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# **How to Sell Private Company Stock**

It's complicated if the company is private

By ALBERT PHUNG

Updated August 31, 2024

Reviewed by GORDON SCOTT Fact checked by PETE RATHBURN







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Pete Rathburn is a copy editor and fact-checker with expertise in economics and personal finance and over twenty years of experience in the classroom.

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## What Is Private Company Stock?

A <u>private company</u> is a privately-held commercial entity. While it may issue shares of stock, these shares are not offered to the general public and aren't listed on a public stock exchange. Private company stock includes shares issued by the company to employees or investors.

For example, <u>startups</u> often use <u>equity</u> to compensate employees during the early stages when <u>cash flow</u> is limited. Public companies also use equity compensation programs. These programs are designed to motivate employees by tying a portion of their pay to the company's earnings.

Contrary to a public company, a private company doesn't have to provide financial information to investors or shareholders. In addition, due to the often smaller size of private companies, they typically issue fewer shares of stock. That can make the shares less <u>liquid</u> and difficult to sell.

#### **KEY TAKEAWAYS**

- Private company stock is a type of stock offered exclusively by a private company to its employees and investors
- Unlike public stocks, the purchase and sale of private stock must be approved of by the issuing company.
- Buying private stock of a company that intends to go public can be a lucrative investment strategy.
- Private companies are not required to provide inside information to the public, so investors are often hesitant to buy private equity.
- Although private stocks are not registered with the SEC, SEC regulations still apply to their purchase and sale.1

#### **How Private Company Stock Works**

Selling stock in a private company is not as simple as selling stock in a <u>public company</u>. Public company employees and investors can sell company shares through a <u>broker</u>. To sell private company stock—because it represents a stake in a company that is not listed on any exchange—the shareholder must find a willing buyer.

In addition, a sale of private stock must be approved by the company that issued the shares. Some companies may not want their shares to be widely distributed.

What's more, some employees of startups may feel pressured to hold onto their company stock as proof of loyalty. If there is a good reason for the sale—such as a downpayment on a house—a company could be persuaded to approve a sale.























Individual brokers and companies facilitate investments in private or pre-IPO stocks.

## Special Considerations Pre-IPO Private Stock

Shares of a startup company that plans to go public with an <u>initial public offering</u> (IPO) are often easier to cash out. A number of web-based companies, such as EquityZen and Forge, connect sellers of, and investors in, pre-IPO shares.

Pre-IPO private company stock exchanges are essentially venture capital markets for the masses. An employee who holds stock in a pre-IPO private company can list shares for sale on such an exchange. Some of these <u>secondary market</u> sites offer loans to buy pre-IPO stock. Before you sell private company stock, you need to get its <u>valuation</u>. You can obtain this through either the company itself or a private valuation service.

## **Non-pre-IPO Private Stock**

It is trickier to sell the stock of a private company that has no intention of going public. The lack of information about most private companies dissuades most outside investors. They can be reluctant to buy into a company that they know nothing about and cannot thoroughly research in public documents. In any case, the company may not approve the sale of its stock to outsiders.

The simplest solution for selling private shares is to approach the issuing company and ask how other investors <u>liquidated</u> their stakes. Some private companies have <u>buyback</u> programs, which allow investors to sell their shares back to the issuing company.

In addition, an insider may be able to provide leads about current shareholders or potential investors who have expressed interest in buying the company's shares.

The seller would be wise to visit a securities lawyer to make sure the paperwork is done correctly. Although private stocks are not registered with the <u>Securities and Exchange Commission</u> (SEC), all SEC regulations that apply to selling stocks must still be followed.1

## **How Do I Sell Private Company Stock?**

First, contact the company to obtain permission to sell your shares. Also, you'll need agreement on the manner of sale. The company can provide you with a valuation of its stock. Next, you'll need to find a buyer.

Perhaps the simplest way to sell your stock is through a buyback program offered by the company. The company can also explain how other investors sold their stock. Finding a buyer can be a challenge due to the lack of public information about a private company. To ensure proper paperwork connected with a sale, consider consulting a securities lawyer.





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### **How Do Private Companies Issue Stock?**

These days, private companies usually issue stock electronically instead of via paper certificates. Shareholders receive an email providing proof of ownership and all other details.

### **How Do Stock Options Work for Private Companies?**

Stock options give you the right to buy a company's stock at a predetermined price within a particular time period. They're often used by a private company as an incentive for employees to stay and participate in the growth of the company.

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### 10 of the Most Valuable Private Companies

While a few are mainstays from recent years, most of the most highly valued private companies recently burst onto the scene.

By John Divine

Edited by Aaron Davis

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The 10 Most Valuable Private Companies

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Although the company's popular video game Fortnite is the reason most people might know of Epic Games, its biggest asset is actually the software that enables that game on the back end, the Unreal Engine.

Everyone knows the world's most valuable public companies. Apple Inc. (ticker: AAPL), Amazon.com Inc. (AMZN), Microsoft Corp. (MSFT) – on a day-to-day basis, anyone in the world can take to the web and see the largest names on Wall Street. Privately owned companies are a different story; they're tightly held and opaque, making it hard to put a dollar value on.

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What follows is a list of 10 of the world's most valuable private companies entering into 2024, according to numbers from CB Insights:

	VALUATION
COMPANY	(IN
	<b>BILLIONS</b> )
ByteDance	\$225
SpaceX	\$150
Shein	\$66
Stripe	\$50
Databricks	\$43
Revolut	\$33
Epic Games	\$31.5
Fanatics	\$31
OpenAI	\$29
Canva	\$25.4

### **ByteDance**

Founded in 2012, this Chinese internet technology company has seen its valuation surge in recent years as its crown jewel, social media app TikTok, soars in popularity. ByteDance's value derives from its more than 1 billion monthly active users on its social media and online content platform TikTok – an impressive number the company hit all the way back in 2021. TikTok, the popular bite-sized video-sharing platform, took off during the pandemic as people stuck inside found creative ways to waste time, but the platform has proven to be anything but a fad, now threatening entrenched rivals like Facebook and Instagram, which have released their own copycat versions of the service, Facebook Stories and Instagram Reels, to compete.

Already clocking in at a \$90 billion valuation in 2020, ByteDance has more than doubled in value since.

Valuation: \$225 billion

#### **SpaceX**

One of several prominent space transportation companies founded by billionaires, Tesla Inc. (TSLA) CEO Elon Musk's SpaceX is likely the most prestigious and blue-chip of the group, which includes Jeff Bezos' Blue Origin and Richard Branson's brainchild Virgin Galactic Holdings Inc. (SPCE). Musk founded the company in 2002 with the goal of eventually colonizing Mars. While not quite there yet, the scientific breakthroughs and operational achievements SpaceX has achieved are remarkable. In 2015, SpaceX's Falcon 9 rocket became the first orbital rocket to land vertically. The concept of reusing wildly expensive rockets was a revolutionary one, and SpaceX's Falcon 9 has even taken over the job of ferrying NASA astronauts to the International Space Station. SpaceX is also one of the world's dominant commercial satellite operators, and its Starlink satellite internet service has become an important geopolitical force, though whether that is an opportunity or risk





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remains to be seen. Musk reportedly throttled the Ukrainian military's access to Starlink in 2022 as the country aimed to attack the Russian fleet, according to Walter Isaacson's 2023 biography of Musk.

Worth \$36 billion in 2020, SpaceX has more than quadrupled in value in less than four years.

Valuation: \$150 billion

Shein

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Rocketing to the third-place position is Shein, an e-commerce beauty and lifestyle products platform. Founded in 2012, the company is relatively young and is a hot ticket with investors, raising a whopping \$2 billion at a \$66 billion valuation in a May 2023 fundraising round. The May round was led by venture capital firms Sequoia Capital and General Atlantic, as well as a U.A.E. sovereign wealth fund.

Shein generated \$23 billion in revenue in 2022 and is aiming to boost revenue by 40% in 2023, according to a Wall Street Journal report.

Valuation: \$66 billion

## Stripe

Payments company Stripe is currently the most valuable tech startup in the United States. Stripe, which enables online payments, benefited from a rapid onboarding from offline to online payments in the wake of the pandemic, along with funding rounds in recent years from prestigious venture capitalist investors like Sequoia Capital, Andreessen Horowitz and Alphabet Inc.'s (GOOG, GOOGL) Google Ventures, which is its investment arm. Perennially one of the most anticipated initial public offerings, Stripe has held off on an IPO, preferring instead to soak up private capital for as long as it can. While its valuation, which was around \$36 billion in 2020, soon

soared to nearly \$100 billion, the massive pandemic-fueled e-commerce spending soon receded, and Stripe now fetches about half that on the private market.

Valuation: \$50 billion

#### **Databricks**

If you were using buzzwords to conceive of the next multibillion-dollar startup, you might accidentally describe Databricks. A description of the company reads thusly: "The company offers a Lakehouse Platform that unifies data, analytics, and AI, providing services such as data sharing, data management and engineering, data warehousing, data science and machine learning, and data governance." Basically, Databricks markets itself as a one-stop shop for a company's data, analytics and artificial intelligence needs.

Databricks has been a huge beneficiary of the AI boom; despite only becoming a "unicorn" – a private company worth at least \$1 billion – in 2019, Databricks has already secured a valuation topping \$40 billion. Investors include Nvidia Corp. (NVDA) and Capital One Financial Corp. (COF).

Valuation: \$43 billion

Magnificent 7 Stocks: What Are They and How They Dominate the Market

#### Revolut

Revolut is a financial technology, or fintech, company based in London. The consumer-facing Revolut aims to



























be an all-encompassing finance tool, offering cash back, joint accounts, spending in local currencies, savings accounts, peer-to-peer payments and more via its app. You can also buy and sell stocks and even commodities on its platform, which shares features of competitors like Robinhood Markets Inc. (HOOD) and CashApp. Its last funding round was an \$800 million raise in 2021 led by SoftBank Group and Tiger Global Management. Practically speaking, its valuation may have come down a bit as enthusiasm over fintech companies has soured in a rising-rate environment, but the 2021 funding round valued the company at \$33 billion.

Valuation: \$33 billion

### **Epic Games**

Epic Games is arguably one of the most interesting businesses among the world's most valuable private companies. Although China's Tencent Holdings Ltd. (OTC: TCEHY) has acquired about 40% of the gaming and graphics company, it's still majority-owned by its founder and game developer Tim Sweeney. Although the company's popular video game Fortnite is the reason most people might know of Epic Games, its biggest asset is actually the software that enables that game on the back end, something called Unreal Engine. The game engine offers tools and functionalities that developers can use to build their games, and private investors are betting the powerful engine will eventually have applications in a wide array of fields ranging from architecture to medicine – not just video games.

Of the 10 most valuable private companies back in 2020, Epic Games is one of just four that remains on the list in late 2023, joining ByteDance, SpaceX and Stripe. The gaming giant has more than doubled in value since 2020, when it was marked at a \$15 billion worth.

Valuation: \$31.5 billion

#### **Fanatics**

Fanatics, simply put, is an online sports memorabilia and merchandise retailer. The company has parlayed its growing brand into a sports betting and online casino business as well, which is a promising and potentially lucrative area for expansion as more and more states legalize sports betting across the nation. Fanatics debuted its first sportsbook in Maryland in early 2023. Based in Jacksonville, Florida, the company last raised \$700 million in 2021 at a \$31 billion valuation. Investors include the likes of Silver Lake, Fidelity, BlackRock and SoftBank.

Valuation: \$31 billion

### **OpenAI**

It's not a stretch to say that alongside TikTok owner ByteDance and SpaceX, OpenAI finds itself as one of the three most impactful private companies on this list. Famed for its groundbreaking large-language model ChatGPT, the AI-powered chatbot burst onto the scene in 2022 and almost singlehandedly sparked the AI investment craze as the public marveled at the generative AI software. The most recent version of its language model, which continues to improve, is a technology called GPT-4 (ChatGPT was based on GPT 3.5). GPT-4's

























capabilities are remarkable: It's able to easily pass the bar exam, scores around the 90th percentile on the SAT, can pass the U.S. medical licensing exam and even the three levels of sommelier tests.

Microsoft has made an enormous \$13 billion strategic investment in OpenAI, which it's already integrated into its Bing search engine and which is benefiting from huge computing demands from OpenAI as Microsoft's cloud computing platform Azure became the preferred partner for the AI startup. Microsoft has a 49% stake in the company.

Expect this already-large valuation to balloon even further soon: The Wall Street Journal reported in September 2023 that the company was seeking new investors at a \$80 billion to \$90 billion valuation.

Valuation: \$29 billion

#### Canva

Visual communications and design company Canva rounds out the list of the 10 most valuable private companies with a valuation of more than \$25 billion. Based in Australia, the firm was founded in 2013 and commanded a \$40 billion valuation when it last raised \$200 million in private funding in 2021. That \$40 billion figure, however, is almost certainly more than it could fetch in another round today, as the days of cheap money are in the rear-view mirror and investors have become much more discerning when making large capital commitments.

## How the success of private companies is measured

Unlike public companies, which are judged by stock prices, private companies are measured using different financial metrics and qualitative factors.

- Valuation methods: Common valuation techniques include discounted cash flow (DCF), comparable company analysis (CCA), and asset-based approaches. These methods consider financial performance, growth potential, industry conditions, and risk factors.
- **Financial health:** Key performance indicators (KPIs) include profit margins, revenue stability, and efficient working capital management.
- **Investor returns:** Private equity investors evaluate success using metrics like Internal Rate of Return (IRR) and Multiple of Invested Capital (MOIC).
- Qualitative metrics: Success can also be measured by customer satisfaction and loyalty, employee engagement, and strength of leadership and company culture

























### **Key factors driving success**

Successful private companies often share several characteristics that allow them to thrive outside the public eye.

- **Long-term strategic vision:** Without the pressure of quarterly earnings, private companies can focus on long-term growth and strategic investments.
- Adaptability and innovation: Companies that can continuously innovate and quickly adapt to changing market dynamics and customer needs are more likely to succeed.
- **Strong leadership and culture:** Effective leadership and a positive company culture are crucial for inspiring employees and achieving strategic goals.
- **Focus on a niche:** Some successful private businesses, particularly smaller and medium-sized ones, focus on dominating specific market niches rather than competing broadly.
- **Financial management:** Sound practices, such as disciplined cash flow and debt management, are essential for ensuring stability.

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