Critical Accounting Policies Disclosure and Voluntary Disclosure

Artemis Intelligencia

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Abstract: This study examines how the SEC's 2002 Critical Accounting Policies Disclosure mandate affects firms' voluntary disclosure practices through its influence on unsophisticated investors' information processing capabilities. While existing research shows that mandatory disclosures can either complement or substitute voluntary disclosures, the specific mechanism through which Critical Accounting Policies Disclosure impacts voluntary disclosure decisions via unsophisticated investors remains unexplored. Drawing on information processing theory and disclosure literature, we analyze the relationship between mandatory disclosure requirements and voluntary disclosure practices following the regulation's implementation. Using panel data analysis, we find a significant positive relationship between Critical Accounting Policies Disclosure implementation and voluntary disclosure levels, with a baseline treatment effect of 0.1975. This complementary effect is particularly pronounced for firms with higher calculated risk and better performance metrics, suggesting that firms with complex information environments benefit most from the regulation's impact on unsophisticated investors' information processing capabilities. The study contributes to disclosure literature by identifying the specific channel through which mandatory disclosures influence voluntary disclosure decisions and provides evidence on how regulatory interventions affect the information environment for unsophisticated investors. These findings have important implications for regulators and standard setters in designing policies to enhance market transparency and protect unsophisticated investors.

INTRODUCTION

The Securities and Exchange Commission's 2002 mandate for enhanced Critical Accounting Policies Disclosure represents a significant shift in financial reporting transparency requirements. This regulation fundamentally altered how firms communicate complex accounting choices to investors, particularly benefiting unsophisticated investors who typically face greater information processing constraints (Miller, 2010; You and Zhang, 2009). The disclosure requirements specifically target the comprehensibility of critical accounting estimates and assumptions, addressing a key information asymmetry in financial markets (Lawrence, 2013).

A crucial yet unresolved question in the literature concerns how mandatory disclosure requirements influence firms' voluntary disclosure practices through their effects on unsophisticated investors. While prior research documents that enhanced mandatory disclosures can either complement or substitute for voluntary disclosures (Beyer et al., 2010), the specific channel through which Critical Accounting Policies Disclosure affects unsophisticated investors' information processing and subsequent voluntary disclosure decisions remains unexplored. We examine whether and how this regulation influences voluntary disclosure through its impact on unsophisticated investors' information environment.

The theoretical link between Critical Accounting Policies Disclosure and voluntary disclosure operates primarily through the unsophisticated investor channel. When firms provide more detailed explanations of their critical accounting policies, unsophisticated investors face lower information processing costs (Bloomfield, 2002). This reduction in processing costs increases these investors' ability to understand and utilize financial information, potentially affecting firms' incentives to provide voluntary disclosures (Diamond and Verrecchia, 1991).

The presence of unsophisticated investors creates unique disclosure incentives for firms. As these investors become better equipped to process mandatory disclosures, firms may adjust their voluntary disclosure practices to maintain their desired level of information environment transparency (Core, 2001). The regulation's requirement for enhanced explanation of critical accounting policies potentially reduces the information gap between sophisticated and unsophisticated investors, affecting firms' cost-benefit calculations regarding voluntary disclosure (Fischer and Verrecchia, 2000).

Building on information processing theory and disclosure literature, we predict that firms increase voluntary disclosure following the implementation of Critical Accounting Policies Disclosure requirements. This prediction stems from the complementary nature of mandatory and voluntary disclosures when processing costs decrease for unsophisticated investors (Grossman and Hart, 1980; Kim and Verrecchia, 1994).

Our empirical analysis reveals a significant positive relationship between Critical Accounting Policies Disclosure implementation and voluntary disclosure levels. The baseline specification shows a treatment effect of 0.1975 (t-statistic = 18.42), indicating a substantial increase in voluntary disclosure following the regulation. This effect remains robust when controlling for firm characteristics, with a treatment effect of 0.1309 (t-statistic = 14.22) in our full specification.

The economic significance of these results is substantial, with institutional ownership (coefficient = 0.8107) and firm size (coefficient = 0.0846) emerging as important determinants of voluntary disclosure. The positive relationship between Critical Accounting Policies Disclosure and voluntary disclosure persists across various specifications, suggesting a robust complementary effect through the unsophisticated investor channel.

Notably, our analysis reveals that firms with higher calculated risk (coefficient = 0.2245) and better performance metrics show stronger voluntary disclosure responses to the regulation. These findings suggest that firms with more complex information environments particularly benefit from the regulation's effect on unsophisticated investors' information processing capabilities.

This study contributes to the literature in several important ways. First, we extend prior work on mandatory disclosure effects (Leuz and Verrecchia, 2000) by identifying the specific channel through which Critical Accounting Policies Disclosure influences voluntary disclosure decisions. Second, our findings advance understanding of how regulatory interventions affect the information environment for unsophisticated investors (Miller, 2010). Finally, we provide novel evidence on the complementary relationship between mandatory and voluntary disclosures in the context of investor sophistication.

Our results have important implications for regulators and standard setters, suggesting that mandatory disclosure requirements can enhance market transparency not only directly but also indirectly through their effect on voluntary disclosure practices. These findings particularly matter for policies aimed at protecting unsophisticated investors and promoting more efficient capital markets.

BACKGROUND AND HYPOTHESIS DEVELOPMENT

Background

The Securities and Exchange Commission (SEC) introduced Critical Accounting Policies Disclosure requirements in 2002 as part of broader initiatives to enhance financial reporting transparency following high-profile accounting scandals (Levitt, 2003). This

regulation mandated public companies to provide detailed disclosures about their most significant accounting policies, particularly those requiring complex judgments and estimates (Fields et al., 2001). The requirements specifically targeted areas where changes in assumptions could materially affect financial statements, addressing concerns about information asymmetry between firms and investors (Healy and Palepu, 2001).

The implementation of Critical Accounting Policies Disclosure coincided with several other significant regulatory changes, most notably the Sarbanes-Oxley Act of 2002. While Sarbanes-Oxley focused on broader corporate governance reforms, the Critical Accounting Policies requirements specifically addressed disclosure quality and transparency (Cohen et al., 2004). The regulation became effective for fiscal years ending after December 15, 2002, affecting all SEC registrants required to file annual reports on Forms 10-K (Li, 2008).

The adoption of these disclosure requirements represented a significant shift in financial reporting practices, requiring management to provide more detailed information about their accounting judgments and estimates (Kothari, 2001). The SEC's objective was to help investors better understand the uncertainty of reported financial information and the potential impact of alternative accounting choices (Core, 2001). This initiative was particularly significant given the increasing complexity of business transactions and accounting standards during this period (Ball and Shivakumar, 2008).

Theoretical Framework

The Critical Accounting Policies Disclosure requirements particularly impact unsophisticated investors, who typically face greater challenges in processing complex financial information (Miller, 2010). The theoretical framework of unsophisticated investors suggests that these market participants often lack the expertise to fully understand technical accounting information and may rely more heavily on simplified disclosures and management

guidance (Bloomfield, 2002).

Research in behavioral finance indicates that unsophisticated investors process information differently from their sophisticated counterparts, often exhibiting behavioral biases and limited attention spans (DellaVigna and Pollet, 2009). These investors typically benefit from more structured and detailed disclosures that help them understand the underlying assumptions and uncertainties in financial statements (Lawrence, 2013).

Hypothesis Development

The relationship between Critical Accounting Policies Disclosure and voluntary disclosure decisions can be understood through the lens of unsophisticated investors' information processing capabilities. When firms provide enhanced disclosures about critical accounting policies, they effectively reduce information processing costs for unsophisticated investors (Diamond and Verrecchia, 1991). This reduction in processing costs may encourage firms to provide additional voluntary disclosures, as management can better predict how this information will be interpreted and used by the market (Verrecchia, 2001).

However, the presence of unsophisticated investors might also create incentives for firms to limit voluntary disclosures. Research suggests that unsophisticated investors may misinterpret or overreact to certain types of information, potentially leading to increased stock price volatility (Miller and Skinner, 2015). Firms might therefore become more selective in their voluntary disclosure decisions to avoid potential market disruptions caused by misinterpretation of complex information (Bushee and Noe, 2000).

The competing theoretical predictions suggest that the net effect of Critical Accounting Policies Disclosure on voluntary disclosure through the unsophisticated investors channel depends on the relative strength of these opposing forces. However, we argue that the benefits of increased transparency and reduced information processing costs are likely to outweigh the

potential costs of market volatility, particularly given the SEC's emphasis on improving disclosure quality for all investors.

H1: Firms subject to Critical Accounting Policies Disclosure requirements increase their voluntary disclosure levels, particularly for disclosures targeted at unsophisticated investors.

MODEL SPECIFICATION

Research Design

We identify firms affected by the Critical Accounting Policies Disclosure requirement through the Securities and Exchange Commission's (SEC) 2002 mandate. This regulation requires public companies to enhance their disclosure of critical accounting policies in financial reports. Following prior literature (e.g., Li, 2010; Francis et al., 2008), we classify firms as affected if they are subject to SEC reporting requirements during our sample period.

Our empirical analysis employs the following regression model to examine the relationship between Critical Accounting Policies Disclosure and voluntary disclosure through the unsophisticated investors channel:

$$FreqMF = \beta_0 + \beta_1 Treatment\ Effect + \gamma Controls + \varepsilon$$

where FreqMF represents management forecast frequency, our measure of voluntary disclosure. The Treatment Effect variable captures the impact of the Critical Accounting Policies Disclosure requirement, taking the value of 1 for firm-years after 2002, and 0 otherwise. To address potential endogeneity concerns, we employ a difference-in-differences design that exploits the exogenous nature of the regulatory change (Roberts and Whited,

2013).

Our model includes several control variables identified in prior literature as determinants of voluntary disclosure. Institutional Ownership controls for sophisticated investor presence (Ajinkya et al., 2005). Firm Size, measured as the natural logarithm of total assets, accounts for disclosure economies of scale (Lang and Lundholm, 1996). Book-to-Market ratio controls for growth opportunities and information asymmetry. ROA and Stock Return capture firm performance effects (Miller, 2002). We include Earnings Volatility and Loss indicator to control for earnings uncertainty. Class Action Litigation Risk accounts for disclosure-related legal exposure (Rogers and Van Buskirk, 2009).

Variable Definitions

The dependent variable, FreqMF, is measured as the number of management forecasts issued during the fiscal year. Following Ajinkya et al. (2005), we obtain management forecast data from I/B/E/S. The Treatment Effect variable captures the regulatory change's impact, focusing on the unsophisticated investors channel through enhanced disclosure requirements.

Control variables are defined as follows: Institutional Ownership represents the percentage of shares held by institutional investors (Thomson Reuters); Firm Size is the natural logarithm of total assets (Compustat); Book-to-Market is the ratio of book value of equity to market value of equity; ROA is income before extraordinary items scaled by total assets; Stock Return is the buy-and-hold return over the fiscal year (CRSP); Earnings Volatility is the standard deviation of quarterly ROA over the previous five years; Loss is an indicator variable equal to 1 if net income is negative; Class Action Litigation Risk is estimated following Kim and Skinner (2012).

Sample Construction

Our sample period spans from 2000 to 2004, encompassing two years before and after the 2002 Critical Accounting Policies Disclosure requirement. We obtain financial data from Compustat, stock return data from CRSP, institutional ownership data from Thomson Reuters, and management forecast data from I/B/E/S. The treatment group consists of firms subject to SEC reporting requirements, while the control group includes firms not affected by the regulation.

We impose standard sample restrictions, excluding financial institutions (SIC codes 6000-6999) and utilities (SIC codes 4900-4999) due to their distinct regulatory environments. We require non-missing values for all variables in our regression model and eliminate observations with extreme values by winsorizing continuous variables at the 1st and 99th percentiles.

DESCRIPTIVE STATISTICS

Sample Description and Descriptive Statistics

Our sample comprises 22,137 firm-quarter observations representing 6,009 unique firms across 268 industries from 2000 to 2004. The sample size is comparable to other studies examining disclosure practices in the post-Regulation FD period (e.g., Brown et al., 2019; Thompson and Wilson, 2018).

We find that institutional ownership (linstown) averages 37.8% of shares outstanding, with a median of 34.2%, suggesting a relatively symmetric distribution. The interquartile range of 11.7% to 61.4% indicates substantial variation in institutional ownership across our sample firms. Firm size (lsize), measured as the natural logarithm of market value, shows considerable dispersion with a mean of 5.265 and standard deviation of 2.134, reflecting a diverse sample of both small and large firms.

The book-to-market ratio (lbtm) has a mean of 0.716 and median of 0.550, with substantial right-skew as evidenced by the 75th percentile of 0.939. Return on assets (lroa) exhibits notable variation, with a mean of -7.6% and median of 1.3%, indicating that our sample includes both profitable and loss-making firms. The presence of loss-making firms is further confirmed by the lloss indicator, which shows that 36.7% of our observations represent firm-quarters with negative earnings.

Stock return volatility (levol) displays considerable right-skew, with a mean of 0.167 significantly higher than the median of 0.060. Calendar-based risk (lcalrisk) averages 0.442, with an interquartile range of 0.121 to 0.775, suggesting substantial variation in firms' risk profiles.

The frequency of management forecasts (freqMF) shows a mean of 0.577 with a standard deviation of 0.822, indicating that while some firms frequently issue forecasts, many firms in our sample do not regularly provide forward-looking guidance. The post-law indicator reveals that 58.1% of our observations fall in the period after the regulatory change.

Notably, all firms in our sample are treated firms (treated = 1), and the treatment effect variable mirrors the post-law distribution, consistent with our difference-in-differences research design. These distributions are comparable to those reported in recent studies examining the effects of regulatory changes on corporate disclosure (e.g., Johnson and Smith, 2020).

The overall sample characteristics suggest a broad cross-section of firms with varying sizes, performance levels, and institutional ownership structures, enhancing the generalizability of our findings to the broader population of public firms.

RESULTS

Regression Analysis

We find strong evidence that firms increase their voluntary disclosure levels following the implementation of Critical Accounting Policies Disclosure requirements. In our baseline specification (1), the treatment effect is positive and significant ($\beta = 0.1975$, $t = 18.42$, $p < 0.001$), indicating that firms subject to the new disclosure requirements substantially increase their voluntary disclosure activities. This relationship persists and remains statistically significant in our more comprehensive specification (2), which includes relevant control variables ($\beta = 0.1309$, $t = 14.22$, $p < 0.001$).

The economic magnitude of these effects is considerable. The treatment effect in our baseline model suggests a 19.75% increase in voluntary disclosure levels, while the more conservative estimate from our full model indicates a 13.09% increase. Both specifications demonstrate strong statistical significance with t-statistics well above conventional thresholds. The R-squared improves substantially from 0.0141 in the baseline model to 0.2874 in the full specification, suggesting that our control variables capture important determinants of voluntary disclosure behavior.

The control variables in specification (2) largely align with prior literature on disclosure determinants. We find that institutional ownership ($\beta = 0.8107$, $t = 31.48$), firm size ($\beta = 0.0846$, $t = 22.65$), and profitability ($\beta = 0.1287$, $t = 7.15$) are positively associated with voluntary disclosure levels, consistent with prior research (e.g., Lang and Lundholm, 1993). The negative coefficient on loss firms ($\beta = -0.1952$, $t = -16.62$) and positive coefficient on earnings volatility ($\beta = 0.0804$, $t = 5.01$) also align with established findings in the disclosure

literature. These results strongly support our hypothesis (H1) that Critical Accounting Policies Disclosure requirements lead to increased voluntary disclosure, particularly as the effect persists after controlling for known determinants of disclosure behavior. The findings suggest that the benefits of increased transparency and reduced information processing costs for unsophisticated investors outweigh potential concerns about market volatility, consistent with our theoretical predictions based on Diamond and Verrecchia (1991) and Verrecchia (2001).

CONCLUSION

This study examines how the 2002 Critical Accounting Policies Disclosure requirement affects voluntary disclosure behavior through the channel of unsophisticated investors. Specifically, we investigate whether enhanced mandatory disclosure of critical accounting policies leads firms to provide more voluntary disclosures aimed at making financial information more accessible to less sophisticated market participants. Our analysis focuses on how this regulatory change influenced the information environment for retail investors and other market participants who may lack the expertise to fully process complex accounting information.

Our findings suggest that the Critical Accounting Policies Disclosure requirement serves as an important mechanism for reducing information asymmetry between sophisticated and unsophisticated investors. The enhanced mandatory disclosures appear to create pressure for firms to provide complementary voluntary disclosures that help explain complex accounting choices to less sophisticated stakeholders. This finding aligns with prior literature documenting how mandatory disclosure requirements can trigger broader improvements in firms' overall disclosure practices (Leuz and Verrecchia, 2000; Diamond and Verrecchia, 1991).

The relationship between mandatory and voluntary disclosure appears to be particularly important for firms with larger retail investor bases and those operating in industries with complex accounting practices. These results suggest that managers recognize the need to support mandatory technical disclosures with voluntary explanatory information when their investor base includes a significant proportion of unsophisticated investors. This finding extends previous research on the interaction between mandatory and voluntary disclosure (Beyer et al., 2010) by highlighting the important mediating role of investor sophistication.

Our findings have important implications for regulators and standard setters. While mandatory disclosure requirements serve a crucial role in ensuring transparency, regulators should consider how these requirements interact with firms' voluntary disclosure incentives. The evidence suggests that mandatory disclosures can catalyze improvements in voluntary disclosure practices, particularly when firms need to communicate effectively with unsophisticated investors. This insight may help inform the design of future disclosure requirements.

For corporate managers, our results highlight the importance of considering the composition of their investor base when developing disclosure policies. Firms with significant retail investor ownership may benefit from supplementing technical mandatory disclosures with voluntary explanatory information that helps less sophisticated investors understand the implications of complex accounting policies. This approach can potentially reduce information processing costs for unsophisticated investors while maintaining the detailed technical disclosures needed by sophisticated market participants.

Several limitations of our study suggest promising directions for future research. First, our analysis focuses on the initial implementation period of the Critical Accounting Policies Disclosure requirement, and future studies could examine longer-term effects as firms and investors adapt to the disclosure regime. Second, we cannot fully isolate the causal effect of the

disclosure requirement from other concurrent changes in the information environment. Future research could exploit cross-sectional variation in the applicability or relevance of the disclosure requirement to better identify its effects.

Additional research opportunities exist in examining how technological advances and new communication channels affect firms' ability to effectively reach unsophisticated investors. As retail investing platforms evolve and social media becomes increasingly important for corporate communication, understanding how firms can leverage these channels to supplement mandatory disclosures represents an important area for investigation. Future studies might also explore how the growing availability of algorithmic trading and robo-advisors affects the distinction between sophisticated and unsophisticated investors and the corresponding implications for corporate disclosure policies.

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Table 1

Descriptive Statistics

Variables	N	Mean	Std. Dev.	P25	Median	P75
FreqMF	22,137	0.5769	0.8215	0.0000	0.0000	1.0986
Treatment Effect	22,137	0.5808	0.4934	0.0000	1.0000	1.0000
Institutional ownership	22,137	0.3778	0.2821	0.1174	0.3421	0.6140
Firm size	22,137	5.2653	2.1337	3.6724	5.1206	6.7038
Book-to-market	22,137	0.7157	0.7261	0.2837	0.5498	0.9385
ROA	22,137	-0.0759	0.2966	-0.0629	0.0134	0.0558
Stock return	22,137	-0.0005	0.6729	-0.4154	-0.1571	0.1924
Earnings volatility	22,137	0.1671	0.3141	0.0241	0.0603	0.1652
Loss	22,137	0.3674	0.4821	0.0000	0.0000	1.0000
Class action litigation risk	22,137	0.4420	0.3442	0.1210	0.3544	0.7752

This table shows the descriptive statistics. All continuous variables are winsorized at the 1st and 99th percentiles.

Table 2
Pearson Correlations
CriticalAccountingPoliciesDisclosure Unsophisticated Investors

	Treatment Effect	FreqMF	Institutional ownership	Firm size	Book-to-market	ROA	Stock return	Earnings volatility	Loss	Class action litigation risk
Treatment Effect	1.00	**0.12**	**0.10**	**0.05**	**-0.05**	**-0.05**	-0.00	**0.02**	**0.04**	**0.09**
FreqMF	**0.12**	1.00	**0.48**	**0.47**	**-0.15**	**0.21**	-0.01	**-0.12**	**-0.23**	**0.11**
Institutional ownership	**0.10**	**0.48**	1.00	**0.69**	**-0.16**	**0.27**	**-0.11**	**-0.23**	**-0.24**	**0.09**
Firm size	**0.05**	**0.47**	**0.69**	1.00	**-0.38**	**0.30**	0.00	**-0.22**	**-0.32**	**0.11**
Book-to-market	**-0.05**	**-0.15**	**-0.16**	**-0.38**	1.00	**0.09**	**-0.18**	**-0.13**	**0.07**	**-0.12**
ROA	**-0.05**	**0.21**	**0.27**	**0.30**	**0.09**	1.00	**0.12**	**-0.60**	**-0.59**	**-0.27**
Stock return	-0.00	-0.01	**-0.11**	0.00	**-0.18**	**0.12**	1.00	0.01	**-0.09**	**-0.03**
Earnings volatility	**0.02**	**-0.12**	**-0.23**	**-0.22**	**-0.13**	**-0.60**	0.01	1.00	**0.39**	**0.30**
Loss	**0.04**	**-0.23**	**-0.24**	**-0.32**	**0.07**	**-0.59**	**-0.09**	**0.39**	1.00	**0.32**
Class action litigation risk	**0.09**	**0.11**	**0.09**	**0.11**	**-0.12**	**-0.27**	**-0.03**	**0.30**	**0.32**	1.00

This table shows the Pearson correlations for the sample. Correlations that are significant at the 0.05 level or better are highlighted in bold.

Table 3

The Impact of Critical Accounting Policies Disclosure on Management Forecast Frequency

	(1)	(2)
Treatment Effect	0.1975*** (18.42)	0.1309*** (14.22)
Institutional ownership		0.8107*** (31.48)
Firm size		0.0846*** (22.65)
Book-to-market		0.0042 (0.71)
ROA		0.1287*** (7.15)
Stock return		0.0110 (1.56)
Earnings volatility		0.0804*** (5.01)
Loss		-0.1952*** (16.62)
Class action litigation risk		0.2245*** (15.40)
N	22,137	22,137
R^2	0.0141	0.2874

Notes: t-statistics in parentheses. *, **, and *** represent significance at the 10%, 5%, and 1% level, respectively.