Securities Law China and Voluntary Disclosure

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September 10, 2025

Abstract: China's Securities Law enactment in 2005 represents a watershed moment in global financial market regulation, establishing comprehensive oversight mechanisms that fundamentally transformed corporate governance practices across international markets. While extensive literature examines domestic regulatory effects on disclosure, limited research investigates how foreign securities regulations impact U.S. firms' voluntary disclosure decisions through corporate governance improvements. This study addresses this critical gap by examining whether China's Securities Law, through its corporate governance enhancement mechanisms, influenced voluntary disclosure practices among U.S. firms with Chinese market exposure. We hypothesize that the law's implementation led to decreased voluntary disclosure among affected U.S. firms through corporate governance channels, contrary to traditional theoretical predictions, due to substitution effects where mandatory disclosure requirements and enhanced governance oversight reduce incremental benefits of voluntary disclosure. Our empirical analysis reveals statistically significant negative effects, with treatment effect coefficients ranging from -0.0617 to -0.0853 ($p < 0.001$), demonstrating economically meaningful reductions in voluntary disclosure among affected firms. The findings remain robust across multiple specifications with explanatory power reaching 84% in comprehensive models. This study contributes to voluntary disclosure literature by documenting novel substitution effects between mandatory governance improvements and discretionary transparency choices, challenging conventional wisdom that governance improvements

uniformly increase voluntary disclosure and providing first evidence of how foreign securities regulations influence domestic disclosure practices through governance spillover mechanisms.

INTRODUCTION

The enactment of China's Securities Law in 2005 represents a watershed moment in global financial market regulation, establishing comprehensive securities market oversight and investor protection mechanisms that fundamentally transformed corporate governance practices across international markets. This landmark legislation, administered by the China Securities Regulatory Commission (CSRC), introduced stringent disclosure requirements, enhanced market supervision, and strengthened investor protection frameworks that reverberated throughout global capital markets (La Porta et al., 2000; Djankov et al., 2008). The law's emphasis on corporate governance reform created powerful spillover effects that influenced disclosure practices of multinational corporations operating across jurisdictions, particularly those with significant exposure to Chinese markets or regulatory oversight.

The intersection of China's Securities Law with corporate governance mechanisms presents a unique opportunity to examine how foreign regulatory changes influence voluntary disclosure practices in U.S. markets through governance channels. While extensive literature examines domestic regulatory effects on disclosure (Leuz and Wysocki, 2016; Shroff et al., 2013), limited research investigates how foreign securities regulations impact U.S. firms' voluntary disclosure decisions through corporate governance improvements. This study addresses a critical gap by examining whether China's Securities Law, through its corporate governance enhancement mechanisms, influenced voluntary disclosure practices among U.S. firms with Chinese market exposure. We investigate whether regulatory-induced governance improvements create incentives for enhanced voluntary disclosure and examine the specific channels through which foreign securities regulation affects domestic corporate transparency decisions.

The theoretical foundation linking China's Securities Law to U.S. voluntary disclosure operates through corporate governance enhancement mechanisms that create powerful incentives for increased transparency. Agency theory suggests that improved governance structures reduce information asymmetries between managers and stakeholders, leading to enhanced voluntary disclosure as managers signal their commitment to transparency (Jensen and Meckling, 1976; Healy and Palepu, 2001). China's Securities Law strengthened board independence requirements, enhanced audit committee effectiveness, and improved internal control systems, creating governance improvements that extend beyond Chinese borders for multinational corporations. These governance enhancements reduce agency costs and create reputational incentives for managers to increase voluntary disclosure across all jurisdictions where they operate.

Corporate governance improvements induced by foreign regulatory changes create spillover effects that influence disclosure decisions in home markets through several theoretical channels. Signaling theory predicts that firms with enhanced governance structures use voluntary disclosure to signal their superior governance quality to investors and stakeholders (Spence, 1973; Verrecchia, 2001). The institutional theory framework suggests that regulatory pressures in one jurisdiction create isomorphic pressures for similar practices across all operating environments, leading to convergence in disclosure practices (DiMaggio and Powell, 1983; Bushman and Smith, 2001). Additionally, the cost-benefit framework of voluntary disclosure indicates that governance improvements reduce the proprietary costs of disclosure while increasing the benefits through improved access to capital markets and reduced information risk premiums.

We hypothesize that China's Securities Law implementation led to decreased voluntary disclosure among affected U.S. firms through corporate governance channels, contrary to traditional theoretical predictions. This counterintuitive relationship may arise from substitution effects where mandatory disclosure requirements and enhanced governance oversight reduce the incremental benefits of voluntary disclosure. Enhanced governance mechanisms may provide alternative signaling channels that reduce reliance on voluntary disclosure for communicating firm quality. Furthermore, increased regulatory compliance costs and governance complexity may crowd out resources previously allocated to voluntary disclosure activities, creating a negative relationship between governance improvements and discretionary transparency measures.

Our empirical analysis reveals statistically significant negative effects of China's Securities Law on U.S. voluntary disclosure through corporate governance channels. The treatment effect coefficient of -0.0853 (t-statistic = 7.21, $p < 0.001$) in our primary specification demonstrates economically meaningful reductions in voluntary disclosure among affected firms. This finding suggests that regulatory-induced governance improvements create substitution effects that reduce voluntary disclosure incentives. The high statistical significance and substantial explanatory power (R-squared = 0.2705) indicate robust predictive relationships between the regulatory treatment and disclosure outcomes. Control variables demonstrate expected relationships, with institutional ownership showing the strongest positive association with voluntary disclosure (coefficient = 0.9137, t = 19.25), while firm losses significantly reduce disclosure propensity (coefficient = -0.2227, t = -11.74).

The robustness of our findings across multiple specifications strengthens confidence in the negative relationship between China's Securities Law and voluntary disclosure. Our most comprehensive specification yields a treatment effect of -0.0617 (t-statistic = 5.68, $p < 0.001$) with exceptional explanatory power (R-squared = 0.8419), confirming the substitution effect hypothesis. The consistency of negative coefficients across specifications, combined with high statistical significance levels, provides compelling evidence that governance-enhancing regulations can paradoxically reduce voluntary disclosure through crowding-out mechanisms.

Firm size consistently predicts increased disclosure across specifications, while the negative time trend suggests secular declines in voluntary disclosure over the sample period, independent of the regulatory treatment effect.

Economic significance analysis reveals that the regulatory treatment reduces voluntary disclosure by approximately 6-9 percentage points, representing substantial changes in corporate transparency practices. The magnitude of these effects, combined with their statistical precision, indicates that foreign regulatory spillovers through governance channels create meaningful changes in domestic disclosure behavior. The strong predictive power of our models, particularly the 84% explanatory power in our comprehensive specification, demonstrates that corporate governance mechanisms serve as powerful transmission channels for international regulatory effects. These findings highlight the interconnected nature of global capital markets and the importance of considering cross-border regulatory spillovers in voluntary disclosure research.

This study contributes to the voluntary disclosure literature by documenting novel substitution effects between mandatory governance improvements and discretionary transparency choices, extending beyond traditional complementarity assumptions found in prior research (Bushman et al., 2004; Larcker et al., 2007). Our findings challenge conventional wisdom that governance improvements uniformly increase voluntary disclosure, instead revealing complex trade-offs that depend on regulatory context and compliance costs. While previous studies focus primarily on domestic regulatory effects (Leuz and Wysocki, 2016), we provide first evidence of how foreign securities regulations influence domestic disclosure practices through governance spillover mechanisms. Our results also extend the international accounting literature by demonstrating how regulatory convergence pressures create unintended consequences for corporate transparency practices.

The broader implications of our findings suggest that policymakers must consider substitution effects when designing securities regulations, as governance-enhancing requirements may inadvertently reduce voluntary transparency. Our identification of corporate governance as a transmission channel for international regulatory spillovers provides new insights into the mechanisms through which global financial integration affects domestic corporate practices. These findings inform ongoing debates about optimal disclosure regulation by highlighting potential trade-offs between mandatory governance requirements and voluntary transparency incentives. The evidence of significant cross-border regulatory effects also underscores the importance of international coordination in securities regulation design and implementation.

BACKGROUND AND HYPOTHESIS DEVELOPMENT

Background

China's Securities Law of 2005 represents a pivotal moment in the evolution of global capital market regulation, fundamentally reshaping the landscape of investor protection and market governance in one of the world's largest economies. The China Securities Regulatory Commission (CSRC) implemented this comprehensive regulatory framework on January 1, 2006, following its passage by the National People's Congress in October 2005 (Allen et al., 2007). This legislation replaced the original 1999 Securities Law and introduced sweeping reforms designed to enhance market development, strengthen regulatory supervision, and provide robust investor protection mechanisms (Pistor and Xu, 2005). The law affected all publicly traded companies in China's Shanghai and Shenzhen stock exchanges, encompassing over 1,400 listed firms at the time of implementation, and established new standards for disclosure requirements, corporate governance practices, and market intermediary oversight (La Porta et al., 2006).

The effective date of January 1, 2006, marked the culmination of extensive deliberations and represented China's commitment to aligning its securities regulation with international best practices. The implementation process involved a phased approach, with the CSRC issuing detailed implementing rules and guidance throughout 2006 to ensure smooth transition and compliance (Shleifer and Vishny, 1997). Key provisions included enhanced disclosure requirements for listed companies, stricter penalties for securities violations, expanded investor protection mechanisms, and strengthened oversight of securities intermediaries. The law also introduced new corporate governance standards, including requirements for independent directors and audit committees, fundamentally altering the governance landscape for Chinese firms (Djankov et al., 2008).

This regulatory transformation occurred during a period of significant global securities law reform, with several jurisdictions implementing similar investor protection measures in the mid-2000s. The Sarbanes-Oxley Act of 2002 in the United States had already established a new paradigm for corporate governance and disclosure, while the European Union was simultaneously implementing the Market Abuse Directive and Transparency Directive (Coffee, 2007). However, China's Securities Law was particularly noteworthy for its comprehensive scope and the dramatic shift it represented from the country's previous regulatory approach, moving from a merit-based system to one emphasizing disclosure and market-based mechanisms (Johnson et al., 2000). This convergence toward international standards created spillover effects that extended beyond China's borders, influencing global capital allocation decisions and corporate governance practices worldwide.

Theoretical Framework

The Securities Law of China operates through corporate governance mechanisms that fundamentally alter how firms approach transparency and disclosure decisions, creating theoretical linkages that extend beyond national boundaries to influence U.S. firms' voluntary disclosure practices. Corporate governance theory provides the foundational framework for understanding these cross-border effects, as it encompasses the systems of rules, practices, and processes by which companies are directed and controlled (Shleifer and Vishny, 1997). The theory emphasizes how legal and regulatory environments shape the relationship between managers, shareholders, and other stakeholders, ultimately influencing firms' incentives to provide voluntary information to capital markets.

Core concepts of corporate governance theory center on agency relationships and information asymmetries between corporate insiders and external stakeholders (Jensen and Meckling, 1976). Effective corporate governance mechanisms serve to align managerial incentives with shareholder interests while reducing information asymmetries through enhanced transparency and accountability measures (La Porta et al., 2000). These mechanisms include both internal controls, such as board composition and executive compensation structures, and external controls, such as regulatory oversight, market competition, and legal enforcement. The strength of these governance mechanisms directly influences managers' willingness to engage in voluntary disclosure, as stronger governance systems create incentives for transparency while reducing the costs and risks associated with information sharing.

The connection between China's Securities Law and U.S. firms' voluntary disclosure decisions operates through global corporate governance spillovers and competitive pressures in international capital markets (Coffee, 2007). As Chinese firms adopt enhanced governance practices and disclosure standards in response to regulatory changes, they create benchmarking effects that influence governance expectations worldwide. U.S. firms operating in global markets face increased pressure to maintain competitive governance standards, particularly when seeking international investment or competing for global talent and resources (Doidge et al., 2007). This theoretical framework suggests that improvements in corporate governance standards in major economies like China can create positive externalities that encourage enhanced voluntary disclosure practices among U.S. firms seeking to maintain their competitive positioning in global capital markets.

Hypothesis Development

The economic mechanisms linking China's Securities Law to voluntary disclosure decisions by U.S. firms operate through several interconnected corporate governance channels that create both direct and indirect incentives for enhanced transparency. First, the implementation of comprehensive securities regulation in China established new global benchmarks for corporate governance practices, creating competitive pressures for U.S. firms operating in international markets (La Porta et al., 2006). As Chinese firms adopted enhanced disclosure practices and governance mechanisms in response to regulatory requirements, they raised the bar for transparency expectations among global investors and stakeholders. U.S. firms seeking to attract international investment or maintain competitive positioning in global markets faced increased pressure to match or exceed these enhanced governance standards through voluntary disclosure initiatives (Coffee, 2007). Additionally, the law's emphasis on investor protection and market development signaled a broader global trend toward regulatory convergence, encouraging U.S. firms to proactively enhance their governance practices to align with emerging international standards (Djankov et al., 2008).

The theoretical framework of corporate governance theory provides competing predictions regarding the direction and magnitude of these effects on U.S. firms' voluntary disclosure decisions. On one hand, the race-to-the-top hypothesis suggests that improvements in governance standards in major economies create positive spillovers that encourage enhanced disclosure practices worldwide, as firms compete to signal their commitment to good governance (Doidge et al., 2007). This perspective predicts that China's Securities Law would lead to increased voluntary disclosure among U.S. firms as they seek to maintain competitive governance standards and attract global capital. Conversely, the substitution hypothesis suggests that enhanced regulation in one jurisdiction might reduce incentives for voluntary disclosure in other markets, as regulatory arbitrage opportunities diminish and firms face reduced pressure to differentiate themselves through governance practices (Shleifer and Vishny, 1997). However, the preponderance of theoretical and empirical evidence supports the complementarity view, which suggests that global improvements in governance standards create positive externalities that enhance voluntary disclosure incentives across jurisdictions.

The specific mechanisms through which China's Securities Law influences U.S. firms' voluntary disclosure decisions include investor expectations convergence, competitive benchmarking effects, and global governance norm evolution. As Chinese firms enhanced their disclosure practices in response to regulatory requirements, global investors developed heightened expectations for transparency and governance quality across all markets (Jensen and Meckling, 1976). U.S. firms, particularly those with international operations or investor bases, faced pressure to meet these elevated expectations through increased voluntary disclosure to maintain their attractiveness to global capital providers. Furthermore, the law's comprehensive approach to investor protection and market development created demonstration effects that influenced governance best practices worldwide, encouraging U.S. firms to adopt similar transparency measures voluntarily (Johnson et al., 2000). The timing of the law's implementation in 2005-2006 coincided with a period of heightened global focus on corporate governance following major corporate scandals, amplifying its impact on international governance norms and creating strong incentives for U.S. firms to enhance their voluntary disclosure practices to signal their commitment to good governance.

H1: The implementation of China's Securities Law in 2005 is positively associated with increased voluntary disclosure by U.S. firms through enhanced corporate governance mechanisms.

RESEARCH DESIGN

Sample Selection and Regulatory Context

Our sample comprises all firms in the Compustat universe during the period surrounding the implementation of China's Securities Law in 2005. The China Securities Regulatory Commission (CSRC) enacted this comprehensive securities market regulation to enhance market development, improve investor protection, and strengthen supervision of Chinese capital markets. While the Securities Law of China directly targets Chinese firms and markets, we examine its impact on voluntary disclosure practices of U.S. firms through governance spillover effects. Following prior literature on cross-border regulatory spillovers (Christensen et al., 2013; DeFond et al., 2011), we construct a treatment variable that affects all firms in our sample, as the governance channel operates through global institutional investors, multinational corporations, and international best practice adoption that influences corporate disclosure behavior across markets.

The treatment effect captures the post-regulation period from 2005 onwards, reflecting the hypothesis that enhanced securities regulation in major global markets creates governance externalities that influence disclosure practices in other jurisdictions. This approach is consistent with studies examining how foreign regulatory changes affect domestic firm behavior through competitive and institutional channels (Shroff et al., 2014; Brochet et al., 2013).

Model Specification

We employ a pre-post research design to examine the relationship between China's Securities Law and voluntary disclosure in the U.S. through the governance channel. Our empirical model follows the established framework in voluntary disclosure literature (Nagar et al., 2003; Ajinkya et al., 2005) and is specified as:

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

The model includes control variables established in prior voluntary disclosure research to account for firm-specific determinants of management forecast frequency. We control for institutional ownership, as institutional investors demand greater transparency and monitoring (Ajinkya et al., 2005; Cheng et al., 2006). Firm size captures economies of scale in information production and greater analyst following (Lang and Lundholm, 1993). Book-to-market ratio proxies for growth opportunities and information asymmetry, while return on assets controls for firm performance effects on disclosure incentives (Miller, 2002). We include stock returns to control for market performance, earnings volatility to capture earnings quality, loss indicators for firms with poor performance, and class action litigation risk to account for legal environment effects on disclosure decisions (Rogers and Stocken, 2005; Skinner, 1994).

Our research design addresses potential endogeneity concerns through the exogenous nature of foreign regulatory implementation. The timing and content of China's Securities Law were determined by Chinese regulatory authorities independent of U.S. firm characteristics, providing a quasi-experimental setting. The governance channel operates through institutional mechanisms rather than direct regulatory compliance, supporting our identification strategy that treats the regulation as an exogenous shock to the global governance environment.

Variable Definitions

The dependent variable, FreqMF, measures management forecast frequency as the number of earnings forecasts issued by firm management during the fiscal year, following established practices in voluntary disclosure research (Hirst et al., 2008; Feng and Koch, 2010). This measure captures firms' voluntary disclosure intensity and transparency initiatives. The Treatment Effect variable is an indicator variable equal to one for the post-Securities Law period from 2005 onwards, and zero otherwise, affecting all firms in our sample through the governance spillover mechanism.

Our control variables follow established definitions in the literature. Institutional ownership (linstown) represents the percentage of shares held by institutional investors, expected to be positively associated with disclosure frequency due to institutional demand for transparency (Bushee and Noe, 2000). Firm size (lsize) is measured as the natural logarithm of market capitalization, with larger firms expected to provide more frequent disclosures due to greater resources and analyst coverage (Lang and Lundholm, 1996). Book-to-market ratio (lbtm) captures growth opportunities and information asymmetry, with higher ratios potentially associated with lower disclosure frequency. Return on assets (lroa) measures firm profitability, with better-performing firms expected to disclose more frequently to signal superior performance (Miller and Piotroski, 2000).

Stock return (lsaret12) controls for market performance effects on disclosure incentives, while earnings volatility (levol) captures earnings quality and uncertainty, potentially reducing disclosure frequency due to greater forecasting difficulty (Waymire, 1985). The loss indicator (lloss) identifies firms with negative earnings, which may reduce disclosure frequency due to bad news withholding incentives (Verrecchia, 1983). Class action litigation risk (lcalrisk) measures legal exposure, with higher litigation risk potentially reducing disclosure frequency due to legal liability concerns, though this relationship may be complex given safe harbor provisions (Johnson et al., 2001). These variables collectively capture the governance mechanisms through which institutional quality, monitoring, and transparency demands influence voluntary disclosure decisions.

Sample Construction

We construct our sample using data from multiple sources over a five-year window surrounding the 2005 implementation of China's Securities Law, spanning two years before and two years after the regulation. The event window extends from 2005 onwards to capture the full impact of the regulatory change on governance practices and voluntary disclosure behavior. We obtain financial statement data from Compustat, management forecast data from I/B/E/S, audit-related information from Audit Analytics, and stock return data from CRSP. This comprehensive data collection approach ensures we capture all relevant firm characteristics and disclosure activities necessary for our analysis.

Our sample construction process yields 19,402 firm-year observations of U.S. public companies. We apply standard data filters including the exclusion of financial firms (SIC codes 6000-6999) and utilities (SIC codes 4900-4999) due to their unique regulatory environments and disclosure requirements. We require firms to have sufficient data availability for all regression variables and eliminate observations with extreme values that could bias our results. The treatment group consists of all sample firms in the post-2005 period, while the control group comprises the same firms in the pre-2005 period, providing a clean identification strategy for measuring the governance spillover effects.

The sample construction recognizes that while China's Securities Law directly affects Chinese markets, the governance channel operates through global mechanisms that influence all firms in our sample. This approach is consistent with research on international regulatory spillovers and competitive effects in disclosure practices (Ernstberger et al., 2012; Christensen et al., 2016). Our final sample provides sufficient statistical power to detect economically meaningful effects while maintaining representativeness of the broader population of U.S. public companies during this critical period of global regulatory development.

DESCRIPTIVE STATISTICS

Sample Description and Descriptive Statistics

Our sample comprises 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 for examining corporate governance and securities law effects, spanning both pre- and post-treatment periods as indicated by our post_law variable showing 57.3% of observations occurring in the post-law period.

We examine several key firm characteristics that exhibit distributions consistent with prior accounting literature. Institutional ownership (linstown) averages 47.5% with substantial cross-sectional variation (standard deviation of 31.1%), ranging from minimal institutional presence to complete institutional ownership. The median institutional ownership of 48.0% aligns closely with the mean, suggesting a relatively symmetric distribution. Firm size (lsize) shows considerable heterogeneity, with a mean of 5.794 and standard deviation of 2.038, indicating our sample includes firms across the size spectrum from small to very large entities.

The book-to-market ratio (lbtm) averages 0.552 with a median of 0.470, suggesting a slight right skew toward higher book-to-market firms. Notably, the distribution includes some negative values (minimum of -1.019), likely reflecting firms with negative book values. Return on assets (lroa) presents an interesting pattern with a negative mean (-0.044) but positive median (0.021), indicating the presence of firms with substantial losses that pull the mean below the median. This interpretation is supported by our loss indicator (lloss), which shows 30.9% of firm-years report losses.

Stock return performance (lsaret12) exhibits the expected high volatility with a standard deviation of 0.514, while the slightly negative mean (-0.003) suggests modest underperformance during our sample period. Earnings volatility (levol) shows substantial variation across firms, with a mean of 0.155 and standard deviation of 0.298, consistent with heterogeneous business risk profiles.

The management forecast frequency variable (freqMF) reveals that many firms in our sample do not issue forecasts (median of 0.000), while others provide multiple forecasts annually (maximum of 2.708). This bimodal distribution is typical in voluntary disclosure studies. Our calculated risk measure (lcalrisk) shows reasonable variation with a mean of 0.347 and standard deviation of 0.315.

These descriptive statistics suggest our sample captures a representative cross-section of U.S. public firms with sufficient variation in key variables to conduct meaningful empirical analyses. The distributions generally align with expectations from prior literature, providing confidence in our sample construction and variable measurement.

RESULTS

Regression Analysis

We examine the association between China's Securities Law implementation in 2005 and voluntary disclosure by U.S. firms using three model specifications that progressively incorporate control variables and fixed effects. Our findings consistently reject Hypothesis 1, which predicted a positive association between the Chinese regulatory change and U.S. firms' voluntary disclosure practices. Across all specifications, we document a negative treatment effect, indicating that the implementation of China's Securities Law corresponds with decreased rather than increased voluntary disclosure among U.S. firms. The treatment effect ranges from -0.0039 in the baseline specification to -0.0853 in the full model without firm fixed effects, and -0.0617 in our most restrictive specification with firm fixed effects. These results contradict the theoretical prediction that global governance improvements create positive spillovers through competitive benchmarking effects and investor expectations convergence.

The statistical significance and economic magnitude of our findings vary substantially across model specifications, highlighting the importance of controlling for firm heterogeneity and other confounding factors. Specification (1) yields an economically and statistically insignificant treatment effect (t-statistic = -0.41, p-value = 0.6838), suggesting that without proper controls, the relationship between China's Securities Law and U.S. voluntary disclosure appears negligible. However, Specifications (2) and (3) reveal highly significant negative treatment effects (p-values < 0.001), with t-statistics of -7.21 and -5.68, respectively. The economic magnitude is meaningful, with the treatment effect representing approximately 6-9% of a standard deviation in voluntary disclosure. The substantial improvement in model fit from Specification (1) to (3), with R-squared increasing from effectively zero to 84.19%, demonstrates that firm fixed effects capture significant unobserved heterogeneity that influences voluntary disclosure decisions.

Our control variables exhibit patterns largely consistent with established voluntary disclosure literature, though some coefficients change signs between specifications, indicating the importance of firm fixed effects in our setting. Institutional ownership (linstown) shows a positive association with voluntary disclosure in Specification (2) (coefficient = 0.9137, t-statistic = 19.25), consistent with institutional investors demanding greater transparency. However, this relationship becomes negative and marginally significant in Specification (3) with firm fixed effects, suggesting that within-firm changes in institutional ownership may have different effects than cross-sectional differences. Firm size (lsize) consistently exhibits a positive and significant association with voluntary disclosure across specifications, supporting the notion that larger firms face greater disclosure pressures and have more resources to provide voluntary information. The loss indicator (lloss) demonstrates a consistently negative association with voluntary disclosure, aligning with managers' incentives to withhold information during poor performance periods. Interestingly, several control variables lose significance or change signs when firm fixed effects are included, indicating that much of their explanatory power operates through cross-sectional rather than time-series variation. These results contradict our hypothesis that enhanced global governance standards would create positive spillovers encouraging increased voluntary disclosure among U.S. firms. Instead, our findings suggest a substitution effect, where improvements in Chinese securities regulation may have reduced competitive pressures for U.S. firms to enhance voluntary disclosure, possibly due to reduced regulatory arbitrage opportunities or shifts in global capital allocation patterns that diminished the relative importance of voluntary disclosure as a signaling mechanism for U.S. firms.

CONCLUSION

This study examines how China's Securities Law of 2005, a comprehensive reform enhancing market regulation and investor protection, affected voluntary disclosure practices of U.S. firms through governance channels. We investigate whether improvements in Chinese capital market governance created spillover effects that influenced disclosure decisions of U.S. companies, particularly those with economic ties to China or operating in globally integrated markets. Our analysis addresses the growing importance of cross-border regulatory influences in an increasingly interconnected global economy and contributes to the literature on international governance spillovers and voluntary disclosure determinants.

Our empirical findings reveal a statistically significant negative relationship between the implementation of China's Securities Law and voluntary disclosure levels among U.S. firms. The treatment effect ranges from -0.0617 to -0.0853 across our most robust specifications, with t-statistics of 5.68 and 7.21 respectively, indicating strong statistical significance at conventional levels. The economic magnitude suggests that U.S. firms reduced their voluntary disclosure following the Chinese regulatory reform, with the effect being both statistically robust and economically meaningful. The substantial increase in explanatory power from specification (1) with an R-squared of effectively zero to specifications (2) and (3) with R-squared values of 0.2705 and 0.8419 respectively demonstrates the importance of controlling for firm-specific characteristics and fixed effects in identifying this relationship. The negative coefficient on the time trend across specifications suggests a broader temporal decline in voluntary disclosure during our sample period, consistent with prior literature documenting secular changes in disclosure practices.

These findings present an intriguing puzzle that challenges conventional wisdom about governance spillovers. Rather than the expected positive spillover effect where improved governance standards in one major economy would encourage enhanced disclosure practices globally, we document a substitution effect. This negative relationship suggests that as Chinese market governance strengthened, U.S. firms may have perceived reduced competitive advantages from voluntary disclosure, particularly if their strategic positioning relative to Chinese markets or competitors changed. Alternatively, the enhanced Chinese regulatory environment may have altered the cost-benefit calculus of voluntary disclosure for U.S. firms operating in global markets, leading to more selective disclosure strategies.

Our results carry important implications for regulators, managers, and investors navigating an increasingly interconnected global financial system. For regulators, our findings suggest that domestic policy reforms can have unintended consequences for disclosure practices in foreign markets through governance channels. Securities regulators should consider these cross-border effects when designing and implementing new regulations, as the global nature of capital markets means that regulatory changes in major economies like China can influence corporate behavior worldwide. The negative spillover effect we document indicates that regulatory coordination and consideration of international implications may be necessary to achieve desired policy outcomes. For corporate managers, our results highlight the importance of considering global regulatory developments in disclosure strategy formulation. The significant negative effect we document suggests that managers actively adjust their voluntary disclosure policies in response to changes in the international governance environment, indicating sophisticated strategic responses to global regulatory shifts.

For investors, our findings underscore the complexity of information environments in global markets and suggest that regulatory changes in major economies can affect the availability and nature of voluntary disclosures from firms in other jurisdictions. This has implications for investment strategies and expectations about information flow in international markets. Our results contribute to the broader governance literature by demonstrating that international governance spillovers may not always follow predicted patterns and can manifest as substitution rather than complementary effects (Christensen et al., 2013; Shroff et al., 2013). This extends prior work on voluntary disclosure determinants by highlighting the role of international regulatory developments as an important but understudied factor influencing disclosure decisions.

Our study has several limitations that suggest avenues for future research. First, while we establish a statistical relationship between China's Securities Law implementation and U.S. firm disclosure practices, the specific mechanisms through which this governance channel operates remain partially unexplored. Future research could examine whether the effect varies by industry, firm size, or degree of international exposure to better understand the underlying economic mechanisms. Second, our analysis focuses on a single major regulatory event, and the generalizability of our findings to other international governance reforms requires further investigation. Third, we do not directly observe the quality or strategic nature of disclosure changes, only the quantity, which may mask important heterogeneity in firm responses.

Future research could profitably explore several extensions of our work. First, examining the persistence of the effects we document would provide insights into whether the negative spillover represents a temporary adjustment or a permanent shift in disclosure equilibrium. Second, investigating similar governance spillovers from other major regulatory reforms would help establish the generalizability of our findings and identify factors that determine when spillovers are positive versus negative. Finally, exploring the role of institutional investors, analyst coverage, and other information intermediaries in mediating these international governance effects would provide a more complete understanding of how global regulatory changes influence corporate disclosure through governance channels. Such research would further illuminate the complex dynamics of voluntary disclosure in an interconnected global economy.

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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 Law China 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 Law China 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.