

Ownership Structure and Voluntary Disclosure in Annual Reports of Bangladesh

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Abstract

This study examines the association between ownership structure and voluntary disclosure levels in the 2007 annual report of 94 samples of Bangladeshi listed companies. Ownership structure is provided by management ownership and institutional ownership. Using agency theory, it is argued that firms with higher management of ownership structure may disclose less information and higher institutional of ownership structure may disclose more information to shareholders through voluntary disclosure. It is because the determined ownership structure provides firms lower incentives to voluntarily disclose information to meet the needs of non-dispersed shareholders. Agency theory is utilized as the underlying theoretical framework of voluntary disclosure. Using a unweighted relative disclosure index for measuring voluntary disclosure. The extent of voluntary disclosure level is measured using 68 items recommended by those who have professional qualifications. The result shows that the extent of corporate voluntary disclosures is negatively associated with a higher management of ownership structure and the extent of corporate voluntary disclosures is positively associated with a higher institutional ownership structure.

Keywords: Corporate Governance, Ownership structure, Voluntary Disclosure.

1. Introduction

Corporate disclosure has received a great deal of attention from many researchers (for example, see M. Akhtaruddin et al., 2009; Hongxia Li & Ainian Qi, 2008; Ibrahim, Haron and Ariffin, 2000; Ho and Wong, 2001; Chau and Gray, 2002; Haniffa and Cooke, 2002; Eng and Mark, 2003). Why corporations should and do disclose information is expressed in various theories namely stakeholder theory, agency theory, legitimacy theory and political economy theory. While different theoretical perspectives make different arguments, they all agree that companies release information mostly for traditional user groups such as shareholders, creditors, financial analysts and security consultants who find this information useful when making investment decisions. The agency theory implies that companies increase disclosure in order to mitigate conflicts between

shareholders and managers. In addition, companies wishing to enhance their firm value may do so by increased disclosure (Lobo & Zhou, 2001).

Generally, disclosure is done in company annual reports either through the statements or notes accompanying the statements. Although other means of releasing information, such as interim reporting, letters to shareholders and employee reports, are used by the companies, the annual report is considered to be the major source of information to various user-groups. Nevertheless, all parts of the annual reports are not equally important to all users. Income statement is believed to be the most preferred sections to investors while cash flow statement and balance sheet are most useful sections to bankers and creditors (Ho & Wong, 2001). Likewise, users of accounting information weight audit reports, directors' reports, accounting policies and historical summary differently. The annual report should contain information that will allow its users to make correct decisions and efficient use of limited resources. Companies provide information on the ground that such disclosure will not respond to the negative impact on the company image. The objectives of the proposed study are: (i) To measure the level of disclosure of information made by the listed companies in Bangladesh (ii) To examine the association between ownership structure and voluntary disclosure levels of listed companies in Bangladesh.

2. Agency Theory and Voluntary Disclosure

The agency theory models the relationship between the principal and the agent. In the context of the firm, the agent (manager) acts on behalf of the principal (shareholder) Lundholm and Winkle(2006) ; Barako(2004); Healy and Palepu (2001); McKinnon and Dalimunthe (1993). An example of this situation is where a team of managers may have inside information on the positive future of a firm and take action and make decisions that will mostly benefit them at the potential expense of the principal. Meek et al.(1995) defined voluntary disclosure as “disclosure in excess of requirements – represents free choices on the part of company managements to provide accounting and other information deemed relevant to the decision needs of users of their annual reports”.

Lundholm and Winkle (2006) reported that voluntary disclosure can be utilized to reduce the information asymmetry problems. They noted that conflicts arise when managers make decisions either to disclose or not to disclose certain information. This conflict generally occurs because of the information irregularity problem.

Barako(2004) argues that managers may focus on their own personal interests, rather than maximizing shareholders' wealth. Thus it is essential for shareholders to create the mechanisms to mitigate agency problems by aligning the interests between principal-agent or by monitoring the agent's opportunistic behavior.

Healy and Palepu (2001) reported that outside investors have less information compared to managers with regards to a firm's performance. In the real business world where the market is not perfectly-efficient, they believed that managers use financial disclosure policy to balance the decisions that they make and communicate to the outside shareholders. This illustrates that information irregularity problems influence the voluntary disclosure policy of the company.

McKinnon and Dalimunthe (1993) found favorable support that Australian diversified firms are more likely to voluntarily disclose segment information if they have minority interests in their subsidiary companies. This result indicates that disclosure of segment

information provides incentives to align the interests between managers and minority interests and is therefore likely to reduce information irregularity problems.

Therefore, as suggested by agency theory, corporate governance could serve as one of the monitoring mechanisms.

3. Literature Review and Hypothesis Development

3.1 Ownership Structure and Voluntary Disclosure

Ownership structure is a mechanism that aligns the interest of shareholders and managers (Eng and Mak, 2003; Haniffa and Cooke, 2002; Chau and Gray, 2002; Hassain, et. al.,1994). The agency theory suggests that where there is a separation of ownership and control of a firm, the potential for agency costs arises because of conflicts of interest between contracting parties. It is believed that agency problems will be higher in the widely held companies because of the diverse interests between contracting parties (Mohd, et.al.2006). By utilizing voluntary disclosure, managers provide more information to signal that they work in the best interests of shareholders.

In this study, ownership structure is proxied by management ownership. Using agency theory, it is argued that firms with higher management of ownership structure may disclose less information to shareholders through voluntary disclosure. It is because the determined ownership structure provides firms lower incentives to voluntarily disclose information to meet the needs of non-dispersed shareholders groups. McKinnon and Dalimunthe(1993) note that companies with a single ownership structure disclose more voluntary information. Hossain et al.(1994) suggested a negative association between management ownership structure and the level of voluntary disclosure by Malaysian listed firms. In addition, Lakhal (2005) proposes that share management ownership is statistically and negatively associated to voluntary earnings disclosures. Oliveira et al (2006) also reported that firms with a lower shareholder management voluntarily disclose more information. The significant role of management ownership in influencing voluntary disclosures practices of firms from the prior researcher. So, it is expected that ownership structure will influence the voluntary disclosure information. The hypothesis is formally stated as:

H₁: The extent of corporate disclosures is negatively associated with a higher management of ownership structure

Due to the large ownership stake, institutional investors have strong incentives to monitor corporate disclosure practices. Thus, managers may voluntarily disclose information to meet the expectations of large share-holders. Dulacha G .B (2007) found that there is a significant positive relationship between the percentage ownership by institutional investors and voluntary disclosure of corporate governance practices by listed companies in Kenyan. Similarly, Bushee and Noe (2000) documented a significant positive association between institutional shareholdings and corporate disclosure practices, as measured by the Association for Investment Management and Research (AIMR). Given shareholder activism and the monitoring potential of institutional shareholders, the following hypothesis is tested:

H₂: The higher the percentage of shares held by institutional shareholders, the higher the extent of voluntary disclosure.

4. Controllable Variable Hypothesis

4.1 Firm Size

Most of the studies found that size of firm does affect the level of disclosure of companies. Barako et al.(2006) Brammer and Pavelin (2006) investigated that the larger the firm, the more likely they will make voluntary disclosures. Based on the study done world wide, for example Watson et al.(2002); Wallace et.al.(1994);Ho and Wong(2001) suggested the underlying reasons why larger firms disclose more information. The reasons proposed are that managers of larger companies are more likely to realize the possible benefits of better disclosure and small companies are more likely to feel that full disclosure of information could endanger their competitive position. Thus, the impact of firm size is expected to be positively associated with the extent of social responsibility disclosures. In this study, total sales and total assets will be used as the measures of company size. The following specific hypotheses have been tested regarding size of the firm:

H₃: The extent of voluntary disclosures is positively associated with the total assets

H₄: The extent of voluntary disclosures is positively associated with the sales turnover

4.2 Profitability

Higher profitability motivates management to provide greater information because it increases investors' confidence, which in turn, increases management compensation. Haniffa and Cooke (2002) find a positive and significant association between the firm's profitability and the extent of voluntary disclosure, which is consistent with the earlier (Kusumawati, D. N, 2006) finds that profitability affects Good Corporate Governance voluntary disclosure level negatively. It implies that when companies are facing decline in profitability, they will tend to give more disclosure about corporate governance practices. Since the studies supporting positive relationship between profitability and disclosure are conducted in financial disclosure field, the hypothesis of this study will be in the form of positive relationship. In this study, profitability is measured by return on sales; that is, net income divided by total sales. The following specific hypotheses have been tested regarding profitability of the firm:

H₅: The extent of voluntary disclosures is positively associated with the higher profitability of the firm

5. Research Design and Methodology

5.1 Disclosure Index Construction and Application

In the initial stage of this research, comprehensive list of items that may be voluntary disclosed by companies in their annual reports was identified. The list of disclosure items included both financial and non-financial items that may be relevant to investment decision-making, and that listed companies may be disclosed. Since the focus of this research is voluntary disclosures, the preliminary list of 91 items was subjected to a thorough selection to eliminate those that are mandated. This list was sent to various experts (professor, Professional Chartered accounted & Cost and Management accounted etc.) for selection and as a result of their feedback, the initial list of 91 items was reduced to 68 items. For each item in the disclosure checklist, a firm receives a score of "1" if it

voluntary discloses information item and “0” if the item is not disclosed (Hossain et al., 1994; Akhtaruddin, M. et al., 2009).

5.2 Sample Selection and Data Sources

Sample is taken from annual reports of 94 listed companies on Dhaka Stock Exchange (DSE), all companies were considered inclusive in the survey. The main criteria used for sampling the firms were: (i) annual reports must be available at the stock exchange and (ii) the firm must have been listed for the entire period of the study 2006-2007. The companies listed on the DSE are classified into thirteen categories, just have taken here seventh categories i.e. engineering, food & allied, fuel & power, textile, pharmaceuticals & chemicals, tannery & paper and cement & ceramics. Corporate-governance attributes was collected from the annual reports of listed companies of DSE. The comparative distribution of the companies in the population and the sample are given in Table-1 and Table-2 provides a summary of the operational definition of variables and their sources.

5.3 Regression Model and Test of Hypothesis

The statistic method being used is multiple regression analysis. The regression equation developed empirically tests the relationship between the dependent variables of voluntary disclosure and independent variables of ownership structure. In addition to the ownership structure, a number of control variables are also included in the model to test the hypotheses. The regression technique used to test H_1 is as follows:

$$TVD_{i,j,t} = \sum_{t-1}^{N_{ij}} X_{ij}$$

Where,

TVD = total voluntary disclosure score for j^{th} firm at the time t ,

N_{ij} = i^{th} item for j^{th} firm

t = year

$$TVD = a + \beta_1 PEOI + \beta_2 PEINS + \beta_3 TA + \beta_4 TSE + \beta_5 PNPTS + \varepsilon$$

The variables that will be used in the analysis are as follows:

Dependent Variable:

TVD = Total voluntary disclosure score received from each company

Independent Variables:

PEOI = Percentage of equity owned by the insiders to all equity of the firm

PEINS = Percentage of equity held by institutional shareholders to all equity of the firm

TA = Total assets of the firm

TSE = Total Sales of the firm

PNPTS = Percentage of Net Profit on total sales

a = total constant, and

ε = the error term

Table-1: Distribution of Sample by Industry Types

Industry Types	Population		Sample	
	Number	%	Number	%
Engineering,	23	13.77	15	15.96
Food& allied,	35	20.96	14	14.89
Fuel & power,	10	5.99	10	10.64
Textile,	38	22.75	12	12.78
Pharmaceuticals & chemicals,	24	14.37	15	15.96
Tannery & paper& Service	18	10.78	12	12.76
Cement & ceramics& IT	19	11.38	16	17.02
Total	167	100	94	100

6. Descriptive Statistics

Table-2: Descriptive Statistics for all Variables

Variable	Mean	Minimum	Maximum	Std. Deviation
TVD	47.47	18	72	12.239
PEOI	21.93	0.001	65.920	19.774
PEINS	26.39	0.000	73	16.899
TA	26831.56	56.95	378056.50	66041.84
TSE	18228.79	0.00	441016.71	58455.818
PNPTS	-1.1184	-258.96	64.09	38.595

Table -3: Voluntary Disclosure Score

Disclosure Score (%)	No. of Companies	Percentage	Cumulative %
<=30	8	8.5	8.5
31-40	19	20.3	28.8
41-50	31	34.1	62.9
51-60	19	20.3	83.2
61-70	14	14.7	97.9
71-80	2	2.1	100
>80	0	0.0	00

The table-3 shows the number and percentages of companies whose disclosure score is within the specified range.

Table-4: Pearson Correlation Analysis Results (N=94)

Variables	TVD	PEOI	PEINS	TA	TSE	PNPTS
TVD	1.000	-0.721	0.405	0.349	0.197	0.070
PEOI	-0.721	1.000	-0.290	-0.283	-0.007	-0.254
PEINS	0.405	-0.290	1.000	0.173	0.173	0.113
TA	0.349	-0.283	0.173	1.000	0.580	0.148
TSE	0.197	-0.007	0.173	0.580	1.000	0.068
PNPTS	0.070	-0.254	0.113	0.148	0.068	1.000
Sig(2-tailed)TVD	-	0.000	0.000	0.001	0.057	0.505
PEOI	0.000	-	0.005	0.006	0.946	0.014
PEINS	0.000	0.005	-	0.095	0.095	0.283
TA	0.001	0.006	0.095	-	0.000	0.159
TSE	0.057	0.946	0.095	0.000	-	0.520
PNPTS	0.505	0.014	0.283	0.159	0.520	-
** Correlation is significant at the 0.01 level (2-tailed).* Correlation is significant at the 0.05 level (2-tailed).						
TVD = total voluntary disclosure score received from each company; PEOI = percentage of equity owned by the insiders to all equity of the firm; PEINS = percentage of equity held by institutional shareholders to all equity of the firm, TA = total assets of the firm; TSE = total Sales of the firm; PNPTS = percentage of net profit on total sales						

Table-5: Regression Analysis Results

Variable	Coefficient	Standard Error	Beta t Values	Significance
PEOI	-.659	.049	-8.341	.000***
PEINS	.194	.052	2.629	.010**
TA	.079	.000	.865	.389
TSE	.126	.000	1.423	.158
PNPTS	-.140	.022	-1.923	.058*
* P<0.01, two tailed, ** P<0.05, two tailed, *** P<0.001, two-tailed				
R square =0.579; Adjusted R square= 0.555; F Value =23.701; F significance =.000 ; Durbin Watson test =1.807				
TVD = total voluntary disclosure score received from each company; PEOI = percentage of equity owned by the insiders to all equity of the firm; PEINS = percentage of equity held by institutional shareholders to all equity of the firm TA = total assets of the firm; TSE = total Sales of the firm; PNPTS = percentage of net profit on total sales				

6.1: Results of Descriptive Statistics

Table-2 presents descriptive statistics for the sample firms. The results from the disclosure index indicate (TVD) the highest score achieved by a firm is 72% and the lowest score is 18% with a standard deviation of 12.23%. So, the firms are widely distributed with regard to voluntary disclosure. The mean of the ownership structure (Percentage of equity owned by the insiders to all equity of the firm) is 21.93% with standard deviation is 19.78%. The mean of the ownership structure (Percentage of equity owned by institutional shareholder to all equity of the firm) is 26.39% with standard deviation is 16.899%. The average total assets (TA) and total sale (TSE) is 26831.56 and 18228.79; standard deviation is 66041.84 and 58455.818% with minimum and maximum amount of 56.95 & 0.00 and 378056.50 & 441016.71 respectively. The statistics on the net profitability (PNPTS) indicate negative return on an average.

6.2 Results of Product-moment Correlation Test

Table-4 provides the Pearson product-moment correlation coefficients of the continuous explanatory variables as well as the dependent variable included in the survey. The result of Pearson product-moment correlation exposed that Ownership structure (PEOI) are negatively related with voluntary disclosure ($P < 0.01$, Two-tailed) at significant level 0.000. The result also exposed that Ownership structure (PEINS) are positively related with voluntary disclosure ($P < 0.01$, Two-tailed) at significant level 0.000. Total assets is positively related with TVD at the level of ($P < 0.01$, Two-tailed). Total sales and Net profit ability is positively related but not significant at the level of ($P < 0.01$ & $P < 0.05$, Two-tailed).

7. Results of Multiple Regression Analysis

Table-5: shows the results of the multiple regression analysis in the study. Regression has been used in many previous researches e.g. M. Akhtaruddin et al., 2009; Hongxia Li & Ainian Qi, 2008; Ibrahim, Haron and Ariffin, 2000; Ho and Wong, 2001; Chau and Gray, 2002; Haniffa and Cooke, 2002; Eng and Mark, 2003. The table shows the association between voluntary disclosure index and experimental variables. The coefficient of determination R-square, F ratio, beta coefficients and t-statistics for the regression model and summarized results of the dependent variable on the explanatory variables can be seen in the table-5. The results indicate an R-square of 0.579, and an F value of 23.701, which is significant at the 0.000 levels. Both of these values suggest that a significant percentage of the variation in voluntary disclosure can be explained by the variations in the whole set of independent variables.

If the independent variable PEOI is one unit increased then this situation the dependent variable is decreased - 0.659 with SE = 0.049, Beta t value = -8.341 and significance at the 0.000. The result suggests that firms have a higher percentage of equity owned by inside is negatively associates with voluntary information. This result is similar to that of McKinnon and Dalimunthe (1993); Hossain et al. (1994); Lakhali (2005); Oliveira et al. (2006).

The most significant variable PEINS, this study suggests that the higher the percentage of shares held by institutional shareholders, the higher the extent of voluntary disclosure at the significant level of ($P < 0.05$, two-tailed). This result similar with Bushee and Noe (2000); Dulacha G. B (2007)

With regard to control variables, this study suggests that firms that are larger in size in respect to total assets and total sales are insignificant. This result similar with Watson et al., 2002; Wallace et al.,1994; Ho and Wong, 2001; Hossain et al.2006.

With regard to control variables, our study suggests that a profitability of the firm in respect to percentage of net profit on total sales is significant but not positively. This result similar with (Kusumawati, D. N, 2006)

8. Conclusions and Implication for Further Study

This research is an extension of previous research where a set of corporate governance variables is considered to examine their association with the level of voluntary disclosure. The objective of this study was to examine ownership structure and firm specific characteristics influence on voluntary disclosure. These include percentage of equity owned by the insiders to all equity of the firm, percentage of equity held by institutional shareholders to all equity of the firm, total assets, total sales and profitability of a firm. In this study we used the disclosure index to measure voluntary disclosure on a sample of 94 listed companies of Bangladesh. The first hypothesis of the study was the extent of corporate disclosures is negatively associated with a higher management of ownership structure. Finding my result is similar to the hypothesis. The results is supported by the prior researches, for example-Akhtaruddin, M. and Haron, H., (2010) McKinnon and Dalimunthe (1993); Hossain et al.(1994); Lakhali(2005); Oliveira et al.(2006); Chau and Gray(2002); Haniffa and Cooke(2002). The second hypothesis of the study was the extent of corporate disclosures is positively associated with the higher the percentage of shares held by institutional shareholders, the higher the extent of voluntary disclosure. The result is supported by the prior researches, for example-Bushee and Noe (2000);Dulacha G .B (2007).

There are number of limitations of this study as well. First limitation of the study is used only non-financial companies as a sample. So the results may not extend across all companies in Bangladesh. Second, the study considers only one year of data. The results may differ across different years if multiple years are considered for analysis. Finally, the study investigates the extent of voluntary disclosure leaving the other facet of disclosure i.e., mandatory disclosure. The higher levels of voluntary disclosures, therefore, do not necessarily mean higher transparency. The results of the study should be interpreted with these limitations in mind.

Future research on voluntary disclosure should seek to take into account all listed companies under non-financial group. Additionally, studying the same research issues found here but in a different industry sector would be an interesting extension of this study. This may disclose interesting results in terms of variations within the industrial sectors.

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