

Theories and Determinants of Voluntary Disclosure

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Abstract

The aim of this paper is to discuss the theoretical aspects of voluntary disclosure in terms of its role in the economy, theories usually used in the literature to explain voluntary disclosure, its determinants and the common sources of voluntary disclosure. Voluntary disclosure theories commonly used in the literature include theory of agencies, theory of signals, theory of capital needs and the theory of legitimacy. Voluntary disclosure determinants fall into motivations and constraints. Finally, various sources of voluntary disclosure of information are discussed to clarify why annual reports are the preferred source of information. The paper gives a snapshot of various interested parties, including academics and practitioners, for voluntary disclosure. Academicians would use this paper to design empirical research on voluntary disclosure. Practitioners could probably better understand the behaviour of companies to increase or decrease the disclosure of voluntary information.

KEYWORDS: Voluntary disclosure, theory of agencies, theory of capital needs, theory of signalling, theory of legitimacy.

1. INTRODUCTION

Disclosure is a crucial part of financial reports, where processed accounting information are resented in financial statements. Disclosures includes various information influenced by distend factors with limitations. Financial and governance aspects are two factors that affects the transparency and Disclosure (Bushman et al., 2004).

The presence of another data notwithstanding the fiscal summaries will frame another certainty among financial specialists. Organizations that have uncovered more data is required the financial specialist will acquire the trust of the network. Expanded open trust in the organizations that have done the divulgence is relied upon to drive the expansion in sales value and stock price.

Disclosure can be classified into Mandatory and Voluntary Disclosure. Mandatory disclosure is a compliance as per law. Voluntary disclosure is a management decision in making by the users of annual report. Every public company are required to prepare financial statements audited by a public accountant as a form of accountability, especially to the owners of capital. The reaction volume dependent on the reaction rates and the relationship between price and trading volume reaction closer to dependency rather than closeness of their relationship (Bushman et al., 2004). Voluntary disclosures in Annual reports are tool of communication to promote and provide details to stakeholders from Management (Abeysekera & Guthrie, 2005).

Financial reports play important role in communicating with stakeholders, in accounting prospective. It creates strong base for companies in sustainable

development (Abeysekera & Guthrie, 2005; Deegan, 2002). The term 'voluntary disclosure', in this study, refers to any supplementary information apart from the mandatory disclosures required by law, rules, or standards, and/or other government and securities rulings, provided by a company in its annual report (For example, Barako, Hancock, & Izan, 2006; Boesso & Kumar, 2007; Chau & Gray, 2002; Hossain & Hammami, 2009; Wang & Claiborne, 2008; Watson, Shrivess, & Marston, 2002). Voluntary disclosure is important studies analysing quality and implications of financial reporting. Further number of studies made a reference to credibility of voluntary disclosure in Financial reporting for instance Stocken (2000), Uyar and Kılıç (2012), Qu, Leung, and Cooper (2013) and Ho and Taylor (2013) stated that voluntary disclosure can create sustainable and positive growth in business performance and firms 'Value based on the managers' in disclosing additional information.

Voluntary disclosure is a communicational tool that reveals the vital value of transparency, reporting companies present voluntary disclosures in distinguished way as there is no pattern in presentation of voluntary information. Many international studies have emphasised on nature of Voluntary disclosures but emerging economies have received less attention. Voluntary disclosure is diversified and presented in quantitative, qualitative and narrative in nature. Various studies have found that voluntary disclosure is presented in various dimensions depending upon circumstances.

To differentiate the features of voluntary disclosure, studies have often used common and standard method of measuring the level of disclosed information. Voluntary disclosure information can be classified into various categories. It includes General, corporate, strategic, management, shareholders, financial, corporate social responsibility and forward-looking information. Every category has sub-categories that describe and explains the contents of Information in each category (Hassan, Romilly, Giorgioni, & Power, 2009).

Voluntary disclosure determinants and relations with emerging countries According to Adams (2002), a set of systematic factors relating to a company's characteristics and its external environment are a set of attributes that influence managers' voluntary disclosure behaviour. Voluntary disclosure is intended to influence the transparency and accountability of companies mainly through the type of information that has been disclosed. The interaction of external factors and the characteristics of an organization can determine potential benefits resulting in higher levels of transparency or, conversely, potential costs impeding successful outcomes (Abeysekera & Guthrie, 2005; Gray, Owen & Adams, 1996). Emerging countries have their own market capitalization uniqueness. Many financial and market crises in emerging countries have had a major impact on the business environment (Belal et al., 2013; Wolfenzon & Morck, 2005).

The scope of this review involves the research on voluntary disclosure in emerging countries. The World Bank uses Gross Domestic Product (GDP) per capita as a measure to classify the markets of a country. Emerging countries often include countries that have reached a minimum GDP level and are in the development cycle's growth phase but whose economies are particularly vulnerable to internal or external forces (Bekaert & Harvey, 2000). These emerging countries are currently the dominant bloc of the majority of the world's population (Neu, 2001). Due to their economic growth and potential investment benefits, including regulatory reforms,

cross - border trade and monetary policies, emerging markets have become the focus of international companies, personal and individual investors. Many emerging markets have increasing demands on their export companies, promising their shareholders substantial returns (Millar, Eldomiaty, Choi & Hilton, 2005).

As a result of the market phenomenon, researchers have examined the emerging countries extensively (such as Goldstein & Xie, 2009; Klapper & Love, 2004; Wolfenzon&Morck, 2005), especially in the field of corporate governance. These studies, however, focused mainly on the impact of changes in the economic environment on companies ' corporate governance systems. The vast majority of corporate governance studies argued that companies in this market tend to have weak enforcement of corporate governance systems due to the demarcation of emerging countries in the form of their political and social environment and their market growth (Akhtaruddin, Hossain, Hossain, & Yao, 2009; Bedi & Aboagye-Otchere, 2012; Belal et al., 2013; Loukil & Yousfi, 2012; Otchere, 2012; Belal et al., 2013; Loukil & Yousfi, 2012; Othman &Zeghal, 2009; Siregar&Siagian, 2013; Wolfenzon & Morck, 2005).

Akhtaruddin et al. in Malaysia. 2009) found that the quantity of information released on the market is less transparent and more conservative due to the large number of family - controlled companies (one of the corporate governance structure issues).

Xiao, Gao, Heravi and Cheung (2005) have conducted a comparative study between Hong Kong and the United Kingdom and have identified differences in the degree of social responsibility of companies. Companies in the UK are providing more social information than companies in Hong Kong. Xiao et al, et al. 2005) argued that public awareness of social and environmental issues, institutional and regulatory enforcement in the United Kingdom is greater than in the emerging country of Hong Kong.

Since the majority of the studies indicated that emerging countries have weak corporate governance systems, research on voluntary disclosure practices in emerging countries is often associated with low levels of voluntary disclosure (Akhtaruddin et al., 2009; Chau &Gray, 2010; Chau &Gray, 2002; Hossain &Hammami, 2009; Jaggi& Low, 2000). Despite listing agencies and securities commissions requiring listed companies to comply with accounting standards and disclosure provisions, it is often alleged that companies' annual reports do not contain sufficient information other than the disclosure requirements stipulated by the regulators (Akhtaruddin et al., 2009; Haniffa& Cooke, 2002; Ho & Wong, 2001; Rouf& Harun, 2011). This shortcoming results not only in poor voluntary information disclosure, but also poor disclosure compliance on the part of the listed companies (Akhtaruddin, 2005; Healy & Palepu, 2001; Ho & Wong 2001; Leuz & Wysocki, 2008).

2. THEORIES

voluntary disclosures practice Several theories have been found through the literature to explain voluntary disclosure practices, including agency theory, signalling theory, capital need theory, and legitimacy theory.

2.1 Agency theory Jensen & Meckling (1976: 308) define the agency relationship as "a contract under which one or more persons (the principals) engage another person (the agent) to perform some service on their behalf which involves delegating some decision-making authority to the agent." Agents correspond to managers, whereas

principals correspond to shareholders from a companies' perspective. Agency costs stem from the assumption agents and principals the two parties, have different interests. The directors, shareholders, pay the costs of monitoring to limit the aberrant activities of the agents. Bonding costs are paid by agents, managers to ensure that their decisions and actions do not harm the interests of the principal. Residual losses arise when the agents' decisions differ from the decisions that would maximize the benefit of the principal. Accordingly, the agency costs are the sum of the monitoring costs, the bonding costs and the residual losses (Jensen & Meckling, 1976).

The relationship between agencies leads to the problem of information asymmetry because managers have more access to information than to shareholders (Jensen & Meckling, 1976). Optimal contracts are one of the ways to mitigate the agency problem, as they help to bring the interests of shareholders into line with the interests of managers (Healy & Palepu, 2001). In addition, voluntary disclosure is another means of mitigating the agency problem, where managers disclose more voluntary information reducing the agency costs (Barako et al., 2006) and also to convince the external users that managers are acting in an optimal way (Watson et al., 2002).

Finally, regulations are another way to mitigate the agency problem, as managers need to fully disclose private information (Healy & Palepu, 2001). In the presence of regulations, however, complete disclosure is never guaranteed (Al- Razeen & Karbhari 2004). The lack of full disclosure is explained by the conflict between managers' and shareholders' interests (Lev & Penman 1990; Samuels 1990). Furthermore, corporate reporting regulations are intended to provide investors with the minimum amount of information they need to make decisions (Al-Razeen & Karbhari 2004).

2.2 Signalling theory Although the signalling theory was originally developed to clarify the information asymmetry in the labour market (Spence, 1973), it has been used to explain voluntary disclosure in corporate reporting (Ross, 1977). As a result of the information asymmetry problem, companies inform investors of certain information to show that it is better than other companies on the market to attract investment and to improve their reputation (Verrecchia, 1983). Voluntary disclosure is one of the signalling means by which companies disclose more information than mandatory information required by laws and regulations to signal that they are better (Campbell et al., 2001).

2.3 Theory of capital needs Companies aim to attract external finance, either through debt or equity, to increase their capital. The theory of capital needs indicates that voluntary disclosure helps to achieve the need for a company to raise capital at low cost (Choi, 1973). According to the Improved Business Reporting: Insights into the Enhancement of Voluntary Disclosure, published by the Financial Accounting Standards Board as part of its broader Business Reporting Research Project in 2001, capital competition leads to increased voluntary disclosure. The reason for this is that " the cost of capital of a company is believed to include a premium for the uncertainty of the investors about the adequacy and accuracy of the information available about the company." Therefore, a reduction in the cost of capital of a company is achieved if investors can interpret the economic prospects of the company through voluntary disclosure (Financial Accounting Standards Board, 2001). The relationship between voluntary disclosure and capital costs was considered to be a positive relationship; the higher the disclosures, the lower the capital cost. As Botosan (2006) however pointed

out, another " research stream indicates that certain types of disclosure could have the opposite effect. "

2.4 Legitimacy theory The theory of legitimacy assumes that a company is not entitled to exist unless its values are perceived to match that of the general society in which it operates (Dowling & Pfeffer, 1975; Lindblom, 1994; Magness, 2006). Therefore, the idea of the theory of legitimacy resembles a social contract between society and the company (Magness 2006). Since the goal of accounting is to provide users with information that helps them to make decisions, i.e. to satisfy social interests, the theory has been integrated into accounting studies. "means of explaining what, why, when and how certain items are addressed by corporate management in their communication with outside audiences" (Magness, 2006: 542).

Since the theory of legitimacy is based on the perception of society, management is forced to disclose information that would change the opinion of external users on its company (Cormier & Gordon, 2001). As an important source of legitimacy, the annual report was identified (Dyball, 1998; O'Donovan, 2002). Legitimization can be achieved through both mandatory disclosures– disclosures made in financial statements on the basis of regulations and voluntary disclosures made in other sections of the annual report (Magness, 2006; Lightstone & Driscoll, 2008).

3. DETERMINANTS OF VOLUNTARY DISCLOSURE

Factors affecting the provision and requirement for voluntary disclosure were compiled through literature by Healy & Palepu (2001) and Graham et al. (2005). The previous studies categorize the factors that affect the decisions of managers to disclose information voluntarily between motivations and constraints. The motivation for voluntary disclosure includes transactions / information asymmetry on the capital markets, contest for corporate control, stock compensation, increased analyst coverage, management talent reporting and compulsory disclosure limitations.

Factors affecting the provision and requirement for voluntary disclosure were compiled through literature by Healy & Palepu (2001) and Graham et al. (2005). The previous studies categorize the factors that affect the decisions of managers to disclose information voluntarily between motivations and constraints. The motivation for voluntary disclosure includes transactions/information asymmetry on the capital markets, contest for corporate control, stock compensation, increased analyst coverage, management talent reporting and compulsory disclosure limitations. Voluntary disclosure restrictions include: disclosure precedent, ownership costs, agency costs and political costs. Litigation cost can be viewed as a motive or constraint.

3.1 Motivations for voluntary disclosure In Healy and Palepu (2001) and Graham et al. (2005), the six motivations for voluntary disclosure are as follows:

3.1.1 Capital market transactions / information asymmetry the perception of investors towards information asymmetry between managers and external investors needs to be reduced if managers want to issue new capital through equity or debt (Myers & Majluf, 1984). As a result, external finance and capital costs should be reduced. As a result, external finance and capital costs should be reduced. Voluntary disclosure of information can help achieve this objective by reducing the asymmetry of information when voluntary disclosure to external investors is increased (Diamond & Verrecchia, 1991; Kim & Verrecchia, 1994; Healy & Palepu, 2001; Graham et al., 2005).

3.1.2 Contest for corporate control the possibility of undervaluation by a company is another reason for managers to increase voluntary disclosure in order to reduce this possibility, especially when poor earnings and stock performance could lead to job loss (Healy & Palepu, 2001; Graham et al., 2005). For example, poor stock performance related to the turnover of Chief Executive Officers (Warner et al., 1988; Weisbach, 1988). Consequently, managers increase the disclosure of information in order to retain corporate control, explain the reasons for poor performance and reduce the possibility of undervaluing the stocks of the company (Healy & Palepu, 2001).

3.1.3 Stock compensation Another reason for increased voluntary disclosure of information is to reward managers with stock-based compensation plans, such as stock appreciation rights and stock option grants (Healy & Palepu, 2001; Graham et al., 2005). There are two reasons for this: firstly, when managers act in the interests of existing shareholders, they will have incentives to reduce contracting costs associated with stock compensation for new employees (Aboody & Kasznik, 2000).

Secondly, when managers are interested in trading their shares, they are motivated to disclose private information in order to comply with the restrictions of the rules of insider trading and to correct any perceptions of undervaluation before the awards expire (Healy & Palepu, 2001; Graham et al., 2005).

3.1.4 Increased coverage of analysts Increased voluntary information disclosure reduces the cost of information acquisition by analysts, since private information management is not entirely required by mandatory disclosure. By increasing the amount of information available to them, the number of analysts following the company would increase (Bhushan, 1989a, b; Lang & Lundholm, 1996; Graham et al., 2005).

3.1.5 Talent management that indicates to investors the ability of managers to predict and respond to future changes in the economic environment of the company is one of the determinants of the market value of the company. Talented managers therefore voluntarily disclose earnings forecast information to reveal their talent (Trueman, 1986; Healy & Palepu, 2001; Graham et al., 2005). Graham et al. (2005) argue that managers limit the disclosure of information that regulators may use against them.

3.1.6 Compulsory disclosure Limitations Since regulations and laws usually do not meet the need for information from investors through compulsory disclosure (Graham et al., 2005), since, in most cases, laws and regulations provide investors with the minimum amount of information that contributes to the decision-making process (Al-Razeen & Karbhari, 2004), voluntary disclosure of information is necessary. Voluntary disclosure is therefore perceived to fill the gaps missing from compulsory disclosure (Graham et al., 2005).

3.2 Voluntary disclosure constraints Graham et al. (2005) identify factors that limit and/or prevent managers from voluntarily disclosing corporate information:

3.2.1 Disclosure precedent One of the factors that reduces voluntary disclosure of information is the setting of a disclosure precedent, which means that managers will have to maintain the same pattern in the future, although this may be difficult to maintain (Graham et al. 2005). Moreover, the market would expect the company to be committed to the new disclosures and maintain them even if the news is good or bad.

This provides an incentive for managers to reduce voluntary disclosures (Graham et al., 2005).

3.2.2 Ownership costs Ownership information was defined by Dye(1985) as " any information whose disclosure potentially alters the company's future earnings gross of senior management 's compensation," including information that could reduce the customer's demand for the products of a company.

3.2.2 Proprietary costs Proprietary information has been defined by Dye (1985: 123) as "any information whose disclosure potentially alters a firm's future earnings gross of senior management's compensation" including information that may decrease customer's demand for a company's products. Managers therefore prefer not to disclose information that may affect their company's competitive position in a market, even if this would increase the associated cost of capital. Ownership costs can be said to be a competitive disadvantage (Campbell et al., 2001). Managers may reveal aggregate performance information when their companies perform differently across their segments (Hayes &Lundholm, 1996; Healy & Palepu, 2001). On the other hand, companies with similarly decreasing profits across their segments will provide more segment information (Piotroski, 1999).

3.2.3 Nanda et al. costs the Agency. 2003) and Berger and Hann (2003) argue that one of the reasons beyond reduced voluntary disclosure is agency issues. Managers ' desire to keep away from potential attention and to monitor unimportant items such as career concerns and external reputation by stockholders and bondholders is one of the factors that limit voluntary disclosure (Graham et al., 2005).

3.2.4 Political costs In general, managers prefer not to disclose voluntary information that could be used against them by regulators(Graham et al., 2005). The political cost depends on the size of the company, according to Watts & Zimmerman(1978), Political costs depend on the size of the company. Large companies with high profits are more likely to reduce the level of voluntary disclosure of information, to avoid political attacks, such as the threat of nationalization, and to reduce the attention expected to be drawn on the basis of high profits (Wallace et al., 1994; Camfferman& Cooke, 2002; Alsaeed, 2006). Income taxes are also among the political costs incurred, which are heavily dependent on the profits reported; the higher the profits reported, the more taxes the company pays on profits (political costs).

3.3 Litigation costs Litigation may be seen as an incentive to increase disclosure or a disclosure constraint. On the one hand, managers are encouraged to increase voluntary disclosure so that they are not subject to legal action against them as a result of inadequate or untimely disclosures. Managers will also be careful to disclose more information, particularly bad news to limit the threat of litigation (Skinner, 1994, 1997; Francis et al., 1994). Managers, on the other hand, can reduce the voluntary disclosure of forward-looking information due to litigation, especially if managers are at risk of being penalized against their forecasts (Healy & Palepu, 2001; Graham et al., 2005).

4. SOURCES OF VOLUNTARY DISCLOSURES

Corporate information can be represented in a variety of voluntary sources of communication, including magazines, newspapers, press reports, stockbroker advice, shareholder letters, management forecasts, analyst presentations, employee reports, interim reports and annual reports(Healy& Palepu, 2001). However, the annual report

is seen by many users in developed and developing countries as the most important, frequent and important source of information for all other sources. (Epstein & Pava, 1993; Lang & Lundholm, 1993; Cook & Sutton, 1995; Gray et al., 1996; Abu-Nassar & Rutherford, 1996; Bartlett & Chandler, 1997; Botosan, 1997; Naser et al., 2003; Akhtaruddin, 2005; Alattar & Al-Khater, 2007; Catasús, 2008; Chau & Gray, 2010).

In addition, the annual reports provide a core source of information for the public, although additional information may be provided by other reports and company websites (Patel & Dallas 2002). The annual reports are labeled the only formal source of information in many developing countries (Naser & Nuseibeh, 2003; Al-Razeen & Karbhari, 2007), although shareholders may have access to and obtain information directly through the management of the companies (Naser & Nuseibeh, 2003). The annual reports are also published on a regular basis and are publicly available (Catasús, 2008).

Finally, Lang and Lundholm (1993) submitted that the disclosure of annual reports is positively linked to the level of disclosure provided by other media. Therefore, and there are many other means of reporting than the annual report, they still serve as a good proxy for the level of disclosure provided by companies (Lang & Lundholm, 1993). The annual report is intended to provide valuable information to stakeholders in the company, in particular the shareholders (Zairi & Letza 1994).

The information contained in the annual report can be divided into two parts: the first part is financial information, including financial statements, auditor's report and financial statements notes, while the second part is non-financial information, including all other reports, such as the chairman's report, the directors' reports, the management discussion and analysis section (Naser & Nuseibeh, 2003).

Although management discussion and analysis are part of the category of non-financial information, they have been identified as a source of useful information for financial analysis (Clarkson et al., 1999; Barron et al., 1999). Finally, opponents of annual reports argue that they do not provide a rational vision of the future of a company; they are used more for publicity and public relations purposes than for decision-making (Jacobson, 1988).

5. SUMMARY AND CONCLUSION

This paper provided an overview of the theoretical aspect of voluntary communication. Voluntary disclosure theories commonly used in the literature include theory of agencies, theory of signals, theory of capital needs and the theory of legitimacy. Voluntary disclosure determinants fall into motivations and constraints. Six motivations were discussed: capital market transactions / asymmetry of information, contest for corporate control, stock compensation, increased analyst coverage, management talent reporting and compulsory disclosure limitations. Limitations included: precedent for disclosure, ownership costs, agency costs and political costs. Finally, various sources of voluntary disclosure of information were discussed to clarify why annual reports are the preferred source of information. Academics still need future research, as there is no consensus on certain aspects of voluntary disclosure, such as its relationship to capital costs. Practitioners should take into consideration the biases of information disclosed that could not be deleted with regard to voluntary disclosures.

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