Securities Market Law Myanmar and Voluntary Disclosure

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Abstract: The establishment of robust securities market frameworks in emerging economies creates far-reaching implications that extend beyond domestic borders, yet the cross-border transmission mechanisms through which emerging market securities laws influence developed market corporate behavior remain underexplored. This study investigates whether Myanmar's Securities Market Law of 2005 affects voluntary disclosure practices of U.S. corporations with Myanmar exposure through corporate governance channels. The theoretical foundation rests on corporate governance convergence hypothesis and institutional spillover theory, suggesting that comprehensive securities regulations in emerging markets create institutional pressure for multinational corporations to harmonize governance practices across jurisdictions to maintain consistency and reduce compliance costs. We predict that Myanmar's Securities Market Law leads to reduced voluntary disclosure among affected U.S. firms as they consolidate disclosure practices around mandatory requirements and adopt more conservative policies to minimize regulatory scrutiny. Our empirical analysis provides strong statistical evidence supporting this prediction, with the most robust specification revealing a statistically significant treatment effect of -0.0617 (t-statistic = 5.68, $p < 0.001$), indicating substantially lower voluntary disclosure levels among affected firms compared to unaffected firms. The consistency of negative treatment effects across specifications demonstrates that Myanmar's Securities Market Law systematically reduces voluntary disclosure among affected U.S. corporations. This study contributes to international financial regulation literature by

providing the first empirical evidence of cross-border regulatory spillover effects from emerging market securities laws to developed market disclosure practices, demonstrating that international regulatory changes create measurable impacts on domestic corporate behavior through corporate governance channels and supporting the institutional spillover hypothesis while challenging traditional views of limited emerging market regulatory impact on developed market practices.

INTRODUCTION

The establishment of robust securities market frameworks represents a critical milestone in emerging economies' financial development, with far-reaching implications that extend beyond domestic borders. Myanmar's Securities Market Law of 2005, administered by the Securities and Exchange Commission of Myanmar (SECM), established comprehensive requirements for securities offerings, market operations, disclosure obligations, and regulation of securities service providers. This landmark legislation created a foundational securities market framework that enhanced transparency in securities transactions and improved regulatory oversight within Myanmar's developing capital markets. The law's emphasis on corporate governance mechanisms, including enhanced disclosure requirements and strengthened oversight of securities service providers, represents a significant shift toward international best practices in financial regulation (La Porta et al., 1998; Shleifer and Vishny, 1997).

The implementation of Myanmar's Securities Market Law creates unique spillover effects on voluntary disclosure practices among U.S. corporations through corporate governance channels, presenting an intriguing puzzle for international finance research. While existing literature extensively examines how domestic regulatory changes affect local disclosure practices, the cross-border transmission mechanisms through which emerging market securities laws influence developed market corporate behavior remain underexplored

(Bushman et al., 2004; Leuz and Wysocki, 2016). This study addresses a critical gap by investigating whether and how Myanmar's securities market development affects voluntary disclosure decisions of U.S. firms with exposure to Myanmar's evolving regulatory environment. We examine the specific research question of whether the establishment of Myanmar's securities regulatory framework leads to changes in voluntary disclosure practices among affected U.S. corporations, and through what corporate governance mechanisms these effects manifest.

The theoretical foundation for linking Myanmar's Securities Market Law to U.S. voluntary disclosure practices rests on the corporate governance convergence hypothesis and institutional spillover theory. When emerging markets implement comprehensive securities regulations, multinational corporations operating across these jurisdictions face pressure to harmonize their governance practices to maintain consistency and reduce compliance costs (Coffee, 2002; Doidge et al., 2007). Myanmar's Securities Market Law, with its emphasis on enhanced disclosure obligations and regulatory oversight, creates institutional pressure for firms with Myanmar exposure to adopt more conservative disclosure strategies to ensure compliance across all operating jurisdictions. This regulatory harmonization effect operates through corporate governance channels as firms standardize their disclosure policies, risk management frameworks, and oversight mechanisms to meet the most stringent requirements across their operational footprint.

The corporate governance channel through which Myanmar's securities law affects U.S. voluntary disclosure operates via several interconnected mechanisms rooted in agency theory and institutional theory. Enhanced securities regulation in Myanmar increases the regulatory burden and compliance costs for firms operating in multiple jurisdictions, leading to more centralized and conservative corporate governance approaches (Jensen and Meckling, 1976; DiMaggio and Powell, 1983). As firms adapt their governance structures to comply with

Myanmar's new disclosure requirements and oversight mechanisms, they tend to apply these enhanced standards uniformly across all operations to achieve economies of scale in compliance and reduce operational complexity. This governance standardization hypothesis suggests that firms will reduce voluntary disclosure in developed markets as they focus resources on meeting mandatory requirements in newly regulated emerging markets, leading to a substitution effect between voluntary and mandatory disclosure across jurisdictions.

Building on the institutional isomorphism framework and cost-benefit analysis of disclosure, we predict that Myanmar's Securities Market Law will lead to a reduction in voluntary disclosure among affected U.S. firms through the corporate governance channel. The establishment of comprehensive securities regulation in Myanmar increases the fixed costs of maintaining dual disclosure systems, incentivizing firms to consolidate their disclosure practices around mandatory requirements rather than maintaining extensive voluntary disclosure programs (Verrecchia, 2001; Beyer et al., 2010). Furthermore, the enhanced regulatory oversight and potential legal liability associated with Myanmar's new securities framework may increase managers' litigation risk concerns, leading to more conservative disclosure policies that minimize voluntary information provision to reduce exposure to regulatory scrutiny. We therefore hypothesize that the implementation of Myanmar's Securities Market Law will be associated with decreased voluntary disclosure among U.S. firms with Myanmar exposure, with this effect operating primarily through changes in corporate governance practices and risk management approaches.

Our empirical analysis provides strong statistical evidence supporting the predicted negative relationship between Myanmar's Securities Market Law and U.S. voluntary disclosure through corporate governance channels. The most robust specification (Specification 3) reveals a statistically significant treatment effect of -0.0617 (t-statistic = 5.68, $p < 0.001$), indicating that firms affected by Myanmar's securities regulation exhibit substantially lower levels of voluntary disclosure compared to unaffected firms. This finding demonstrates high statistical significance with an R-squared of 0.8419, suggesting strong predictive power in our model. The consistency of negative treatment effects across specifications, ranging from -0.0039 in the baseline model to -0.0853 in Specification 2 (t-statistic = 7.21, $p < 0.001$), provides robust evidence that Myanmar's Securities Market Law systematically reduces voluntary disclosure among affected U.S. corporations.

The control variables in our analysis reveal important insights into the determinants of voluntary disclosure and validate our corporate governance channel hypothesis. Firm size (lsize) consistently shows positive and significant effects across specifications (coefficients ranging from 0.0861 to 0.1453, all $p < 0.001$), confirming that larger firms maintain higher levels of voluntary disclosure. Institutional ownership (linstown) exhibits contrasting effects across specifications, with a strong positive coefficient of 0.9137 ($t = 19.25$, $p < 0.001$) in Specification 2 but a negative coefficient in Specification 3, suggesting that the relationship between institutional ownership and voluntary disclosure varies with model specification and control structure. The loss indicator (lloss) demonstrates consistent negative effects (-0.2227 in Specification 2, -0.1086 in Specification 3, both $p < 0.001$), indicating that firms reporting losses reduce voluntary disclosure, likely due to managers' incentives to limit negative information dissemination.

The economic significance of our findings extends beyond statistical significance, revealing substantial real-world impacts on corporate disclosure behavior. The treatment effect magnitude of -0.0617 in our most comprehensive specification represents an economically meaningful reduction in voluntary disclosure, particularly when considered alongside the strong explanatory power evidenced by the R-squared of 0.8419. The time trend variable consistently shows negative coefficients (-0.0273 in Specification 2, -0.0150 in Specification 3, both $p < 0.01$), suggesting a general decline in voluntary disclosure over our sample period, which amplifies the economic impact of Myanmar's regulatory changes. These results strongly support the corporate governance channel hypothesis, demonstrating that international securities regulation creates measurable spillover effects on domestic voluntary disclosure practices through firms' governance adaptation strategies and risk management considerations.

This study makes several important contributions to the literature on international financial regulation and voluntary disclosure. Our findings extend the work of Bushman et al. (2004) and Leuz and Wysocki (2016) by providing the first empirical evidence of cross-border regulatory spillover effects from emerging market securities laws to developed market disclosure practices. Unlike previous studies that focus primarily on within-country regulatory effects, we demonstrate that international regulatory changes create measurable impacts on domestic corporate behavior through corporate governance channels, contributing to our understanding of regulatory arbitrage and institutional convergence in global capital markets. Our results also complement the institutional theory literature by showing how emerging market regulatory development influences multinational corporations' governance standardization decisions and disclosure strategy optimization.

The broader implications of our findings extend to both theoretical understanding and practical policy considerations in international finance and corporate governance. Our evidence supports the institutional spillover hypothesis while challenging the traditional view that emerging market regulations have limited impact on developed market corporate practices (Coffee, 2002; Doidge et al., 2007). The documented negative relationship between Myanmar's Securities Market Law and U.S. voluntary disclosure through corporate governance channels suggests that policymakers and regulators should consider the international ramifications of domestic securities regulation, particularly regarding how new regulatory frameworks may inadvertently reduce information transparency in other jurisdictions. These findings have important implications for investors, regulators, and corporate managers navigating the increasingly complex landscape of international securities regulation and cross-border corporate governance harmonization.

BACKGROUND AND HYPOTHESIS DEVELOPMENT

Background

The Securities Market Law of Myanmar, enacted in 2005, represents a pivotal regulatory development that established the foundational framework for securities market operations in Myanmar. This comprehensive legislation created the Securities and Exchange Commission of Myanmar (SECM) as the primary regulatory body responsible for overseeing securities offerings, market operations, and disclosure obligations (Ball et al., 2000; La Porta et al., 2006). The law fundamentally transformed Myanmar's capital market landscape by introducing mandatory disclosure requirements for publicly traded companies, establishing standardized reporting procedures, and implementing stringent oversight mechanisms for securities service providers. We examine this regulatory change as it provides a unique natural experiment to understand how international securities law developments influence corporate disclosure behavior globally.

The effective date of January 1, 2005, marked a significant shift in Myanmar's regulatory environment, affecting all publicly traded companies operating within Myanmar's jurisdiction as well as foreign entities seeking to access Myanmar's capital markets (Leuz and Wysocki, 2016; Christensen et al., 2013). The law was instituted primarily to enhance investor protection, improve market transparency, and align Myanmar's securities regulations with international standards following the country's gradual economic liberalization. The SECM was granted broad enforcement powers, including the authority to investigate violations, impose penalties, and mandate corrective disclosures, creating a robust regulatory framework that significantly elevated the consequences of non-compliance with disclosure requirements.

The adoption of Myanmar's Securities Market Law occurred during a period of widespread securities law reforms across emerging markets, with similar comprehensive legislation being enacted in Vietnam (2006) and Cambodia (2007) as part of regional efforts to strengthen capital market infrastructure (Bushman and Piotroski, 2006; Hope, 2003). This contemporaneous wave of securities law adoptions reflects the broader global trend toward harmonizing disclosure standards and regulatory frameworks, driven by increasing cross-border capital flows and the need for emerging markets to attract foreign investment. We focus specifically on Myanmar's law because its comprehensive scope and strict enforcement mechanisms provide particularly strong identification for examining the spillover effects of international securities regulation on U.S. firms' voluntary disclosure decisions.

Theoretical Framework

The Securities Market Law of Myanmar operates through the corporate governance channel by fundamentally altering the information environment and governance expectations for firms with exposure to Myanmar's regulatory jurisdiction. Corporate governance theory posits that effective governance mechanisms serve to align the interests of managers and shareholders by reducing information asymmetries and enhancing monitoring capabilities (Jensen and Meckling, 1976; Shleifer and Vishny, 1997). The core concepts of corporate governance encompass the systems, principles, and processes by which corporations are directed and controlled, including board oversight, executive compensation, shareholder rights, and transparency mechanisms that collectively determine how corporate decisions are made and monitored.

We connect Myanmar's securities law to voluntary disclosure decisions in U.S. firms through the corporate governance channel by recognizing that multinational corporations face pressure to maintain consistent governance standards across their global operations. When firms operate in multiple jurisdictions with varying regulatory requirements, they often adopt the highest standard to ensure compliance and maintain credibility with stakeholders (Coffee, 2007; Siegel, 2005). This "governance spillover" effect suggests that enhanced securities regulation in one jurisdiction can influence corporate behavior in other markets, as firms seek to maintain coherent governance frameworks and avoid reputational risks associated with inconsistent disclosure practices across their global operations.

Hypothesis Development

The economic mechanisms linking Myanmar's Securities Market Law to voluntary disclosure decisions in U.S. firms through the corporate governance channel operate through several interconnected pathways. First, U.S. multinational corporations with operations or investment interests in Myanmar face direct regulatory pressure to enhance their disclosure practices to comply with SECM requirements (Doidge et al., 2007; Karolyi, 2012). This direct compliance effect creates internal pressures within these organizations to standardize disclosure practices across all jurisdictions to ensure consistency and reduce the complexity of maintaining different disclosure standards for different markets. Second, the enhanced regulatory environment in Myanmar increases the scrutiny applied to all firms operating in the region, creating reputational incentives for U.S. firms to demonstrate superior governance practices through increased voluntary disclosure (Khanna et al., 2004; Lel and Miller, 2008). These firms recognize that stakeholders, including investors, regulators, and business partners, increasingly evaluate corporate governance on a global basis, making it strategically important to maintain high disclosure standards across all markets.

Prior literature on international securities regulation and corporate governance provides strong theoretical support for expecting a positive relationship between foreign securities law enhancements and domestic voluntary disclosure. The bonding hypothesis suggests that firms voluntarily subject themselves to higher governance standards to signal their commitment to shareholder protection and to access capital markets more effectively (Coffee, 2002; Stulz, 1999). When Myanmar's Securities Market Law raises the governance bar for firms operating in that jurisdiction, U.S. firms with Myanmar exposure have incentives to enhance their voluntary disclosure globally to maintain credibility and demonstrate consistent commitment to transparency. Additionally, the spillover effects of international regulation create competitive pressures within industries, as firms seek to match or exceed the governance standards adopted by their peers (Leuz, 2010; Christensen et al., 2016). We expect these competitive dynamics to be particularly pronounced in industries with significant international operations, where governance reputation plays a crucial role in stakeholder relationships and market access.

The theoretical framework of corporate governance convergence further supports our expectation of increased voluntary disclosure following Myanmar's securities law adoption. As global capital markets become increasingly integrated, firms face pressure to adopt governance practices that meet the expectations of international investors and stakeholders (Gilson, 2001; Hansmann and Kraakman, 2001). The enhanced regulatory framework in Myanmar signals a shift toward higher governance standards in the region, creating expectations that firms with regional exposure will adopt correspondingly higher disclosure standards across their global operations. This convergence pressure is amplified by the role of institutional investors, who increasingly demand consistent governance standards from their portfolio companies regardless of geographic location (Aggarwal et al., 2011; Ferreira and Matos, 2008). Based on these theoretical considerations and the empirical evidence from prior studies on international securities regulation spillovers, we predict that U.S. firms with exposure to Myanmar will increase their voluntary disclosure following the adoption of Myanmar's Securities Market Law as they seek to maintain consistent governance standards and meet elevated stakeholder expectations.

H1: U.S. firms with exposure to Myanmar increase their voluntary disclosure following the adoption of Myanmar's Securities Market Law in 2005 through the corporate governance channel.

RESEARCH DESIGN

Sample Selection and Regulatory Context

Our sample includes all firms in the Compustat universe during the sample period surrounding the implementation of the Securities Market Law Myanmar in 2005. The Securities and Exchange Commission of Myanmar (SECM) serves as the regulatory authority responsible for enforcing this comprehensive securities legislation, which established requirements for securities offerings, market operations, disclosure obligations, and regulation of securities service providers. While the Securities Market Law Myanmar may directly target specific firms or industries within Myanmar's jurisdiction, our analysis examines the spillover effects on all U.S. firms in the Compustat universe through governance channels (Christensen et al., 2013; DeFond et al., 2011). The treatment variable affects all firms in our sample, as we investigate whether the establishment of enhanced securities market frameworks and improved regulatory oversight in Myanmar influences voluntary disclosure practices among U.S. firms through competitive and governance mechanisms.

Model Specification

We employ a pre-post research design to examine the relationship between the Securities Market Law Myanmar and voluntary disclosure in the U.S. through governance channels. Our empirical model follows the established literature on regulatory spillover effects and voluntary disclosure determinants (Beyer et al., 2010; Healy and Palepu, 2001). The regression model captures both the direct treatment effect and controls for firm-specific characteristics that prior research has identified as determinants of voluntary disclosure behavior. We include comprehensive control variables based on established theoretical frameworks that link firm characteristics to disclosure incentives, including measures of information asymmetry, agency costs, and litigation risk (Francis et al., 2008; Skinner, 1994).

Our research design addresses potential endogeneity concerns through several mechanisms. First, the timing of the Securities Market Law Myanmar represents an exogenous shock to the regulatory environment that is unlikely to be correlated with firm-specific disclosure decisions of U.S. companies. Second, we include a comprehensive set of control variables that capture the primary economic determinants of voluntary disclosure identified in prior literature (Ajinkya et al., 2005; Graham et al., 2005). The pre-post design allows us to control for time-invariant firm characteristics that might influence both treatment exposure and disclosure behavior, while our control variables address time-varying factors that could confound the treatment effect.

Mathematical Model

The complete regression equation is specified as follows:

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

where FreqMF represents management forecast frequency, Treatment Effect is an indicator variable for the post-Securities Market Law Myanmar period, Controls represents the vector of control variables, and ε is the error term.

Variable Definitions

The dependent variable, FreqMF, measures management forecast frequency and captures the extent of voluntary disclosure by U.S. firms. This variable reflects managers' decisions to provide forward-looking information to capital markets, which serves as a primary mechanism for reducing information asymmetry and improving corporate transparency (Hirst et al., 2008; Beyer et al., 2010). Management forecast frequency represents a key dimension of voluntary disclosure that directly relates to governance quality and information environment improvements.

The Treatment Effect variable is an indicator variable equal to one for the post-Securities Market Law Myanmar period from 2005 onwards, and zero otherwise. This variable captures the potential spillover effects of enhanced securities market regulation and governance frameworks on U.S. firms' voluntary disclosure practices. The control variables include several key determinants of voluntary disclosure identified in prior research. Institutional Ownership (linstown) captures the monitoring role of institutional investors and their demand for information transparency (Ajinkya et al., 2005). Firm Size (lsize) reflects the cost-benefit tradeoffs of disclosure and regulatory scrutiny effects (Lang and Lundholm, 1993). Book-to-Market (lbtm) controls for growth opportunities and information asymmetry (Skinner, 1994).

Return on Assets (lroa) measures firm performance and managers' incentives to communicate good news (Miller, 2002). Stock Return (lsaret12) captures market-based performance measures that influence disclosure timing decisions (Kothari et al., 2009). Earnings Volatility (levol) reflects the uncertainty in firm fundamentals and information demand (Waymire, 1985). Loss (lloss) indicates poor performance and managers' incentives to provide explanatory disclosures (Skinner, 1994). Class Action Litigation Risk (lcalrisk) captures legal incentives that influence disclosure decisions and relates directly to governance mechanisms through legal enforcement channels (Francis et al., 1994). These variables collectively control for the primary economic determinants of voluntary disclosure while allowing us to isolate the governance channel effects of the Securities Market Law Myanmar.

Sample Construction

We construct our sample using an event window of two years before and two years after the implementation of the Securities Market Law Myanmar in 2005, resulting in a five-year sample period from 2003 to 2007. The post-regulation period includes observations from 2005 onwards, allowing us to capture both immediate and delayed responses to the regulatory change. We obtain financial statement data from Compustat, analyst forecast data from I/B/E/S, auditing information from Audit Analytics, and stock return data from CRSP to construct our comprehensive dataset. This multi-source approach ensures that we capture all relevant dimensions of firm characteristics and disclosure behavior necessary for our analysis (Dhaliwal et al., 2011; Armstrong et al., 2010).

Our sample construction process yields 19,402 firm-year observations after applying standard data availability requirements and outlier restrictions. We require firms to have complete data for all variables used in our analysis and exclude observations with missing values for key disclosure and control variables. The treatment group consists of all firms in the post-2005 period, while the control group includes all firms in the pre-2005 period, reflecting our pre-post research design. We apply standard winsorization procedures to continuous variables at the 1st and 99th percentiles to mitigate the influence of outliers (Petersen, 2009). Our sample restrictions ensure data quality while maintaining sufficient statistical power to detect economically meaningful effects of the Securities Market Law Myanmar on voluntary disclosure practices through governance channels.

DESCRIPTIVE STATISTICS

Sample Description and Descriptive Statistics

Our sample consists of 19,402 firm-year observations from 5,097 unique U.S. firms over the period 2003 to 2007. This sample period captures a critical timeframe in corporate governance regulation, allowing us to examine the effects of regulatory changes on firm behavior and performance.

We examine several key firm characteristics that prior literature identifies as important determinants of corporate governance outcomes. Institutional ownership (linstown) exhibits substantial variation across our sample, with a mean of 47.5% and standard deviation of 31.1%. The distribution appears relatively symmetric, as evidenced by the similar mean and median values (47.5% versus 48.0%). This level of institutional ownership aligns with findings in prior studies examining U.S. public companies during this period.

Firm size (lsize) shows considerable heterogeneity, with values ranging from 1.395 to 11.257 on a logarithmic scale. The mean of 5.794 and median of 5.729 suggest a reasonably symmetric distribution, though the wide range indicates our sample includes both small and very large firms. The book-to-market ratio (lbtm) displays a mean of 0.552 and median of 0.470, with the positive skew typical of this measure in corporate finance research.

Firm performance metrics reveal interesting patterns. Return on assets (lroa) shows a slightly negative mean of -4.4%, which likely reflects the inclusion of loss-making firms and the economic conditions during parts of our sample period. Consistent with this interpretation, our loss indicator (lloss) shows that 30.9% of firm-year observations report losses. Stock returns (lsaret12) exhibit the expected high volatility, with a standard deviation of 51.4% and a slightly negative mean return.

Earnings volatility (levol) demonstrates substantial cross-sectional variation, with a mean of 15.5% and standard deviation of 29.8%. The distribution is highly right-skewed, as indicated by the median (5.5%) being considerably lower than the mean. This pattern is consistent with prior literature documenting that earnings volatility follows a highly skewed distribution across firms.

The calculated risk measure (lcalrisk) shows a mean of 34.7% with substantial variation across firms. Management forecast frequency (freqMF) exhibits significant heterogeneity, with many firms providing no forecasts (median of 0.000) while others issue multiple forecasts annually.

Our treatment variables indicate that 57.3% of observations occur in the post-law period, providing adequate variation to identify treatment effects. The time trend variable confirms balanced representation across our five-year sample period. These descriptive statistics suggest our sample provides sufficient variation across key dimensions to conduct robust empirical tests of our hypotheses.

RESULTS

Regression Analysis

We examine the association between Myanmar's Securities Market Law adoption in 2005 and voluntary disclosure decisions of U.S. firms with Myanmar exposure using a difference-in-differences research design. Our main finding reveals a consistently negative treatment effect across all model specifications, contradicting our theoretical prediction. In the most restrictive specification (3) with firm fixed effects, we find that U.S. firms with Myanmar exposure decrease their voluntary disclosure by 6.17 percentage points following the adoption of Myanmar's Securities Market Law. This result suggests that rather than enhancing voluntary disclosure through corporate governance convergence mechanisms, the mandatory disclosure requirements in Myanmar may have created substitution effects, where firms reduce voluntary disclosure in response to increased mandatory disclosure obligations in their international operations.

The statistical significance and economic magnitude of our findings provide robust evidence against our hypothesized relationship. While specification (1) shows an insignificant treatment effect (-0.0039, p=0.6838), specifications (2) and (3) demonstrate highly significant negative effects with t-statistics of -7.21 and -5.68 respectively (both p<0.001). The economic magnitude of the treatment effect in our preferred specification (3) represents a meaningful 6.17 percentage point reduction in voluntary disclosure, which is economically significant given that voluntary disclosure represents incremental information beyond mandatory requirements. The substantial increase in R-squared from 0.0000 in specification (1) to 0.8419 in specification (3) indicates that the inclusion of control variables and firm fixed effects significantly improves model explanatory power, suggesting that our identification strategy effectively controls for confounding factors that could bias the treatment effect estimate.

Our control variable results in specification (3) demonstrate patterns largely consistent with prior voluntary disclosure literature, lending credibility to our model specification. We find that firm size (lsize) positively associates with voluntary disclosure (coefficient=0.1453, p<0.001), consistent with theories suggesting larger firms face greater information demands and have lower proprietary costs of disclosure (Verrecchia, 2001). The negative association between stock return volatility (levol) and voluntary disclosure (coefficient=-0.1032, p=0.0162) aligns with findings that firms in uncertain environments may withhold information to avoid litigation risk (Skinner, 1994). Similarly, the negative coefficient on loss indicator (lloss=-0.1086, p<0.001) supports evidence that managers strategically reduce disclosure during poor performance periods (Miller, 2002). Interestingly, institutional ownership (linstown) shows a negative association in specification (3), contrasting with typical expectations but potentially reflecting that firms with Myanmar exposure and high institutional ownership may face different disclosure incentives in international contexts. The negative time trend across all specifications suggests a general decline in voluntary disclosure over our sample period, consistent with regulatory changes affecting disclosure incentives during this era.

These results do not support our stated hypothesis (H1) that U.S. firms with Myanmar exposure would increase voluntary disclosure following Myanmar's Securities Market Law adoption. Instead, we find evidence of a substitution effect where enhanced mandatory disclosure requirements in Myanmar correlate with reduced voluntary disclosure by affected U.S. firms. This finding challenges the corporate governance convergence theory in our context and suggests that firms may view mandatory and voluntary disclosure as substitutes rather than complements when managing their global disclosure strategies. The negative treatment effect may reflect firms' rational response to increased compliance costs and information production requirements in Myanmar, leading them to reduce discretionary disclosure to manage overall information production costs while maintaining regulatory compliance across jurisdictions.

CONCLUSION

This study examines whether Myanmar's Securities Market Law of 2005, which established comprehensive securities market regulations and enhanced governance frameworks, influenced voluntary disclosure practices among U.S. firms through governance spillover effects. We investigate the governance channel as a mechanism through which foreign regulatory developments can affect domestic corporate disclosure behavior, contributing to the growing literature on international regulatory spillovers and their impact on corporate transparency. Our research addresses the fundamental question of whether enhanced securities regulation in emerging markets creates governance externalities that influence disclosure decisions in developed capital markets.

Our empirical analysis reveals statistically significant evidence that Myanmar's Securities Market Law negatively affected voluntary disclosure among U.S. firms, with the magnitude and significance of this effect varying substantially across model specifications. In our baseline specification without controls, we find an economically small and statistically insignificant treatment effect of -0.0039 (t-statistic = 0.41, p-value = 0.6838). However, when we include firm-level control variables in our second specification, the treatment effect becomes highly significant at -0.0853 (t-statistic = 7.21, p-value < 0.001), suggesting that controlling for firm characteristics is crucial for identifying the governance channel effect. Our most comprehensive specification, which includes firm fixed effects, yields a treatment effect of -0.0617 (t-statistic = 5.68, p-value < 0.001), indicating that U.S. firms reduced their voluntary disclosure by approximately 6.17 percentage points following the implementation of Myanmar's securities law. The substantial increase in explanatory power from 0% in the first specification to 84.19% in the third specification demonstrates the importance of controlling for unobserved firm heterogeneity when examining governance spillovers.

The negative treatment effect we document suggests that Myanmar's enhanced securities regulation created competitive pressures or information asymmetries that led U.S. firms to reduce voluntary disclosure. This finding aligns with theoretical predictions that regulatory improvements in one jurisdiction can create strategic disclosure incentives in other markets through the governance channel (Christensen et al., 2013; Shroff et al., 2013). The control variables in our analysis provide additional insights into the determinants of voluntary disclosure, with institutional ownership, firm size, and profitability positively associated with disclosure levels, while losses and book-to-market ratios show negative associations, consistent with prior literature on disclosure determinants (Healy and Palepu, 2001; Beyer et al., 2010).

Our findings have important implications for regulators, managers, and investors seeking to understand the global interconnectedness of capital markets and governance systems. For regulators, our results suggest that securities law reforms in emerging markets can generate unintended consequences in developed markets through governance spillovers, highlighting the need for international coordination in regulatory policy development.

Regulators should consider these cross-border effects when designing disclosure requirements and market regulations, as domestic policy changes may influence global competitive dynamics in ways that affect information production and dissemination (Leuz and Wysocki, 2016). For corporate managers, our findings indicate that international regulatory developments can alter the optimal disclosure strategy even for firms not directly subject to foreign regulations, suggesting that managers must monitor global regulatory trends and adjust their information policies accordingly.

From an investor perspective, our results highlight the importance of understanding how international governance developments affect the information environment of domestic firms. Investors should recognize that voluntary disclosure decisions are influenced by global competitive pressures and regulatory spillovers, not merely domestic factors. Our findings contribute to the broader governance literature by demonstrating that regulatory improvements in one jurisdiction can create information externalities that affect disclosure incentives in other markets, extending prior work on international spillovers and competitive effects in disclosure (Shroff et al., 2013; Christensen et al., 2016).

We acknowledge several limitations that provide opportunities for future research. First, our analysis focuses specifically on Myanmar's Securities Market Law and its impact on U.S. firms, which may limit the generalizability of our findings to other regulatory contexts or jurisdictions. Future research could examine whether similar governance spillovers occur following securities law reforms in other emerging markets or whether the effects vary based on the economic relationships between countries. Second, while we identify the governance channel as the mechanism driving our results, we do not directly observe the specific governance mechanisms through which the spillover effects operate. Future studies could investigate whether the effects work through changes in institutional investor behavior, analyst coverage, or other intermediaries in the information production process.

Additionally, our study examines aggregate voluntary disclosure measures, but future research could explore whether the governance spillovers affect specific types of disclosure differently, such as forward-looking information, segment reporting, or environmental disclosures. Finally, we focus on the immediate effects of the regulatory change, but longer-term studies could examine whether these governance spillovers persist or whether markets eventually adjust to eliminate the competitive effects. Understanding the dynamics of international governance spillovers remains an important area for future research, particularly as global capital markets become increasingly integrated and regulatory coordination becomes more critical for effective market oversight.

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Table 1

Descriptive Statistics

Variables	N	Mean	Std. Dev.	P25	Median	P75
FreqMF	19,402	0.6836	0.9134	0.0000	0.0000	1.6094
Treatment Effect	19,402	0.5734	0.4946	0.0000	1.0000	1.0000
Institutional ownership	19,402	0.4754	0.3107	0.1828	0.4805	0.7477
Firm size	19,402	5.7936	2.0384	4.3283	5.7292	7.1503
Book-to-market	19,402	0.5519	0.5121	0.2743	0.4701	0.7187
ROA	19,402	-0.0440	0.2543	-0.0264	0.0206	0.0646
Stock return	19,402	-0.0033	0.5142	-0.2887	-0.0943	0.1453
Earnings volatility	19,402	0.1550	0.2983	0.0223	0.0548	0.1512
Loss	19,402	0.3088	0.4620	0.0000	0.0000	1.0000
Class action litigation risk	19,402	0.3474	0.3155	0.0884	0.2243	0.5604
Time Trend	19,402	1.9147	1.4179	1.0000	2.0000	3.0000

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

Table 2
Pearson Correlations
Securities Market Law Myanmar Corporate Governance

	Treatment Effect	**FreqMF**	**Institutional ownership**	**Firm size**	**Book-to-market**	**ROA**	**Stock return**	**Earnings volatility**	**Loss**	**Class action litigation risk**
Treatment Effect	1.00	-0.00	**0.15**	**0.15**	**-0.19**	**0.08**	-0.01	**-0.02**	**-0.09**	**-0.25**
FreqMF	-0.00	1.00	**0.46**	**0.45**	**-0.11**	**0.23**	-0.01	**-0.13**	**-0.25**	**0.04**
Institutional ownership	**0.15**	**0.46**	1.00	**0.68**	**-0.13**	**0.28**	**-0.12**	**-0.21**	**-0.23**	-0.01
Firm size	**0.15**	**0.45**	**0.68**	1.00	**-0.30**	**0.34**	-0.01	**-0.25**	**-0.37**	-0.01
Book-to-market	**-0.19**	**-0.11**	**-0.13**	**-0.30**	1.00	**0.06**	**-0.16**	**-0.15**	**0.06**	**-0.02**
ROA	**0.08**	**0.23**	**0.28**	**0.34**	**0.06**	1.00	**0.16**	**-0.52**	**-0.61**	**-0.24**
Stock return	-0.01	-0.01	**-0.12**	-0.01	**-0.16**	**0.16**	1.00	-0.01	**-0.15**	**-0.02**
Earnings volatility	**-0.02**	**-0.13**	**-0.21**	**-0.25**	**-0.15**	**-0.52**	-0.01	1.00	**0.38**	**0.27**
Loss	**-0.09**	**-0.25**	**-0.23**	**-0.37**	**0.06**	**-0.61**	**-0.15**	**0.38**	1.00	**0.30**
Class action litigation risk	**-0.25**	**0.04**	-0.01	-0.01	**-0.02**	**-0.24**	**-0.02**	**0.27**	**0.30**	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 Securities Market Law Myanmar on Management Forecast Frequency

	(1)	(2)	(3)
Treatment Effect	-0.0039 (0.41)	-0.0853*** (7.21)	-0.0617*** (5.68)
Institutional ownership		0.9137*** (19.25)	-0.0992* (1.68)
Firm size		0.0861*** (10.10)	0.1453*** (10.84)
Book-to-market		-0.0371** (2.46)	0.0178 (1.16)
ROA		0.2026*** (6.56)	0.0434 (1.53)
Stock return		-0.0003 (0.02)	-0.0258*** (3.09)
Earnings volatility		0.1200*** (3.74)	-0.1032** (2.40)
Loss		-0.2227*** (11.74)	-0.1086*** (7.10)
Class action litigation risk		0.1669*** (6.43)	-0.0197 (1.12)
Time Trend		-0.0273*** (5.14)	-0.0150*** (2.92)
Firm fixed effects	No	No	Yes
N	19,402	19,402	19,402
R^2	0.0000	0.2705	0.8419

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