

# Disclosure Regulation, Intangible Capital and the Disappearance of Public Firms

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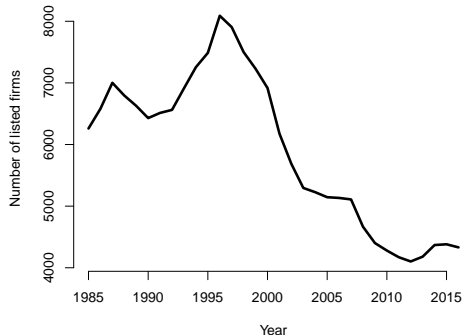
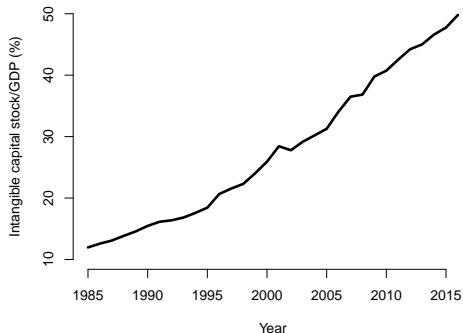
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# MOTIVATING FACT I

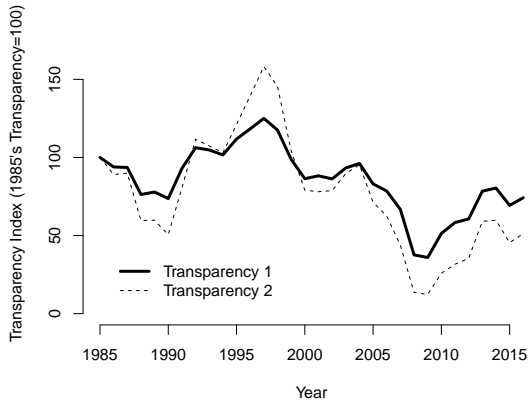
- ▶ The growth rate of intangibles outweighs the growth of GDP.
- ▶ The number of listed firms has decreased by half since 1996.

⇒ Any relationships? What are the *macroeconomic consequences*?



## MOTIVATING FACT II

- The inverse forecast errors (transparency) have significantly decreased since 1996.



## RESEARCH QUESTION

1. What *drives* the disappearing listed firms in the U.S.?
2. What is the *macroeconomic impact* of the change?

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## WHAT THIS PAPER DOES

1. Develops an *analytic GE theory* of firm-level financing decision: **Go public vs. private**
2. *Quantitatively* decomposes the driving forces and analyzes the macroeconomic consequences.
3. Analyzes the **optimal regulation** of financial disclosure.

# WHY INTANGIBLES?

- ▶ Intangible share has been rising rapidly.
- ▶ Intangibles are subject to **spillover** (Haskel and Westlake, 2017).
  - One's intangibles are everybody's intangibles.
  - Examples:
    - ▶ Ongoing investment project.
    - ▶ Wasted investment project.
    - ▶ Cost structure.
    - ▶ Ownership structure.
- ▶ Evidence on the spillover externality:
  - Bushee and Leuz. (2005): Disclosing firms' stock prices ↓ and peer firms' stock price ↑
  - Badertscher et al. (2013), Shroff et al. (2017): Peer information → User cost of capital ↓.

# WHAT KIND OF DISCLOSURE IS MANDATED?

The former chair of SEC, Mary Jo White, said  
(at National Association of Corporate Directors – Leadership Conference 2013 in National Harbor, Md.):

*“Today, companies are required to disclose:*

- ▶ How they operate their business now and how they intend to do so in the future, and in some cases, how they did it before.
- ▶ How much money they made over the last few years, as well as in the current year, and how that might change in the future.
- ▶ Specific details about large shareholders.
- ▶ The money they have borrowed, repaid, will borrow and will repay.
- ▶ A description of the background and experience of the officers and directors of the company, how much they are paid, and why.”

*"Apple acquired Siri, a firm with voice recognition technology (2010)."*

*"Apple acquired Authentec, a firm with a Touch-ID technology (2012)."*

This news immediately went viral among commentators, leading to competitors' (Samsung) response.

- ▶ What would have happened if Apple had not been a listed firm?
- ▶ When Google was private, they said: (From Ewens and Farre-Mensa (2022))

*"As a smaller private company, Google kept business information closely held, and we believe this helped us against competitors." The letter continued: "As a public company, we will of course provide you with all information required by law. . . . But we will not unnecessarily disclose all of our strengths, strategies and intentions."*



# WHAT'S THE ROLE OF POLICY?

- ▶ The mandated disclosure affects the *firm-level* incentive to be listed.
- ▶ At the *macro level*, this affects
  - household's portfolio decision: *welfare*
  - the quality and quantity of the total shared knowledge: *productivity*
- ▶ The SEC's goal:

"The mission of the SEC is *to protect investors, maintain fair, orderly, and efficient markets, and facilitate capital formation.*"

*Protecting investors* vs. *Facilitating capital formation*

- ▶ Public firms are subject to many mandatory disclosure requirements.
- ▶ U.S. private firms can be informationally opaque.

- ▶ **Rising intangible capital:** Atkeson and Kehoe (2005), McGrattan and Prescott (2010), Eisfeldt and Papanikolaou (2014), Peters and Taylor (2017), McGrattan (2020), De Ridder (2021), Chiavari and Goraya (2022), Falato et al. (2022)
- ▶ **Disappearing listed firms:** Gao, Ritter, and Zhu (2013), Doidge, Karolyi, and Stulz (2017), Ewens and Farre-Mensa (2020)
- ▶ **Cost and benefit of financial disclosure:** Admati and Pfleiderer (2000), Bhattacharya and Ritter (1983), Bushee and Leuz (2005), Badertscher, Shroff, and White (2013), Dambra, Casares Field, and Gustafson (2015), Minnis and Shroff (2017)

### THIS PAPER

- ▶ provides a unified framework to analyze the relationships among *intangibles*, endogenous choice of *going public*, and *information disclosure*.
- ▶ quantifies the macroeconomic consequences.

+) On the model side, our paper resembles Burdett and Mortensen (1998): endogenous demand and supply form an equilibrium distribution.

# EMPIRICAL ANALYSIS

# MEASUREMENT OF INTANGIBLES

- ▶ The firm-level data is the U.S. Compustat.
- ▶ Following Corrado, Hulten, and Sichel (2009), we use the perpetual inventory method.

$$\begin{aligned} Knowledge_{it} &= (1 - \delta^G) Knowledge_{it-1} + R\&D_{it} \\ Organizational_{it} &= (1 - \delta^O) Organizational_{it-1} + \gamma^O SG\&A_{it} \\ Acquired_{it} &= Acquired_{it-1} + netIntan_{it} \end{aligned}$$

- $\delta^G = \delta^O = 0.15$  (Corrado, Hulten and Sichel),  $\gamma^O = 0.20$  (Falato, et al., 2022)
- All deflated by the IPP deflators (base year = 2012).

Then, we obtain the **intangible** capital stock:

$$Intangible_{it} = Knowledge_{it} + Organizational_{it} + Acquired_{it}$$

# MEASUREMENT OF TRANSPARENCY

- ▶ Data on analysts' forecasts: the Institutional Brokers' Estimate System (I/B/E/S).
- ▶ Following Dellavigna and Pollet (2009), we calculate the *earnings surprise* (forecast error):

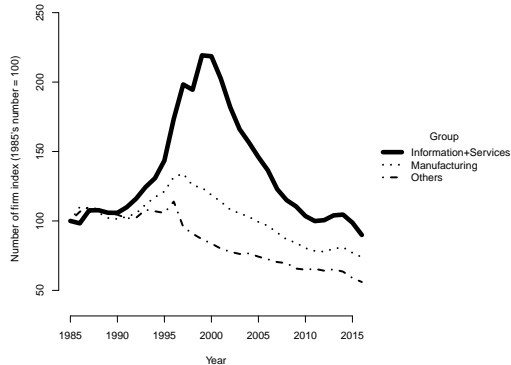
$$ES_{i,j,t} := \frac{\epsilon_{i,j,t} - e_{i,t}}{P_{i,t}}$$

- $t$  is the indicator of a quarter;  $i$  and  $j$  are firm and analyst indicators, respectively;
  - $e_{t,j}$ : Firm  $i$ 's announced actual earnings per share
  - $\epsilon_{i,j,t}$ : Firm  $i$ 's the earnings forecast per share
  - $P_{i,t}$  is the stock price.
- ▶ We define *transparency* measures:

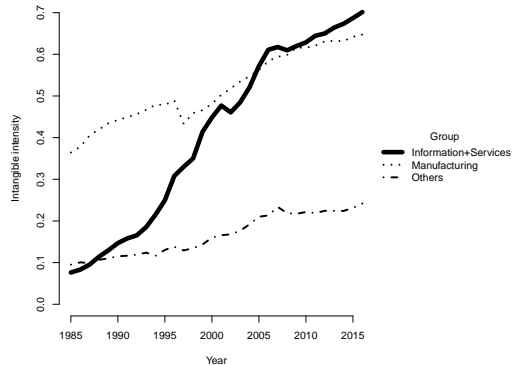
$$Transparency_{i,t}^1 := \frac{1}{\text{median}(|ES_{i,j,t}|)}$$

$$Transparency_{i,t}^2 := \frac{1}{\text{var}(ES_{i,j,t})}$$

- The declining trend in the number of listed firms is starker in “*intangible-intense*” industries.



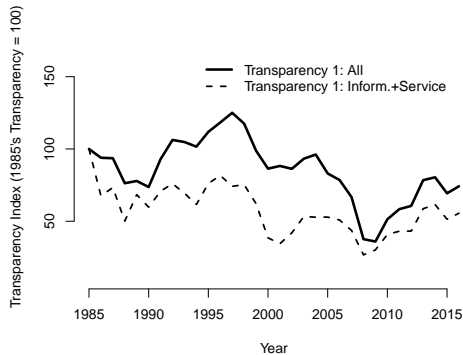
(a) Number of listed firms



(b) Intangibles intensity

# INDUSTRY-LEVEL ANALYSIS: TRANSPARENCY

- ▶ The trend of declining transparency is in all industries.
- ▶ In the long run, “*intangible-intense*” industries have shown a greater decline in transparency.
- ▶ In recent years, other industries, including manufacturing, has shown a sharp decline in transparency.



(a) Transparency 1



(b) Transparency 2

## CROSS-SECTION: TRANSPARENCY AND INTANGIBLES

- The regression of forecast error measures on the intangible capital.

$$\text{Transparency}_{it} = \beta \text{Intangible}_{it} + \text{Controls} + FE + \epsilon_{it}$$

- The greater intangible a firm holds, the greater the forecast error is.

|                                | Dependent Variables: |                   |
|--------------------------------|----------------------|-------------------|
|                                | Transparency 1       | Transparency 2    |
| <i>Intangible<sub>it</sub></i> | -0.31<br>(0.046)     | -0.627<br>(0.096) |
| Industry FE                    | Yes                  | Yes               |
| Year FE                        | Yes                  | Yes               |
| Controls                       | Yes                  | Yes               |
| Two-way cluster                | Yes                  | Yes               |
| Observations                   | 256,962              | 256,962           |
| Adj. $R^2$                     | 0.275                | 0.289             |

Table: Cross-sectional relationship between the forecast error and intangibles



# MODEL

# OVERVIEW OF THE MODEL ECONOMY

## HOUSEHOLD

A representative household holds an equity portfolio and consumes.

## FIRMS

Measure one of ex-ante homogeneous firms decides whether to go public or private

Public firms determine the level of transparency for the disclosure

High transparency gets better financing from the household

## GENERAL EQUILIBRIUM

Disclosed intangible is aggregated as an externality

Investment demand and supply determine the price of firms

- The household is risk-averse, and the utility takes the following **CARA** form:

$$u(C) = -e^{-\Lambda C}$$

where  $\Lambda > 0$  is the absolute risk aversion parameter.

- The household solves the following portfolio choice problem:

$$\begin{aligned} \max_{x(q), x^N} \quad & \mathbb{E}(-e^{-\Lambda C}) \\ \text{s.t. } \quad & C = \int x(\tilde{q}) \tilde{r}(\tilde{q}) d\tilde{q} + x^N \tilde{r}^N, \quad \int x(\tilde{q}) d\tilde{q} + x^N = a \end{aligned}$$

- $x(q)$ : the funding supply for firms with transparency level  $q$ .
- $x^N$ : the funding supply for non-listed firms.
- $a$ : the household's wealth.

- ▶ In the listed market, the household forms a belief on the return  $\tilde{r}(q)$  of a firm with transparency level  $q$  as follows:

$$\tilde{r}(q) \sim_{iid} N\left(\bar{r}(q), \frac{1}{\xi + \psi(\bar{q} + q)}\right), \quad \bar{r}(q) = \frac{\pi(q)}{P(q)}$$

where  $q \geq 0$  is a transparency level;  $\bar{q}$  is the *mandated transparency*;  $\pi(q)$  is the profit of the firm with transparency  $q$ ;  $P(q)$  is the price of the firm with transparency  $q$ .

- ▶ Similarly, in the non-listed market,

$$\tilde{r}^N \sim_{iid} N(\bar{r}^N, 1/\xi), \quad \bar{r}^N = \frac{\pi^N}{P^N}$$

- ▶ The framework naturally maps into the earnings forecast and surprise.

# TECHNOLOGY: PRODUCTION FUNCTION

- ▶ A continuum of measure one of homogeneous firms are considered.
- ▶ Two sub-periods: morning and night
  - Morning: choice of where to operate and the transparency level  $q$
  - Night: choice of input levels
- ▶ Listed market with transparency  $q$ :

$$\pi(q) := \max_{k_T, k_I} z k_T^\alpha (k_I (1 - \bar{q} - q))^\theta (\Phi^{ex})^\gamma - r k_T - p k_I$$

- $q \in [0, 1 - \bar{q}]$  is a transparency level;  $\bar{q}$  is the *mandated transparency* for the listed firms.
  - $\Phi^{ex}$  is the shared knowledge: the aggregate productivity  $z$  shifter.
- ▶ Non-listed market:

$$\pi^N := \max_{k_T, k_I} z k_T^\alpha (k_I)^\theta (\Phi^{ex})^\gamma - r k_T - p k_I$$

- ▶ A possible heterogeneity in  $z$ : later, we show it does not matter in our framework.

The shared knowledge comes from:

$$\Phi^{ex} = \int_0^1 \mathbf{1}_{\{i \in \text{Listed}\}} \times k_{l,i} \left( \underbrace{\bar{q}}_{\text{Disclosure mandated by regulator}} + \underbrace{q_i}_{\text{Voluntary disclosure}} \right) di$$

The shared knowledge is deducted from the owned knowledge:

- The knowledge is symmetrically shared (no double counting).

A financial market determines the values of the listed firm  $P(q)$  and non-listed firm  $P^N$  given

- ▶ the household's preference over  $q$
- ▶ the total funding demand:  $\mathcal{M}$ , the unnormalized probability density of listed firms over  $q$ .

$$P(q) = P(q, \pi(q); \mathcal{M})$$

$$P^N = P^N(\pi^N; \mathcal{M})$$

A firm (manager) chooses where to operate to maximize the firm's price (=value):

$$\max\left\{\max_{q \in [0, 1 - \bar{q}]} P(q), P^N\right\}.$$

Two decision layers: 1) going public vs. private; 2) how much to reveal

The funding market is cleared in terms of *the number (mass) of firms* financed:

|                       | <i>Supply</i>                        | <i>Demand</i>      |
|-----------------------|--------------------------------------|--------------------|
| [Listed market] :     | $\frac{x^*(q)}{P(q)}$                | $= \mathcal{M}(q)$ |
| [Non-listed market] : | $\frac{1}{\nu_N} \frac{x^{N*}}{P^N}$ | $= M_N$            |

where  $\nu_N > 1$  captures the *congestion effect* in the non-listed financial market.



## Definition 1

A collection of functions  $(k_T, k_I, q, \mathcal{M}, M_N, p, P, P^N, x^*, x^{N*}, \Phi^{ex})$  is an equilibrium if

1.  $(x^*, x^{N*})$  solves the household's problem.
2.  $(k_T(q, \mathcal{M}), k_I(q, \mathcal{M}), q(\mathcal{M}))$  solves the listed firm's problem.
3. The measure of listed firms choosing a transparency level  $q$  is consistent with  $\mathcal{M}(q)$  for all  $q \in [0, 1 - \bar{q}]$ .
4. The measure of non-listed firms is  $M_N$  and satisfies  $\int_0^{1-\bar{q}} \mathcal{M}(q) dq + M_N = 1$ .
5. R&D cost of intangible capital  $p$  is determined by the following equation:  $K^I = \int_0^1 k_{I,i} di$ .
6. Aggregate shared knowledge satisfies  $\Phi^{ex} = \int_0^1 1_{\{i \in \text{Listed}\}} \times k_{I,i} (\bar{q} + q_i) di$ .
7. Financial market is cleared:

$$\frac{x^*(q)}{P(q)} = \mathcal{M}(q) \quad \text{and} \quad \frac{1}{v_N} \frac{x^{N*}}{P^N} = M_N$$

8. Indifference in the extensive-margin decision:  $P(q) = P^N$ , for  $\forall q \in [0, 1 - \bar{q}]$ .

# EQUILIBRIUM ANALYSIS

- Recall the household's maximization problem:

$$\begin{aligned} & \max_{x(\tilde{q}), x^N} \mathbb{E}(-e^{-\Lambda C}) \\ \text{s.t. } & C = \int x(\tilde{q}) \tilde{r}(\tilde{q}) d\tilde{q} + x^N \tilde{r}^N, \quad \int x(\tilde{q}) d\tilde{q} + x^N = a \end{aligned}$$

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- Using the **CARA utility** and the **normally distributed returns**, we obtain

$$\max_{\int x(\tilde{q}) d\tilde{q} + x^N = a} \int x(\tilde{q}) \frac{\pi(\tilde{q})}{P(\tilde{q})} d\tilde{q} + x^N \frac{\pi^N}{P^N} - \frac{\Lambda}{2} \int x(\tilde{q})^2 (\bar{q} + q)^{-\chi} d\tilde{q} - \frac{\Lambda}{2} (x^N)^2 \frac{1}{\xi}$$

which is a mean-variance portfolio problem. Then, from the FOC,

$$\frac{\pi(q)}{P(q)} - \Lambda x^*(q) \frac{1}{\xi + \psi(\bar{q} + q)} - \mu = 0 \implies x^*(q) = \frac{\pi(q)/P(q) - \mu}{\Lambda/(\xi + \psi(\bar{q} + q))}.$$

Similarly,  $x^{N*} = \frac{\pi^N/P^N - \mu}{\Lambda/\xi}$ . We assume  $\mu = 0$ .

From the market clearing condition, we have

$$P(q) = \frac{x^*(q)}{\mathcal{M}(q)} = \frac{\pi(q)/P(q)}{\mathcal{M}(q)\Lambda/(\xi + \psi(\bar{q} + q))} \quad \text{and} \quad P^N = \frac{\pi^N/P^N}{v_N M_N \Lambda / \xi}$$

where  $v_N$  is the *PE market friction (efficiency) parameter*.

Then,

$$P(q) = \sqrt{\frac{\pi(q)}{\Lambda \frac{\mathcal{M}(q)}{\xi + \psi(\bar{q} + q)}}} \quad \text{and} \quad P^N = \sqrt{\frac{\pi^N}{\Lambda \frac{v_N M_N}{\xi}}}$$

- ▶ Both prices increase in the profit and decrease in the return variance.
- ▶ The non-listed price decreases in the frictional parameter.

Each public firm chooses transparency level  $q$  to maximize the price of the firm:

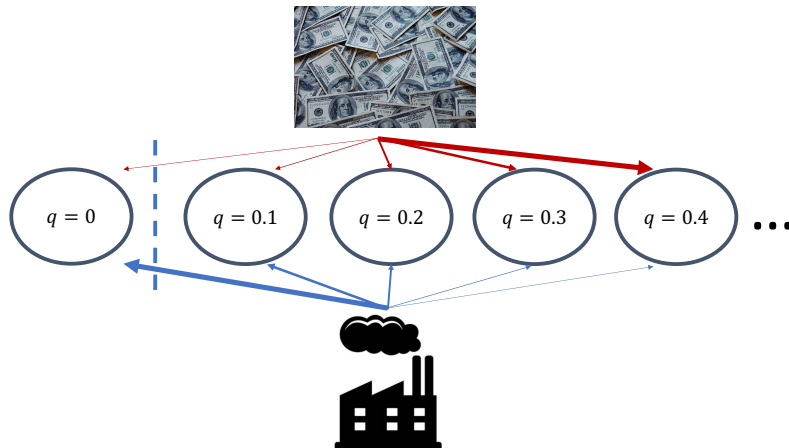
$$\text{[Listed market]} \quad \max_{q \in [0, 1 - \bar{q}]} P(q) \iff \max_{q \in [0, 1 - \bar{q}]} \underbrace{\pi(q) (\xi + \psi(\bar{q} + q)) / \mathcal{M}(q)}_{\text{Net Funding Intensity } \phi^L(q)}$$

$$\text{[Private equity market]} \quad \pi^N \left( \underbrace{\xi / (\nu_N M_N)}_{\text{Net Funding Intensity } \phi^N} \right)$$

## Trade-off:

- [Funding supply]: Higher transparency  $q$  increases funding intensity  $\rightarrow$  **higher valuation**
- [Funding demand]: Higher transparency  $q$  increases a firm's shared intangible  $\rightarrow$  **lower profits**

# SIMPLE ILLUSTRATION



## ► Equilibrium effect:

- Firms understand the funding supply condition (household's preference).
- Household understands the profit difference depending on  $q$ .

To summarize the key components that pin down the equilibrium,

$$[\text{Entry decision}] \quad V(\mathcal{M}, M_N) = \max\{J^L(\mathcal{M}), J^N(M_N)\}$$

$$[\text{Listed firm's problem}] \quad J^L(\mathcal{M}) = \max_q \max_{k_T, k_I} \left( zk_T^\alpha (k_I(1 - \bar{q} - q))^\theta (\Phi^{ex})^\gamma - rk_T - pk_I \right) \phi^L(q)$$

$$\text{s.t. } \phi^L(q) = (\bar{q} + q)^\chi / \mathcal{M}(q)$$

$$[\text{Non-listed firm's problem}] \quad J^N(M_N) = \max_{k_T, k_I} \left( zk_T^\alpha (k_I)^\theta (\Phi^{ex})^\gamma - rk_T - pk_I \right) \phi^N$$

$$\text{s.t. } \phi^N = \xi / M_N^{\nu_N}$$

And we focus on the equilibrium where  $P(q) = P_N$  for  $\forall q$ : **2 Indifference conditions** holds.

- (1) Public firms become **indifferent among different  $q$  levels**.
- (2) Firms become **indifferent between going public or private**.



## Proposition 1

*(Intangibles and the transparency)*

Given  $\alpha + \theta < 1$ ,  $k^I(q, \mathcal{M}; \bar{q})$  decreases in both  $q$  and  $\bar{q}$ .

► From the first-order condition, we get

$$k_I = \left( \left( \frac{\alpha z (\Phi^{ex})^\gamma}{r} \right)^{\frac{1}{1-\alpha-\theta}} \left( \frac{r\theta}{p\alpha} \right)^{\frac{1-\alpha}{1-\alpha-\theta}} \right) (1 - \bar{q} - q)^{\frac{\theta}{1-\alpha-\theta}} = A(1 - \bar{q} - q)^{\frac{\theta}{1-\alpha-\theta}},$$

where  $A := \left( \left( \frac{\alpha z (\Phi^{ex})^\gamma}{r} \right)^{\frac{1}{1-\alpha-\theta}} \left( \frac{r\theta}{p\alpha} \right)^{\frac{1-\alpha}{1-\alpha-\theta}} \right)$ .

As  $\alpha + \theta < 1$ , the proposition is immediate from the last equation.

► An *empirically supported* setup: the cross-sectional evidence.

## Proposition 2 (Intangible share and the transparency)

*Given  $\alpha + \theta < 1$ , the sensitivity of  $k^I(q, \bar{q}, \theta)$  to the changes in  $q$  and  $\bar{q}$  increases in  $\theta$ .*

► We can show that

$$\begin{aligned}\frac{\partial}{\partial \theta} \left| \frac{\partial}{\partial q} \log(K_I) \right| &= \frac{\partial}{\partial \theta} \left| \frac{\partial}{\partial q} \left( \frac{\theta}{1 - \alpha - \theta} \right) \log(1 - q - \bar{q}) \right| \\ &= \frac{\partial}{\partial \theta} \left( -1 + \frac{1 - \alpha}{1 - \alpha - \theta} \right) \frac{1}{1 - q - \bar{q}} \\ &= \frac{1 - \alpha}{(1 - \alpha - \theta)^2} \frac{1}{1 - q - \bar{q}} > 0\end{aligned}$$

- If  $\theta$  increases, the negative association between  $k^I$  and  $q$  becomes stronger.
- Given the fixed intangible capital stock, a greater  $\theta$  is associated with a stronger incentive to conceal the information (lower  $q$ ).

## Proposition 3 (Transparency distribution)

The probability density function  $\mathcal{M}$  of transparency  $q$  has the following closed form:

$$\mathcal{M}(q) = (\xi + \psi(\bar{q} + q))(1 - \bar{q} - q)^{\frac{\theta}{1-\alpha-\theta}} \frac{1}{\phi^N}.$$

- ▶ The endogenous distribution supports the *indifference* condition among public firms.
- ▶  $\xi + \psi(\bar{q} + q)$ : Willingness to invest (supply side)
- ▶  $(1 - \bar{q} - q)^{\frac{\theta}{1-\alpha-\theta}}$ : Costly knowledge sharing (demand side)
- ▶  $1/\phi^N$ : Private equity market efficiency (equilibrium scaling object)
- ▶ We show this is actually a translated version of the *Beta distribution*.
  - The endogenous distribution has the analytic form:  $q + \bar{q} \sim \frac{\mathbb{I}\{q \in [0, 1 - \bar{q}]\}}{1 - M_N} \times \text{Beta}\left(\frac{1-\alpha}{1-\alpha-\theta}, 2\right)$
- ▶ The distribution is *independent* of  $\Phi$ ,  $p$  and  $z$ .

# THE NUMBER OF LISTED FIRMS AND MANDATED TRANSPARENCY

The equilibrium mass of private firms is determined from the following characteristic eq.:

$$\psi \frac{\nu_N}{\xi} M_N \int_0^{1-\bar{q}} \left( \frac{\xi}{\psi} + (\bar{q} + q) \right) (1 - \bar{q} - q)^B dq = 1 - M_N$$

where  $B = \frac{\theta}{1-\alpha-\theta}$ .

- ▶ The equation is from the total mass condition:  $\int M(q) di = 1 - M_N$
- ▶ The equation is *completely isolated* from  $\Phi$  and  $p$ .
- ▶ By replacing  $y := q + \bar{q}$ , we can reshape it using the *Beta function*,  $\mathcal{B}(B+1, 2)$ :

$$M_N = \frac{1}{1 + \psi \frac{\nu_N}{\xi} \left(1 + \frac{\xi}{\psi}\right)^{B+2} \mathcal{B}(B+1, 2) F\left(\frac{1-\bar{q}}{1+\xi}; B+1, 2\right)}$$

where  $F$  is the CDF of Beta distribution;  $\mathcal{B}$  is the beta function.

Proposition 4 (The number of listed firms and mandated transparency)

$M_N$  strictly increases in  $\bar{q} \in [0, 1]$ .

# SUMMARY OF THE THEORY PREDICTION

The theory predicts that

- ▶ The intangible demand is negatively correlated with "*transparency + regulation intensity*."
- ▶ The negative correlation becomes stronger when the intangible becomes more important.
- ▶ The number of listed firms decline in "*regulation intensity*."

On the other hand,

- ▶ "*regulation intensity*" improves listed firms' transparency.

Extensive margin   **vs.**   Intensive margin

# QUANTITATIVE ANALYSIS

We are interested in

$$\{\bar{q}, \theta, \xi, \psi, \nu_N\}$$

- ▶  $\bar{q}$ : Mandated transparency
- ▶  $\theta$ : Intangible share
- ▶  $\xi$ : Baseline information level
- ▶  $\psi$ : Transparency's contribution to listed firms information
- ▶  $\nu_N$ : PE market friction

We estimate these parameters using SMM for 2 separate periods:

- ▶ Baseline: 1992 – 1996
- ▶ Post-change: 2012 – 2016

# SIMULATED METHOD OF MOMENTS: EXACT IDENTIFICATION

| Moments                                  | Data   | Model | Reference                    |
|--|--------|-------|------------------------------|
| <b>Baseline (1992 ~ 1996)</b>            |        |       |                              |
| Fraction of listed after M&A adj. (%)    | 11.08  | 11.08 | Compustat & BDS              |
| ( <i>cf. without M&amp;A adj. (%)</i> )  | (8.30) |       |                              |
| Intangible Exp./Sale (%)                 | 2.906  | 2.906 | Compustat                    |
| Average $sd(\tilde{r})$ (%)              | 12.53  | 12.53 | Compustat                    |
| Average $sd(\tilde{r})$ of top 1% (%)    | 25.52  | 25.52 | Compustat                    |
| Portion of funded non-listed firms (%)   | 30.30  | 30.00 | Ewens and Farre-Mensa (2020) |
| <b>Post-change periods (2012 ~ 2016)</b> |        |       |                              |
| Fraction of listed after M&A adj. (%)    | 7.60   | 7.60  | Compustat & BDS              |
| ( <i>cf. without M&amp;A adj. (%)</i> )  | (4.01) |       |                              |
| Intangible Exp./Sale (%)                 | 5.356  | 5.356 | Compustat                    |
| Average $sd(\tilde{r})$ (%)              | 28.00  | 28.00 | Compustat                    |
| Average $sd(\tilde{r})$ of top 1% (%)    | 84.81  | 84.81 | Compustat                    |
| Portion of funded non-listed firms (%)   | 34.30  | 34.00 | Ewens and Farre-Mensa (2020) |

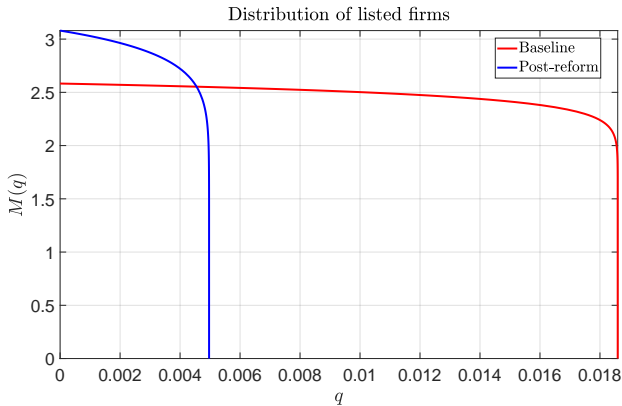


# ESTIMATED PARAMETERS

| Parameters                               | Description   | Value  |
|--|---|--------|
| <b>Baseline (1992 ~ 1996)</b>            |   |        |
| $\bar{q}$                                | Mandated transparency                                   | 0.981  |
| $\theta$                                 | Intangible share  | 0.029  |
| $\xi$                                    | Baseline information level                              | 25.520 |
| $\psi$                                   | Transparency's contribution to listed firms information | 38.539 |
| $\nu_N$                                  | PE market friction                                      | 3.300  |
| <b>Post-change periods (2012 ~ 2016)</b> |   |        |
| $\bar{q}$                                | Mandated transparency                                   | 0.995  |
| $\theta$                                 | Intangible share  | 0.054  |
| $\xi$                                    | Baseline information level                              | 1.390  |
| $\psi$                                   | Transparency's contribution to listed firms information | 11.394 |
| $\nu_N$                                  | PE market friction                                      | 2.915  |

# DISTRIBUTION OF TRANSPARENCY

- The estimated transparency distribution has *shifted towards left* and *shrank* (less mass).
  - Consistent with the macro facts: less transparency and public listed firms.



## Welfare

$$\begin{aligned} \text{Welfare} &= \int x(\tilde{q}) \frac{\pi(\tilde{q})}{p(\tilde{q})} d\tilde{q} + x^N \frac{\pi^N}{P^N} - \frac{\Lambda}{2} \int x(\tilde{q})^2 \frac{1}{\xi + \psi(\bar{q} + q)} d\tilde{q} - \frac{\Lambda}{2} (x^N)^2 \frac{1}{\xi} \\ &= \frac{1}{2} \int \mathcal{M}(\tilde{q}) \pi(\tilde{q}) d\tilde{q} + \frac{\nu_N}{2} M^N \pi^N. \end{aligned}$$

## Productivity (externality)

$$\text{Productivity} = (\Phi^{\text{ex}})^\gamma = \left( \int_0^{1-\bar{q}} (\bar{q} + q) k_I(q, \mathcal{M}; \bar{q}) \mathcal{M}(q) dq \right)^\gamma$$

## Output

$$\text{Output} = \int_0^{1-\bar{q}} z k_T(q)^\alpha (k_I(q)(1 - \bar{q} - q))^\theta (\Phi^{\text{ex}})^\gamma M(q) + z k_{DT}^\alpha k_{DI}^\theta (\Phi^{\text{ex}})^\gamma M_N$$

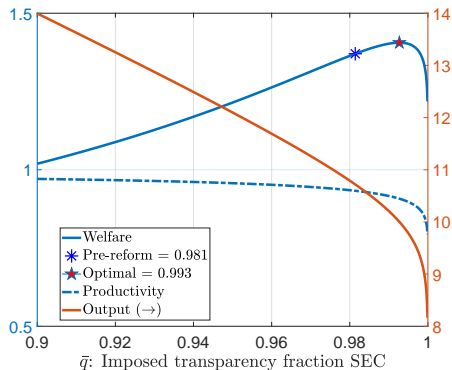
- The *sluggish productivity growths* in the U.S. and U.K. are partly accounted for by these changes. (-1.5%, annually)

Table: Decomposition of the channels in the post-change changes

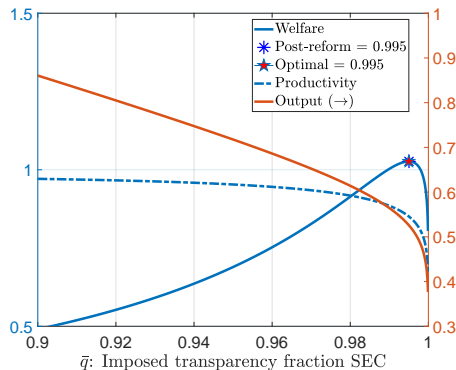
| Param.    | Channel                         | Contribution to the change (p.a.): |              |              |         |
|-----------|---------------------------------|------------------------------------|--------------|--------------|---------|
|           |                                 | #listed                            | transparency | productivity | welfare |
|           | Total change                    | -1.88                              | -1.85        | -0.42        | -1.42   |
| $\bar{q}$ | SEC regulation                  | -6.22                              | -6.18        | -0.25        | 0.20    |
| $\theta$  | Rising intangible share         | -0.89                              | -0.89        | -0.37        | -0.81   |
| $\xi$     | Baseline information level      | 8.62                               | 8.62         | 0.34         | -0.92   |
| $\psi$    | Harder to forecast public firms | -3.72                              | -3.72        | -0.16        | 0.16    |
| $\nu_N$   | PE market friction              | -0.56                              | -0.56        | -0.02        | -0.59   |

# Optimal policy

- ▶ The disclosure policy leads to the *inverted-U* shaped macro targets. (Laffer-type tax on knowledge?)
- ▶ A policy maker's **dilemma** between maximizing productivity and welfare.



(a) Baseline



(b) Post change

## CONCLUDING REMARKS

- ▶ **Rising intangible capital substantially contributed to the two trends:**
  - disappearing public firms.
  - declining average transparency.
- ▶ **These changes led to a drop in productivity and welfare.**
- ▶ **The macroeconomic outcomes nonlinearly respond to the disclosure policy:**
  - inverted U-shaped welfare and output.
  - policy maker's dilemma between productivity and welfare.
  - the recent policy changes have been welfare-improving at the cost of productivity.

# APPENDIX



Table: Fixed parameters

| Parameters | Description                                    | Value          |
|------------|--|----------------|
| $\alpha$   | Capital share                                  | 0.30 $-\theta$ |
| $\gamma$   | Public intangible share                        | $= \theta$     |
| $r$        | Rental rate tangible capital plus depreciation | 0.10           |
| $K^I$      | Total intangible supply                        | 1              |
| $z$        | TFP level                                      | 1              |