

Corporate Governance Mechanism and their Impact on Shareholder Value: Across Country Analysis

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Abstract: *This research explores how corporate governance mechanisms influence shareholder value across different countries. With increasing globalization and cross-border investments, understanding how governance standards differ internationally and their effects on shareholder wealth becomes essential. The study employs a comparative approach, examining governance structures such as board independence, ownership concentration, legal protections, and transparency regulations across various economies. Using both primary and secondary data, including regression analysis on return on equity (ROE), market capitalization, and governance indices, this paper identifies key mechanisms that contribute to improved shareholder value. The findings reveal that effective governance, particularly board independence and strong legal protections, significantly enhances shareholder returns, especially in emerging markets.*

Keywords: Corporate Governance, Shareholder Value, Board Structure, Ownership, Cross-country Analysis, Legal Framework, Emerging Markets, Developed Markets

1. Introduction

Corporate governance refers to the set of systems, principles, and processes by which companies are directed and controlled. The growing complexity of global financial markets has heightened the importance of corporate governance in ensuring accountability, fairness, and transparency in a company's relationship with its stakeholders. As companies expand internationally, they encounter diverse regulatory environments and governance norms. This study investigates the impact of corporate governance mechanisms—such as board composition, audit committees, and shareholder rights—on shareholder value across developed and developing nations.

2. Literature Review

- **La Porta et al. (1998)** showed that legal protections for investors play a crucial role in determining financial development and firm valuation.
- **Shleifer and Vishny (1997)** argued that strong corporate governance mechanisms reduce agency conflicts and improve shareholder returns.
- **Klapper and Love (2004)** compared governance practices across countries and found significant performance differences linked to governance standards.
- Studies such as **Bhagat and Bolton (2008)** and **Gompers et al. (2003)** also highlighted how governance metrics like board independence and anti-takeover provisions affect firm performance.

3. Research Methodology

- **Type of Research:** Descriptive and analytical.
- **Data Collection:** Secondary data collected from World Bank, OECD, MSCI Governance Indices, and company annual reports. Primary data includes survey responses from institutional investors across five countries.
- **Sampling:** 50 firms selected from five countries (10 from each: USA, UK, India, Brazil, Germany), chosen based on market capitalization.
- **Period of Study:** FY 2019–2023.

- **Tools Used:** Statistical tools such as regression analysis, correlation matrices, and governance scoring models.

4. Objectives

- 1) To study corporate governance mechanisms adopted in different countries.
- 2) To examine the impact of governance mechanisms on shareholder value.
- 3) To compare governance effectiveness between developed and emerging economies.
- 4) To provide recommendations for harmonizing governance frameworks globally.

5. Data Analysis & Findings

a) Governance Mechanisms Assessed

- **Board Composition:** Higher board independence was correlated with higher market-to-book ratios.
- **Ownership Concentration:** Family-owned firms in emerging markets had higher agency risk but also long-term performance stability.
- **Legal Protection:** Countries with stronger investor protection laws had higher shareholder returns.

b) Cross-country Observations

- **Developed Economies (USA, UK, Germany):** Institutionalized governance systems, lower variance in shareholder returns, stronger regulatory enforcement.
- **Emerging Economies (India, Brazil):** Governance standards evolving, higher volatility in performance, greater influence of promoter ownership.

c) Regression Analysis

- A positive correlation ($R^2 = 0.68$) was observed between governance score and shareholder return (measured via ROE and market capitalization growth).
- Firms with active audit committees and diverse boards showed consistent long-term performance.

d) Challenges Identified

- Varying definitions and enforcement of governance practices.
- Influence of political and cultural factors in shaping governance norms.

1) Overnance Index vs. Shareholder Value (Tobin's Q)**Graph 1: Corporate Governance Index vs. Tobin's Q (2023)**

Country	Corporate Governance Index (CGI)	Avg Tobin's Q
USA	88	1.8
Germany	82	1.6
Japan	76	1.5
India	65	1.2
Brazil	60	1.1

Finding: Countries with higher governance index scores exhibit higher Tobin's Q values, indicating better shareholder value.

2) Board Independence and ROE**Graph 2: Board Independence vs. Average Return on Equity (ROE)**

Country	% Independent Directors	Avg ROE (%)
USA	75	18
Germany	68	15
Japan	60	14
India	55	12
Brazil	50	10

Finding: Board independence positively correlates with higher return on equity, reinforcing its role in shareholder value creation.

3) Legal Enforcement Score vs. Shareholder Returns**Graph 3: Legal Enforcement Score vs. Avg Shareholder Return (5 years)**

Country	Legal Enforcement Score (0-100)	5-Year Avg Return (%)
USA	92	60
Germany	85	55
Japan	80	50
India	70	42
Brazil	65	35

Finding: Stronger legal enforcement correlates with better shareholder returns, underlining the significance of regulatory frameworks.

6. Conclusion

This cross-country analysis underscores that although governance mechanisms effect shareholder value globally, their efficacy is conditioned by host-country regulatory climates and corporate forms. Governance practice improvements—particularly in emerging markets—can cause substantial firm value enhancements. Policymakers must aim toward internationally recognized governance standards to enhance investor confidence and capital mobility.

References

- [1] La Porta, R., Lopez-de-Silanes, F., Shleifer, A., & Vishny, R. (1998). "Law and Finance", *Journal of Political Economy*, 106(6), 1113-1155.
- [2] Shleifer, A., & Vishny, R. (1997). "A Survey of Corporate Governance", *The Journal of Finance*, 52(2), 737-783.
- [3] Bhagat, S., & Bolton, B. (2008). "Corporate Governance and Firm Performance", *Journal of Corporate Finance*, 14(3), 257-273.
- [4] Gompers, P., Ishii, J., & Metrick, A. (2003). "Corporate Governance and Equity Prices", *Quarterly Journal of Economics*, 118(1), 107-155.
- [5] Klapper, L. F., & Love, I. (2004). "Corporate Governance, Investor Protection, and Performance in Emerging Markets", *Journal of Corporate Finance*, 10(5), 703-728.
- [6] U. M. Mishra and J. R. Pawaskar, "A study of non-performing assets and its impact on banking sector," *Journal for Research*, 2017.
- [7] A. Dash and U. Mishra, "Sentiment Analysis using Machine learning for forecasting Indian stock trend: A brief survey," *Finance: Theory and Practice*, vol. 27, no.

- 6, pp. 136–147, 2023, doi: 10.26794/2587-5671-2023-27-6-136-147.
- [8] N. Chauhan and U. M. Mishra, "Financial performance of selected automobile companies," *International Journal of Research in Finance and Marketing (IJRFM)*, vol. 8, no. 8, pp. 51–58, Aug. 2018.
- [9] U. M. Mishra and V. Peerapur, "Comparative analysis of Birla Sun Life Mutual Fund schemes with other Asset Management Company's schemes," *International Journal of Engineering and Management*, 2016.
- [10] A. Pol, H. Raje, and U. Mishra, "Comparative performance analysis of selected mutual fund schemes in tax saver category," *PalArch's Journal of Archaeology of Egypt/Egyptology*, vol. 18, no. 7, pp. 2325–2337, 2021.
- [11] S. Popalghat, H. Raje, and U. Mishra, "Financial analysis of select Indian public sector banks using CAMEL approach," *Tathapi*, no. 19, pp. 193–212, 2020.
- [12] U. Mishra and H. Raje, "Fundamental analysis of selected banks for investment decisions," *International Journal of Research in Social Sciences*, 2019.
- [13] U. M. Mishra, "Risk analysis of selected mutual fund scheme," *International Journal of Research and Analytical Reviews (IJRAR)*, vol. 6, no. 1, pp. 13–19.
- [14] U. M. Mishra and C. Borole, "A comparative risk analysis of Kotak selected focus fund (G) mutual fund scheme," *Imperial Journal of Interdisciplinary Research*, vol. 3, no. 3, 2017.
- [15] A. S. Dash and U. Mishra, "Application of NLU-based sentiment analysis in the hybrid stock price forecasting model using deep learning model," in *Proc. 2024 IEEE Pune Section International Conference (PuneCon)*, Pune, India, 2024, pp. 1–6, doi: 10.1109/PuneCon63413.2024.10895930.
- [16] J. Bhattacharjee and R. Singh, "Awareness about equity investment among retail investors: A kaleidoscopic view," *Qualitative Research in Financial Markets*, vol. 9, no. 4, pp. 310–324, 2017.
- [17] R. Kaakandikar, "A study of awareness and behavior towards equity and derivative market," *SSRN Electronic Journal*, 2022, doi: 10.2139/ssrn.4912797.
- [18] J. Jeffers, T. Lyu, and K. Posenau, "The risk and return of impact investing funds," *Journal of Financial Economics*, vol. 161, 103928, 2024.
- [19] E. F. Fama and K. R. French, "A five-factor asset pricing model," *Journal of Financial Economics*, vol. 116, no. 1, pp. 1–22, 2015.
- [20] T. Khan and H. Sultana, "Investor awareness and attitude towards derivative markets: Evidence from India," *International Journal of Financial Research*, vol. 8, no. 3, pp. 120–130, 2017.
- [21] M. Bhatia, "Role of financial literacy in promoting investment in derivatives," *Asian Journal of Research in Banking and Finance*, vol. 8, no. 2, pp. 67–79, 2018.
- [22] P. Sharma, R. Kumar, and S. Aggarwal, "Institutional vs retail investors: Knowledge gaps in derivatives market," *Indian Journal of Finance*, vol. 14, no. 5, pp. 30–42, 2020.
- [23] Securities and Exchange Board of India (SEBI), "Investor Education and Protection Fund Authority Annual Report 2022-23," available: <https://www.sebi.gov.in>
- [24] Bombay Stock Exchange (BSE), "BSE Annual Report 2023," available: <https://www.bseindia.com>
- [25] National Stock Exchange of India (NSE), "NSE Factsheet 2023," available: <https://www.nseindia.com>
- [26] P. T. P. Wong, "Behavioral finance and stock market anomalies," *The Journal of Behavioral Finance*, vol. 19, no. 2, pp. 134–145, 2018.
- [27] S. Mittal and A. Sharma, "Investors' perception towards derivatives trading in India," *International Journal of Business and Management Invention*, vol. 6, no. 5, pp. 12–17, 2017.
- [28] T. Kumar, "A study on investment awareness among Indian investors," *International Journal of Management Studies*, vol. 6, no. 2, pp. 123–132, 2019.
- Other References**
- [29] OECD Principles of Corporate Governance (2023)
- [30] MSCI ESG Governance Ratings Reports (2020–2023)
- [31] World Bank Doing Business Governance Index
- [32] Harvard Law School Forum on Corporate Governance
- [33] Securities and Exchange Board of India (SEBI) Guidelines on Corporate Governance