

Informational Black Holes in Financial Markets

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November 27, 2015

ABSTRACT

We study how efficient primary financial markets are in allocating capital when information about investment opportunities is dispersed across market participants. Paradoxically, the very fact that information is valuable for making real investment decisions destroys the efficiency of the market. To add to the paradox, as the number of market participants with useful information increases a growing share of them fall into an “informational black hole,” making markets even less efficient. Contrary to the predictions of standard theory, social surplus and the revenues of an entrepreneur seeking financing can be decreasing in the size of the financial market, the linkage principle of [Milgrom and Weber \(1982\)](#) may not hold, and collusion among investors may enhance efficiency.

*London School of Economics. We thank Philip Bond, James Dow, Mehmet Ekmekci, Alexander Gorbenko, Andrey Malenko, Tom Noe, James Thompson, Vish Viswanathan and seminar participants at Cass Business School, Cheung Kong GSB, Chicago Booth, London School of Economics, Stockholm School of Economics, UBC, University of Reading, the CEPR Gerzensee 2015 corporate finance meetings, European Winter Finance Conference 2015, the 2015 NBER Asset Pricing summer meetings, the 2015 NBER Corporate Finance fall meetings, the 2015 OxFit meetings, the 12th Finance Theory Group meeting, the Financial Intermediation Research Society Conference 2015 (Reykjavik), and the Western Finance Association 2015 Seattle meetings for very helpful comments.

The main role of primary financial markets is to channel resources from savers to firms with worthwhile projects, a process that requires information about investment opportunities. More often than not, no single actor holds all the relevant pieces of information for deciding whether a project should be pursued or not—this includes information about demand, technological feasibility, management team, competition, and current industry and macroeconomic conditions, as well as views on how to interpret such information. In this paper, we ask two central questions about the functioning of primary financial markets when information is dispersed: Will market competition for the financing of new ventures lead to the right investment decision, and would we expect a larger market with more investors to lead to a more efficient outcome?

Based on the seminal work of [Hayek \(1945\)](#) and the follow-on literature, one would be tempted to answer “Yes” to both questions. Hayek argued that exactly in situations when information is dispersed, competitive markets are superior to centralized decision making because of the ability of markets to aggregate information—the “wisdom of the crowd” prevails. This argument was first formalized in the rational expectations literature ([Grossman \(1976\)](#), [Grossman \(1981\)](#)), in which market participants take prices as given. The auction literature, which provides a game-theoretic foundation for how prices are formed, has also shown that markets are good at aggregating information. For example, if an existing asset is sold in the standard auction formats analyzed in [Milgrom and Weber \(1982\)](#), anyone who observes the bids in the auction learns all the information the market possesses. In fact, in an ascending price auction, the resulting price itself is a sufficient statistic for all relevant information ([Kremer \(2002\)](#) and [Han and Shum \(2004\)](#)). Larger markets are always better, both for total surplus and for the seller of the asset, because more information is learnt and prices are more competitive (see ([Bulow and Klemperer \(1996\)](#) and [Bali and Jackson \(2002\)](#))).

The message in our paper is a more pessimistic one. We set up a model where informed investors such as venture capitalists compete for the right to finance a project by submitting bids, and show that the market outcome never fully reflects the information in the market. Strikingly, even when the market grows so large that as an aggregate it possesses perfect information about which projects are worth financing and which are not, there will be substantial allocational inefficiencies — the wisdom of the crowds fails, and an entrepreneur might in fact be better off seeking financing from just one investor.

This result is driven by our only modelling departure from the standard auction theory setting: In the standard setting, the asset being sold is preexisting so there is no investment decision to be made. In our setting, an investment decision has to be made. In particular, a bidder with a sufficiently pessimistic signal will assume that

the project is negative NPV and not worth investing in when he wins, taking into account that winning implies that all other bidders are even more pessimistic. Relatively pessimistic bidders will therefore either abstain from bidding or bid zero—they fall into an “informational black hole” where information is lost. The informational black hole leads to less informed investment decisions and lower surplus—paradoxically, the introduction of a real surplus-creating role for information destroys the informational efficiency of the market.

This problem is exacerbated as the market grows larger, because of the winners curse. With a larger number of bidders, even a bidder with somewhat favourable information will conclude that the project is not worth investing in if he wins, since winning implies that all other bidders are more pessimistic. Hence, the informational black hole grows with the size of the market, and we show that for some reasonable distributional assumptions the surplus generated in the auction as well as the expected revenues to the entrepreneur can fall with the number of bidders.

This insight has normative implications for how entrepreneurs should maximize revenues that drastically contrast with the prescriptions of standard auction theory. In particular, our findings might explain why we often see entrepreneurs engage in so-called proprietary transactions, where they negotiate a financing deal with a single venture capitalist rather than engaging in a more competitive search. Similarly, in acquisition procedures investment banks working on behalf of a selling firm often restrict the set of invited bidders, and there is no evidence that this practice reduces seller revenues.¹

Of course, it may not always be possible for a firm to restrict the number of potential investors submitting bids—in fact, the firm needs to commit not to consider unsolicited offers, because *ex post* it is always optimal to consider all offers. When firms cannot commit to restrict the number of bidders, our results suggests that the equilibrium size of the financial sector might be too large. In fact, adding an informed financial intermediary reduces social surplus even if it is costless to set up the intermediary.

Our analysis has a number of auxiliary implications which contrast with the findings of traditional theory. For example, we show that the famous “linkage principle” of [Milgrom and Weber \(1982\)](#) may fail in our setting. The linkage principle holds that any value-relevant information that can be revealed before an auction should be revealed in order to lower the informational rent of bidders. For example, if an entrepreneur can postpone seeking financing until some public information about market conditions is revealed, he should do so. In our setting, to the contrary, it is often better to attempt financing of the project *before* some value-relevant information is revealed. The reason

¹See [Boone and Mulherin \(2007\)](#).

is that residual uncertainty creates an option value to the project which makes less optimistic bidders participate, which in turn increases the information aggregation properties of the market.

We also show that in our setting, efficiency can be improved by allowing a sufficiently large number of investors to receive a stake in the project if this is practically feasible. This is in contrast to the standard setting, where revenues are maximized by concentrating the allocation to the highest bidder. In a multi-unit auction where the number of units grows with the number of bidders, a loser’s curse balances out the winner’s curse which in our setting leads to higher participation and a recovery of information aggregation, and hence a higher surplus. This may be one rationale for crowd-funding, in which start-ups seek financing on a platform that looks very much like a multi-unit auction. The finding may also explain why IPO allocations are rationed to increase the number of winning participants.

A related solution is to allow syndicates or consortia consisting of multiple investors to submit joint “club bids” in the auction. Club bids and syndicates are common practice among both angel investors, venture capitalists, and private equity firms, and have been the subject of investigation by competition authorities for creating anti-competitive collusion. Indeed, in a standard auction setting, club bids reduce the expected revenues of the seller. In our setting, the opposite may hold—because club bids reduce the winner’s curse problem, it encourages participation, which increases the efficiency of the market.

In the main part of our analysis, we model competition as happening through a standard auction format (first price, second price, or ascending price) rather than taking a mechanism design approach. As an extension we discuss sufficient conditions under which informational black holes and the resulting inefficiencies can appear in an optimal market mechanism. First, we have to assume that the mechanism cannot split the allocation of the project rights over several investors, perhaps because cash flows are non-contractible or because coordination among several creditors is costly ex post. This rules out the use of multi-unit auctions and club bidding. Second, we assume a mechanism has to be regret free in that bidders can default on the mechanism ex post if they are not happy with the outcome, and that it should not be profitable for unserious bidders without information to enter the mechanism. These two restrictions make it impossible to reward or punish bidders who do not receive an allocation in the mechanism, which limits the scope of eliciting information from them. Third, we assume that the mechanism should be ex-post efficient, or renegotiation proof, in that the project is started if and only if it is positive NPV given the information revealed in the mechanism. These restrictions turn out to be sufficient for the existence of infor-

mational holes even in optimal mechanisms. Finally, if we impose that the mechanism also has to be robust to the introduction of arbitrarily small costs of submitting a bid, we show that even an optimal mechanism cannot achieve higher efficiency than the worst equilibria in standard auctions.

Our paper is related to several different strands of literature. As mentioned earlier, the importance of market prices in aggregating information relevant for production decisions has been recognized since [Hayek \(1945\)](#). Despite this, most of the work on information aggregation in both financial theory and in auction theory has been done in endowment economies. A prominent exception is the relatively recent “feed back” literature which studies the link between the informativeness of secondary financial markets (such as stock markets) and real decisions by firms or governments (for a summary of this literature, see [Bond, Edmans and Goldstein \(2012\)](#)). Maybe closest to our work in this literature are the papers by [Bond and Goldstein \(2014\)](#) and [Goldstein, Ozdenoren, Yuan \(2011\)](#) who show that when an economic actor takes real decisions based on the information in asset prices, they affect the incentives to trade on this information in an endogenous way that may destroy the informational efficiency of the market, and [Edmans, Goldstein, Jiang \(2014\)](#), who show that negative news will be less likely to be incorporated in stock prices because firms may act on this information by cancelling negative NPV projects, rendering short positions less valuable. None of these papers analyze the effect of market size on informativeness, which is one of our key objectives. Furthermore, our paper shows that informational and allocational efficiency can fail even in the primary market for capital, where investors directly bear the consequences of their actions.

We are not the first to study auction-like settings of project financing. [Broecker \(1990\)](#) derives a credit market equilibrium which is a special case of our model when first-price auctions are used, signals are binary, and banks who provide financing do not have the option to cancel a project after an offer is accepted. [Broecker \(1990\)](#) does not study information aggregation and surplus specifically and does not consider the effect of reducing the number of bidders, releasing information, revealing bids, or allowing bidders to endogenously decide on the investment after the auction is over.

Another paper closely related to ours is [Atakan and Ekmekci \(2014\)](#), who also show that information aggregation can fail in large markets when an action has to be taken after the auction is run. Our papers are complementary in that they provide quite different explanations for why information aggregation may fail, and in that they apply to quite different market settings. We focus on a project financing setting where only a limited number of bidders can end up as investors in a firm, and where only one decision can be taken for a given firm. [Atakan and Ekmekci \(2014\)](#) focus on a

situation where a large set of existing assets are sold (such as different plots of land) and where the buyers of the assets can take different actions after the auction (owners of different plots of land can choose to grow different crops). [Atakan and Ekmekci \(2014\)](#) get pooling of bids and hence information destruction because valuations are non-monotonic in the underlying signals. The pooling equilibrium fails to exist if there are too few units for low bidders to have a reasonable chance of winning, or if all winners have to agree on an action, or if bids are revealed ex post, all of which are natural ingredients in the economic setting we study. [Atakan and Ekmekci \(2014\)](#) also do not study the effect of changing market size.

A few other papers also study auction settings where some decision has to be made about how to run the project up for sale. [Cong \(2014\)](#) and [Board \(2007\)](#) study private-value models of auctioning options, and focus on the efficiency of exercise decisions by winning bidders. Because information aggregation is unimportant in pure private value settings, their models are silent on the informational properties of auctions that are central to our analysis.

A few papers in auction theory also show that restricting the number of bidders can be optimal using other deviations from the standard symmetric model of [Milgrom and Weber \(1982\)](#). [Bulow and Klemperer \(2002\)](#) show that this can happen in an auction in which bidder valuations depend on a common value component that is the sum of the independently drawn bidder signals, and a (very small) private value component. In this “sum of signals” model the expected auction revenues decreases with the difference in signals between the highest and second highest bidder, a difference that is smaller with fewer bidders for some distributions (such as the normal distribution).

1. Model setup

We consider a penniless entrepreneur seeking outside financing for a new project from a set of N potential investors indexed by $i \in \{1, \dots, N\}$.² All agents are risk neutral. The project requires one unit of investment, and can be of two types: good (G) and bad (B), where the unconditional probability of the project being good is π . If the project is good it pays $1 + X$. Otherwise, it pays 0.³ We denote the net present value, or NPV, of the project by V , a random variable that takes value X if the project is good and value -1 if the project is bad.

²Although we assume the entrepreneur has zero wealth to invest in the project, this is not essential for our results. Our results generalize to situations where the entrepreneur has either wealth or other assets to pledge against the project.

³All of our results generalize to the case where there is a continuous type space, and where cash flows can be random conditional on the type.

Investors observe private signals $S_i \in [0, 1]$ drawn independently from a distribution with cumulative distribution function $F_G(s)$ and density $f_G(s)$ if the type is good, and from a distribution with cdf $F_B(s)$ and density $f_B(s)$ if the type is bad. We make the following assumption about the signal distribution:

ASSUMPTION 1: *Signals satisfy the monotone likelihood ratio property (MLRP):*

$$\forall s > s', \quad \frac{f_G(s)}{f_B(s)} \geq \frac{f_G(s')}{f_B(s')}.$$

Both $f_G(s)$ and $f_B(s)$ are continuously differentiable at $s = 1$, $f_B(1) > 0$, and $\lambda \equiv f_G(1)/f_B(1) > 1$.

Without loss of generality, we will also assume that $f_G(s)$ and $f_B(s)$ are left-continuous and have right limits everywhere. Assumption 1 ensures that higher signals are at least weakly better news than lower signals. Assuming that densities are continuously differentiable at the top of the signal distribution simplifies our proof, but is not essential for our results.

We denote the likelihood ratio at the top of the distribution by λ , a quantity that will be important in our asymptotic analysis. Assuming $\lambda > 1$ ensures that MLRP is strict over a set of non-zero measure, which in turn implies that as $N \rightarrow \infty$, an observer of all signals would learn the true type with probability one. Therefore, for large enough N , the aggregate market information is valuable for making the right investment decision.

To focus our analysis on the most interesting case, we make the stronger assumption that the signal of a single investor can be sufficiently pessimistic for the expected value of the project to be negative:

ASSUMPTION 2: $E(V|S_i = 0) < 0$.

Assumption 2 is not essential for our results — what matters is that the project becomes negative NPV conditional on a joint observation of the lowest signal by some critical lower bound on the number of investors, which is already guaranteed by Assumption 1. When there are fewer investors, the project would always be worth pursuing, so our setting would be equivalent to the standard setting of [Milgrom and Weber \(1982\)](#) where an exogenous asset is sold, and information aggregation, surplus and revenues would all be improved by increasing the number of bidders. To save on delineating subcases, we simply normalize this lower bound on the number of investors to one.

Although the signal space is continuous with no probability mass points, it can be used to represent discrete signals. For example, suppose investors can get either a high or a low signal, where the probability of receiving the high signal is q_H when the type is good and $q_B < q_H$ when the type is bad. We can represent this structure in the following way:

Example 1: Let $f_B(s) = 2 \times (1 - q_B)$ for $s \in [0, 1/2]$ and $2 \times q_B$ for $s > 1/2$, and let $f_G(s) = 2 \times (1 - q_G)$ for $s \in [0, 1/2]$ and $2 \times q_G$ for $s > 1/2$, where $0 < q_B < q_H < 1$.

Because the likelihood ratio $f_G(s)/f_B(s)$ is constant over $[0, 1/2]$ and over $(1/2, 1]$, all signals within one of these intervals are informationally equivalent. Following [Pendorfer and Swinkels \(1997\)](#), we call such intervals “equivalence intervals.” Representing discrete signals as equivalence intervals is a convenient way of making strategies pure when they are mixed in the discrete space: one can think of a continuous signal s as a combination of a discrete signal and a random draw from the equivalence interval, where a different draw can result in a different bid even when the underlying discrete signal is the same.

1.1. Auction formats

Investors compete in an auction for the right to finance the project. Our main analysis is done under the assumption that the entrepreneur can only accept financing from one investor, so we model competition using one of the three standard single-unit auction formats: First-price, second-price, and ascending-price auctions.⁴

Our results hold both for *cash* auctions, in which investors submit cash bids for the right to take ownership of the whole project, and *security* auctions, in which investors finance the project in exchange for part of the profits in the high cash-flow state. One example of a security auction is a setting where banks offer loans at interest rate $R_i \in [0, X]$ and the bank who submits the lowest interest rate gets to finance the project, while another is a setting where venture capitalists offer to finance the project in exchange for an equity stake.⁵ Although the real-world applications we have in mind are usually security auctions, we choose to focus on cash auctions to make the exposition as transparent as possible and to simplify comparison with the standard auction literature. We show that all results hold for security auctions in [Section 6.1](#).

⁴We discuss K -unit auctions, in which several investors can win a stake in the project simultaneously, in [Section 4.3](#). Our result on the failure of information aggregation holds as long as the number of investors receiving an allocation remains finite as the number of potential investors grows large.

⁵These two examples are equivalent in our setting, since there is no distinction between debt and equity when there is only one strictly positive cash-flow state.

In a first-price auction, investors submit sealed cash bids for ownership of the project. The highest bidder wins the auction and pays his bid to the seller, whereafter he decides whether to start the project or not. A second-price auction is the same except the winning investor pays the bid of the runner-up.

An ascending-price auction proceeds as follows. Bidding starts at 0 and the price is gradually increased until all but one investor remains. All bidders can see at which price other bidders drop out, and a bidder who has dropped out cannot reenter the auction. The last remaining investor wins the auction and pays the price at which the runner-up dropped out. We pay special attention to the ascending-price auction for two reasons. First, it is probably the best approximation to most real-world settings, be it formal auction procedures or informal rounds of bidding where bidders have the chance to react to competitors. Second, it has been shown to have the best information aggregation properties of all standard auctions (including multi-unit auctions; see [Kremer \(2002\)](#) and [Han and Shum \(2004\)](#)), as well as generating the highest revenues to the seller (see [Milgrom and Weber \(1982\)](#) for revenue comparisons between standard auction formats and [Lopomo \(2000\)](#) for a mechanism-design approach.) Thus, our results about the failure of information aggregation are the starkest for the ascending-price auction.

2. Equilibrium bidding

In keeping with much of the auction literature, we will be focusing on symmetric, monotone equilibria. A monotone equilibrium is one in which a bidder with a higher signal bids weakly higher (or, in the case of the ascending-price auction, drops out at a weakly higher price). With slight abuse of language, we say that bids are *strictly increasing* when they are strictly increasing except potentially over equivalence intervals.

Below, we denote the order statistics of N signals by $Y_{1,N}, \dots, Y_{N,N}$ so that $Y_{1,N}$ represents the highest signal, $Y_{2,N}$ represents the second-highest signal, et cetera.

2.1. Equilibria without investment

The only difference between our setting and the standard auction-theory setting in [Milgrom and Weber \(1982\)](#) is that in the standard setting the object for sale is an existing asset which requires no extra financing, whereas we assume that the winner makes a decision about whether to start the project or not. As a benchmark, we start by summarizing the informational properties of auctions in the standard setting. For this purpose, assume that the investment into the project has already been made,

whereafter the project is sold in an auction. Thus, the auction is of an asset that pays $1 + X$ for good types and 0 for bad types. Symmetric equilibrium bidding strategies for the first-price, second-price, and ascending-price auctions are then as described in [Milgrom and Weber \(1982\)](#).⁶ In particular, bids are strictly increasing in the signal of bidders. Since bids are strictly increasing, anyone who observes the history of bids ex post can recover all the information available in the market. For the ascending price auction, observing the bids is not even necessary: the equilibrium price will itself be a sufficient statistic for market information about the type (see [Kremer \(2002\)](#)). Thus, the auction generates all relevant information possessed by the bidders about the project. As a consequence, the larger the number of bidders, the more precise the information generated by the auction. As the number of bidders goes to infinity, [Assumption 1](#) ensures that the information generated by the auction perfectly reveals the type.

2.2. Equilibria with investment

Now assume the investment is not sunk, but that the winner makes the investment decision after the auction. In [Section 4.1](#) we analyze the situation where bids are revealed to the winner after the auction but before the investment decision, but for now we assume bids are not revealed. None of the equilibria we identify in this section are affected by the revelation of bids.

The crucial difference to the standard setting is that investors with signals below some sufficiently low cut-off \hat{s} will always elect not to start the project if they win, since winning implies that other investors also had low signals. These investors bid zero in the first-price and second-price auction, and drop out at zero in the ascending-price auction. We call the signal range $[0, \hat{s}]$ the *informational black hole* since bids from investors in this region convey no information about the underlying signal. This information destruction of pessimistic signals is what drives all our results.

A crucial part of the analysis is therefore to determine the cut-off \hat{s} , which we call the *black-out level*. We start by deriving an upper bound. A necessary condition for \hat{s} to be an equilibrium black-out level is that a bidder with signal \hat{s} finds it optimal not to start the project when winning:

$$E(V|Y_{1,N} = \hat{s}) \leq 0. \tag{1}$$

⁶In the standard setting, [McAdams \(2007\)](#) shows that the equilibrium described in [Milgrom and Weber \(1982\)](#) is in fact the unique symmetric monotone equilibrium in the first-price auction. [Pendorfer and Swinkels \(1997\)](#) obtain a similar result for common value second-price auctions. While there is a continuum of symmetric separating equilibria in the ascending-price auction [Bikhchandani, Haile and Riley \(2002\)](#) show that they all result in a unique price.

The left-hand side of Condition 1 is the expected net present value of the project for a bidder with signal \hat{s} conditional on winning the auction; winning implies that all other signal are no higher than \hat{s} . If Condition 1 is violated, a bidder with signal \hat{s} would be strictly better off by bidding some $\varepsilon > 0$.⁷

Denote by \bar{s}_N the highest signal for which Condition 1 is satisfied, that is, using Bayes' Law, the highest signal such that

$$E(V|Y_{1,N} = \bar{s}_N) \leq 0. \quad (2)$$

Assumption 2 ensures that $\bar{s}_N > 0$. There is an interior solution $\bar{s}_N \in (0, 1)$ if and only if $E(V|S_i = 1) > 0$, that is, if the project is positive NPV conditional on the highest possible signal realization. Otherwise, we set $\bar{s}_N = 1$.

We now show that \bar{s}_N can be sustained as an equilibrium in all auction formats. To see this, imagine that a bidder with a signal below \bar{s}_N attempts a deviation by putting in a strictly positive bid (or, in the case of the ascending-price auction, staying in the auction at strictly positive prices). If this bid is so low that the bidder never wins unless he has the highest signal, the project is never positive NPV conditional on winning (by the definition of \bar{s}_N), so the deviation at best generates zero profit. If the bid is high enough to beat some bidders with higher signals, the project may be positive NPV conditional on winning, but as we show in the proof of Proposition 1 below, the price paid will be higher than the value of the project.

For the first-price auction, \bar{s}_N is also the unique black-out level. To see this, suppose to the contrary that there exists an equilibrium black-out level $\hat{s} < \bar{s}_N$, so that a bidder with signal $s \in (\hat{s}, \bar{s}_N)$ submits a strictly positive bid. But conditional on winning, the project is then negative NPV by the definition of \bar{s}_N , so the bidder makes strictly negative profits whether he starts the project or not.⁸

PROPOSITION 1: *In all auction formats, there is an equilibrium in which all bidders with a signal $s \leq \bar{s}_N$ bid zero and never start the project when winning, while bidders with a signal $s > \bar{s}_N$ submit strictly positive bids which are strictly increasing in signals, and always start the project when winning. For the first-price auction, this is the unique symmetric monotone equilibrium.*

Proof: See the Appendix.

⁷To see this, note that if an investor with signal \hat{s} bids zero he wins the auction with probability $\Pr(Y_{2,N} \leq \hat{s}|Y_{1,N} = \hat{s})/N$, that is, the probability that all other bidders also bid zero and bidder 1 is allocated the project in a lottery between the tying bidders. Increasing the bid infinitesimally ensures that the probability of winning jumps up by a factor of N , and is a strictly profitable deviation if the NPV of the project conditional on winning is strictly positive.

⁸We show in Section 4.1 that there are other, more efficient equilibria in the first-price auction when bids are revealed after the auction.

Note that when $E(V|S_i = 1) < 0$, so that a single bidder finds it optimal not to start the project even with the most positive signal, all bidders will be in the informational black hole—the project never gets started and all information is lost. This is an inefficient outcome, since there are scenarios in which the aggregate market information would have indicated that the project is positive NPV. Hence, the auction mechanism fails completely for projects that are sufficiently “out-of-the-money”.

Remark 1: The equilibrium in Proposition 1 is equivalent to the equilibrium in the standard setting when there is a reserve price, as described in Section 7 of [Milgrom and Weber \(1982\)](#). To see this, imagine the following slightly modified version of our setting. There is a reserve price of 1 such that no bids below 1 are accepted. Out of the proceeds in the auction, the entrepreneur uses 1 to finance the project, while the investor who wins gets the resulting cash flows from the project. This is an auction of the project cash flows with a reserve price of 1, where the participation threshold is \bar{s}_N .

In the equilibrium in Proposition 1, only quite optimistic investors submit non-zero bids, and when these investors win they always find it optimal to start the project. Hence, the auction mechanism does not produce any information that is useful in guiding a winner’s investment decision. We now show that the second- and ascending-price auctions have other equilibria where a winner who submits a non-zero bid sometimes exercises his option of walking away from the project, resulting in a lower black-out level than \bar{s}_N . In particular, we derive a lower bound \underline{s}_N on the black-out level, given by the lowest signal solving

$$E(V|Y_{1,N} = Y_{2,N} = \underline{s}_N) \leq 0. \tag{3}$$

This is the cut-off signal above which bidders find it optimal to start the project conditional on being tied at the highest signal with one more bidder, a more favorable event than having the highest signal alone. We claim that all black-out levels between \underline{s}_N and \bar{s}_N can be supported in equilibrium. This is easiest to see for the second-price auction. Consider the following equilibrium strategies for some arbitrary black-out level $\hat{s} \in [\underline{s}_N, \bar{s}_N]$. Bidders below or at the black-out level bid zero. Bidders above the black-out level bid their valuation of the project conditional on just marginally winning, which happens when the second-highest bidder has the same signal:

$$b(s) = E(V|Y_{1,N} = Y_{2,N} = s).$$

When everyone follows this strategy, optimal investment behavior for a winner is as

follows. If a bidder with a signal s below or at the black-out level wins the auction (at price zero), all he learns is that no bidder had a signal above \hat{s} . Since $s \leq \hat{s} \leq \bar{s}_N$, the project is then negative NPV and it is optimal not to invest. A bidder with a signal above the black-out level who wins the auction at a strictly positive price learns that the second-highest bidder attaches a positive value to the project when marginally winning—and this value is also the resulting price in the auction. Because the winner is more optimistic than the second-highest bidder, he finds it optimal to invest, and he makes non-negative profits at the resulting price. If he wins and the price is zero, he only learns that the second-highest bidder is below the black-out level. In this situation, he chooses to invest if and only if his own signal is above a cut-off $\varphi(\hat{s}) > \hat{s}$ given by the highest solution to

$$E(V|Y_{1,N} = \varphi(\hat{s}), Y_{2,N} \leq \hat{s}) \leq 0. \quad (4)$$

Hence, when the winner’s signal is in the interval $(\hat{s}, \varphi(\hat{s}))$, his investment decision depends on what he learns in the auction, which increases the option-value of the project relative to the equilibrium in Proposition 1. It is easy to verify that this is a Nash equilibrium. Deviating with a higher bid entails winning in scenarios when the price is higher than the bidder’s expectation of the value, while deviating with a lower bid entails losing in scenarios when the price is lower than the bidder’s expectation of the value. It is also clear that there can be no equilibrium black-out level lower than \underline{s}_N , since the most favorable information a winner can learn in the auction is that the second-highest bidder has the same signal as the winner.⁹

The source of multiple equilibria in our setting is the negative externality on the option value of the project produced by the black hole. When the informational black hole is expected to be large, a large amount of information is destroyed and hence a winner learns comparatively little from the auction outcome. This reduces the option value of the project and hence reduces the incentive to submit non-zero bids—the expectation of a large informational black hole becomes a self-fulfilling prophecy. If the informational black hole is expected to be small, on the other hand, winners learn more in the auction, which increases the option value of the project, encouraging more investors to submit non-zero bids.

Maybe surprisingly, \underline{s}_N is also the lowest black-out level that can be sustained in the ascending-price auction, even though bidders learn more than in the second-price auction by observing when other bidders drop out. The proof is somewhat involved, so we relegate the details of the proof to the appendix and give the main arguments here.

⁹We formalize these arguments in detail in the proof of Proposition 2 in the appendix.

In our equilibrium construction, we have to take special care in defining how bidders can react when other bidders drop out. It is reasonable to assume that at a given price p , bidders who are still in the auction have to make simultaneous independent decisions about whether to drop out exactly at p , rather than coordinating their actions.¹⁰ In our setting, this assumption can lead to situations where a bidder's best response is to drop out just as the price goes above zero if enough other bidders drop out at zero—a strategy that is not well-defined when price is increased continuously. When such situations arise, we therefore require that the equilibrium is the limit of equilibria in auctions with discrete price increments as the size of the increment goes to zero.

With this equilibrium requirement in mind, the main argument that the black-out level cannot be below \underline{s}_N is as follows. Suppose to the contrary that there is an equilibrium in which the black-out level is some signal \hat{s} lower than \underline{s}_N , so that a bidder with a signal just slightly above \hat{s} stays in the auction until the price is slightly positive. This bidder can win under three circumstances. First, he can win if all other bidders drop out at zero, in which case it is optimal not to start the project, which involves zero profits because the price is also zero. Second, he can win if only one other bidder stays in the auction and this bidder has a signal below \underline{s}_N , in which case it is also optimal not to start the project. Since the price is positive, this involves some losses. Third, he can win if more than two other bidders stays at positive prices, which could imply that the project is positive NPV. But in this scenario he only wins if other bidders have lower signals than him, a very small probability event. The expected profits will therefore be negative. The following proposition collects these results.

PROPOSITION 2: *In the second-price and ascending-price auction, $\forall \hat{s} \in [\underline{s}_N, \bar{s}_N]$ there is a symmetric monotone equilibrium with black-out level \hat{s} and strictly increasing bidding strategies for $s > \hat{s}$. The project is started if and only if $Y_{2,N} \geq \hat{s}$ or $Y_{1,N} \geq \varphi(\hat{s})$. If $E(V|Y_{1,N} = Y_{2,N} = 1) \leq 0$, the project never gets started. There are no symmetric monotone equilibria with lower black-out levels.*

Proof: See the Appendix.

3. Informational efficiency and surplus

We now turn to the main question of our paper: how efficient are auctions in allocating resources? A first-best benchmark is the surplus that can be achieved by an observer of all signals $\mathbf{S} \equiv \{S_i : i = 1, \dots, N\}$. We denote this surplus as V_N^{FB} , given by

¹⁰This distinction is irrelevant in the standard setting of [Milgrom and Weber \(1982\)](#), because a bidder's best response at p turns out to be independent of the actions of the other remaining bidders.

$$V_N^{FB} \equiv E [\text{Max} (E(V|\mathbf{S}), 0)].$$

As N goes to infinity, there will be no investment mistakes in the first best, so V_N^{FB} goes to πX .

With a black-out level \hat{s} , an auction can do at most as well as an observer who sees only the censored sample $\mathbf{S}_{>\hat{s}} \equiv \{\text{Max}(S_i, \hat{s}) : i = 1, \dots, N\}$. We denote this surplus as $V_N(\hat{s})$, given by

$$V_N(\hat{s}) \equiv E [\text{Max} (E(V|\mathbf{S}_{>\hat{s}}), 0)].$$

We next show that in any auction format, an equilibrium with black-out level \hat{s} achieves exactly this surplus.

LEMMA 1: *An equilibrium with black-out level \hat{s} in either the first-price, second-price, or ascending-price auctions creates surplus $V_N(\hat{s})$.*

Proof: In the Appendix.

Lemma 1 shows that any equilibrium inefficiency stems purely from the size of the black-out region—given the information available from the joint set of bids, all auction formats do the best possible job. The most efficient equilibrium is one that minimizes the black-out level at \underline{s}_N , a level achievable only in the second-price and ascending-price auctions. The least efficient equilibrium is the one that maximizes the black-out level at \bar{s}_N , as in Proposition 1, which is also the unique equilibrium for the first-price auction.

Except under non-generic circumstances, any equilibrium black-out level \hat{s} leads to some inefficiency—that is, $V_N(\hat{s}) < V_N^{FB}$.¹¹ We now study how the surplus behaves as the number of investors with information in the market grows large. We will assume from now on that the project is positive net present value contingent on the highest signal, that is:

ASSUMPTION 3: $E(V|S_i = 1) > 0$.

If Assumption 3 is violated, the project never gets started in the least efficient equilibrium, even though the first-best surplus with an infinite number of bidders is $\pi X > 0$. We now show that there is a sizable inefficiency in the limit even if Assumption 3 holds. Adding bidders has two opposing effects on surplus. On the one hand, the

¹¹The inequality is always strict if MLRP is strict. With weak MLRP and few bidders, the first best can sometimes be achieved. For example, if there are only two bidders and two equivalence intervals (as in Example 1) and if $\hat{s} = \underline{s}_2$, there is no inefficiency.

aggregate amount of information in the market becomes more precise, increasing the potential surplus. On the other hand, because of the winner's curse, the informational black hole grows with the number of bidders, so that a decreasing proportion of signals is revealed in the auction. The following lemma shows how the black-out level behaves as N grows large.

LEMMA 2: *The black-out levels \underline{s}_N and \bar{s}_N go to 1 with N :*

$$\bar{s}_N = 1 - \frac{a_1}{f_B(1)} \frac{1}{N} + o\left(\frac{1}{N}\right), \quad \underline{s}_N = 1 - \frac{a_2}{f_B(1)} \frac{1}{N} + o\left(\frac{1}{N}\right),$$

where a_1 and a_2 are strictly positive constants with $a_2 > a_1$.

The number of bidders above the black-out level converges in distribution as N goes to infinity. In particular,

$$\begin{aligned} \lim_{N \rightarrow \infty} \Pr(Y_{1,N} > \bar{s}_N | B) &= 1 - e^{-a_1}, \\ \lim_{N \rightarrow \infty} \Pr(Y_{1,N} > \bar{s}_N | G) &= 1 - e^{-\lambda a_1}, \\ \lim_{N \rightarrow \infty} \Pr(Y_{2,N} > \underline{s}_N | B) &= 1 - e^{-a_2}(1 + a_2), \\ \lim_{N \rightarrow \infty} \Pr(Y_{2,N} > \underline{s}_N | G) &= 1 - e^{-\lambda a_2}(1 + \lambda a_2). \end{aligned}$$

Proof: See the Appendix.

The first part of the lemma shows that the informational black hole approaches the whole range of signals as N goes to infinity. The black-out level grows with N so that the expected number of bidders above the black-out level remains bounded and converges to a constant. For large N , the gain in aggregate information from adding a bidder is exactly balanced by the loss of one more signal into the informational black hole.

The second part of the lemma describes the probability that investments are made in the limit. The first two probabilities refer to the least efficient equilibrium, in which the project starts if and only if the highest bidder has a signal above \bar{s}_N . The lemma shows that in the limit, good projects are made with probability strictly less than one, while bad projects are made with probability strictly greater than one as long as the likelihood ratio λ at the top of the signal distribution is finite. Hence, the first-best is never implemented unless top signals are infinitely informative. The last two probabilities refer to the most efficient equilibrium, in which the project starts

if and only the second-highest bidder has a signal above \underline{s}_N .¹² Although more good investments and fewer bad investments are made in this equilibrium, the first best is still not achieved.

We next show that not only is the first best not achieved in the limit, but surplus can actually go down as more bidders are added. As Lemma 2 shows, adding more bidders does not change the expected number of observed signals, because the black-out level increases to offset the increase in the number of bidders. Observed signals will come from a higher part of the signal distribution. Whether surplus increases or decreases as the number of bidders increases depends on whether the information content of the signal distribution is concentrated towards the top. The following proposition, which gathers our results on efficiency, makes this notion precise.

PROPOSITION 3: *The surplus as N goes to infinity is strictly less than the first best:*

$$\lim_{N \rightarrow \infty} V_N(\bar{s}_N) \leq \lim_{N \rightarrow \infty} V_N(\underline{s}_N) < \pi X.$$

If $\frac{f_G(s)}{F_G(s)} / \frac{f_B(s)}{F_B(s)}$ is a decreasing (increasing) function at $s = 1$ then there is an \underline{N} such that both $V_N(\bar{s}_N)$ and $V_N(\underline{s}_N)$ decrease (increase) with N for $N > \underline{N}$.

Proof: See the Appendix.

The ratio $\frac{f_G(s)}{F_G(s)} / \frac{f_B(s)}{F_B(s)}$ is a conditional likelihood ratio, which measures the informativeness of the top signal s if signals are restricted to be drawn from the interval $[0, s]$. If this ratio increases with s , it means that information is concentrated towards the top of the signal distribution. Adding bidders then improves efficiency, because it shifts the distribution of the pivotal order statistics $Y_{1,N}$ and $Y_{2,N}$ towards the top.

Remark 2: Any inherently discrete signal distribution has $\frac{f_G(s)}{F_G(s)} / \frac{f_B(s)}{F_B(s)}$ decreasing in s over the highest equivalence interval, because all signals in this interval are—as the name suggests—equivalent from an informational point of view. More generally, the surplus will eventually decrease in N as long as the likelihood ratio $f_G(s)/f_L(s)$ does not increase very much at the top of the signal distribution. On the other hand, if $f_H(s)$ and $f_L(s)$ are normal distributions with different means, the ratio increases with s so adding bidders improves surplus.¹³ If $f_G(s) = as^{a-1}$ and $f_B(s) = bs^{b-1}$ with $a > b$, the ratio is constant, so the number of bidders is irrelevant for surplus.¹⁴

¹²For large enough N , $\varphi(\underline{s}_N) = 1$, so investment behavior is solely determined by the signal of the second highest bidder as N gets large. We show this formally in the proof of Proposition 3.

¹³The normal distribution has unbounded support, but can be represented on a unit interval by an appropriate change of variables. Note that the normal distribution also has the likelihood ratio go to infinity for top signals, so information is perfectly aggregated in the limit.

¹⁴This specification is the exponential distribution transformed to a bounded support.

Remark 3: As we show in the proof of Proposition 3, surplus converges at a rate $1/N$. This implies that the effect of extra bidders on surplus, whether positive or negative, is quite large for small N , which is the empirically relevant situation in most capital raising contexts.

We use Example 1, where signals are binary, to illustrate a situation where surplus decreases with N . Suppose that $q_B = 1/2$ and $q_G = 1$. Then $f_B(s) = 1$ and $f_G(s) = 0$ for $s \in [0, 1/2)$ and $f_G(s) = 2$ for $s \in [1/2, 1]$. Also, assume that $\pi = 1/2$ and $X = 1$ so that the project is zero NPV ex ante.

If there is only one bidder then the auction can stipulate any reserve price between zero and $E(V|s \geq 1/2) = \frac{\pi X - q_B(1-\pi)}{\pi + q_B(1-\pi)} = 1/3$. The bidder bids the reserve price if and only if he receives a high signal. Hence, social surplus is $V_1 = \pi X - (1 - \pi)q_B = 1/4$, where $(1 - \pi)q_B$ is the probability that the project is bad and the bidder gets a high signal and invests. Note that this is equivalent to the first-best surplus with one signal.

When there are two bidders then in the most efficient equilibrium each bidder submits a nonzero bid only if he receives a high signal. The project is started only if the auction price is greater than zero. Hence, social surplus is $V_2 = \pi X - (1 - \pi)q_B^2 = 3/8$, where $(1 - \pi)q_B^2$ is the probability that the project is bad and both bidders get a high signal. This is equivalent to the first-best surplus with two signals. In the least efficient equilibrium each bidder submits a nonzero bid only if he receives a signal $s \in [\bar{s}_2, 1]$ where \bar{s}_2 solves $E(V|Y_{1,2} = \bar{s}_2) = 0$, which using Bayes' theorem can be calculated as

$$\bar{s}_2 = \frac{1 - q_B}{1 - q_B^2 \frac{1-\pi}{\pi X}} = \frac{2}{3}.$$

If $N > 2$, then the blackout level \underline{s}_N in the most efficient equilibrium solves (3) and can be calculated as:

$$\underline{s}_N = \frac{1 - q_B}{1 - q_B \left(q_B^2 \frac{1-\pi}{\pi X} \right)^{\frac{1}{N-2}}}.$$

From Equation 4 one can calculate that $\varphi(\underline{s}_N) = 1$, so a winner never invests unless the second-highest bidder puts in a strictly positive bid, which happens when $Y_{2,N} > \underline{s}_N$. We can then calculate the surplus as:

$$V_N(\underline{s}_N) = \pi X \Pr(Y_{2,N} > \underline{s}_N | G) - (1 - \pi) \Pr(Y_{2,N} > \underline{s}_N | B).$$

Similarly, if $N > 2$, the blackout level \bar{s}_N in the least efficient equilibrium can be calculated from (2) as:

$$\bar{s}_N = \frac{1 - q_B}{1 - q_B \left(q_B \frac{1-\pi}{\pi X} \right)^{\frac{1}{N-1}}}.$$

Therefore,

$$V_N(\bar{s}_N) = \pi X \Pr(\{Y_{1,N} > \bar{s}_N\}|G) - (1 - \pi) \Pr(\{Y_{1,N} > \bar{s}_N\}|B).$$

Figure 2 plots $V_N(\underline{s}_N)$ and $V_N(\bar{s}_N)$ as a function of the number of bidders. In line with the results of Proposition 3 we can see that in the least efficient equilibrium social surplus declines with the number of bidders for all N . In the most efficient equilibrium maximum social surplus is achieved with just two bidders and then declines as the number of bidders increases.

3.1. Restricting entry and auction revenues

If the entrepreneur has the power to pick the number of bidders, he will do so in order to maximize revenues rather than surplus. The private optimum may differ from the social optimum if the entrepreneur captures only part of the surplus. In our setting, the *split* of the surplus between the entrepreneur and investors has similar comparative statics with respect to auction formats and the number of bidders as in the standard auction theory setting of Milgrom and Weber (1982), where surplus itself is fixed. Holding N and the black-out level fixed—so that surplus is fixed—ascending-price auctions generate higher revenues than second-price auctions, and second-price auctions generate higher revenues than first-price auctions. Also, the fraction of surplus captured by the entrepreneur goes to one with N in all auction formats. Hence, if surplus increases with N , there is no conflict between the private and social optimum—the entrepreneur will prefer the maximal number of bidders.

The non-trivial case is when surplus decreases with N . Will the entrepreneur find it optimal to restrict the number of bidders even though this may entail surrendering a higher fraction of the surplus to investors? Our answer is a qualified “Yes”. Although the privately optimal N is never lower than the social optimum, revenues are typically maximized at a finite N whenever surplus is, as we show in the following proposition:

PROPOSITION 4: *Suppose that there exists an $\varepsilon > 0$ such that $f_G(s)/f_B(s) = \lambda$ for $s \in [1 - \varepsilon, 1]$. Then, there exists some \underline{N} such that revenue is strictly decreasing in N for $N \geq \underline{N}$.*

Proof: We know that there exists some \underline{N} such that $\bar{s}_N \geq 1 - \varepsilon$ for all $N \geq \underline{N}$. Over this interval, $\frac{f_G(s)}{F_G(s)} / \frac{f_B(s)}{F_B(s)}$ is strictly decreasing, and so from Proposition 3, surplus is decreasing in N for $N > \underline{N}$. All bidders must make the same expected profits since they are in the same equivalence interval. Since some bidders do not participate, the expected bidder profits are zero, and hence revenues coincide with surplus. *Q.E.D.*

To understand this result, note that surplus decreases with N when the top of the signal distribution is relatively flat, so that bidders who draw high signals are informationally close to each other. But when this is the case, bidders also capture little informational rent even for moderate levels of N . In other words, increasing N beyond a certain level has little effect on the split of revenues but a large negative effect on surplus. As an illustration, in Example 1 bidders earn exactly zero surplus whenever $N > 1$ because of competition between informationally identical bidders from the top equivalence interval. Even for $N = 1$, which can be viewed as a negotiation between the entrepreneur and one investor, the entrepreneur can capture the full surplus by setting the appropriate reserve price. The plot of surplus in Figure 2 is therefore also a plot of revenues to the entrepreneur.

Our results provide one explanation for why so many capital raising situations involve negotiations with a restricted set of investors rather than an auction open to everyone.

Remark 4: Our result in this section extends to a totally standard setting where an existing asset is auctioned, but where bidders incur some transaction cost when submitting a bid. With such a transaction cost, invited bidders would also use a cut-off strategy in which they only submit bids if their signal is high enough, and this cut-off would increase with the number of invited bidders in the way outlined in Lemma 2. Hence, in such a setting, it would be valuable to reduce the number of invited bidders under the same conditions on signal distributions as we outline in Proposition 4.

4. Strategies for reducing the winner's curse

The source of inefficiency in our model is the effect the winner's curse has on the participation of pessimistic bidders, an effect that becomes stronger as the market grows larger. In this section we discuss a number of strategies that can help to alleviate the winner's curse. First, we show that revelation of bids after the auction but before the investment decision is made does not affect the inefficient investment equilibria we have described above, but can lead to more efficient equilibria in the first- and second-price auctions. Second, we show that it may be beneficial to raise capital before important information is learnt in order to increase the option value embedded in the project. Third, we show that allowing a larger set of investors to co-finance the project helps reduce the winner's curse. Finally, in contrast to results for standard auctions, we show that allowing bidders to collude ex ante via bidding clubs can also improve efficiency and revenues.

4.1. Ex post revelation of bids

In the first-price and second-price auction, winners do not learn the full distribution of bids from the auction itself. It is therefore natural to ask whether efficiency can be improved by revealing the bid distribution to the winner after the auction but before the investment decision.¹⁵ In a standard auction where no ex post action is required, revealing the full distribution of bids would reveal all signals, and so full information aggregation would be achieved.

This is not true in our setting, because bids in the informational black hole are all equal to zero so the underlying signals cannot be recovered. Nevertheless, learning how many bidders are in the informational black hole and what the bids are outside of the informational black hole does convey extra information to the winner in the first-price and second-price auctions. Lemma 1, however, shows that this extra information has no effect on surplus, because the winner would never change his decision based on this extra information. Thus, the equilibria we establish in Proposition 2 remain equilibria when bids are revealed ex post and the surplus associated with the equilibria remains unchanged.

However, the possibility of observing bids ex post creates room for the existence of other equilibria. Proposition 5 shows that indeed new equilibria appear in which the first-best investment decision can be implemented as the market grows large. However, the more efficient equilibria exist only in continuous strategies but not in discrete strategies no matter how small the price increments are.

PROPOSITION 5: *Define the black-out level s_N as the highest signal such that*

$$E[V|Y_{1,N} =, \dots, = Y_{N,N} = s_N] \leq 0. \quad (5)$$

When bids are revealed after the auction but before the decision on whether to start the project, for any black-out level $\hat{s} \in [s_N, \bar{s}_N]$, there is an equilibrium in continuous strategies in the second-price and first-price auctions. If bidders can only submit bids which are multiples of δ then no matter how small δ is, the lowest black-out levels in the second-price and first-price auctions are \underline{s}_N and \bar{s}_N respectively.

Proof. See the Appendix.

¹⁵Revelation of bids is immaterial in the ascending-price auction because bids are observable anyway.

4.2. Timing of the auction and the linkage principle

Suppose that there is some exogenous signal affiliated with the value of the project that gets realized either before or after the auction. For example, this could be a signal about demand conditions for the products the project is meant to create, or any information the entrepreneur might have about the project that can be credibly communicated to the bidders. The question we ask is whether it is better to run the auction before or after this information is released.

For standard auctions, where no action is taken, the linkage principle of [Milgrom and Weber \(1982\)](#) suggests that it is better to run the auction after all value-relevant information is realized in order to lower the informational asymmetry between bidders. However, in our setting we have an extra effect: If the signal is revealed after the auction but before the investment decision is made, the project has some real option value when bids are submitted, and so even bidders with low signals might want to participate. This could break the destruction of information.

We now give an example where the linkage principle fails in our setting. Suppose that a public signal $S_P \in \{s_G, s_B\}$ will be released at date t , where $\Pr(S_P = s_G|B) = 0$ and $\Pr(S_P = s_G|G) = q$, $q \in (0, 1)$. Hence, when the public signal is s_G , the project NPV is positive regardless of the bidders' signals.

Suppose first that the entrepreneur runs the auction after the public information is released, as the linkage principle prescribes. We now calculate the expected surplus generated by the auction. With probability $q\pi$ the public signal reveals that the project is good, so surplus is X . With probability $(1 - q)\pi + 1 - \pi$, the public signal is s_B and the updated prior on the project being good is $\hat{\pi} = \frac{\pi(1-q)}{\pi(1-q)+(1-\pi)} < \pi$, in which case the auction generates some surplus W , which from [Proposition 3](#) is strictly below the first-best surplus $\hat{\pi}X$. The expected surplus is then

$$q\pi X + ((1 - q)\pi + 1 - \pi)W < \pi X.$$

Suppose to the contrary that the entrepreneur runs the auction before the public signal is released, and that winners can wait to observe the public signal before they make the decision to start the project. In this case, everyone participates in the auction and there is no informational black hole. To see this, notice that even for the most pessimistic bidders, the option to do the project has some strictly positive value since there is always some strictly positive probability that the public signal will reveal the project to be good. It is then easy to verify that bids will be strictly positive and strictly increasing in signals for all N . As a result, all informational properties of the auction are the same as in the standard setting. In particular, ascending-price

auctions aggregates all information and leads to first-best investment decisions when the market grows large, and the same holds for first-price and second-price auction if bids are revealed ex post. Furthermore, the expected revenue converges to the expected surplus as N goes to infinity. Hence, the seller is better off running the auction before the public signal is revealed.

Remark 5: Our exercise in this section compares the effect of running the auction before or after some public release of information, rather than asking whether releasing information is better than never releasing it at all. In the standard model of [Milgrom and Weber \(1982\)](#) this distinction is irrelevant, since ex post releases of information have no impact on the expected value of the asset up for sale. If the choice is whether to release information before the auction or never, Theorem 18 of [Milgrom and Weber \(1982\)](#) can be applied to show that the linkage principle holds for the least efficient equilibria described in [1](#). Whether this version of the linkage principle holds for the wider set of equilibria in [Proposition 2](#) is an open question.

Remark 6: The results in this section show that if the decision to start the project can be postponed indefinitely and costlessly, and if there is any possibility that the project can become positive net present value sometime in the future even for the most pessimistic investors, then the black hole will be eliminated and the auction will properly aggregate information (assuming bids are revealed ex post). Hence an important underlying assumption for our results is that the option to start the project has some natural expiration date, or that there are sufficient costs associated with keeping the option alive. We believe this to be a natural assumption for most real options.

4.3. K -unit auctions

In the previous sections we assumed that only one investor can finance the project ex post. In this section we allow for the possibility that $K > 1$ investors can co-finance the project. Allowing for more investors to receive an allocation in the auction weakens the winner’s curse and hence encourages more investors to submit non-zero bids, which has a positive effect on efficiency. [Pesendorfer and Swinkels \(1997\)](#) show that the K -unit auction has a unique symmetric monotone equilibrium in the standard setting and that the auction fully aggregates information as $N \rightarrow \infty$ if and only if K satisfies the “double largeness” condition: $K \rightarrow \infty$ and $N - K \rightarrow \infty$.

While there are multiple equilibria in our setting, we show that the aggregation properties of K -unit auction mirror those of [Pesendorfer and Swinkels \(1997\)](#). In particular, inefficiencies persist as long as K is finite, even if the bids are made known

after the auction and are incorporated in the investment decision. The case of finite K seems reasonable in most corporate finance situations. If K is allowed to grow proportionately with N , then inefficiencies disappear in the limit.

Specifically, we assume that the K highest bidders who submit nonzero bids share equally the investment costs and the project's payoff. Each bidder pays the bid submitted by the $K + 1^{\text{st}}$ highest bidder. If there are less than K bidders who submit nonzero bids the project is cancelled. Otherwise the K highest bidders get the right to finance the project. In principle, winning bidders may disagree about the decision to start the project. When K grows with N we show that for large N all winning bidders agree on the investment decision. When K is finite we consider the optimistic scenario in which all winning investors share their information with each other and jointly decide whether to start the project.

PROPOSITION 6: *In the K -unit auction, for any finite K , the limiting surplus is strictly lower than the first-best expected surplus πX . If K/N goes to some constant larger than zero and smaller than one, then the expected surplus converges to the first-best expected surplus.*

Proof: See the Appendix.

Our results in this section can be used to explain why firms explicitly ration the allocation of shares in initial public offerings so that a larger number of investors receive an allocation. It can also explain why entrepreneurs often allow a number of venture capitalists to co-invest.

Remark 7: The equilibrium of the K -unit auction can also be implemented by allocating the *entire* project to one of the K highest bidders through a lottery, rather than splitting the allocation over many bidders. Hence, information aggregation can be achieved even in situations when the project is indivisible.

Remark 8: [Atakan and Ekmekci \(2014\)](#) study K -unit auctions in which double-largeness holds and in which information is not fully aggregated in the limit. Their equilibria are specific to the multi-unit setting and fail to exist in a single-unit setting. Our results are the reverse—information is aggregated when double-largeness holds but not when K is finite. In this sense, our papers are complementary. Another important difference is that the non-revealing equilibria in [Atakan and Ekmekci \(2014\)](#) require some winning bidders to take a different action than others after the auction, while we assume that winners have to take a joint action (start the project or not). Our assumptions are appropriate in a project financing context, while the assumptions in

Atakan and Ekmekci (2014) are better fitted to situations such as the sale of a number of plots of land that can be put to different use by different owners.

4.4. Syndicates and club bids

We now study a setting in which bidders can form consortia and submit a joint bid. We provide an example in which allowing such “club bids” has a positive effect on surplus and revenues. This is in contrast to the intuition from the standard setting, where collusion among bidders tends to lower seller revenues.

Assume there are $N \times M$ bidders in the auction, and that the signal distribution is as in Example 1. We will contrast two market settings. In the first, there is no collusion among bidders and everyone submits bids independently, so that the upper bound on surplus and revenues is $V_{N \times M}(\underline{s}_{N \times M})$. In the second, investors are randomly allocated to N symmetric clubs each consisting of M investors, whereupon each club submits a joint bid in the auction. Our question is whether an auction with club bids generates more revenue than a non-collusive auction as $N \times M$ grows large.

A sufficient statistic for the signals of the members in each club is then the sum of the individual signals, which follows a multinomial distribution where the likelihood ratio λ_M at the top of the signal distribution is given by

$$\lambda_M = \left(\frac{q_G}{q_B} \right)^M .$$

As a benchmark, we first consider the standard auction setting where the asset for sale is already in place. In this setting, surplus is always the same. Under the assumptions of Example 1, the results in Axelson (2008) imply that in the first-price and second-price auctions, larger clubs lead to lower revenues when the number of participants is large.

In our investment setting, suppose we hold M fixed and let $N \times M$ grow large so that the number of clubs N grows large. Parameters other than λ_M determining asymptotic surplus remain fixed as M varies. Since the asymptotic surplus increases in λ , it then follows that for large enough $N \times M$, surplus is higher if the club is bigger. Also, since the total surplus goes to the entrepreneur as $N \times M$ grows large, the entrepreneur is better off with club bids.

A slightly different thought experiment is one in which M grows large, holding N fixed. The information held by each club then converge to the truth as M goes to infinity. It is easy to see that this implies that the first-best surplus πX will be reached in the limit, and that this surplus will go to the entrepreneur.

To summarize, club bids increase entrepreneurial revenues in situations where there are either sufficiently many clubs, or sufficiently many participants in each club. Our theory provides a benign rationale for the prevalent use of club bids in private equity and the use of syndicates in venture capital that has come under scrutiny by competition authorities.

Remark 9: For simplicity, we have assumed that clubs are symmetric and that the allocation to clubs is exogenously given, rather than allowing for endogenous club formation and for the possibility of clubs of different sizes bidding against each other. A fuller treatment would require that we abandon our focus on symmetric equilibria, and is beyond the scope of our paper.

4.5. Shorting markets

The informational black hole appears because pessimistic investors have no incentive to bid in the auction. It could therefore be in the interest of the entrepreneur to create a market which rewards pessimistic bidders for expressing their views, in a similar way that short sellers in equity markets can profit on their information when they think a stock is overvalued. We now show how creation of such a market can remove the informational black hole.

Since the project does not exist *ex ante* in our setting, and is certainly not traded, there is no way to take a short position in it. Furthermore, because of the pure common value nature of the project, investors would not have any incentive to trade in a zero-sum betting or shorting market. However, the entrepreneur can subsidise trade in such a market by selling a contract that resembles a short position in a separate auction which is run at the same time as the project rights are auctioned. For example, suppose the entrepreneur sells a contract which promises to pay \$1 if the project is not started, or if the project is started but fails, and pays \$0 if the project is started and succeeds.

Suppose the entrepreneur sells the project rights and the shorting contract in two independent, simultaneous auctions, whereafter all bids are revealed so that information from the shorting market can be used when making the investment decision. We now show that for sufficiently many bidders, the first best can be implemented. Furthermore, the nominal amount of the shorting contract can be arbitrarily small, so as long as the entrepreneur has any resources he can fund this market. Key for this result is that in the shorting market, bids will be strictly decreasing in bidder signals, and hence observing the bids in the shorting market is equivalent to observing all signals.

PROPOSITION 7: In the presence of a shorting market, the first best is implemented

in all symmetric equilibria as long as

$$E(V|Y_{1,N} = \dots = Y_{N-2,N} = 1, Y_{N-1,N} = Y_{N,N} = 0) > 0. \quad (6)$$

This condition always holds for N large enough.

Proof: To be completed.

5. When do informational black holes exist in optimal mechanisms?

The previous section illustrates a number of special examples of augmented selling procedures that eliminate the informational black hole. In fact, it is well-known that in a pure common value setting such as ours, there are mechanisms that can fully extract the information of bidders at virtually no cost for the entrepreneur if no restrictions are put on allowable mechanisms (see for example McAfee, McMillan and Reny (1989)). These mechanisms have been criticized for their sometimes esoteric structure and for their lack of “robustness” to small changes in the environment, which is one of the reasons that our main focus in this paper is on the tried and tested standard auction procedures. Nonetheless, it is natural to ask what type of robustness criteria are needed for our results to go through in a mechanism design setting where general selling mechanisms are allowed. In this section we develop such a set of criteria. We restrict attention to direct mechanisms.

To account for the possibility that bidders may not report their signal we augment their types by allowing them to either report their signal or not report at all (which we denote by a report of \emptyset). We denote a set of reports by $R = \{r_1, \dots, r_N\}$. A direct mechanism is a function $Q(R) = \{q_1(R), \dots, q_N(R)\}$, which for each set of reports R assigns probability $q_i(R)$ that bidder i gets allocated the project rights, an outcome $A(R) \in \{0, 1, \dots, N\}$ of the lottery $Q(R)$, where $A(R)$ is the winning bidder ($A(R) = 0$ is the situation where the seller keeps the project rights), and a set of transfers $t(R, A(R)) = \{t_1(R, A(R)), \dots, t_N(R, A(R))\}$ from bidders to the seller (which could be negative, if bidders are paid by the seller). A bidder who gets allocated the project rights and does not walk away from the mechanism gets the net project payoff $E(V|R)$ if the project is started.

The first such condition rules out mechanisms that split the allocation over several bidders, such as a k -unit auction or collusion among bidders. Notice that it is not enough that the project can only be allocated to one bidder, because randomizing the

allocation among the highest bidders would replicate a multi-unit auction. Hence, we require that the mechanism is such that it allocates the project to the highest signal bidder.

Condition 1: (*Winner-take-all*) *The project is indivisible, with non-contractible cash flows, and the mechanism must allocate the project to the highest-signal investor or noone at all if no signals are reported.*

There are two possible ways to justify this condition: First, if the highest signal bidder also has some small private value component which is higher than other bidders (such as lower costs or better skills in running the project), it is ex post efficient to allocate the project to him, and the highest-signal bidder would be allocated the project in a renegotiation proof mechanism. Second, the highest signal bidder will also have the highest ex post willingness to pay, so a seller without sufficient commitment power may be tempted to allocate the full project rights to him. The next two conditions put restrictions on the type of admissible transfers.

Condition 2: (*Fly-by-night free*) *No bidder without private information can strictly profit from entering the mechanism.*

Condition 3: (*Regret free*) *No bidder would prefer ex post to exit the mechanism.*

Condition 2 ensures that the mechanism is not swamped by unserious "Fly-by-night" operators masquerading as serious bidders but without private information. If there is an infinite supply of such fly-by-night operators, a mechanism that rewards them for revealing their "signal" would quickly run out of money.¹⁶ Imposing this condition ensures that losers in the auction never get any positive transfers. Condition 3 ensures that losers never pay.¹⁷ The combination of conditions 2 and 3 makes it impossible to give bidders a strict incentive to reveal their information if they expect to never implement the project if they win the auction. Finally, we require that the mechanism is renegotiation proof in the following sense:

Condition 4: (*Renegotiation proof*) *The project is implemented if and only if it is positive NPV conditional on the information revealed in the mechanism.*

If the mechanism is not required to be renegotiation proof, an entrepreneur with personal wealth could eliminate the informational black hole by promising to fund the project with some small probability independent of bids. This would give all bidders

¹⁶See Rajan (1992) and Axelson, Stromberg, and Weibach (2009) for related robustness criteria.

¹⁷See Lopomo (2000) and Bergemann and Morris (2005) for related robustness criteria.

an incentive to bid something strictly positive, and bids would be strictly increasing in signals.

We show in Proposition 8 that conditions 1-4 are sufficient for informational black holes to exist as the outcome in any mechanism. If we also assume that equilibria have to be robust to introducing an arbitrarily small cost for bidders to reveal their signal, we show that any equilibrium must contain a black hole of the maximal size outlined in Proposition 1. We make this notion of robustness precise in the following condition:

Condition 5: (*Participation-cost robust*) *An equilibrium is participation-cost robust if for any $\delta > 0$ there exists some $c > 0$ such that in an alternative game of the same mechanism where bidders incur the cost c when reporting a signal, there is an equilibrium in which the set of bidders who do not reveal their signals differ only on a measure smaller than δ .*

PROPOSITION 8: *In any winner-take-all, fly-by-night-free, regret-free, renegotiation-proof direct mechanism, it is incentive compatible for bidders not to reveal their signal below any black-out level \bar{s}_N . Any participation-cost robust equilibrium of such a mechanism has black-out level \bar{s}_N .*

Proof: See the Appendix.

Remark 10: One can also show that in the three standard auction formats, the only equilibrium that is participation-cost robust is the least efficient one in Proposition 1.

6. Other extensions

6.1. Security auctions

We first show that all our results remain true in the case of security auctions, in which investors finance the project in exchange for part of the profits. Because the project's payoff in our setting is either 0 or $1 + X$ a security auction takes a particularly simple form: bidders submit interest rate $R_i \in [0, X]$ at which they are willing to finance the project. The auction proceeds in the same way as for cash auctions, except that the winner is the bidder submitting the lowest interest rate (or, in the case of the ascending-price auction, the final remaining bidder as the interest rate is gradually lowered by the auctioneer.)

We assume that the decision to start the project rests with the entrepreneur unless the winning bid is X , in which case the entrepreneur gives up all the cash flow rights, and therefore control rights are transferred to the winning bidder.

Notice that whenever the winning bid is below X the entrepreneur always start the project. Hence, a bidder who submits a bid below X should be prepared to finance and start the project if he wins the auction. Hence, the black-out region in the first-price security auction is exactly the same as the one in the first-price cash auction.

In the second-price and ascending-price security auctions, a winner who gets to finance the project at the interest rate X has an option not to start it even if his own winning bid is below X . This is the same option that a winner in the cash option has when the latter wins and pays 0. Thus, there is one-to-one map between the size of the informational black hole in the second-price and ascending-price security and cash auctions.

Because social surplus depends solely on the size of the informational black hole, social surplus is the same in the security auction as in the cash auction.

6.2. Assets in place and entrepreneurial wealth

We have assumed that the entrepreneur has no wealth of his own to finance the project, and no other assets that can be pledged to investors in exchange for financing. The model easily extends to the case of an existing firm raising financing for a new project, where the firm could either use some of its cash to co-finance the project or issue securities that are backed not only by the cash flows of the new project but also by the existing assets of the firm.

First, imagine that the entrepreneur has some wealth w , and issues an equity stake backed by a fraction $1 - w$ of the cash-flows of the project, where the winner invests $1 - w$ and the entrepreneur invests w to start the project if they find it optimal to do so. It is easy to see that this leads to the exact same equilibria as when there is no wealth, except that all prices and bids are scaled down by a factor $1 - w$. Hence, surplus is exactly the same independent of the wealth of the entrepreneur. The only change is that revenues of the entrepreneur go up with wealth, since the fraction of surplus captured by investors goes down by a factor $1 - w$. This effect reinforces our result in Proposition 4 that revenues can go down with the number of bidders: as w goes to one, revenues will behave in exactly the same way as surplus.

One can also show that the entrepreneur would never want to subsidize investors by giving up a larger share of the project than $1 - w$. Doing so would lower equilibrium black-out levels, but only because investors sometimes would find it optimal to pursue negative NPV projects, which would lead to a destruction of surplus.

Now suppose that the entrepreneur does not have liquid wealth, but has an existing firm with assets that can be pledged to back the security issue. For example, suppose

the firm has assets in place with random but positive cash flows Z uncorrelated with the project's cash flows and that the firm issues new shares backed by both the assets in place and the new project. Suppose the firm runs a security auction in which investors bid the fraction of shares α they are willing to accept in exchange for the capital needed to finance the project. The most pessimistic investors would then submit a bid of $1/E(Z + 1)$; this is the fraction of shares needed to break even on an investment of 1 if the project is not pursued and the money raised is kept within the firm. The equilibrium black-out level below which investors submit this bid would be exactly the same as in our original model, so surplus would also remain the same. Again, as in the case of wealth, the entrepreneur would capture a larger share of the surplus the larger the value of the existing assets are, but investment efficiency would not be improved.

7. Conclusion

Our paper points to the detrimental effect of the winner's curse on information aggregation in the important setting of project financing. Ignoring this effect leads to an overly optimistic view of the capability of financial markets to allocate resources efficiently. Our analysis also shows that several intuitive prescriptions from standard auction theory need to be reexamined when information has a real allocational role: a more competitive market is not always better, early releases of information may be suboptimal, and collusion among bidders may be beneficial to the seller.

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Appendix. Proofs

Proof of Proposition 1: The text shows that \bar{s}_N is an upper bound on the black-out level, and that there can be no lower black-out level in the first-price auction. We now prove that equilibria with this black-out level exist for all auction formats. Assume that the black-out level \bar{s}_N is part of a bidding equilibrium. From the definition of \bar{s}_N , it follows that anyone who wins with a signal above \bar{s}_N finds it optimal to start the project, regardless of what bids are observed in the auction. As we show in Remark 1, if a bidder who submits a non-zero bid is forced to start the project, our setting is equivalent to the setting in Milgrom and Weber (1982) with a reserve price. Milgrom and Weber (1982) then prove existence for an equilibrium with black-out level \bar{s}_N in all auction formats. What remains to be shown is that no bidder with a signal below \bar{s}_N has an incentive to deviate by submitting a non-zero bid, and under some circumstances not start the project when winning. We have already shown in the text that no such deviation is possible in the first-price auction. We now show that this is true also for the other auction formats. We denote the net present value of the project if started by v .

Second-price auctions: In the second-price auction, equilibrium bids in Milgrom and Weber (1982) for bidders with signals above the black-out level are given by

$$b(s) = E(v|Y_{1,N} = Y_{2,N} = s).$$

A bidder with a signal $S_i = s < \bar{s}_N$ who deviates and bids $b' > 0$ will win whenever $Y_{1,N} < b^{-1}(b')$. From the definition of \bar{s}_N , this bidder will not start the project conditional on winning when the price is zero, and so will make zero profits in this scenario. When the price is $p > 0$, he loses money if he does not start the project, and his expected profits from starting the project are

$$E(v|Y_{1,N} = b^{-1}(p), S_i = s) - p,$$

which is strictly negative since $s < b^{-1}(p)$ and since $p = E(v|Y_{1,N} = Y_{2,N} = b^{-1}(p))$.

Ascending-price auctions: In the ascending-price auction, a bidder with a signal s above the black-out level drops out at a price $p > 0$ which is equivalent to the conditional expectation of v given the observed drop-outs below p and given that all other remaining bidders have the same signal s . By a similar argument to the one made for the second-price auction, a bidder below the black-out level who deviates by staying in the auction at non-zero prices will then win only when his expected value of the project is strictly below the price he has to pay, and hence will make strictly

negative profits. *Q.E.D.*

Proof of Proposition 2:

Second-price auctions: The text proves that the black-out level cannot be below \underline{s}_N or above \bar{s}_N . We now construct equilibria for all black-out levels $\hat{s} \in [\underline{s}_N, \bar{s}_N]$. Denote the net present value of the project if started by v . Our postulated equilibrium is such that all bidders with signals below \hat{s} bid zero, while bidders with signals $s \geq \hat{s}$ bid $b(s)$ given by

$$b(s) = E(v|Y_1 = Y_2 = s).$$

It is easy to verify that $b(s)$ is strictly increasing (except if $N = 2$ and s is in an equivalence interval, where it is also easy to verify that this is an equilibrium). Given this postulated equilibrium bid function, a bidder who wins the auction at price zero values the project at $E(v|Y_1 = s, Y_2 \leq \hat{s})$, which is negative if and only if $s < \bar{s}_N(\hat{s})$. A bidder who wins the auction at price $p > 0$ values the project at $E(v|Y_1 = s, Y_2 = b^{-1}(p))$, which is negative if and only if $s \leq \hat{s}$. This confirms that equilibrium investment behavior is as described in the proposition. To confirm that this constitutes a Nash equilibrium, suppose a bidder with signal s deviates by bidding $b' > b(s)$. Profits are unchanged if the price is below $b(s)$ or above b' . Otherwise, profits are $\max[E(v|S_i = s, Y_1 = b^{-1}(p)), 0]$, which is non-positive since $s < b^{-1}(p)$. A similar argument shows that deviating to a lower bid does not increase profits.

Ascending-price auctions: The text proves that the black-out level cannot be above \bar{s}_N . We start by verifying that equilibria as in the proposition exist, then prove that there can be no equilibrium with a black-out level below \underline{s}_N .

Suppose a black-out level $\hat{s} \in [\underline{s}_N, \bar{s}_N]$. We construct an equilibrium following the strategy in [Milgrom and Weber \(1982\)](#) modified to our setting. Bidders with signals below or at the black-out level drop out at $p = 0$. A strategy for a bidder with signal $s > \hat{s}$ who has not dropped out at $p = 0$ is described by functions $b_{k,m}(s|p_1, \dots, p_k; m)$ which specify the price at which the bidder will quit if m bidders have dropped out at zero and k bidders have dropped out at non-zero prices $p_1 \leq \dots \leq p_k$. We need to define these functions only for $m < N - 1$, because otherwise the auction stops immediately and the winner pays zero. For $m < N - 1$, we define the strategy $b_{k,m}$ as follows.

$$\begin{aligned} b_{0,m}(s|m) &= \text{Max}(0, E[V|Y_{m,N} \leq \hat{s}, Y_{1,N} = s, \dots, Y_{n-m-1,N} = s]), \\ b_{k,m}(s|p_1, \dots, p_k; m) &= E[V|Y_{m,N} \leq \hat{s}, Y_{1,N} = s, \dots, Y_{N-m-k-1,N} = s, \\ &= b_{k-1,m}(Y_{n-m-k}|p_1, \dots, p_{k-1}; m) = p_k, \dots, b_{0,m}(Y_{N-m-1}|m) = p_1]. \end{aligned}$$

Notice that from the definition of \underline{s}_N , $b_{0,m}$ is strictly greater than zero. Also, $b_{k,m} > p_k$ for $k > 0$. Hence, the strategies satisfy our condition that bidders have to make their drop-out decision at price p independently of other remaining bidders.

The proof that the above strategies are indeed the equilibrium strategies for investors with signals above the black-out level is then the same as in [Milgrom and Weber \(1982\)](#). Thus, we only need to verify that any investor with a signal below \hat{s} will not deviate. Suppose he deviates and does not drop out. If he is the only one left, then the project is negative NPV, and therefore, it should not be started. If not all investors quit at zero price then if the deviating investor wins the auction he pays $E[V|Y_{m-1,N} \leq \hat{s}, Y_{1,N} = y_1, \dots, Y_{N-m,N} = y_{n-m}]$, where y_1, \dots, y_{n-m} are the realizations of $Y_{1,N}, \dots, Y_{N-m,N}$. Therefore, his conditional expected payoff is negative, and therefore, he should not deviate in the first place.

To prove that the black-out level cannot be below \underline{s}_N in the ascending-price auction, we construct equilibria in which the price in the auction is increased by $\delta > 0$ in each round, and take the limit as the step size goes to zero. Suppose to the contrary that there is an equilibrium with black-out level $\hat{s}_N < \underline{s}_N$ so that any bidder with a signal $s' > \hat{s}_N$ stays in the auction until the price reaches δ . For a given realization of signals, let n be the number of bidders who stay in the auction. Condition (3) implies that if $n = 2$ then in any monotone equilibrium any bidder s' with $s' \in (\hat{s}_N, \underline{s}_N]$ should drop out at price δ . If the other bidder also has a signal in the interval $(\hat{s}_N, \underline{s}_N]$ then each wins the auction with probability $1/2$ and realizes a loss δ . Therefore, the expected loss for a bidder with signal $s' \in (\hat{s}_N, \underline{s}_N]$ is at least $L = \delta \times Pr(\hat{s}_N < Y_{1,N-1} \leq \underline{s}_N, Y_{2,N-1} \leq \hat{s}_N)/2$.

Without much loss of generality we can assume that

$$E(V|Y_{1,N} = Y_{2,N} = Y_{3,N} = \hat{s}_N) > 0, \quad (\text{A1})$$

which implies that if $n \geq 3$ and the bidder with signal s' wins the auction then he realizes some profit. The bidder with signal s' can win the auction in two cases. First, he wins if all other bidders have a lower signal than s' . Clearly, the profit cannot be greater than X and as $s' \rightarrow \hat{s}_N$ the probability of this event goes to zero. Thus, there exists $\varepsilon > 0$ such that for any $s' \in (\hat{s}_N, \hat{s}_N + \varepsilon)$ the expected gain is less than $L/2$. Second, because price increases are discrete, s' can win if bidders with higher signals will drop at the same price as s' does. Notice that as δ goes to zero the probability of this event goes to zero while the maximum gain for a bidder with signal s' is no more than the price increment δ . Therefore, there exists $\delta > 0$ such that the expected gain is less than $L/2$. Thus, we have showed that for any $s' \in (\hat{s}_N, \hat{s}_N + \varepsilon)$ the expected loss

is larger than the expected gain. Therefore, \hat{s}_N cannot be the participation threshold. *Q.E.D.*

Proof of Lemma 1: Define the following four mutually exclusive and collectively exhaustive sets of signal realizations: $A1 \equiv \{\mathbf{S} : Y_{1,N} \leq \hat{s}\}$, $A2 \equiv \{\mathbf{S} : Y_{2,N} \geq \hat{s}\}$, $A3 \equiv \{\mathbf{S} : Y_{2,N} \leq \hat{s}, Y_{1,N} \in [\hat{s}, \varphi(\hat{s})]\}$, $A4 \equiv \{\mathbf{S} : Y_{2,N} \leq \hat{s}, Y_{1,N} \geq \varphi(\hat{s})\}$. In all equilibria, we have $\hat{s} \in [\underline{s}_N, \bar{s}_N]$. For such \hat{s} , given $\mathbf{S}_{>\hat{s}}$ the optimal investment behavior is to not invest whenever $\mathbf{S}_{>\hat{s}} \in A1 \cup A3$, and to invest whenever $\mathbf{S}_{>\hat{s}} \in A2 \cup A4$, exactly as the equilibrium investment behavior in Proposition 2. *Q.E.D.*

Proof of Lemma 2: Equations (2) and (3) imply that \bar{s}_N and \underline{s}_N are defined by

$$\frac{F_G^{N-1}(\bar{s}_N) f_G(\bar{s}_N)}{F_B^{N-1}(\bar{s}_N) f_B(\bar{s}_N)} = \frac{1}{zX}, \quad (\text{A2})$$

$$\frac{F_G^{N-2}(\underline{s}_N) f_G^2(\underline{s}_N)}{F_B^{N-2}(\underline{s}_N) f_B^2(\underline{s}_N)} = \frac{1}{zX}, \quad (\text{A3})$$

where $z = \frac{\pi}{1-\pi}$. Taking the logarithm of the both parts of the above equations we have

$$(N-1) \ln \left(\frac{F_G(\bar{s}_N)}{F_B(\bar{s}_N)} \right) + \ln \left(\frac{f_G(\bar{s}_N)}{f_B(\bar{s}_N)} \right) = -\ln(zX), \quad (\text{A4})$$

$$(N-2) \ln \left(\frac{F_G(\underline{s}_N)}{F_B(\underline{s}_N)} \right) + 2 \ln \left(\frac{f_G(\underline{s}_N)}{f_B(\underline{s}_N)} \right) = -\ln(zX). \quad (\text{A5})$$

Equations (A4) and (A5) imply that both \bar{s}_N and \underline{s}_N go to one as N goes to infinity. Taking Taylor series of (A4) and (A5) and using that

$$\begin{aligned} \lim_{s \rightarrow 1} F_G(s) &= 1 - f_G(1)(1-s), \\ \lim_{s \rightarrow 1} F_B(s) &= 1 - f_B(1)(1-s), \\ \lim_{s \rightarrow 1} \frac{f_G(s)}{f_B(s)} &= \lambda, \end{aligned}$$

we obtain that

$$1 - \bar{s}_N = \frac{a_1}{f_B(1)} \frac{1}{N} + o(1/N), \quad a_1 = \frac{\ln(\lambda z X)}{\lambda - 1}, \quad (\text{A6})$$

$$1 - \underline{s}_N = \frac{a_2}{f_B(1)} \frac{1}{N} + o(1/N), \quad a_2 = \frac{\ln(\lambda^2 z X)}{\lambda - 1}. \quad (\text{A7})$$

The lemma's statements then follow from Theorem 4.2.3 of Embrechts, Klüppelberg and Mikosch (2012). *Q.E.D.*

Proof of Proposition 3: We only need to prove the comparative statics results with respect to N . To simplify the derivations we renormalize the densities f_B and f_G so that $f_B(1) \equiv 1$ and $f_G(1) = \lambda$. Taking Taylor series of (A4) and (A5) we obtain the following results

$$1 - \bar{s}_N = \frac{a_1}{N} + \frac{b}{N^2} + o(1/N^2), \quad , \quad (\text{A8})$$

$$1 - \underline{s}_N = \frac{a_2}{N} + \frac{b}{N^2} + o(1/N^2), \quad (\text{A9})$$

where a_1 and a_2 are given by (A6) and (A7) respectively, and

$$b = \frac{\lambda a^2(f - \lambda(\lambda - 1)) - 4af}{2\lambda(\lambda - 1)}, \quad f = f'_G(1). \quad (\text{A10})$$

In the least efficient equilibrium social surplus is

$$V_N(s_N^*) = \pi X \Pr(Y_{1,N} > s_N^*|G) - (1 - \pi) \Pr(Y_{1,N} > s_N^*|B) = \pi X F_G^N(s_N^*) - (1 - \pi) F_B^N(s_N^*). \quad (\text{A11})$$

Substituting (A8) into (A11) we obtain the following expression for the surplus

$$\begin{aligned} V_N(s_N^*) &= \pi X - (1 - \pi) \left(1 - (\lambda z X)^{-\frac{1}{\lambda-1}} \left(1 - \frac{1}{\lambda} \right) \right) \\ &\quad + (1 - \pi) (\lambda z X)^{-\frac{1}{\lambda-1}} \frac{a_1^2(\lambda(\lambda - 1) - f)}{2\lambda N} + o(1/N). \end{aligned} \quad (\text{A12})$$

Equation (4) implies that φ is defined by

$$\frac{F_G^{N-1}(\underline{s}_N) f_G(\varphi)}{F_B^{N-1}(\underline{s}_N) f_B(\varphi)} = \frac{1}{zX}$$

if

$$\frac{F_G^{N-1}(\underline{s}_N)}{F_B^{N-1}(\underline{s}_N)} \geq \frac{1}{\lambda X}, \quad (\text{A13})$$

and is equal to 1 otherwise. Using (A3) we can write condition (A13) as

$$\frac{F_G(\underline{s}_N)}{F_B(\underline{s}_N)} \geq \frac{1}{\lambda} \frac{f_G^2(\underline{s}_N)}{f_B^2(\underline{s}_N)}. \quad (\text{A14})$$

As N goes to infinity, the LHS of (A14) is bounded by one, while the RHS of (A14) goes to $\lambda > 1$. Thus, inequality (A14) does not hold. Hence, for N sufficiently large

$\varphi = 1$. Therefore, social surplus is given by

$$V_N(\underline{s}_N) = \pi X \Pr(Y_{2,N} > \underline{s}_N | G) - (1 - \pi) \Pr(Y_{2,N} > \underline{s}_N | B).$$

Notice that

$$\Pr(Y_{2,N} > s) = 1 - NF^{N-1}(s) + (N-1)F^N(s). \quad (\text{A15})$$

Substituting (A9) into (A15) we obtain the following expression for the surplus

$$\begin{aligned} V_N(\underline{s}_N) = \pi X - (1 - \pi) & \left(1 - (\lambda^2 z X)^{-\frac{1}{\lambda-1}} \left(1 - \frac{1}{\lambda^2} + \frac{a_2(\lambda-1)}{\lambda} \right) \right) \\ & + (1 - \pi) (\lambda^2 z X)^{-\frac{1}{\lambda-1}} \frac{a_2^3(\lambda(\lambda-1) - f)}{2\lambda N} + o(1/N). \end{aligned} \quad (\text{A16})$$

Expressions (A12) and (A16) imply that both $V_N(\bar{s}_N)$ and $V_N(\underline{s}_N)$ decrease with N if $f < \lambda(\lambda-1)$. Notice that if $f_B(s) \equiv 1$, then $\frac{F_G(s)}{F_B(s)} \frac{f_B(s)}{f_G(s)} = \frac{F_G(s)}{sf_G(s)}$. Taking the derivative of $\frac{F_G(s)}{sf_G(s)}$ at $s = 1$ we can see that it is positive if $f < \lambda(\lambda-1)$ and is negative if $f > \lambda(\lambda-1)$. *Q.E.D.*

Proof of Proposition 5:

Part 1. We first prove that there are more efficient equilibria in continuous strategies in which the first-best investment decision can be implemented as the market grows large. The proof is by construction. For any black-out level \hat{s} and any $s, s' > \hat{s}$, define the function

$$v(s, s'; \hat{s}) = E[\max(E[V | \mathbf{S}_{>\hat{s}}], 0) | Y_{1,N} = s, Y_{2,N} = s'].$$

to be the expectation of the project's value to the winning bidder when the signal he receives is s and the highest signal among the other bidders, $Y_{2,N}$, is s' . The expectation is taken over all possible signal realizations $\mathbf{S}_{>\hat{s}}$ consistent with $Y_{1,N} = s$ and $Y_{2,N} = s'$.

Define the black-out level s_N as the highest signal such that

$$E[V | Y_{1,N} = \dots = Y_{N,N} = s_N] \leq 0. \quad (\text{A17})$$

It is clear that s_N is the lowest possible black-out level. Notice that for any black-out level $s_N < \hat{s} < \underline{s}_N$ the function $v(s, s'; \hat{s})$ is strictly positive and goes to zero as s and s' go to \hat{s} . Hence, we can extend $v(s, s'; \hat{s})$ to $s = s' = \hat{s}$ by setting $v(\hat{s}, \hat{s}; \hat{s}) = 0$.

Having constructed the function $v(s, s'; \hat{s})$ we can follow [Milgrom and Weber \(1982\)](#) to construct equilibrium bidding strategies in the first-price and second-price auctions. Specifically, define the bidding strategy of an investor with a signal $s > \hat{s}$ in the second-

price auction as

$$b^{II}(s) = v(s, s; \hat{s}), \quad (\text{A18})$$

and in the first-price auction as

$$b^I(s) = \int_{\hat{s}}^s v(s', s'; \hat{s}) dL(s'|s), \quad (\text{A19})$$

where

$$L(s'|s) = \exp\left(\int_s^{s'} \frac{h(s'|s)}{H(s'|s)} dt\right).$$

The function $H(\cdot|s)$ is the distribution of $Y_{2,N}$ conditional on $Y_{1,N} = s$ and $h(\cdot|s)$ is the associated conditional density function.

Consider now investors with signals above the black-out level. Following the same steps as the ones in the proof of Theorem 14 of [Milgrom and Weber \(1982\)](#) one can show that bidding strategies $b^I(s)$ together with any black-out level $\hat{s} \in [s_N, \bar{s}_N]$ form an equilibrium in the first-price auctions. Similarly, following the same steps as the ones in the proof of Theorem 6 of [Milgrom and Weber \(1982\)](#) one can show that bidding strategies $b^{II}(s)$ together with any black-out level $\hat{s} \in [s_N, \bar{s}_N]$ form an equilibrium in the second-price auctions.

Following the same steps as the ones in the proof of [Proposition 2](#) one can show that it is an equilibrium for bidders below the black-out level submit zero bids.

Notice that as N goes to infinity, s_N converges to the value that solves $f_G(s)/f_B(s) = 1$. Since the expected number of signals above this black-out ratio grows without bound with N , observing those signals perfectly reveals the project's type in the limit, and so first-best efficiency is restored.

Part 2. We now show that if bidders are allowed to submit bids, which are only multiple of δ for arbitrary small δ then the lowest possible black-out level in the first-price and second-price auctions are \bar{s}_N and \underline{s}_N respectively.

We start with a bit of notation. Let \hat{s} be the smallest signal at which the bid δ is submitted, Δ_1 be such that signals $[\hat{s}, \hat{s} + \Delta_1]$ induce submission of δ , and Δ_2 be such that signals $[\hat{s} + \Delta_1, \hat{s} + \Delta_1 + \Delta_2]$ induce submission of 2δ .¹⁸

Let

$$\Pr_0(\hat{s}, \Delta_1) = \Pr(Y_{1,N-1} < \hat{s}|\hat{s}), \quad (\text{A20})$$

$$V_0(\hat{s}, \Delta_1) = E(V|Y_{1,N-1} < \hat{s}|\hat{s}), \quad (\text{A21})$$

¹⁸The proof follows the same steps if the lowest bid is not δ but $k\delta$ for some $k \in \mathbb{N}$.

and for each $i \in \mathbb{N}$ let

$$\Pr_i(\hat{s}, \Delta_1) = \Pr(Y_{1,N-1}, \dots, Y_{i,N-1} \in [\hat{s}, \hat{s} + \Delta_1], Y_{i+1,N-1} < \hat{s} | \hat{s}), \quad (\text{A22})$$

$$V_i(\hat{s}, \Delta_1) = E(V | Y_{1,N-1}, \dots, Y_{i,N-1} \in [\hat{s}, \hat{s} + \Delta_1], Y_{i+1,N-1} < \hat{s} | \hat{s}). \quad (\text{A23})$$

Let

$$z(\hat{s}) = \frac{f_G(\hat{s})}{f_B(\hat{s})} z, \quad \pi(\hat{s}) = \frac{z(\hat{s})}{1 + z(\hat{s})}. \quad (\text{A24})$$

Because signals are conditionally independent using the mean value theorem we have

$$\Pr_i(\hat{s}, \Delta_1) = C_{N-1}^i \Delta_1^i (\pi(\hat{s}) f_G^i(\bar{s}_g) F_G^{N-i-1}(\hat{s}) + (1 - \pi(\hat{s})) f_B^i(\bar{s}_b) F_B^{N-i-1}(\hat{s})). \quad (\text{A25})$$

where \bar{s}_g and \bar{s}_b are in $[\hat{s}, \hat{s} + \Delta_1]$ and are such that

$$f_G(\bar{s}_g) \Delta_1 = \int_{\hat{s}}^{\hat{s} + \Delta_1} f_G(s) ds, \quad f_B(\bar{s}_b) \Delta_1 = \int_{\hat{s}}^{\hat{s} + \Delta_1} f_B(s) ds. \quad (\text{A26})$$

Define

$$z_i(\hat{s}, \Delta_1) = z(\hat{s}) \frac{f_G^i(\bar{s}_g) F_G^{N-i-1}(\hat{s})}{f_B^i(\bar{s}_b) F_B^{N-i-1}(\hat{s})}, \quad \pi_i(\hat{s}, \Delta_1) = \frac{z_i(\hat{s})}{1 + z_i(\hat{s})}. \quad (\text{A27})$$

We have

$$V_i(\hat{s}, \Delta_1) = \pi_i(\hat{s}, \Delta_1) X - (1 - \pi_i(\hat{s}, \Delta_1)) = \frac{z_i(\hat{s}, \Delta_1) X - 1}{1 + z_i(\hat{s}, \Delta_1)}. \quad (\text{A28})$$

The proof for the second-price auction is similar to the one for the first-price auction but is more involved. Therefore, we first present the proof for the first-price auction.

The indifference condition for the bidder with signal \hat{s} to bid 0 or δ is

$$\sum_{i=0}^N \frac{\Pr_i(\hat{s}, \Delta_1)}{i+1} \times (\max[V_i(\hat{s}, \Delta_1), 0] - \delta) = 0.$$

To be specific, we assume that \hat{s} is such that

$$E(V | Y_{1,N-1} = \hat{s} + \Delta_1) < 0, \quad (\text{A29})$$

$$E(V | Y_{1,N-1} = Y_{2,N-1} = \hat{s}) > 0, \quad (\text{A30})$$

which means that if the bidder wins the auction with the bid δ and finds out that he is the only one who bids δ then the NPV of the project is negative. However, winning the auction in the presence of other bidders who bid δ ensures that the project is positive NPV. The proof easily extends to lower values of \hat{s} .

In what follows we let δ go to zero and show that $\Delta_1 \sim \delta$. Thus, the indifference condition for the bidder with signal \hat{s} to bid 0 or δ can be written as

$$-\delta \times \Pr_0(\hat{s}, \Delta_1) + \frac{1}{2} \Pr_1(\hat{s}, \Delta_1) \times V_1(\hat{s}, \Delta_1) + o(\delta) = 0. \quad (\text{A31})$$

Substituting expressions for $\Pr_0(\hat{s}, \Delta_1)$, $\Pr_1(\hat{s}, \Delta_1)$, and $V_1(\hat{s}, \Delta_1)$ into (A32) we have

$$\pi(\hat{s})\zeta_g \left(-\delta \left(\frac{F_G(\hat{s})}{f_G(\bar{s}_g)} + \frac{1}{z_1(\hat{s}, \Delta_1)} \frac{F_B(\hat{s})}{f_B(\bar{s}_b)} \right) + C_{N-1}^1 \frac{(X - z_1^{-1}(\hat{s}, \Delta_1))\Delta_1}{2} \right) + o(\Delta_1) = 0, \quad (\text{A32})$$

where

$$\zeta_g = f_G(\bar{s}_g) F_G^{N-2}(\hat{s}). \quad (\text{A33})$$

Solving (A32) for Δ_1 we have

$$\Delta_1 = \delta \times \frac{2}{C_{N-1}^1} \frac{\left(\frac{F_G(\hat{s})}{f_G(\bar{s}_g)} + \frac{1}{z_1(\hat{s}, \Delta_1)} \frac{F_B(\hat{s})}{f_B(\bar{s}_b)} \right)}{(X - z_1^{-1}(\hat{s}, \Delta_1))} + o(\delta). \quad (\text{A34})$$

The bidder with signal \hat{s} should be better off if she bids δ rather than 2δ . However, it is clear that it is not true in our case. If she bids 2δ she realizes a loss only if all other bidders' signals are below \hat{s} . This loss is compensated by the increased probability of winning the auction for sure when there are bidders with signals in the interval $\hat{s} + \Delta_1$.

Next, we present the proof for the second-price auction. The indifference condition for the bidder with signal \hat{s} to bid 0 or δ is

$$\sum_{i=1}^N \frac{\Pr_i(\hat{s}, \Delta_1)}{i+1} \times (\max[V_i(\hat{s}, \Delta_1), 0] - \delta) = 0. \quad (\text{A35})$$

Similar to the first-price auction, we assume that \hat{s} is such that

$$E(V|Y_{1,N-1} = Y_{2,N-1} = \hat{s} + \Delta_1) < 0, \quad (\text{A36})$$

$$E(V|Y_{1,N-1} = Y_{2,N-1} = Y_{3,N-1} = \hat{s}) > 0, \quad (\text{A37})$$

which means that if there are only two bidders who bid δ the project is negative NPV. However, the project is positive NPV if there are at least three bidders who bid δ . The proof easily extends to lower values of \hat{s} .

Our restrictions on \hat{s} imply that $V_1(\hat{s}, \Delta_1) < 0$ and $V_i(\hat{s}, \Delta_1) > 0$ for $i > 1$. In what follows we let δ go to zero and show that $\Delta_1 \sim \delta$. As result, $\Pr_i(\hat{s}, \Delta_1) = o(\delta^2)$ for

$i > 2$. Therefore, the indifference condition (A35) takes the following form:

$$-\frac{1}{2}\delta \times \Pr_1(\hat{s}, \Delta_1) + \frac{1}{3}\Pr_2(\hat{s}, \Delta_1) \times V_2(\hat{s}, \Delta_1) + o(\delta^2) = 0. \quad (\text{A38})$$

Substituting expressions for $\Pr_1(\hat{s}, \Delta_1)$, $\Pr_2(\hat{s}, \Delta_1)$, and $V_2(\hat{s}, \Delta_1)$ into (A38) we have

$$\pi(\hat{s})\xi_g\Delta_1 \left(-C_{N-1}^1 \frac{\delta}{2} \left(\frac{F_G(\hat{s})}{f_G(\bar{s}_g)} + \frac{1}{z_2(\hat{s}, \Delta_1)} \frac{F_B(\hat{s})}{f_B(\bar{s}_b)} \right) + C_{N-1}^2 \frac{(X - z_2^{-1}(\hat{s}, \Delta_1))\Delta_1}{3} \right) + o(\delta^2) = 0, \quad (\text{A39})$$

where

$$\xi_g = f_G^2(\bar{s}_g)F_G^{N-3}(\hat{s}). \quad (\text{A40})$$

Solving (A39) for Δ_1 we have

$$\Delta_1 = \delta \times \frac{3C_{N-1}^1}{2C_{N-1}^2} \frac{\left(\frac{F_G(\hat{s})}{f_G(\bar{s}_g)} + \frac{1}{z_2(\hat{s}, \Delta_1)} \frac{F_B(\hat{s})}{f_B(\bar{s}_b)} \right)}{(X - z_2^{-1}(\hat{s}, \Delta_1))} + o(\delta). \quad (\text{A41})$$

The bidder with signal \hat{s} should be better off if she bids δ rather than 2δ . If she bids 2δ then the gain ΔS from winning the auction with the price δ is

$$\Delta S = \frac{C_{N-1}^1 \pi(\hat{s})\xi_g\Delta_1\delta}{2} \left(\frac{F_G(\hat{s})}{f_G(\bar{s}_g)} + \frac{1}{z_2(\hat{s}, \Delta_1)} \frac{F_B(\hat{s})}{f_B(\bar{s}_b)} \right) + o(\delta^2). \quad (\text{A42})$$

If the bidder with signal \hat{s} bids 2δ she can also win the auction with the price 2δ . In this case, she loses if there is only one bidder with signal $s \in [\hat{s} + \Delta_1, \hat{s} + \Delta_1 + \Delta_2]$ and all other bidders' signals are less than \hat{s} . The expected loss from this event is

$$\Delta L = \delta C_{N-1}^1 \pi(\hat{s})\xi_g\Delta_2 \left(\frac{f_G(\tilde{s}_g)F_G(\hat{s})}{f_G^2(\bar{s}_g)} + \frac{1}{z_2(\hat{s}, \Delta_1)} \frac{f_B(\tilde{s}_b)F_B(\hat{s})}{f_B^2(\bar{s}_g)} \right), \quad (\text{A43})$$

where \tilde{s}_g and \tilde{s}_b are in $[\hat{s} + \Delta_1, \hat{s} + \Delta_1 + \Delta_2]$ and are such that

$$f_G(\tilde{s}_g)\Delta_2 = \int_{\hat{s} + \Delta_1}^{\hat{s} + \Delta_1 + \Delta_2} f_G(s)ds, \quad f_B(\tilde{s}_b)\Delta_2 = \int_{\hat{s} + \Delta_1}^{\hat{s} + \Delta_1 + \Delta_2} f_B(s)ds. \quad (\text{A44})$$

She realizes some gain if there are at least two bidders with signal $s \in [\hat{s} + \Delta_1, \hat{s} + \Delta_1 + \Delta_2]$. The gain is

$$\Delta G = \frac{\pi(\hat{s})\tilde{\xi}_g C_{N-1}^2 (X - \tilde{z}_2^{-1}(\hat{s}, \Delta_1))\Delta_2^2}{3} + o(\delta^2). \quad (\text{A45})$$

where

$$\tilde{\xi}_g = f_G^2(\tilde{s}_g)F_G^{N-3}(\hat{s} + \Delta_1), \quad (\text{A46})$$

and

$$\tilde{z}_2(\hat{s}, \Delta_1) = z(\hat{s}) \frac{f_G^2(\tilde{s}_g) F_G^{N-3}(\hat{s} + \Delta_1)}{f_B^2(\tilde{s}_b) F_B^{N-3}(\hat{s} + \Delta_2)}. \quad (\text{A47})$$

Because the bidder with signal \hat{s} should be better off if she bids δ rather than 2δ it must be that

$$\Delta G - \Delta L + \Delta S \leq 0. \quad (\text{A48})$$

Equation (A48) defines a quadratic equation for Δ_2 :

$$\alpha \Delta_2^2 + \beta \Delta_2 + \gamma \leq 0, \quad (\text{A49})$$

where

$$\alpha = \frac{\pi(\hat{s}) \tilde{\xi}_g C_{N-1}^2 (X - \tilde{z}_2^{-1}(\hat{s}, \Delta_1)) \Delta_2^2}{3} \quad (\text{A50})$$

$$\beta = -\delta C_{N-1}^1 \pi(\hat{s}) \xi_g \left(\frac{f_G(\tilde{s}_g) F_G(\hat{s})}{f_G^2(\bar{s}_g)} + \frac{1}{z_2(\hat{s}, \Delta_1)} \frac{f_B(\tilde{s}_b) F_B(\hat{s})}{f_B^2(\bar{s}_g)} \right) \quad (\text{A51})$$

$$\gamma = \frac{3(C_{N-1}^1)^2 \pi(\hat{s}) \xi_g \delta^2}{4C_{N-1}^2 (X - z_2^{-1}(\hat{s}, \Delta_1))} \left(\frac{F_G(\hat{s})}{f_G(\bar{s}_g)} + \frac{1}{z_2(\hat{s}, \Delta_1)} \frac{F_B(\hat{s})}{f_B(\bar{s}_b)} \right)^2. \quad (\text{A52})$$

The equation (A49) has a solution if and only if

$$\beta^2 - 4\alpha\gamma \geq 0. \quad (\text{A53})$$

Remark: In fact, coefficients α and β also depend on Δ_2 . Below we show that $\beta^2 - 4\alpha\gamma < 0$ for any Δ_2 .

Notice that

$$\beta^2 = (\delta C_{N-1}^1 \pi(\hat{s}))^2 \xi_g F_G^{N-1}(\hat{s}) \left(\frac{f_G(\tilde{s}_g)}{f_G(\bar{s}_g)} + \frac{1}{z(\hat{s})} \frac{F_B^{N-2}(\hat{s}) f_B(\tilde{s}_b)}{F_G^{N-2}(\hat{s}) f_G(\bar{s}_g)} \right)^2 \quad (\text{A54})$$

and

$$\begin{aligned} 4\alpha\gamma &= (\delta C_{N-1}^1 \pi(\hat{s}))^2 \xi_g F_G^{N-3}(\hat{s} + \Delta_1) F_G^2(\hat{s}) \left(\frac{f_G(\tilde{s}_g)}{f_G(\bar{s}_g)} + \frac{1}{z(\hat{s})} \frac{F_B^{N-2}(\hat{s}) f_B(\bar{s}_b) f_G(\tilde{s}_g)}{F_G^{N-2}(\hat{s}) f_G^2(\bar{s}_g)} \right)^2 \times \\ &\quad \times \frac{(X - \tilde{z}_2^{-1}(\hat{s}, \Delta_1))}{(X - z_2^{-1}(\hat{s}))}. \end{aligned} \quad (\text{A55})$$

Notice that $F_G(\hat{s} + \Delta_1) > F_G(\hat{s})$. The MLRP implies that

$$\frac{(X - \tilde{z}_2^{-1}(\hat{s}, \Delta_1))}{(X - z_2^{-1}(\hat{s}))} > 1.$$

Observe that

$$\frac{f_B(\bar{s}_b)f_G(\tilde{s}_g)}{f_G^2(\bar{s}_g)} > \frac{f_B(\tilde{s}_b)}{f_G(\bar{s}_g)} \Leftrightarrow \frac{f_G(\tilde{s}_g)}{f_B(\tilde{s}_b)} > \frac{f_G(\bar{s}_g)}{f_B(\bar{s}_b)} \Leftrightarrow \frac{\int_{\hat{s}+\Delta_1}^{\hat{s}+\Delta_1+\Delta_2} f_G(s)ds}{\int_{\hat{s}+\Delta_1}^{\hat{s}+\Delta_1+\Delta_2} f_B(s)ds} > \frac{\int_{\hat{s}}^{\hat{s}+\Delta_1} f_G(s)ds}{\int_{\hat{s}}^{\hat{s}+\Delta_1} f_B(s)ds}.$$

By Cauchy's mean value theorem there exist $s' \in [\hat{s}, \hat{s}+\Delta_1]$ and $s'' \in [\hat{s}+\Delta_1, \hat{s}+\Delta_1+\Delta_2]$ such that

$$\begin{aligned} \frac{f_G(s'')}{f_B(s'')} &= \frac{\int_{\hat{s}+\Delta_1}^{\hat{s}+\Delta_1+\Delta_2} f_G(s)ds}{\int_{\hat{s}+\Delta_1}^{\hat{s}+\Delta_1+\Delta_2} f_B(s)ds}, \\ \frac{f_G(s')}{f_B(s')} &= \frac{\int_{\hat{s}}^{\hat{s}+\Delta_1} f_G(s)ds}{\int_{\hat{s}}^{\hat{s}+\Delta_1} f_B(s)ds}. \end{aligned}$$

The MLRP implies that

$$\frac{f_G(s'')}{f_B(s'')} \geq \frac{f_G(s')}{f_B(s')}.$$

Thus,

$$\beta^2 - 4\alpha\gamma < 0.$$

Hence, for any Δ_2 the bidder with signal \hat{s} prefers bidding 2δ rather than δ . *Q.E.D.*

Proof of Proposition 6: We first prove that the expected surplus in the K -unit auction if K is finite is strictly lower than πX , even if winning investors share their signals before the decision to invest is made. To prove this, we show that the black-out level $s_{K,N}$ as N gets large is

$$1 - s_{K,N} = \frac{1}{f_B(1)} \frac{a_K}{N} + o(1/N). \quad (\text{A56})$$

Theorem 4.2.3 of [Embrechts, Klüppelberg and Mikosch \(2012\)](#) then implies that

$$\lim_{N \rightarrow \infty} \Pr(Y_{k,N} > s_{K,N} | G) = 1 - e^{-\lambda a_K} \sum_{r=0}^{K-1} \frac{(\lambda a_K)^r}{r!} < 1,$$

which proves that the expected surplus is less than πX since the project is financed only if $Y_{k,N} > s_{K,N}$.

Consider therefore the black-out level $s_{K,N}$. Notice that by Assumption 2 $s_{K,N} > 0$. Suppose an investor who submits a bid just above $s_{K,N}$ is among winning bidders. The most positive signal realization possible is that $K - 1$ investors get the top signal and the $K + 1^{th}$ investor receive $s_{K,N}$ signal. In this case, the likelihood $z = \frac{\pi}{1-\pi}$ is updated

as

$$z\lambda^{K-1} \frac{F_G^{N-K-1}(s_{K,N}) f_G^2(s_{K,N})}{F_B^{N-K-1}(s_{K,N}) f_B^2(s_{K,N})}.$$

Hence, the level of $s_{K,N}$ that makes the project break-even is

$$z\lambda^{K-1} X \frac{F_G^{N-K-1}(s_{K,N}) f_G^2(s_{K,N})}{F_B^{N-K-1}(s_{K,N}) f_B^2(s_{K,N})} = 1. \quad (\text{A57})$$

Condition (A57) is similar to condition (A7). Following similar steps as in the proof of Proposition 3 we obtain that

$$1 - s_{K,N} = \frac{1}{f_B(1)} \frac{a_K}{N} + o(1/N), \quad a_K = \frac{\ln(\lambda^{K+1} z X)}{\lambda - 1}. \quad (\text{A58})$$

Next, we prove that if $k/N \rightarrow (1 - \alpha)$, $\alpha \in (0, 1)$ as $N \rightarrow \infty$ then the expected surplus even in the least efficient equilibrium converges to πX . Thus, we assume that the bids are not revealed after the auction and that the the decision to start the project lies with the K^{th} highest bidder. The highest black-out level possible is

$$\Pr(G|Y_{K,N} = s_{K,N}^*) (1 + X) - 1 \leq 0. \quad (\text{A59})$$

Equation (A59) implies that

$$\frac{\pi X}{1 - \pi} \frac{F_G^{N-k}(s_{k,N}^*) (1 - F_G(s_{k,N}^*))^{k-1} f_G(s_{k,N}^*)}{F_B^{N-k}(s_{k,N}^*) (1 - F_B(s_{k,N}^*))^{k-1} f_B(s_{k,N}^*)} = 1. \quad (\text{A60})$$

The project is started whenever $Y_{k,N} > s_{k,N}^*$. If $k/N = 1 - \alpha$ then we can write equation (A60) as

$$\frac{\pi X}{1 - \pi} \left(\frac{F_G(s_{k,N}^*)^\alpha (1 - F_G(s_{k,N}^*))^{1-\alpha}}{F_B(s_{k,N}^*)^\alpha (1 - F_B(s_{k,N}^*))^{1-\alpha}} \right)^N \frac{(1 - F_B(s_{k,N}^*)) f_G(s_{k,N}^*)}{(1 - F_G(s_{k,N}^*)) f_B(s_{k,N}^*)} = 1.$$

As N goes to infinity $s_{k,N}^*$ converges to the value s_k^* , which solves

$$F_G(s_k^*)^\alpha (1 - F_G(s_k^*))^{1-\alpha} = F_B(s_k^*)^\alpha (1 - F_B(s_k^*))^{1-\alpha}. \quad (\text{A61})$$

Let $x_{\alpha,G}$ and $x_{\alpha,B}$ be such that $F_G(x_{\alpha,G}) = \alpha$ and $F_B(x_{\alpha,B}) = \alpha$. Because of the MLRP $x_{\alpha,B} < x_{\alpha,G}$. Notice that $x^\alpha (1 - x)^{1-\alpha}$ is a single-picked function that reaches its maximum at $x = \alpha$. Therefore, $x_{\alpha,B} < s_k^* < x_{\alpha,G}$.

As $N \rightarrow \infty$ and $k/N \rightarrow 1 - \alpha$, $Y_{k,N}$ becomes an α^{th} sample quantile. It is well-known that

$$\sqrt{N}(Y_{k,N} - x_\alpha) \xrightarrow{d} N(0, \alpha(1 - \alpha)/f(x_\alpha)^2),$$

where $f(x)$ and $F(x)$ are pdf and cdf of observations and $F(x_\alpha) = \alpha$. Hence, as $N \rightarrow \infty$ the probability of undertaking the project goes to one if the project is good and goes to zero if the project is bad. *Q.E.D.*

Proof of Proposition 8:

Step 1. We first prove that $t_i(R, A(R)) = 0$ if $A(R) \neq i$ or if $E(V|R) < 0$, which implies bidders who expect never to receive any allocation when the project is positive NPV will have zero expected profits when revealing their signal.

If $A(R) \neq i$ or $E(V|R) < 0$ bidder i will walk away from the mechanism if faced with a payment $t_i(R, A(R)) > 0$ as an outcome of the mechanism. Hence, we have to have $t_i(R, A(R)) \leq 0$ whenever $A(R) \neq i$ or $E(V|R) < 0$. Next, suppose that $t_i(R, A(R)) < 0$ when $A(R) \neq i$ for some R , $r_i \in R$ so that a losing bidder gets a strictly positive payment. This violates the fly-by-night condition, because a fly-by-night operator reporting r_i can guarantee himself strictly positive expected profits by walking away from the mechanism for every outcome except when the vector of reports is R . Similar arguments apply if $t_i(R, A(R)) < 0$ when $E(V|R) < 0$ because by renegotiation proofness condition the project is not started if it is negative NPV.

Step 2. Suppose bidders with signal below \bar{s}_N do not reveal their signal. We prove next that all bidders with signal $S_i > \bar{s}_N$ always reveal their signal. To see this take any $\varepsilon > 0$, and suppose bidder i with signal $s_i = \bar{s}_N + \varepsilon$ reveals his signal. In a truth-telling winner-take-all mechanism, bidder i then expects to always win when his signal is the highest, a positive probability event, plus potentially when his signal is not the highest but bidders with higher signals do not reveal their signal. From the definition of \bar{s}_N , the project is therefore strictly positive NPV conditional on the information that bidder i wins the allocation. This implies that there must exist a set of reports R_{-i} by bidders other than bidder i that happen with positive probability such that $E(V|R) > 0$ and such that $A(R) = i$ (i.e., bidder i wins the allocation when the project is positive NPV conditional on the observed reports). The regret free condition implies that $E(V|R) - t_i(R, i) \geq 0$. Now take some signal $s'_i > s_i$. When bidder i observes $S_i = s'_i$ but gives the false report s_i , he will have strictly positive expected profits by following the strategy of walking away except when the the vector of reports is R , since

$$E(V|R_{-i}, S_i = s'_i) - t_i(R, i) > E(V|R) - t_i(R, i) \geq 0, \tag{A62}$$

where the first inequality follows from MLRP. Incentive compatibility requires that bidder i is at least as well off when reporting s'_i as when reporting s_i , which in turn implies that this bidder must strictly prefer to reveal his signal rather than not revealing it and getting zero expected profits. Since $\varepsilon > 0$ was picked arbitrarily, this proves that all bidders with signals above \bar{s}_N strictly prefer to reveal their signal.

Step 3. Suppose bidders below \bar{s}_N do not reveal their signal. Suppose that a bidder i with signal $s_i < \bar{s}_N$ reveals his signal and wins an allocation. From Step 2 and the definition of \bar{s}_N , and under the postulated expectations over the strategies of other bidders, this can only happen if the project is negative NPV. Hence, from Step 1, the bidder gets zero expected profits when revealing his signal. Thus, it is incentive compatible for him not to reveal his signal, which proves the first part of the proposition.

Step 4. Next, we prove the second part of the proposition. We start by showing that any participation-cost robust equilibrium must be in cut-off strategies such that bidder i reveals his signal if $S_i > \hat{s}$ and does not reveal his signal if $S_i < \hat{s}$.

First, note that any equilibrium must be such that if bidder i reveals his signal at s_i , and if there is some equilibrium R with $s_i = r_i \in R$ at which the project is positive NPV and bidder i wins an allocation with positive probability, then it must be strictly optimal to reveal the signal when $S_i > s_i$ in the equilibrium. This follows from the same steps as in the proof of Step 2 above. In order for a player not to use a cut-off strategy in equilibrium on a non-zero measure set of signals, it must then be that there is a non-zero measure set of signals at which bidder i reveals his signal and at which the project is strictly negative NPV whenever he wins. Suppose such an equilibrium is participation-cost robust, contrary to the statement in the claim. Then, there exists some participation cost $c > 0$ such that bidder i reveals his signal on a non-zero measure set at which the project is negative NPV whenever he wins. But then, bidder i makes strictly negative expected profits, and is better off not revealing his signal.

Restricting attention to cut-off strategies, suppose contrary to the claim in the proposition that the lowest cut-off level amongst bidders in a participation-cost robust equilibrium is $\hat{s}_N < \bar{s}_N$. By the supposition that this is a participation-cost robust equilibrium, there is an equilibrium with a nonzero cost c and reporting strategies that are arbitrary close to the cut-off equilibrium with \hat{s}_N . In this equilibrium, the most optimistic scenario when the bidder with signal \hat{s}_N (or bidders with signals arbitrary close to \hat{s}_N) wins the auction is that bidders with the highest signals do not reveal their signals. However, because this set of bidders with highest signals can be made arbitrary small and by definition of \bar{s}_N , conditional on winning with signal \hat{s}_N the NPV

of the project is negative. Hence, the bidder with signal \hat{s}_N strictly prefers not to reveal her signal, which contradicts that such an equilibrium exist. *Q.E.D.*

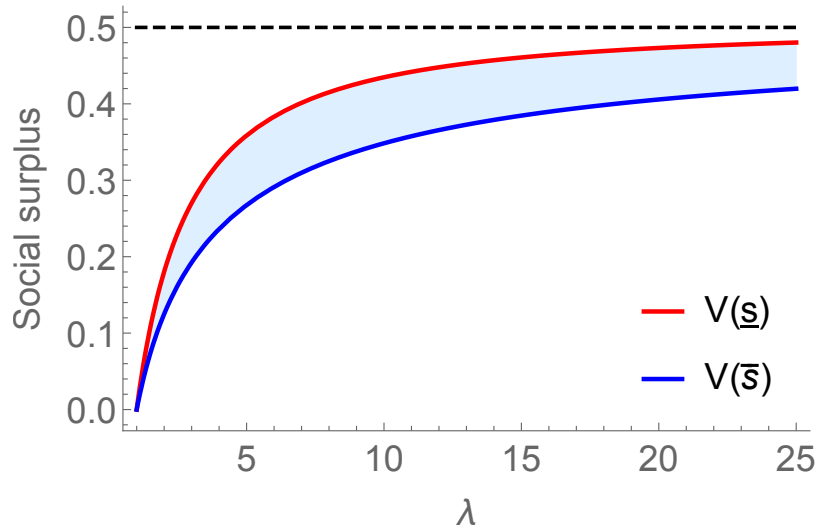


Figure 1. Informativeness of top signals and social surplus. Figure 1 plots limiting social surplus as a function of $\lambda = f_G(1)/f_B(1)$ when N grows without bounds. It is assumed that $\pi = 1/2$ and $X = 1$. The red (blue) line corresponds to the most (least) efficient equilibrium. The dashed line shows the first-best surplus πX if information from all bidders is perfectly aggregated.

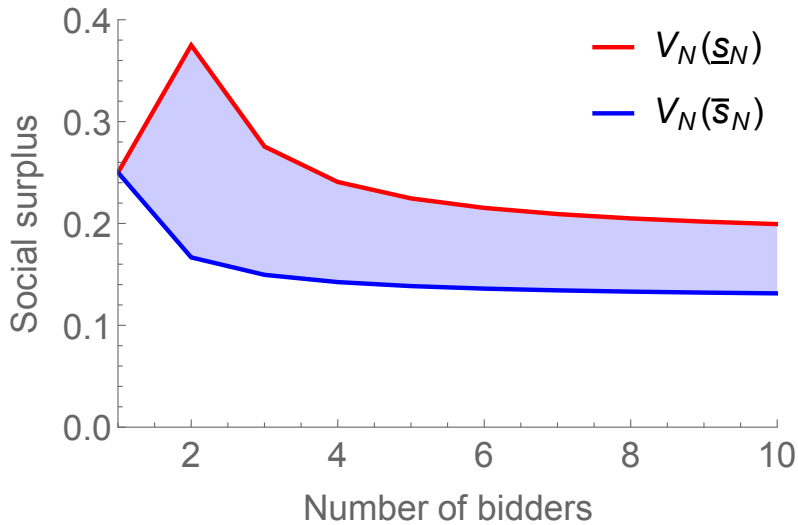


Figure 2. Number of bidders and social surplus. Figure 2 plots social surplus as a function of number of bidders in the setting of Example 1 with $q_B = 1/2$ and $q_G = 1$. The red (blue) line corresponds to the most (least) efficient equilibrium.