This paper is based on private data of Standard Life Aberdeen (SLA) that has been provided to the authors. SLA have the right to read and comment on drafts based on analyses of those data prior to publication. The authors have not yet provided a final draft of this paper to SLA, and a non-disclosure agreement applies.

We are grateful to Bernie Black, Alon Brav, Pierre Collin-Dufresne, Beni Lauterbach, John Kay, Colin Mayer, Pietro Veronesi, Russ Wermers, Yishay Yafeh and participants at the 2018 Institutional Investor Activism and Engagement Conference in Tel Aviv and Jerusalem as well as seminar participants at London Business School, Goethe University Frankfurt, Frankfurt School of Finance, Warwick University, for comments. Becht, Franks, and Wagner thank Norges Bank Investment Management (NBIM) under the Norwegian Finance Initiative (NFI) Research Programme, the Goldschmidt Chair for Corporate Governance at the Solvay Brussels School for Economics and Management (SBS-EM) at Université libre de Bruxelles, and the BAFFI CAREFIN Centre for Applied Research on International Markets, Banking, Finance and Regulation at Bocconi University for financial support. We gratefully acknowledge the contributions of Mike Everett, Alison Kennedy, Keith Skeoch, Euan Sterling, Douglas Wilson (all at Standard Life Aberdeen and previously at Standard Life Investments) for patiently answering our questions and providing data. Guy Jubb provided invaluable insights from the time he headed the SLA governance and stewardship group. One of the authors declares that he is currently a holder of Standard Life Aberdeen shares, purchased during the 2006 demutualisation.
Corporate Governance Through Voice and Exit

Abstract

How do active managers engage with their portfolio firms? And what role does governance and engagement play in their trading decisions? We use proprietary data from one of the world’s largest active asset managers to answer these questions. Our sample, based upon twelve years of data, provides a detailed picture of how fund managers’ decisions are influenced by engagement with target firms. Our analysis exploits three distinct channels: private discussions with board and management, internal warning flags for firms with poor governance, and votes cast against management. We find that fund managers’ trades are significantly influenced by governance engagements, leading either to (partial) exit, or to larger bets on favourable engagements. Trades are associated with significant abnormal returns, and in the case of exit decisions lead to the avoidance of subsequent underperformance, while larger bets are placed on stocks that subsequently outperform. Our results provide strong support for trading being influenced by voice and exit decisions, which in turn provide a significant contribution to performance.

Keywords: Asset management, Active management, Shareholder activism, Institutional investors, Stewardship, Governance, Buy-Side Analysts, Voice and Exit

JEL Classification: G11, G14, G23, G34