-partisan pricing, allocation and distribution of new issue securities. The inventive system has application to new issue securities offerings including Exchange-Traded Funds (“ETFs”) and other managed investment products, taxable and tax-exempt debt, equity IPOs and follow-ons, and other similar types of securities offerings.

[0036] The general timeline for creating, allocating and distributing new issue securities is illustrated in FIG. 1B. The timeline typically has three basic periods: a pre-marketing period A; a marketing/ordering period B; and the post-marketing period that includes the setting of allocations and the settlement of the offering C. The inventive system and methodology operates primarily in time period B, although in some embodiments, the methodology also encompasses operation within time periods A and C.

[0037] The primary elements or entities included in the inventive systems, methods and processes are illustrated in the FIG. 2 system flow diagram. At the core of the systems, processes and methodologies is the hub entity **100**. The hub entity **100** is the information resource for the new issue offerings for institutional investors and the investing public in general. The hub entity **100** also gathers investor orders from the financial advisors that the investors do business with, and provides the electronic platform and channel for demand discovery, price discovery, and transparent, non-partisan new issue pricing, allocation and distribution.

[0038] The hub entity **100** has certain communication links and pathways **11, 12, 17, 33, 41** with several of the other entities (respectively the issuer **110**, lead agent **120**, Internet/Cloud **190**, and broker-dealers **140**) using or involved with the process and system. More particularly, the primary entities involved with the system include the issuer **110**, who desires to sell new issue securities to the investing public in consideration and return for investment capital. The issuer **110** uses one or more lead or managing agent(s) **120** who acts as the primary relationship manager with the issuer **110**, and is a key offering advisor and marketing agent for the issuer **110**. More particularly, the lead agent **120** is expected to oversee the pre-offering due diligence and the advisory process with the issuer **110**. The lead agent **120** also handles the preparation of the registration statement and related documents, and prepares any “road show” and ancillary marketing materials that may be useful or necessary to support the offering.

[0039] In certain markets, such as the ETF market, the issuer **110** also works with a market maker **130** to create the new issue securities against the lead agent **120** order list that has been created, and is maintained by the hub entity **100** as part of the described methodology. In certain other markets, and in other exemplary embodiments, the issuer **110** would directly create the new issue securities after the completion of the offering.

[0040] At the other end of the market spectrum, as shown in FIG. 2, are the investors 150 wishing to invest in the issuer's new offering. In a preferred embodiment, the investors 150 work with their respective financial advisors, who are employees of broker-dealers 140, to place limit orders for the new issue securities with the hub entity 100. Finally, the hub entity 100 may exchange information with one or more market data provider(s) 199 that is relevant to the offerings during both the pre-marketing and the marketing periods. Such information from the market data provider 199 may include, again in the instance of the ETF market, an estimate of the interim net asset value ("iNAV") that is based upon the current market value of the securities that underlie the new ETF offering.

[0041] As further shown in FIG. 2, the connection between the hub entity 100 and the investors 150 for providing order submissions is through each of the investors' respective broker-dealers 140. There currently are approximately 650 distinct self-clearing broker-dealers doing business with the U.S. public. The inventive system is designed to provide a direct communication link 41 between the hub entity 100 with each of the potential 650 broker-dealers 140 that desires to and agrees to participate in the inventive system. In a preferred embodiment, the inventive system will be able to connect to each of these broker-dealers 140 in the same manner that existing stock exchanges are able to connect to broker-dealers for routine secondary market trading order flow. It is important to note that such communication channels between the stock exchanges and broker-dealers, used for secondary market trading orders, have never before been used to support or provide for participation in new issue offerings. Accordingly, this feature of the inventive methodology and system leaves intact all of the internal order routing/management protocols that are currently in use. Because the hub entity 100 directly communicates 41 with, and can accept orders from, the full universe of broker-dealers 140, the system provides, as compared to the current book-building system, an open platform for the entire investing public to have access to new issue offerings.

[0042] While order submissions cannot be made directly by an investor 150 to the hub entity 100, there are at least two channels of communication, and information flow from the hub entity 100 to the investor community 150. As illustrated in FIGS. 2 and 3, the hub entity 100 publishes various offering information to the general public through its website 330, and also provides order management messaging and actions through its order routing network 41 to the investors' 150 broker-dealers 140. Such information is, in part, presented to the investor community 150 with unrestricted access.

[0043] According to preferred embodiments, each broker-dealer 140 communicates 45 with and receives 45 order information from its respective investors 150 for the new issue offerings being presented by the hub entity 100. After receipt 45 of the investors' order information, the broker-dealer 140 confirms 45 back to the respective investor 150 the investor's order information. Because the hub entity 100 will not interfere with the relationships between the broker-dealers 140 and their respective investor clients 150, the broker-dealers will continue, as part of their relationship management with their clients, to provide periodic communications 45 with their client investors 150, in order to manage order prices and eligibility for order execution, and

to ensure sufficient cash or equity is available in each investors' account to complete and settle the order executions should the new issue offering achieve its stated minimum required funding levels. It is also expected that, similar to their current relationship management, the broker-dealers 140 will perform suitability, appropriateness and customer knowledge reviews of each investor 150 prior to accepting any such orders from any particular investor clients 150.

[0044] After receipt of the orders from its investors 150, each broker-dealer 140 then communicates 41 such order information to the hub entity 100 in the form of limit orders. The submitted information includes, as shown in FIG. 3, the limit orders 50 for the desired securities, comprising, in exemplary embodiments, the number of shares/units/bonds ordered by each investor 150 at the maximum acceptable price levels. Such order information must also specify the investor's account number and the originating branch office and respective financial advisor identifiers.

[0045] The hub entity collects the plurality of limit orders 50 in an order list for the offering, and confirms back to the respective broker-dealer 140 the limit orders 50 placed with each broker-dealer 140 for each investor 150. In an exemplary embodiment, the hub entity 100 communicates with each broker-dealer 140 for order submission, and for subsequent information of the status of the orders placed, using Financial Information eXchange ("FIX") protocols. Such communications between the hub entity 100 and the broker-dealers 140 allow for appropriate consistent interface with the broker-dealer order routing networks that are in use today.

[0046] The hub entity 100 will also advise the broker-dealer(s) 140 which of the orders received from the broker-dealer 140 are, or are not, executable based upon the then current calculated iNAV or other indicative reference price such as a coupon/interest rate or price per share. Further, the hub entity 100 will be able to communicate to each broker-dealer 140 certain relevant analytics relating to the orders 50 submitted by the broker-dealer. Such analytics, in some embodiments, may include the broker-dealers' orders as a percentage of all orders received and holders for each offering. The hub entity 100 will further disclose to the broker-dealers 140 the selling fee to be paid per share or per unit of the new security based upon the anticipated execution of all eligible orders 50. In an exemplary embodiment, certain of the information provided by the hub entity 100 to the broker-dealers 140 may be secured with limited access through, for example, a password-protected link to a limited access information page.

[0047] As described above, the investors 150 are required to communicate directly with their respective broker-dealers 140, and not the hub entity 100. More specifically, the hub entity 100 will not accept orders directly from any of the individual investors 150 thereby preserving the existing relationships in place between the investors 150 and the broker-dealers 140. While the hub entity 100 will not accept orders directly from investors 150, the hub entity 100 will, as shown in FIG. 3, still have a public communication link with the investing public 150 through the Cloud 190 and through the hub entity website 330. The hub entity 100 will use the Cloud 190 to provide general offering information to the investors 150, to assist them in reaching an informed investment decision in consultation with their broker-dealers 140.

[0048] More particularly, with respect to an embodiment of the hub entity website 330, as shown in the FIGS. 4, 5, and 6 example screenshots, the hub entity 100, through its website 330, or by directly uploading 17 to the Cloud 190, can provide certain offering information through unrestricted access to all investors 150, broker-dealers 140, lead agents 120, investment banks, market makers 130, issuers 110, and market data providers 199. The available information uploaded 17 by the hub entity 100 to the Cloud 190, may include a listing of open and closed offerings; real-time offering data for each open offering; links to offering-related information including the final prospectus for each offering; third party market commentary and analytics; links to the issuers' website; and other similar resources and information.

[0049] In other exemplary embodiments, also shown in FIGS. 4, 5, and 6, the hub entity 100 will publish on its website 330 detailed content and graphical information of all offerings currently being marketed, as well as a listing of expected future hub entity offerings. Such a display provides a "common calendar" of new issues intending to go to market, along with the dates for the anticipated closing of each offering. The hub entity 100 will also publish to the Cloud 190 any issuer 110 mandates, conditions or requirements relating to the offering size and/or number of holders.

[0050] As further shown in the example screen shot of FIG. 5, the hub entity 100 can provide through its website 330 specific administrative information for each participating broker-dealer 140, including a listing of the offerings to which the broker-dealer 140 has submitted at least one investor order. Also illustrated in FIG. 5 is an example of how the hub entity 100 can provide certain analytics and statistics to each broker-dealer, showing the level of involvement of the broker-dealer 140 in each specific offering. This same webpage could provide a means for the broker-dealer to cancel or amend individual orders for particular offerings, or indeed to suspend all orders for all offerings, as shown by the red button located at the lower right hand corner of the FIG. 5 example webpage.

[0051] Similarly, the hub entity 100 can provide a specific webpage with relevant data and information for each offering's lead agent(s) 120, as shown in the example screen shot of FIG. 6. This page, controlled and published by the hub entity 100, would show the offerings in which the lead agent 120 is the lead agent, in addition to further detailed information specifically relevant to that particular lead agent 120. Further detailed offering data and information could also be presented for lead agents to use. By way of one example, as shown on FIG. 6 (lower right hand corner), the hub entity could provide real-time graphical data of the level of orders at each particular offering price, along with the intended threshold of capital amount and number of shares. With such a graphical presentation, the lead agent 120 can readily see the offering's total share value and other order metrics at which the intended threshold of capital and/or number of desired shareholders will be met.

[0052] In some embodiments, the hub entity 100 will also have a link 12 to and provide detailed information to the issuer's lead agent 120, including the status of all orders for the offering(s) being managed by the lead agent 120. In exemplary embodiments, the hub entity 100 can also provide summary information to the lead agent 120 relating to each broker-dealer 140, including the number of shares or units or bonds ordered, as well as the number of holders

represented by each respective broker-dealer order. The hub entity 100 is also able to provide to the lead agent 120 a picture of the global demand for the offering at each price level represented in the then current order file maintained by the hub entity 100.

[0053] As also shown in FIG. 2, the hub entity 100 will have a communications link 11 with the issuer 110. In exemplary embodiments, the hub entity will be able to provide to the issuer 110 full information and status of the orders placed by the full pool of participating broker-dealers 140. The hub entity 100 will also be able to provide to the issuer 110 certain price sensitivity information showing the investors' demand for the offering at specific price levels and the resulting size of the book of orders. As part of the communication from the issuer 110 to the hub entity, the issuer 110 will provide to the hub entity 100 minimum offering parameters, which may include a minimum number of holders, a minimum dollar amount raised, or other relevant metrics that will be disseminated to the investor community through the hub entity's 100 website 330.

[0054] As a means for the public to generally discover the scope and workings of the present invention system and methodology, the hub entity 100 will also provide links from its website 330 to various tutorials describing the present invention's system, process and methodology, while also including various links to relevant investor reference information.

[0055] In some exemplary embodiments, the hub entity 100 may also electronically provide offering and road show materials to the market at large via the Internet by employing links from or to the websites operated by one or more of the issuer 110, the lead agent/securities firm 120, the SEC's link to EDGAR (or EMMA for municipal securities), and/or third-party providers of analytics and market commentary. With such readily linked information, investors will have a wealth of information for immediate review to assist in deciding whether to invest in one or more of new issue offerings presented by the hub entity 100.

[0056] The market data provider (or exchange) 199 shown in FIG. 2 has a role in the inventive system to calculate certain asset value information, and a role in the post-marketing period once secondary trading commences. As shown in FIG. 2, during the marketing period the hub entity 100 communicates 33 with the market data provider 199 to provide the market data provider with the specifications for the required data resources. The market data provider 199 uses the specifications to calculate the data resources that are disseminated on the hub entity's 100 website 330. In exemplary embodiments, it is expected that the market data provider 199 will update the iNAV or other indicative reference metrics on a set time frame interval of every 15 seconds, although other update time frames may be implemented or used by the hub entity 100.

[0057] In certain exemplary embodiments, the marketing process of an offering using the inventive system and methodology will strive to target the pricing range specified in the SEC filing for the public offering. Towards this goal, a summary profile of investor orders 50 received will be broadly disseminated and updated on a real-time basis by the hub entity 100 during the marketing period. This marketing effort will encompass the lead manager's internal sales efforts as well as other efforts to raise the offering's visibility to the market at large. Since the lead manager/agent 120 will have unique insight into the features of the issuer's 110

offering, as noted above, the lead agent **120** will likely become the primary contact point for interested institutional investors **150** while still allowing all other participating firms and their clients to achieve equal access to information through the hub entity **100** and to the offering. This equal access to all investors **150** and participating broker-dealer firms **140** is a key advantage of the inventive system, process and methodology.

[0058] While the lead manager/agent **120** and the issuer **110** will have access to summary order data in the hub entity **100** order file on a real-time basis during the marketing period, other firms will not have direct access to the same level of information about the offering. Instead, the non-lead broker-dealers **140** will only have access to all individual orders **50** submitted by their own financial advisors to monitor their own order flow for compliance, sales management and syndicate accounting purposes.

[0059] At the time that the marketing period is to be closed, the system also provides a mechanism for the hub entity **100** to commence the closing process based upon a consensus decision to do so being reached through collaboration between the lead manager/agent **120** and the issuer **110**. More particularly, for any offering that has reached or exceeded the issuer's **110** offering criteria, the hub entity **100** will announce on its website **330** that the order period will close at a specific time. At that time, the hub entity **100** closes the marketing period for the offering and, through review of the order file, collects and finalizes all orders **50** submitted by the investors **150** through their respective broker-dealers **140**. The hub entity **100** then provides to the lead manager/agent **120** the detailed settlement information for all broker-dealers **140** that have placed eligible orders for the offering to facilitate the remittance of correct settlement amounts to the lead manager/agent **120** in exchange for the delivery via book entry of the offering's securities to each participating broker-dealer **120**.

[0060] For non-ETF market applications, once the marketing period is closed and the hub entity **100** finalizes the submitted limit orders **50**, the allocation of securities in such an offering will be made pursuant to an auction model that gives preference to orders based upon price or some other disclosed methodology. To reward the early placement of orders, the hub entity **100** may specify on its website **330** that orders placed during a specific time frame will be eligible for higher fill rates. If an early time preference is featured for any offering, the orders **50** that are placed during the open time window, and which are deemed competitive based upon price, will be allocated a greater percentage or proportion of their order **50** amount than orders that are placed outside of that time window. In some embodiments, order fill rates may also vary according to their specified prices. By way of example, the higher the order price, or the lower the interest rate, the greater the allocation preference to that investor.

[0061] The "clearing price," or the price at which all offered securities can be fully subscribed for and sold, will be determined by the hub entity **100**, the lead manager/agent **120** and the issuer **110** using the comprehensive information about market demand for the new offering as gathered by the hub entity **100** during the marketing period. The issuer **110** and the lead manager/agent **120** will reserve the ability, in their discretion, to choose an offering price that is more attractive for investors than the "clearing price." This discretion to select an offering price is an element of some

embodiments notwithstanding that the closing price shall be the same for all investors **150** whose orders are qualified to be filled. The hub entity **100** can also exclude any order **50**, investor account **150** or broker-dealer **140** that the hub entity **100** determines is disruptive or unreliable.

[0062] As described above, the three features of the inventive system and methodology are: (1) a well-articulated auction methodology; (2) electronic connectivity with all broker-dealers doing business with the public, coupled with the ability to broadcast real-time offering data over the Internet during the marketing period; and (3) true independence within the securities industry. The combination of the hub entity's **100** three core features establishes a new bargain with investors unlike current methodologies and systems, investors in the hub entity's **100** offerings will receive allocations based solely on the prices they are willing to bid.

[0063] The inventive systems and methodologies have certain attributes and features similar to current crowdsourcing systems. However, the present invention is distinct and requires participating investors to have accounts with broker-dealers to preserve the investor protection benefits that are part of the regulated industry environment. More particularly, the present invention provides an electronic system and platform for issuers **110** to present new issue securities offerings to the investor public **150** in order to determine the level of investor interest in the offering. Moreover, the present invention also provides a transparent and non-partisan methodology for the market to establish an appropriate offering price (price discovery), as well as a level of investor interest (demand discovery) for the new issue securities. Such systems and methodologies do not exist in today's market.

A PREFERRED EMBODIMENT OF THE OPERATION OF THE METHODOLOGY

[0064] The inventive system implements a process and methodology, in an exemplary embodiment, that operates according to the steps as shown in FIGS. 7A through 7C. More particularly, starting with FIG. 7A, in the case of an ETF, after the issuer **110** receives **710** SEC approval of the offering prospectus, the marketing period can commence. At this time, the lead agent **120** is able to launch **720** the marketing effort for the new issue offering by announcing and distributing relevant offering information. The hub entity **100** also publishes offering documents and information, including the offering time window for the marketing period, through the hub entity's website **330** and related technology/media. The offering information published by the hub entity **100** at this time would also include references and electronic links to the offering documents, the timetable for the offering, other relevant offering details, and standard and appropriate offering disclaimers.

[0065] Next, the hub entity **100** would electronically transmit **730** an invitation to the full broker-dealer community **140** providing high-level details about the offering and providing an electronic link to the offering documents. As part of any offering announcement, the hub entity **100** would describe the relevant features of the offering/auction protocols, which could include:

[0066] (a) the requirement that any investor **150** consult with their own financial advisor—who would be an employee of a broker-dealer **140**—about the offering;

[0067] (b) that final offering securities allocations are to be based upon the prices of the orders submitted by the pool of investors 150, which shall be in the form of limit orders that specify the maximum price that the investor is willing to pay;

[0068] (c) that once orders are submitted by the investors 150, such orders will be deemed to be “good-’til-cancelled” (or GTC) orders unless either (i) the offering price falls outside previously disclosed parameters, or (ii) the hub entity 100 receives a cancellation notice from the investor’s respective broker-dealer 140 prior to the deadline for submitting such cancellation notices;

[0069] (d) that the hub entity 100 may allocate securities on a pro-rata basis or some other disclosed methodology if demand for an offering exceeds the offering size at the final determined offering price;

[0070] (e) that the hub entity 100 reserves the right to exclude any order it reasonably deems to be manipulative or unreliable; and

[0071] (f) the maximum amount for which any one investor 150 may bid. By way of exemplary embodiment, such maximum amount may be up to 5.0% of the total offering size. The maximum percentage will typically be determined by the issuer 110 in close consultation with the lead agent 120 and the hub entity 100.

[0072] The hub entity 100, along with the lead agent 120 and the issuer 110 collectively establish 740 the timing and duration of the marketing period. At this time, the hub entity 100 announces details of the offering to the broker-dealer community 140, as well as to appropriate media outlets and financial websites, with the goal of broad information dissemination to the investor community 150. In exemplary embodiments, the media outlets and financial websites could include the Wall Street Journal, New York Times, Bloomberg, Thomson Reuters, Financial Times, Yahoo Finance, Google Finance, and other media outlets.

[0073] The broker-dealers 140 then communicate and work 750 with their respective clients and investors 150 to determine any order requests from their respective investors. Importantly, all orders from the broker-dealers 140 must be individually sent to the hub entity 100. Collection or bundling of investor orders by the broker-dealers 140 will not be permitted because the purpose of the inventive methodology and system is to provide equal access to its offerings to all investors. Similarly, all orders made by the lead manager 120 are to be sent to the hub entity 100 individually and, consequently, cannot be bundled.

[0074] In a preferred embodiment, offering orders may be submitted 760 to the hub entity 100 by (i) a broker-dealer 140 financial advisor through the broker-dealer electronic order routing system, or (ii) by the financial advisor to the broker-dealer syndicate or relevant trading desk via telephone or email. It is important that the broker-dealers 140 establish order record protocols with their respective financial advisors for order routing to prevent duplication of orders. As previously described, bids or orders may not be submitted by any investors 150 directly to the hub entity 100. All orders must be from a broker-dealer.

[0075] For an order to be accepted 810 by the hub entity 100, it must indicate the price and quantity for each specific bid. In that regard, if an investor 150 wishes to submit bids at multiple price points, each such bid must be entered separately. If there is more than one order at or above the

eventual offering price, then all such investor 150 orders are aggregated by the hub entity 100 for acceptance and offering allocation.

[0076] As shown in FIG. 7B, upon receipt of and acceptance by the hub entity 100, all orders are automatically 820 time stamped, indicate the originating broker-dealer 140 having identifiers for the originating branch office and financial advisor, and are added to the hub entity’s central order book for the relevant offering at the relevant price level.

[0077] So long as such orders meet all regulatory and compliance standards, broker-dealers 140 may also submit orders for their own account. To ensure complete disclosure, all such broker-dealer “own account” orders are to be identified and marked “as principal” or with some other similar identifier. Moreover, no such broker-dealer orders will be filled prior to any orders submitted at the same price by the broker-dealer 140 as an agent on behalf of its public investors 150.

[0078] As described above, with reference to FIG. 2, during the marketing period, each of the broker-dealers 140 that have submitted acceptable offering orders will have on-line access to their respective offering summary information and order file. More to the point, to ensure appropriate confidentiality, the originating broker-dealers 140 only have access to their respective submitted orders. Such secure information will show all order activity originating from that broker-dealer firm 140, but will not show any information or individual order activity for any other broker-dealers.

[0079] During the marketing period, the hub entity 100 will post certain offering-related information through its website 330. Within the hub entity website 330, each offering will have its own dedicated web pages to provide relevant information to the public, with certain of the offering information being updated 830 in real-time. Such relevant public offering information may, in exemplary embodiments, include the (a) total number of offering units subscribed for and the total number of holders represented by these orders, (b) price range for 95% of the orders already submitted, and (c) time remaining in the marketing period for that offering.

[0080] At the end of the marketing period, when the offering achieves 840 the issuer’s preselected minimum criteria, the lead agent 120 in conjunction with the hub entity 100 posts 850 a notice that the order period has ended. In alternative preferred embodiments, the hub entity 100 could also publish “pre-closing” notices prior to the end of the order period. The hub entity 100 then determines the clearing price at which all the securities being offered can be sold. Further, for the issuer 110 and lead agent 120 analytics purposes, the hub entity 100 may construct and publish, in the hub entity’s central order file, a sensitivity analysis showing investor demand at each price increment above and below the clearing price. The hub entity 100 will share the post marketing period calculations and analytics with the lead manager 120 and issuer 110 as soon as practicable after the close of the marketing period.

[0081] As suggested above, there may be significant demand for some offerings such that there may be a desire or incentive to increase the size of the offering during the marketing period. If the lead manager 120 and the issuer 110 decide to do this, the marketing period deadline, in some embodiments, may need to be extended to allow for the

filing of related, amended offering documents and the dissemination of the new offering size and to gauge market reaction.

[0082] After the close of the marketing period, as shown in FIG. 7C, the final offering size and the clearing price are set **910** as a function of the limit order **50** data collected by the hub entity **100**. Thereafter, in an exemplary embodiment of the methodology, the issuer **110** and lead agent **120** determine **920** the final offering price. Because the clearing price is determined to ensure that all securities being offered are sold, the final offering price may be lower than the clearing price, thereby setting demand for more securities in excess of the identified quantity. The offering price should not be set higher than the clearing price, because such a price would result in an incomplete sale of the offered securities.

[0083] The calculated clearing price and determined offering price are then disseminated or published to the investor community through the hub entity **100** website **330** and through use of the same media outlets and financial websites as described above, including again, by way of example the Wall Street Journal, New York Times, Bloomberg, Thomson Reuters, Financial Times, Yahoo Finance, and Google Finance. Additional information that may be disseminated at the same time includes (a) the total number of bids and amount of securities that were bid for at each price level, (b) the total number of bids and amount of securities bid for at or above the final offering price, and (c) the number of originating broker-dealers.

[0084] After the close of the marketing period, the hub entity **100** will calculate **930** all offering allocations on a per-order basis and will transmit confirmations to each of the originating broker-dealers **140** along with settlement instructions and accounting information. The hub entity **100** will also furnish **940** the lead agent **120** with an electronic file having the specific settlement and accounting information for each broker-dealer **140**, or on a per-broker-dealer basis. It is expected that each participating broker-dealer **140** will confirm their respective settlement data with the lead agent/manager **120** on the same business day that the offering allocations are transmitted.

[0085] The lead agent **120** will then cause the final offering documents to be distributed **950** to all participating broker-dealers **140**, who in turn will transmit such documentation to each of their respective investors **150** who are to receive allocations of the offering based upon the orders of each investor. The lead agent **120** will then settle **960** with all broker-dealers **140** using the offering price as published on the hub entity **100** website **330**. It is expected that settlement **970** with the issuer **110** will occur with the lead manager **120** on the same business day that settlement occurs with all allocations against payment from participating broker-dealers **140**. After settlement occurs, in a preferred embodiment, the market maker is able to create **980** the new offering units. Finally, within two to five business days of the settlement of offering allocations with the investors **150**, secondary trading of the offering securities is then expected to commence **990** on an identified exchange.

[0086] In some embodiments, for any offering that appears on the hub entity **100** website **330**, the issuer **110** may require that there be a minimum amount of securities sold or a minimum number of holders in the hub entity **100** order file before the offering can be priced and closed. If this feature is part of an offering, it will be disclosed to the market as part of the commencement of marketing **740** the

offering. In this embodiment of the present invention, investors **150** will only have their accounts debited by their broker-dealers **140** if and when the issuer's **110** minimum offering criteria have been met. Settlement for any offering **970** will follow standard protocols with the lead manager/agent **120** coordinating directly with the each broker-dealer **140** using data provided by the hub entity **100**.

[0087] As shown in FIG. 1B (segment A), in some embodiments, where such prior information is appropriate, the marketing period may begin with an early order sub-period during which orders that are submitted in that sub-period may be eligible for higher fill rates if they are submitted at prices that meet or exceed the eventual clearing price for the offering. Such pre-market period orders, and the ability to receive higher fill rates will be publicly disseminated by the hub entity **100** on its website **330**, or other public media, prior to the opening of the pre-marketing period.

[0088] In cases when the marketing period and order window unfolds as expected, and as described above, when the issuer's offering criteria levels are achieved, the offering order window is closed in an expected predictable fashion. However, should unexpected events arise, or certain market turbulence develop, in some embodiments, the hub entity **100** will also be able to suspend all orders for a broker-dealer **140**, or for the entire offering. The hub entity **100** will so advise the broker-dealer or broker-dealers **140** of such action during any such periods of market turbulence or where events necessitate such order suspension.

[0089] While preferred embodiments of the inventive methods and systems have been described and disclosed, in particular for certain figures and exemplary embodiments relating to securities, including ETFs, such new issue securities are not to be construed as limiting the scope of application of the inventive systems, processes, and methodologies. More particularly, in addition to ETFs, other new issue offerings, including without limitation, taxable and tax-exempt debt, equity IPOs and other similar types of new issue securities offerings may also use the inventive systems, processes, and methodologies. By way of one example, in another specific embodiment, the inventive methods and systems may be applied to secondary market trading in instances where the hub entity **100** can improve market liquidity by allowing investors, through their broker-dealers, to offer all or part of their investment holdings to other investors. The hub entity **100** would act as a matching platform and facilitate settlement in exchange for a fee. In another embodiment, the lead agent, or a lead agent **120** could also operate as the hub entity **100**, instead of having distinct business entities operating as the lead agent **120** and hub entity **100**.

[0090] It will be recognized by those skilled in the art that other modifications, substitutions, and/or other applications are possible and such modifications, substitutions and applications are within the true scope and spirit of the present invention. It is likewise understood that the attached claims are intended to cover all such modifications, substitutions, and/or applications.

1.-14. (canceled)

15. The system of claim **30**, wherein said computer platform also operates as one of said at least one lead agents' computers.

16.-29. (canceled)

30. A system comprising:

a hub entity computer platform configured to electronically conduct one or more new issue securities offerings comprising at least one initial or follow-on equity securities offering, the computer platform comprising at least one processor and memory, the memory tangibly storing thereon computer-readable instructions configured to be executed by the at least one processor; and a communication network in operative communication with the computer platform;

wherein the computer-readable instructions are configured for:

generating a plurality of portals including a first portal provided to at least one electronic order routing and management system associated with one or more broker-dealers and a second portal provided to at least one computer associated with at least one lead agent;

wherein a lead agent portal is provided, via the second portal, during marketing of the one or more new issue securities offerings and closing of the one or more new issue securities offerings; and wherein the one or more broker-dealers subscribe, via the computer platform, to engage in brokering the one or more new issue securities offerings using a broker-dealer portal;

receiving, at the computer platform in real-time, via the broker-dealer portal, during the marketing of the one or more new issue securities offerings, one or more orders associated with the one or more new issue securities offerings, the one or more orders being submitted by the one or more broker-dealers on behalf of one or more investors, wherein the one or more orders comprise one or more of a new order, an order amendment and/or an order cancellation;

attaching, by the computer platform, automatically upon receipt of the one or more orders by the computer platform, timestamp information regarding each of a plurality of orders received at the computer platform;

confirming, by the computer platform, whether or not each order is acceptable for further processing by the computer platform as an accepted order;

updating an order file with the accepted orders, wherein the order file is stored in the memory and contains information regarding orders processed by the computer platform, said orders being associated with the one or more new issue securities offerings;

providing the lead agent portal to the at least one computer associated with the at least one lead agent, the lead agent portal comprising a first graphical user interface (first GUI) including:

at least one order depth table, associated with one of the one or more new issue securities offerings, wherein the at least one order depth table is automatically updated based on the accepted orders, in real-time, by the computer platform, and posted to the lead agent portal;

wherein, for a plurality of price levels, the at least one order depth table comprises data fields including limit prices and cumulative number of shares, wherein the at least one order depth table is sorted based on a value of the limit price, such that a limit

price is identified, in real-time by the computer platform, as a current indicative clearing price of an associated new issue securities offering that is associated with the at least one order depth table; and

wherein the lead agent portal provides price sensitivity information indicating investors' demand, at specific price levels, for the associated new issue securities offering;

providing an informational portal, in the plurality of portals, to a general public for publishing, on a real-time basis, offering information regarding the one or more new issue securities offerings including the associated new issue securities offering, the offering information comprising at least one of an offering name and the current indicative clearing price that are updated based on the accepted orders;

responsive to processing of the accepted orders, continually updating, on a real-time basis, the current indicative clearing price of the associated new issue securities offering, and displaying updates of the current indicative clearing price at the broker-dealer portal, the lead agent portal and the informational portal until marketing of the associated new issue securities offering concludes;

wherein said publishing, based on said continually updating of the order file on a real-time basis, of the current indicative clearing price, reflects a current market price, to thereby display, on a real-time basis, the current indicative clearing price to the general public via the informational portal;

determining, by the computer platform, for at least one new issue securities offering of the one or more new issue securities offerings, subsequent to termination of marketing of the at least one new issue securities offering by the computer platform, and during closing of the at least one new issue securities offering, a clearing price and/or an offering size of the at least one new issue securities offering;

establishing an offering price of the at least one new issue securities offering, either by setting the offering price based on the clearing price or by receiving the offering price from the at least one lead agent;

disseminating the offering price, of the at least one new issue securities offering, to the one or more broker-dealers, and to the general public through the informational portal;

generating, for the accepted orders associated with said at least one new issue securities offering, on a per-order basis, overall allocation information for said at least one new issue securities offering; and

generating, one or more final listings of securities allocation information based on the overall allocation information;

wherein the computer platform provides one or both of the overall allocation information and/or the one or more final listings as output.

31. The system of claim 30, wherein the overall allocation information generated on the per-order basis is generated based on one or more of: an order price, an order entry time, an order size, a type of investor submitting the order, and/or a pro-rata basis.

32. The system of claim **30**, wherein the computer-readable instructions are further configured for establishing a price for the one or more new issue securities offerings and a level of investor interest via one or more of: (i) providing, via the broker-dealer portal during the marketing of the one or more new issue securities offerings, equal access to offerings and information to the one or more broker-dealers; (ii) providing, via the informational portal during the marketing of the one or more new issue securities offerings, equal access to offerings and information to entities accessing the informational portal; and (iii) establishing, via the first portal, a communication channel between the computer platform and the one or more broker-dealers, wherein the communication channel uses protocols that connect broker-dealers to existing stock exchanges for secondary market trading orders to also provide for participation in new issue offerings, to thereby expand infrastructure used for secondary market trading orders to further include distribution of the one or more new issue securities offerings; (iv) continually updating and displaying updates of the current indicative clearing price via the plurality of portals on a real-time basis to thereby provide price and demand discovery information equally to the one or more broker-dealers, the one or more investors and the general public; and/or (v) providing the overall allocation information on a non-partisan (equal) basis based on one or more of order price, order timestamp and/or order size.

33. The system of claim **30**, wherein the computer platform:

terminates the marketing period, either automatically by the computer platform based on preselected criteria or as initiated by the lead agent; and

publishes, via at least one of the plurality of portals, a notice informing the one or more broker-dealers and/or the general public that the marketing period has ended.

34. The system of claim **30**, wherein one or both of: the overall allocation information is generated for a plurality of the accepted orders giving priority to the accepted orders having timestamps denoting earlier receipt, such that the accepted orders having earlier timestamps are eligible for allocation at a greater percentage (fill rate) or proportion (fill amount) of an order amount than the accepted orders having later timestamps; and/or

amending an order includes assigning said order an updated timestamp for the purpose of determining the allocation for the order.

35. The system of claim **30**, wherein at least one of the plurality of portals utilize existing securities transaction protocols to transmit electronic data regarding new issue securities offering information associated with the one or more new issue securities offerings.

36. The system of claim **30**, wherein the computer-readable instruction configured for generating the plurality of portals provides for connecting, via utilization of existing communication channels and/or existing order routing and/or management protocols that existing stock exchanges use for connecting broker-dealers to perform routine secondary market trading order flow, the at least one processor with one or more internal order routing and management systems of at least one of the one or more broker-dealers, such that the computer platform is configured to directly communicate with the one or more internal order routing and management systems using the existing order routing and/or management

protocols for order submission and for communicating subsequent information regarding the status of the orders placed.

37. The system of claim **36**, wherein the existing order routing and/or management protocols include Financial Information eXchange protocols (FIX protocols).

38. The system of claim **36**, wherein the computer platform, during the closing of the at least one new issue securities offering:

transmits to each respective one of the one or more broker-dealers having respective orders which were accepted, respective allocation information that is specific to the respective orders submitted by the each respective one of the one or more broker-dealers.

39. The system of claim **38**, wherein the respective allocation information is transmitted to respective ones of the one or more broker-dealers, including distribution information by which each of the respective ones of the one or more broker-dealers distributes, to its respective ones of participating investors of the one or more investors, allocations of the at least one new issue securities offering based upon orders accepted from each of the participating investors.

40. The system of claim **30**, wherein, as a function of one or more of:

(i) providing equal access to the offering information to participating investors, via the informational portal, on a real-time basis, during the marketing of the one or more new issue securities offerings,

(ii) providing, to the participating investors via the one or more broker-dealers, equal opportunity to place, amend and/or cancel each of the participating investor's own orders of the one or more orders,

(iii) providing the overall allocation information on a non-partisan (equal) basis based on one or more of order price, order timestamp and/or order size, and/or

(iv) providing the first portal and the second portal as secure communication channels over which confidential information is securely transmitted and/or accessed via the at least one electronic order routing and management system associated with one or more broker-dealers and the at least one computer associated with the at least one lead agent;

the participating investors are thereby involved in the one or more new issue securities offerings in a manner wherein equal access to all of the participating investors as well as fair, transparent and open participation and distribution of allocations, of the at least one new issue securities offering based upon orders accepted from each of the participating investors, are achieved.

41. The system of claim **30**, wherein, as a function of one or more of:

(i) providing, on a real-time basis via the broker-dealer portal, equal access among the one or more broker-dealers to engage in brokering of the one or more new issue securities offerings,

(ii) providing the broker-dealer portal to subscribing ones of the one or more broker-dealers, such that respective investors of subscribing ones of the one or more broker-dealers are provided equal access, to the one or more new issue securities offerings, as all other investors of the subscribing ones, and thereby enabling participation in the one or more new issue securities offerings in a manner that is non-partisan and non-bundled,

- (iii) as a function of the computer platform being configured to allow the subscribing ones to maintain, with the respective investors of theirs, direct relationships, in which the computer platform will not interfere, to thereby maintain suitability, appropriateness and other investor protection;
- (iv) transmitting information including allocations, of the at least one new issue securities offering based upon orders accepted from each of participating investors, and associated investor distributions from the computer platform by a secure channel to each respective one of the subscribing ones for distribution to the participating investors to yield transparent, non-partisan new issue pricing, allocation and distribution;
- the subscribing ones are involved in the one or more new issue securities offerings in a manner that affords equal access to all of the subscribing ones and respective investor clients of the subscribing ones, such that fair, transparent and open offerings are thereby provided in a non-partisan manner to all of the respective investor clients.
- 42.** The system of claim **30**, wherein one or both of: the at least one computer associated with at least one lead agent also operates as one of the one or more broker-dealers; and/or the second portal provided to one or more of the at least one computer associated with at least one lead agent also operates as the first portal.
- 43.** The system of claim **30**, wherein one or both of: the computer-readable instructions are further configured for providing one or both of the overall allocation information and/or the one or more final listings as outputs via one or both of the broker-dealer portal and/or the lead agent portal; and/or the output further includes an indication of an amount of cash proceeds that the at least one lead agent is obligated to deliver to an issuer, after settlement.
- 44.** The system of claim **30**, wherein the system conducts the one or more new issue securities offerings via only processing transactions from participants that submit their orders through the one or more broker-dealers, to thereby preserve, for the participants, investor protection benefits that are part of an existing, regulated industry in which the one or more broker-dealers are regulated representatives.
- 45.** The system of claim **30**, wherein the computer-readable instructions are further configured for: utilizing, once the overall allocation information is generated, the computer platform for commencement of secondary market trading of one or more of the at least one new issue securities offering.
- 46.** The system of claim **30**, wherein the computer platform is configured to one or both of: provide secondary market trading by allowing at least one investor to offer all or part of the at least one investor's investment holdings in the one or more new issue securities offerings, by submitting, through the at least one investor's broker-dealer, one or more secondary orders comprising said all or part of the at least one investor's investment holdings, such that the one or more orders thereby further include the one or more secondary orders; and/or receive orders from at least one of the one or more broker-dealers for their own account, as principal orders of the one or more orders, wherein the principal orders include an identifier marking the order as principal.
- 47.** The system of claim **30**, wherein the computer-readable instructions are further configured for: comparing, prior to acceptance, each of the one or more orders against an amount, size, condition, and/or requirement established as a threshold by the at least one lead agent; and rejecting, any of the each of the one or more orders that fail to meet the threshold, as not acceptable for further processing by the computer platform.
- 48.** The system of claim **47**, wherein the computer-readable instructions are further configured for: rejecting any of the each of the one or more orders that exceed a maximum amount of the offering size established as the threshold.
- 49.** The system of claim **30**, wherein one or both of: the computer platform further disseminates at least one of: (i) a minimum offering metric at or below which the offering will not be completed, and/or (ii) a maximum offering metric above which the offering will not be increased; and/or at least one of the minimum offering metric and/or the maximum offering metric is disseminated based on at least one of: a number of holders, an offering price, an amount of securities to be issued, an amount of assets collected, and/or an amount of cash proceeds realized by said issuing entity.
- 50.** The system of claim **30**, wherein the computer-readable instruction configured for generating the plurality of portals provides for connecting the at least one processor with at least one existing order routing and management system of at least one of the one or more broker-dealers.
- 51.** The system of claim **30**, wherein, prior to termination of the marketing period, the computer platform publishes one or more pre-closing notices.
- 52.** The system of claim **30** wherein the information portal provides information to the one or more broker-dealers, investors and/or the general public via one or more media outlets and/or financial websites such that the one or more broker-dealers, investors and/or the general public that already use said one or more media outlets and/or financial websites can also use it to attain the offering information; and/or wherein, in connection with providing information to the general public via one or more media outlets and/or financial websites, the computer platform disseminates additional information at the same time including one or more of: (a) a total number of bids and amount of securities that were bid for at each price level, (b) a total number of bids and amount of securities bid for at or above the final offering price, and/or (c) a number of originating broker-dealers.
- 53.** The system of claim **30**, further comprising: providing the broker-dealer portal, of the plurality of portals, to the one or more broker-dealers during the marketing of the one or more new issue securities offerings and the closing of the one or more new issue securities offerings, wherein the broker-dealer portal further comprises a table of orders, wherein, for each order in the table of orders, the table of orders further comprises data fields including two or more of a limit

- price, a number of shares, an order value, account information, and a timestamp.
- 54.** The system of claim **30**, wherein the computer platform is configured to one or more of:
- assemble the one or more orders directly from the one or more broker-dealers;
 - perform demand discovery and/or perform price discovery;
 - determine that at least one of the one or more orders is disruptive, manipulative or unreliable; and/or
 - exclude said at least one of the one or more orders determined to be disruptive, manipulative or unreliable.
- 55.** The system of claim **30**, wherein, for the associated new issue securities offering, the offering information further comprises one or more of:
- a current number of shares associated with the accepted orders, where said accepted orders have a limit price at or higher than the current indicative clearing price; a current cumulative number of shares associated with the accepted orders per respective price level; a current number of holders associated with the accepted orders where said accepted orders have a limit price at or higher than the current indicative clearing price; a current number of holders associated with the accepted orders per respective price level; a current amount of market value of the accepted orders, where said accepted orders have a limit price at or higher than the current indicative clearing price; and/or an amount of time remaining until termination of the marketing of the associated new issue securities offering.
- 56.** The system of claim **30**, wherein one or both of: the first portal is a secure electronic portal that allows the one or more broker-dealers to access its respective data and information securely, and/or the second portal is a secure electronic portal that allows the at least one lead agent to access its respective data and information securely.
- 57.** The system of claim **30**, wherein a second graphical user interface (second GUI) is provided, via the broker-dealer portal associated with the first portal, to at least one computer associated with the one or more broker-dealers; and

wherein, optionally, one or both of:

- the second GUI further comprises a graphical user interface button, selection of which on the broker-dealer portal suspends one or more orders associated with a broker-dealer, suspends one or more orders associated with a particular offering, or suspends all orders associated with a particular offering; and/or
 - the first GUI further includes an order depth graph.
- 58.** A system comprising:
- a hub entity computer platform configured to electronically conduct one or more new issue securities offerings, the computer platform comprising at least one processor and memory, the memory tangibly storing thereon computer-readable instructions configured to be executed by the at least one processor; and
 - a communication network in operative communication with the computer platform;
- wherein the computer-readable instructions are configured for:
- generating one or more portals including a first portal provided to at least one electronic order routing and management system associated with one or more broker-dealers and/or a second portal provided to one or more processors associated with at least one lead agent;
 - receiving, at the computer platform, one or more orders, associated with at least one of the one or more new issue securities offerings;
 - generating an order file that is stored in the memory, wherein the computer platform generates and updates the order file based on inputs received; wherein the one or more broker-dealers subscribe, via the computer platform, to engage in brokering the one or more new issue securities offerings; and
 - providing, during marketing of the one or more new issue securities offerings and during closing of the one or more new issue securities offerings, a lead agent portal, in the plurality of portals, to the at least one lead agent.

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