THE RISE AND FALL OF XEROX CORPORATION: A MANAGEMENT CONTROL PERSPECIVE

Wilfred W. Wu

Assistant Professor of Information Systems and Operation Management
University of Portland

Cecilia H. Lin

Associate Professor of Accounting
University of Portland

Frederick H. Wu

Emeritus Professor of Accounting
University of North Texas

Abstract

We examine the decline of Xerox Corporation. Prior research focuses on the decline issue from the perspectives of business strategic and organizational failures. The strategic and organizational mishaps are a part of the picture of a total collapse. From our literature review, however, we discover that management's short-run outlook that leads to erroneous decisions is the most critical part of the failure. Management fails because it relied on a short-run accounting numbers such as full costs, profits, and return on investment provided from an inadequate management (accounting) control system. The system makes no efforts to measure many crucial variables closely related to the launching of a new product such as market domination, revolution of the back-office operations, and increased efficiency and effectiveness of business processes. In other words, there is no consideration of non-accounting-measureable variables in the system and also in the minds of the top management of Xerox.

Keywords: Feedback control, Management control system, Balanced scorecard

1. INTRODUCTION

Stories about Xerox Corporation's rise in the copiers industry in the 1960s and fall in the computers industry in the 1970s have been told partially from the organizational and partially from the strategic perspectives. The fall aspect can be categorized in three areas: organizational failures, strategic failures, and management failures. The first two have been well written and published in books and various journals (McCardell 1985; McCullough 1986; Wang 1986; Smith and Alexander 1988; Hiltzik 1999). The strategic errors are mainly the acquisition of Scientific Data Systems (SDS) and the late entry into the computer market to compete directly with the IBM. The organizational errors center on the cross-functional investment centers where divisional heads are confused with their authorities and lines of reporting (Smith and Alexander 1988, 37, 149).

The strategic and organizational failures can both be attributed, in part, to mismanagement. The major functions of the top management are setting forth a vision as well as goals for the organization and then proceed to execute strategies through planning and control. In the 1960s under the helm of Joe Wilson and Peter McCullough, the process of vision/goals-strategies-planning-and-control was well executed and the results catapulted Xerox from a sales of \$32 million in 1959 to a sales of over \$1 billion in 1968 (Smith and Alexander 1988, 28). At the high of its market price in 1966, the stock stood at \$2673/4 per share (Brooks 1969, 169). In the same period, total employment jumped from 900 to more than 24,000. This phenomenal success was due to the Wilson's vision of the future of communication in the back offices in business organizations coupled with McCullough's sales and marketing skills. Furthermore, behind their vision and marketing talents were underscored with their daring in making decisions under risks. The creation of the first dry-copy copier, Xerox 914, was Wilson's relentless pursuit as his mission over a span almost 10 years and the success of marketing and sales was due to McCullough's foresight to develop a nation-wide distribution channel before the emergence of a very profitable Xerox 914 copier. Their joint efforts as a management team were the driving force behind the success of the copier business for Xerox in the 1960s. But then, Xerox stumbled.

The momentum of the success in the copier business did not carried Xerox forward in its pursuit of the computer business in the 1970s even though Xerox had assembled a group of most talented computer scientists housed in the Palo Alto Research Center (PARC) in California. PARC did create a time sharing system and a distributed net-work system, and even a personal computer in the late 1960s ahead of other computer companies. Yet, Xerox failed in transforming these innovative information systems into marketable commercial products and captured the wide-open computer market in the early 1970s and

2. THE INNOVATION/CREATION ENVIRONMENT

2.1 The History

The history of Xerox begins in the 1940s when it was called the Haloid Company, a small photographic paper and supply firm located in Rochester. The company sold a product called Model A, first product based on xerography (Smith and Alexander 1988, 25). The quality of the output from the copier and the efficiency of the process of operating on it are something short of desirable. Model A offered no break-through for Haloid in competition for gaining the market share.

Joe Wilson, Haloid's visionary leader then, was constantly looking for innovative products that could revolutionize the copier technologies with ultimate objective of making office operations efficient and effective. Essentially, he wanted a heretofore an unprecedented product that will dominate the copier market. Thus, under his vision and ambition, the company plowed every dollar earned into research and attempted to discover a panacea. In 1959, Haloid produced the first prototype of the long awaited plain paper office copier, the 914 copier (Smith and Alexander 1988, 27). To turn the prototype into commercial products required a large sum of capital investment in manufacturing. Wilson was told by the board to turn to other companies for the financial burden of manufacturing and marketing. He approached IBM and others even though McCullough and others in Haloid would like to keep the product in the company, exclusively. But the event turned out to be in McCullough's favor, i.e., IBM and others rejected Haloid's offer. Wilson turned to the board for support to take on the big stick of manufacturing and selling 914 copiers by Haloid-Xerox. In March 1960, the first 914 copier was shipped. With the sales and distribution channels well established by McCullough, sales of the 914 copier took off quickly. In 1959, Haloid-Xerox's final year before the 914, annual sales were only \$32 million. In 1961, the first full year of 914, sales reached \$61 million. In 1968, the ninth year of 914, sales climbed to \$1.125 billion. It was the first company in the U.S. industries that reached \$1 billion mark in sales within ten years. In the same period, annual profits soared from \$2.5 million to \$138 million (Smith and Alexander 1988, 28).

After the 914 model, Xerox continued to innovate and improve the copier technologies and to dominate or monopolize the copier industry throughout the 1960s and

early 1970s. Nevertheless, Xerox was labeled as a single-product company. Understanding this public image of a single-product company McCullough began to promote and advocate his idea of "the architecture of information" based on digital computer technology. He firmly believed that computer would be the future of the office and Xerox must prepare to integrate its copier technology with the computer technology to compete, if not to lead, the information industry. Furthermore, Jack Goldman, head of research at Xerox, told McCullough that Xerox's copier business could be vulnerable when new strong competitors such as the IBM, Kodak and Japanese firms entered the market. To build up the future businesses, Xerox must establish the best research center to develop new technologies of information systems based on digital computers. McCullough accepted Goldman's recommendation.

2.2 Scientific Data Systems (SDS) and Palo Alto Research Center (PARC)

The first step to build up competitive power in the computer market for Xerox, according to McCullough's ambition, was to acquire a computer company. In this regard, he searched through the entire field of the information technology firms and approached some of them for a possible acquisition, but none expressed interest in it except Scientific Data Systems. In 1969, McCullough paid an unthinkable amount of money, \$900 million, to be exact, to acquire SDS when SDS annual sales were \$100 million and profit \$10 million. As its niche, SDS sold its computers to scientists and engineers and SDS was not considered compatible with McCullough's goal of transforming Xerox into a great communication company by developing the "architecture of information" as the future mission of Xerox (Smith and Alexander 1988, 53). SDS's top management was instructed to compete directly with IBM with an On-line Office Systems (POLOS) developed and supported by the Palo Alto Research Center. In other words, McCullough wanted SDS to enter the computer commercial market and transformed Xerox into a digital communication company. It turned out that Palvesky, the CEO of SDS, did not appreciate the new technologies developed in PARC and John Pake, manager of PARC, did not like to make PARC as a supporting unit of SDS. So, the partnership of SDS and PARC as perceived by McCullough became an illusion.

In 1970 and 71, when the economy fell into recession, SDS incurred losses in earnings and the losses continued every year to 1974 with accumulated losses of \$180 million in a span of six years (Smith and Alexander 1988, 126). As advised by his staff that the losses would be a bottomless hole in the years to come, McCullough had no choice but to find a way to discontinue the operation of SDS. In 1975, the board of directors approved his request to write off the investment in and operational losses of SDS, totaling in almost \$1.3 billion--the saga of SDS, dubbed as the "McCullough's folly" came to the end (Smith and Alexander 1988, 128).

In 1970 the year following the acquisition of SDS, McCullough approved Jack Goldman's request to establish the best research center with almost unlimited resources. McCullough's aspiration of the "architecture of Information" is to lead the digital communication business via SDS with innovative technological tools to be created by Xerox's superior research and development. But, at this time, nobody in the company knew exactly what these new tools were and what the architecture of information meant. The digital future of Xerox fell in the shoulders of Goldman who, for the future of Xerox's continuing growth in sales and profit, sensed keenly the direction of future growth was to "develop a machine based half on xerography and half on digital technology," (Smith and Alexander 1988, 33).

Accordingly, Goldman began his recruiting efforts for the top-rated researchers in the computing discipline. He first hired George Pake to set up and manage the proposed Xerox research center while he himself remained the chief spoke-person for research and development at the headquarters. Pake, a physicist and academician, did not understand computer science and that proved to be a fatal mistake for Xerox's research center later one. Pake was sold by Goldman's promise to build a research center as well-known as legendary Bell Labs. The center contemplated by Goldman and Pake was a unit independent of any of Xerox's divisions and the operational process is bottom-up rather than traditional top-down. Goldman did consider to merge the new unit with the research unit of the SDS but was rejected by SDS for the reason its management did not believe in Goldman's illusive ideas of the digital future. First thing first, with Pake's persuasion, Goldman agreed to locate the research center at Palo Alto, California, nearby Stanford University with strong computer science programs and the silicon area of high-tech companies. Hence, the center is called Palo Alto Research Center (PARC). Then Pake began his national recruiting campaign. He first hired J.C.R. Licklider who was a psychology professor at M.I.T. and known for his publication of "Man-Computer Symbiosis," the concept of human-computer interactions in the real-time mode. Meanwhile, Bob Taylor, another firm believer in interactive computing system, was hired to head the Computer Science Laboratory at PARC. Years before joining PARC, Taylor had talked to SDS about commercializing the time-sharing system and was rejected this experience convinced him that PARC would never work well under the SDS wing. Through Taylor's connections with the academic and computer worlds, Xerox had successfully recruited a group of best minds in science and engineering and three areas of research were created: the General Science Laboratory (GSL), the Computer Science Laboratory (CSL) and , the Systems Science Laboratory (SSL). GSL was to engage in basic research in science. CSL

focused its research in computer hardware and software and SSL was the extension of CSL to develop the sharing system and the interactive communication system. PARC was in full operation in 1971 as an independent research unit of Xerox with Pake as its manager reporting to Goldman at the headquarters.

2.3 The Beginning of the Fall of PARC

PARC was destined to be a failure from its beginning due to, first, its isolation, physical and organizational, from the top management; second, lack of business leaderships; finally, a strategic error committed by top management about its incompatibility with SDS in terms of their missions. But the problem became acute in 1972 when President McCardell announced the "collapse of the computer and copier businesses into three large functional groups and eliminated Goldman's authority over developing products from emerging inventions" at PARC. Worse, Jim O'Neill, a former Ford financial executive, was assigned to head the newly-formed Information Technology Group (ITG) consisting of the computer and copier businesses. PARC was a part of the computer group.

The authority over new products development was not in the hands of Goldman who supported McCullough's dream of the architecture of information for the future's office operation, but falling into the hands of McCardell and O'Neil both of whom carried with them the Ford's philosophy of management by numbers. Their decisions were based on measurements of costs, market shares and profits. No room for qualitative considerations. In other words, risk-avoiding was their intrinsic management value. Goldman, on the other hand, would confidently plunge into a new market with a new IT product coming out of the research and development labs. The reason he left Ford for Xerox was because the Ford's top management was running businesses by numbers (Smith and Alexander 1988, 10). Now Goldman was into the same dilemma at Xerox.

Goldman as PARC's spokesperson at the headquarter, had lost the authority over new IT research projects in Xerox and Pate, the manager of PARC, had no business experience at all to commercialize the invented products of the Center. Likewise, all researchers at PARC were all the first-rated scientists, but none of them knew what to do about their new technologies. The transformation of new technologies into commercial products was Goldman's territory and he was willing to take risk based on his business acuteness. But he no longer carried a big voice advocating for Xerox's future market of digital products.

The conflict between Goldman and O'Neil came to the surface over the marketing of one PARC new invention, laser printer. In Goldman's view, the new printing technology can easily be attached to Xerox copier 7000 to transform the copier into a laser printer. Xerox copiers 7000 were already in the clients' offices and all it was needed was to train the sales representatives how to sell the new product. It will not cost significantly to

produce the product. Yet, in the view of O'Neil, Goldman's analysis was defective in many respects. What were the costs of production and marketing? What were the estimated sales? What were profit contributions? What was the return in investment from this new product? Goldman's enthusiasm of and faith in the new product could not sustain O'Neil's quantitative logic.

Robert Porter, the head of the subsidiary in Dallas, Texas, did manage to meet PARC's scientists in a meeting but it only led to animosity between them. Porter thought that PARC's talented scientists were all living in the clouds, too pedantic to know how to make money. Porter's new mission with the newly-established outfit was to make money and the quickest way to achieve it was to produce and market a product to enter the currently existing market of electro-mechanical typewriters, a primitive word process system. Porter presented a plan supported with quantitative analysis in terms of costs, profits, market share and return on investment. The plan appealed well to O'Neil and McCardell both of whom were the gurus of the management-by-number philosophy and thus enjoyed their blessings. Yet, a new product, Model Xerox 850, developed and marketed by Porter's Dallas subsidiary did not compete well in the market because it did not offer more advantages than IBM's word processors. It failed a year after it was introduced into the market!

At the time when Model 850 was being developed, a word processing system in computer had been invented by PARC and Goldman tried to convince Porter to promote this product as the future savior of Xerox very much like the first paper copier did for Xerox in the 1960s. Porter had no liking for Goldman's ideas about the dream of information architecture that was actually advocated by McCardell in the late 1960s. Had Porter accepted Goldman's idea, Xerox would be the first to market the computer-based word processing system and would become the leader in the word processing market that could reach \$1 billion in 1980 by estimate (Smith and Alexander 1988, 237). In 1978, Wang Laboratory demonstrated its first such systems in a computer convention and garnered huge attentions of the attendants. Quickly, the Wang office systems spread like wild fire and Wang Lab established its leadership in the office-systems market. The Xerox's failure to promote its own inventions was, again to great extent, the victim of its management by number.

The philosophy of management by number is appropriate for established products in established markets, but not for launching new products to create new markets. O'Neil's and McCardell's investment decisions that relied primarily on accounting measures would lead them astray in terms of their search for expansion and growth of Xerox. What was needed for them is a management or accounting control system characterized with

non-historical and non-measurable dimensions of variables to be considered for decisions. It is obvious that decisions have to be based on measures of projected consequences of available alternatives. It is not, however, obvious that decisions will be based non-measurable variables unless the control systems of the firm is so designed and information provided by the system is fully shared by all agents involved in the decision processes.

3. MANAGEMENT (ACCOUNTING) CONTROL SYSTEM

3.1 Vision and Strategy

Every successful company practices a management cycle that begins with formation of a vision (by the top executives) and planning (about goals, strategies, and budgets), follows with measurements of performance, and ends with exerting organizational feed-back controls. This cycle is formally recognized as a management control system (Anthony and Govindarajan 2007, 3, 7), or as management accounting and control systems (MacIntosh and MacLean 2015, 2). From the cycle standpoint, the system represents "the process of identification, measurement, accumulation, analysis, preparation, interpretation, and communication of information that assists executives in fulfilling organizational objectives..." (Horngren and Sundem 1990, 4). The cycle is perpetual in motion and repeating itself. From the system perspective, it is, extrinsically, a somewhat mechanical but intrinsically, a very dynamic process consisting distinctive flow-through activities (refer to Figure 1). A critical activity in the cycle is feedback control that triggers beginning of a new cycle. Feedback control is a function of information on performance evaluation. In other words, decision-makers in the strategic planning process make decisions about strategies, goals and benchmarks to reflect what the feedback information calls for. "Management control is a must in any organization that practices decentralization." (Anthony and Govindarajan 2007, 1).

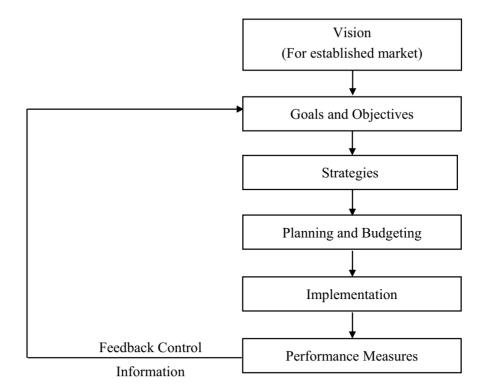


Figure 1: A Generalized Management (Accounting) Control System

The flow-through activities in the management control system of an organization begins with its top executives, where they clearly spell out their visions and goals for an organization. Vision is noble and abstract and goals are concrete and measureable in nature. For example, a vision may be that the leaders would like to take the firm to be the leader in the industry in which it operates and the goals are 10% profit margin and 12% return on investment for the three years. The next step is to identify and establish strategies the implementation of which will achieve goals that, in turn, contribute to the realization of the vision.

In the case of Xerox, Wilson provided the vision of establishing and leading the xerographic technology market and McCullough the vision of the architecture of information. Wilson relentlessly pursue his dream by daring to take risk of investing huge amount of capital in research and product development and succeeded in producing the winning copier, Model 914 (Hiltzik 1999). Although McCullough had provided a grand vision, he subsequently failed in following up with the huge investment in PARC. He let McCardell and O'Neil who were number-based and risk-aversion decision-makers to lead Xerox's research and product development and they, being not engineers, did not realized the potentials of those inventions made in PARC. Furthermore, the chief IT executive, Jack

Goldman, was re-legated to an insignificant executive position and no one else could voice for PARC's operations relative Xerox's goals and strategies (Hiltzik 1999).

3.2 Measurements and Evaluations

Along the way, Xerox also committed strategic errors in the 1970s that contributed to its demise. The first error was a decision not to market laser printer to capture the printer market that was wide open in the early 1970s. The second error was the failure to market Alto, a personal computer, also in the early 1970 to capture the personal computer market. The third strategic error was the neglect of the lower-end copier market, that led to the invasion of Japanese companies and eventually erode Xerox's market share. These strategic errors were attributed, in part, to management's not being able to think beyond numbers; in another part, to inadequate measurements of performance in the planning and decision-making process.

Measurements of an organizational performance allow its management to evaluate the results of executing strategies and plans against the standards such as budgets or some predetermined financial benchmarks. Performance measurements are crucial because you get what you measure (Hauser and Katz 1998). Incomplete measurements could lead to incorrect decisions. Faulty measurements could lead to faulty decisions (Kaplan 1986; Keegan, Eiler and Jones 1989; Flamholtz 1992; Kaplan and Norton 1996; Bourne, Neely, Mills and Platts 2003; Melnyk et al. 2005).

In the case of Xerox, management relied heavily on accounting measurements, mainly profit and return on investment. Return on investment was first adopted by DuPont in the early 1900's by its owner who understood the technologies processes that underpinned its business activities (Kapland and Johnson 1987, 85). By the 1950's and 1960's, ROI has become the sole measure of success for many companies (Kapland and Johnson 1987). The management accounting system, then, has failed to keep pace with the evolution of globally competitive business environment process technologies (Drucker 1992). The management by number philosophy has led to the problem of the short-run performance measure focus (Dearden 1969; Kaplan and Norton 1996). Consequently, managerial decisions are based on full costs that serve to drive revenues (prices) that, in turn, drive profit and ROI. The pitfall of this philosophy is to allow no room for qualitative considerations (Kaplan and Norton 1996). Thus, if the ventures of marketing laser printers and personal computer, Alto, in Xerox did not provide a favorable prospect of a cost-volume-profit relationship, they were considered not worthy of investments. But, full costs, profit and ROI are incomplete measures, because Xerox's executives either did not understand or simply ignore other important decision variables one of which is a brand-new product to create a new market – the so-called blue ocean strategy (Kim and

Mauborgne 2005) . Other decision intangible variables include customer satisfaction and acceptance, market share, and competitive advantage with a unique product – this is the so-called balanced scorecard approach in the literature of performance measurements (Kaplan and Norton 1996).

Profit and return on investment are short-run measurements and so they could not foretell performance in the future. The defect underlining these measures grounds on the measure of investments based on historical costs and related measurement issues (Mowen, Hansen and Heitger 2014, 532; Braun and Tietz 2015, 585; Jiambalvo 2016, 448; Kapland and Johnson 1987, 3) summarize the above thoughts as follows:

"Today's management accounting systems provide a misleading target for management attention and fail to provide the relevant set of measures that appropriately reflect the technology, the products, the process, and the competitive environment in which the organization operates. Originally designed in this century to help coordinate the diverse activities of emerging vertically integrated enterprises, financial measures such as return on investment (ROI) have become for many organizations the only measure of success. Financial managers, ..., become isolated from the real value-creating operations of the organization and fail to recognize when the accounting numbers are no longer providing relevant or appropriate measures of the organization's operations."

3.3 Cost, Strategic Costs, and Cost Centers

Cost-volume-profit analysis is an important part of a management accounting system as exhibited in every managerial accounting textbook. Profit is determined by how product costs are measured and how the market share can be expected based on product costs. Profit measure is a reflection how the market accepts a product and what prices a firm has to pay for production factors - this is the market control hypothesis (MacIntosh and MacLean 2015, 136). The cost measures under the market control hypothesis is full costing based on generally-accepted accounting principles. Full costing does not serve well for decision making on launching a new product as illustrated in many accounting textbooks (e.g. Garrison, Noreen and Brewer 2015; Horngren, Datar and Rajan 2015; Braun and Tietz, 2015; Jiambalvo 2016).

In the late 1960's and the first half of 1970's, the decision-making power in Xerox rested in those who were trained in traditional accounting theories of product costing that bore little relevant relations to business strategies. The staid and static management control system in Xerox led to the results "which (the financial measures produced by the system) bear little relation to the company's progress in achieving long-term strategic objectives" (Kaplan and Norton 1996). "Strategic cost management also calls for the value-chain analysis" (MacIntosh and MacLean 2015). Strategic cost is a comprehensive measure of a firm's internal operational efficiency and effectiveness as well as its external operational variables such as qualities of suppliers' services and customers' satisfaction. Being short of strategic cost concepts, McCardell, O'Neill and Porter inevitably rejected those inventions made at PARC. In essence, they rejected the opportunity of the being the first one to introduce new products and create entirely new markets – the practice of the blue ocean strategy. Launching a new and unique product is not a short-term decision, but a long one – that means quantitative measures alone must cover a span 5-10 years. Negative or low ROI for the first few years can easily lead to rejection of a venture that can yield high profits and ROI's in the later years of the life of the project.

Another dimension of the product costs disaster at Xerox is that PARC was always treated as a cost center in the organization's authority and responsibility structure. Because of that, no divisions in Xerox would be willing to accept PARC as a part of their operations. It was first rejected by SDS, and then by the copier division, and finally by the Dallas subsidiary. The reason underlying the rejection was simply due to the performance benchmarks adopted by the firm, namely profit and ROI. As a cost center, PARC added only cost burdens, without any revenue benefits. That could easily be translated into lower profit and ROI.

From the strategic point of view, if PARC were made an investment center or even a profit center with a leader who had engineering and business experiences, it would attempt to compete and grow as a business entity with its inventions. The golden opportunities for creating and dominating new markets were there for PARC to capture in the 1970's for their inventions: laser printer, personal computer (or laptop) with a mouse, interactive time-sharing system and operating system for PC's. Instead of foreseeing these opportunities in the blue ocean, the executives were leached by the short-term accounting measures in making decisions short of the long-run strategic consideration and could only saw a red ocean, that is, a fiercely competitive copier market in which every competitor is bleeding (Sambamurthy 2000; Kim and Mauborgne 2005).

The management control system of Xerox that suffered another self-inflicted pain was due to its rigidity in dealing with new technologies resulting from research and development. The system did not provide complete and relevant information to top management about the market potentials of the technological inventions at PARC while the director at PARC was not aware of the potentials. In other words, there was a communication vacuum between PARC and the top management with the result that leveraging technology is non-existent in Xerox (Schon 1963). According to the agency theory, the agents for the contract between the top management and PARC must share common knowledge of goals, strategies and plans of execution (Sunder 1997, 3 - 4). The

fact is that, in this case, that common knowledge did not exist or if existing, it was not transparent. Therefore, the top management had not ideas of the potential of new inventions at PARC and the situation was aggravated by treating PARC as a cost center.

In summary, the generalized management control system must be reconfigured to assess brand-new products conceived by and produced from new technologies. Like the generalized system (refer to Figure 1), the system begins with the leaders' mission and goals for the new technologies to be explored. Then proto-type products that emerge from new technologies will undergo a market feasibility to determine market acceptability and economical potential in the long run. The feasibility study is designed to analyze the projection of the market share to be captured in an existing product market or the market to be created, captured and dominated in a new market. The economic analysis of the market will provide accounting and non-accounting information. The accounting information will have projected sales, marginal costs, contribution margins, break-even point, profits, and return on investment, year by year for 5-10 years, Non-accounting information are related to intangible variable not susceptible to quantification and these variables include market leadership, pricing power, corporate reputation, customers' satisfaction, competitive advantage, product quality, impact on the country's and the world's economies, side-effects, if any, on the environment (Gartner and Shane 1995).

If the results of the feasibility study turn out to positive, strategic planning and budgeting will ensue and the remaining steps in the cycle will be the same as the generalized model (Figure 2).

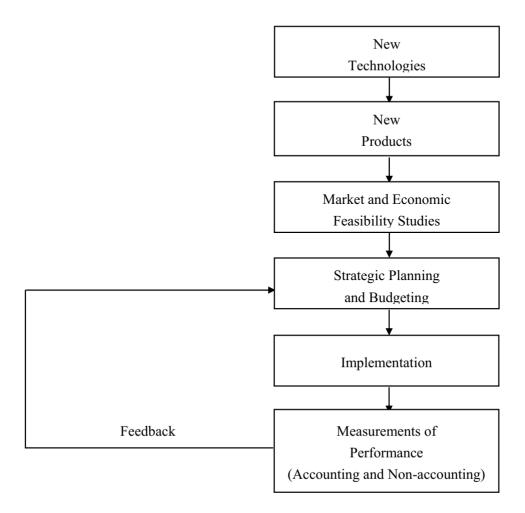


Figure 2: A Management Control System to Support the Development and Launching of New Products

4. CONCLUDING REMARKS

Managerial control system plays a role in Xerox's failure to capture an entirely new market of the computer in the early 1970s and subsequently in its decline in business. About this failure, Steve Jobs of Apple Computer had the following to say in a 1996 public television documentary:

"Xerox could have owned the entire computer industry today. Could have been, you know, a company ten times its size. Could have been the IBM of the nineties. Could have been the Microsoft of the nineties."

A major issue of the Xerox's MCS is that PARC was treated primarily as a research and development site, i.e., a cost center, but was measured on its ability to generate profits

by the divisions that was instructed to work with PARC as an integrated unit. The view of PARC as a cost center in the Xerox's organizational structure coupled with the short-term performance measurements in its management control system led to losing sight of the potential future profitability and creation of entirely new markets by the products from the inventions at the center. This mistake has given us a blueprint of methods that should not be implemented in the running of R&D facilities and Labs.

One major point raised in this paper is that when dealing with new product based on new technology, MCS must be modified to measure the long-term consequences of the new product rather than its short-term profit and ROI. One critical aspect of the long-term view is a balanced scorecard approach to measure accounting and non-accounting variables relevant to the decision of launching a new product.

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18

微型公司創櫃板掛牌價與公司治理之研究

林商 安 軍 國 國 國 國 國 國 國 國 國 國 國 國 國 國 正 泉 大 多 上 泉 大 里 大 里 大 里 大 里 大 里 大 里 大 里 大 里 里 里

摘要

在知識經濟發展快速的時代下,創新是現今推動世界經濟發展中最重要的驅動引擎之一,台灣櫃買中心為因應這股風潮,於是特別建置「創櫃板」,本研究目的為瞭解登錄於「創櫃板」之公司,其登錄時掛牌價與公司治理之關聯性,包含董事會規模、經理人特性、股權結構、推薦單位。過去實證文獻有關公司治理與股價之研究,大多集中上市櫃公司之公司治與股價表現之影響由於「創櫃板」係屬於國內資本市場新起之秀,因此尚未有針對登入於「創櫃板」之公司,其公司治理相關之研究與探討。研究結果顯示,(1)董事會規模組成構面部分與掛牌價格之關係,並未具顯著影響性。(2)經理人特性組成構面部分與掛牌價格之關係,並未具顯著影響性。(3)股權結構組成構面部分與掛牌價格之關係,董事持股比例具顯著負相關;經理人持股比例未具顯著影響性;法人持股比例具顯著正相關。(4)推薦單位組成構面部分與掛牌價格之關係,是否有推薦單位並未具顯著影響性。

關鍵字: 創櫃板、公司治理

聯絡地址:台中市西屯區文華路100號 逢甲大學國際經營與貿易學系助理教授

電話: 04-24517250 ext 4254 傳真: 04-24510409

Email: aachiu@fcuoa.fcu.edu.tw

^{*}通訊作者:

The Relationship between IPO prices of GISA companies and corporate governance

Lin Qi Zhen
Taipei Business University

Qiu An An Feng Chia University

Huang Shao yan National Chung Cheng University

Li Yun Quan National Chung Cheng University

Abstract

In the era of rapid growth in intellectual economy, innovation is one of the main driving forces for economic growth. As a response to this trend, Taiwan Exchange established GISA to create an innovative environment for assisting the start-up companies. This research aims to investigate the correlation between IPO prices of these GISA companies and the effectiveness of their corporate governance including the board size, manager characteristics, ownership structure and recommended units. The past Empirical research on corporate governance and share price, most of the focus on the impact of corporate governance and stock performance of listed in Taiwan. Therefore has not targeted to sign in the GISA the company and its corporate governance related to the research and discussion. The results show that the board size has no significant relationship with IPO price. The association between manager characteristics and IPO price has no significant relationship. The ownership structure has the negative correlation with IPO price and managerial ownership has no significant correlation with IPO price. The directorial ownership has negative correlation with IPO price. The institutional stockholder has positive correlation with IPO price and recommended units have no significant correlation with IPO price.

Keyword: GISA · Corporate governance

壹、緒論

在知識經濟發展快速的時代下,創新是現今推動世界經濟發展中最重要的 驅動引擎之一,尤其是在全球化與競爭環境改變下,在過去工業時代靠的是規 模取勝,然而在現今瞬息萬變的資訊時代則是靠創新取勝,想要有競爭力,就 必須要以創新的思維,不斷的學習吸收新知識。著名的-Kick starter線上平台, 曾被紐約時報譽為「培育文創業的民間搖籃」,也曾獲得時代雜誌頒發「2010 最佳發明獎」的殊榮,就是透過群眾慕資以協助有創新、創意的人或公司開創 創意及實現一個理想與夢想的籌集資金平台,其中最代表性的公司就是 Oculus,於 2012透過Kick starter線上平台向群眾慕得 240 萬美金,且在距離 不到3年的時間內,在 2014 年 3 月就被Face book以20億美元買下了 Oculus 的頭戴式虛擬實境裝置:因此,美國基於鼓勵創新,創造工作,提升產業價值, 讓這個產業良性健全發展,在 2012 年通過就業法 (Jumpstart Our Business Startups Act, JOBS Act) 鼓勵新興成長企業(Emerging Growth Company, EGC) 上市或免規定及股權基礎之群眾集資平台相關規範 (Crowd funding) 。世界 其他各國,為了維持其國家競爭力,紛紛開創一個創業與夢想的集資平台,全 面協助有創意想創業的年輕人或企業順利取得資金,例如英國倫敦的「AIM 板」、香港的創業板、新加坡的凱利板及台灣的創櫃板。

過去台灣是以出口退稅創造外匯,靠的是勤奮及物美廉價的勞力來競逐國 際市場,然而隨著世界扁平化、全球化的發展下,市場競爭日益激烈,加上資 訊科技、通訊與電腦網路的高度發達,使得台灣企業組織面對越來越嚴苛的競 爭與挑戰。政府為了協助企業技術加值與知識加值,藉以提升企業創造價值力, 便於增強產業競爭力及獲利力,於是自民國 95 年起,經濟部技術處特設置「產 業創新成果表揚 | 獎項,鼓勵企業積極投入研發創新領域。為改善產業環境、 提升台灣產業競爭力,民國 99 年 5 月 12 日政府公布「產業創新條例」, 以鼓勵多元創新與企業各項創新努力,協助國內產業推動創新活動、提升研發、 設計、品牌及人才培育等軟實力,逐漸轉化為創新驅動的經營,透過整合國家 創新網絡,加速產業結構調整。民國 102 年 11 月 12 日,櫃買中心響應政 府政策啟動產業創新的因子,整合臺灣多元智慧與文化魅力,共同營造產業創 新的氛圍,以協助扶植我國微型及小型創新企業之發展,為國家奠定未來經濟 發展之基礎,以利於國家未來整體經濟產業發展,於是櫃買中心特建置「創櫃 板」,其主要係取其「創意櫃檯」之意涵為命名,主要功能在輔導及協助富有 創意、創新之微型公司順利籌措資金。申請創櫃板公司無設立年限、獲利能力 限制。創櫃板相關規範,係參考美國 JOBS Act 鼓勵新興成長企業上市豁免規 定及股權基礎之群眾集資平台規劃建置,其主要功能除提供給微型創新企業募 得所需資金外,更能獲得免費輔導如建置內部控制及會計制度並落實公司治 理,藉以提升公司知名度及加強公司之競爭力。

台灣微型公司其公司資本額介於1百~1千萬元之公司約 40 萬家 (約占整

體公司之 63%),而公司資本額介於1千~5千萬元之公司約 11 萬家(約占 整體公司之 18%),很清楚知道台灣經濟發展的大動脈其實就是本次研究的 微型公司,這些具潛力創新企業可以藉由創櫃板為跳板,往公開發行方向發展 並在興櫃、上櫃(市)掛牌登錄。換言之,微型公司在創櫃板奠定基礎後,就 可以向上發展為興櫃、上櫃以及上市公司。若以資本額的角度來看,在上市掛 牌其公司之實收資本額須達新台幣 6 億元以上,在(興)櫃掛牌其公司之實 收資本額須達新台幣 5 千萬元以上,而創櫃板中具潛力微型創新企業其實收 資本額為 5 千萬元以下。

由於櫃買中心規定登錄創櫃板之公司,須經「公設聯合輔導機構」進行輔 導,以建立其法律制度、會計制度、內控制度等觀念,確保公司之經營團隊、 董事會運作符合法治制度,使公司內部控制及會計制度能有效執行,以落實公 司治理。雖然創新是現今推動世界經濟發展中最重要的驅動引擎之一,也因此 微型企業可藉由創新因素而登入創櫃板資本市場;然而創新企業想要茁壯並永 續發展就必須要有良好的公司治理基礎才行,創新企業實行公司治理,除內部 控制及會計制度能有效執行外,還必須包括企業自律、提升董事會職能、揭露 重要公司治理資訊等措施。

亞洲華爾街日報 2002 年所發布一份與機構投資人訪談的文章顯示,投資 機構在選股時,所考量企業的公司治理更勝於財務因素。顯而易見,對目前投 資大眾而言,企業的誠信經營及善盡社會責任,對其選股而言是非常重要的選 擇條件,因此,本研究想要探討動機,在確認創櫃板公司是否會因公司治理而 提升其公司價值,進而影響其的掛牌價高低。麥肯錫(McKinsey & Company) 在 2000 年全球 216 位機構投資人的意見調查表顯示,若投資標的公司其公 司治理評比為優秀者,歐美法人投資機構願意給予 18~22% 間不等之溢價, 而亞洲法人投資機構則是加碼到 20~27% 間之平均溢價,其中日本與台灣為 20% 、南韓為 24% 、更高的是印尼的 27% ,整體平均而言,投資人願意支 付給公司治理良好企業之高額溢價,大約在 20%~30%。因此,可以很明顯知 道,公司治理可以增加企業價值、提升公司形象,有助於企業在國內外市場籌 集資金。

櫃買中心設置「創櫃板」,替微型企業開啟一道進入資本市場的大門,讓 其可以在資本市場上向投資大眾籌資,然而微型企業要順利在創櫃板上慕得所 需資金,就必須要吸引到投資人的目光,對現今投資機構而言,除了公司產業 是否有發展願景外,還需要降低投資人與公司管理階層雙方的資訊不對稱,提 高資訊透明度,以加強投資人信心,就目前潮流而言,藉由公司治理,可以建 立誠信經營的企業文化、增加企業價值、提升公司形象,更有助於提升市場信 心,讓微型企業可以順利在創櫃板上現金增資掛牌,因此本研究目的為:

1. 探討微型公司的掛牌價格是否會因公司治理而提升其公司價值,進而影響 其掛牌價的高低。

2. 探討微型公司的掛牌價格是否會因其經營績效,進而影響其掛牌價的高 低。

貳、文獻探討

一、創櫃板起源、定義與目的

1. 創櫃板

世界其他各國政府或民間團體為了維持其國家競爭力,紛紛開創一個創業 與夢想的集資平台,全面協助有創意想創業的年輕人或企業順利取的資金,例 如英國倫敦的「AIM板」、香港的創業板、新加坡的凱利板及美國Kick starter 線上平台。因此,我國為了鼓勵與協助具有創新、創意之未公開發行公司發展 並順利取得實現創意所需的資金,以提升我國經濟之活力及開創力,於是參考 美國JOBS Act鼓勵新興成長企業上市豁免規定及股權基礎之群眾集資平台相 關規範, 在櫃買中心的規劃下建置「創櫃板」,藉由櫃買中心管理資本市場 經驗,將資本市場概念導入創櫃板,擴大我國資本市場的規模。

2. 創櫃板定義

根據財團法人中華民國證券櫃檯買賣中心創櫃板管理辦法(簡稱管理辦法),第二條規定「創櫃板」定義,係指由櫃買中心所建置,協助創新、創意企業資訊揭露及籌資,並供投資人參與公司發起人辦理募集設立或公司現金增資認購股票之專區。「創櫃板」主要係取其「創意櫃檯」之意涵為命名,以協助富有創新、創意之微型企業順利籌措資金。

3. 創櫃板目的

沈中華、黃博怡(2006)研究指出,長期以來中小企業經營面對的困境中,最大的困難在於融資問題。因此,現今政府為了鼓勵及協助富有創意、創新之微型公司順利籌措資金,以突破獲取資金的瓶頸,於是金融監督管理委員會於102 年 12 月 13 日發布金管證發文字第 1020050231 號令,發布訂定「依財團法人中華民國證券櫃檯買賣中心創櫃板管理辦法募集及發行普通股股票豁免申報生效之規定」,讓微型創新公司可以在資本市場募集所需資金,此舉提供微型創新公司之「籌資」管道,引導現有資本市場得以向下延伸,使資本市場更形活絡,有助於我國資本市場整體規模擴大。

二、創櫃板之流程

微型公司從申請到登錄為創櫃板公司須經過兩階段,第一階段從申請到輔導,第二階段為登入前審查及籌資到登錄為創櫃板公司,在第一階段過程,微型公司先申請登錄成為創櫃板,經創新創意審查委員會 3/5 專案委員同意或取具推薦單位出具公司"具創新意見書及經櫃買中心綜合評估適宜者",則納為櫃買中心統籌輔導之對象,納入輔導期間原則上不超過2年,若經櫃買中心認為有必要者得延長。在聯合輔導期間,櫃買中心會提供主要行業別之簡易內部控

制及會計制度公板,統一委託股務代理機構,與委外機構合作開設相關課程及 相關協助。

第二階段過程起源於當櫃買中心收到申請公司通知後,開始進行登錄前審 核,此階段為實審,由櫃買中心人員到申請公司現場作實際流程及書面制度是 否一致,審核重點包括,申請公司經營團隊、董事會運作,是否建立主要之內 部控制及會計制度並有效執行,會計處理符合商業會計法之規定,及評估其增 資計書之可行 性與合理性。通過審查之公司,將由櫃買中心通知進行登錄前 籌資作業,原則上透過創櫃板籌資金額為最近一年內增加股本面額累計不得逾 新台幣1千5百萬元,或申請登錄創櫃板時已取具推薦單位之推薦函或公司具創 新創意意見書者,則不受其限制。公司或籌備處辦理登錄創櫃板前之籌資,需 將公司辦理籌資之相關資訊於櫃買中心網站之創櫃板專區進行公告,再由投資 人於本中心創櫃板籌資平台進行認購,而投資人認購創櫃板股份金額限制,可 分為 1.非專業投資人:其認購累計金額不得逾新台幣 15 萬元; 2.專業投資 人:金額不設限; 3.公司登錄創櫃板前之原始股東:認購自家股票不受新台幣 15 萬元限制,倘公司未能順利吸引投資大眾認同出資認購,完成籌資作業, 代表投資大眾接受度不高,則仍無法登錄創櫃板。反之,若順利完成創櫃板前 之籌資,即可登錄而成為創櫃板公司,並持續接受櫃買中心之輔導及管理。

三、公司治理與經營績效

公司治理與經營績效之關係,過去研究均發現,公司治理較佳的企業,其 經營績效較好。公司治理的部分,如董事會規模,董事會規模大的公司,其企 業價值較高(Kiel and Nicholson, 2003), 且董事會規模與公司EPS為正相關 (Mousal and Desoky, 2012),使公司價值提升。此外,董事、經理人及法人 持股比例均會影響公司之經營績效。當董事持股比率越高,更願意為自身利益 去監督管理階層,增進公司最大利益價值 (陳明園與石雅慧,2004);但當 經理人所持有股份比例越高,則反而越有機會產生自利行為 (Jensen and Ruback, 1983), 進而對公司經營績效產生不當結果; 而法人投資機構基於自 身風險的考量,對董事會之監督功能有較高之要求,對於經營績效有正向的幫 助 (Pound, 1988)。

四、研究假說

本研究係參考各國際性組織及我國對公司治理評鑑方式,如東南亞國際協 會會員國(ASEAN)之東協公司治理計分卡其內容包括五大構面,分別為股 東權益、平等對待股東、董事會的責任在公司治理所扮演關鍵、資訊揭露與透 明、利害關係人。里昂證券(CLSA)針對公司治理評價分為七大構面,依序 分別為管理紀律、透明度、問責性、獨立性、公平性、責任、社會責任。標準 普爾公司(S&P) 調查公司治理分為四大構面,分別為所有權與投資者關係、 財務透明度與資訊揭露、董事會結構與運作過程及財務利害關係人。我國將公 司治理評鑑指標分為五大構面,依序分為股東權益之維護、平等對待股東權益、強化董事會結構與運作、資訊透明度、落實企業社會責任。

本研究係以創櫃板微型公司為例,參考上述國際性組織及我國公司治理評鑑方式,及上市、上櫃公司治理實務守則之參考建議,進而得出下列四大個構面,分別依序為董事會規模、經理人特性、股權結構、推薦單位,藉由上述構面來探討創櫃板公司掛牌價格之關係,並建立相關假說,分別說明如下:

1. 董事會規模

(1) 董事會規模

董事會的主要責任是確保公司永續經營,監督公司管理階層之經營,然董事會規模大小是否影響其監督效果,在過往的文獻指出董事會監督與決策與人數有關,但各學者之研究結論卻不相一致。Dalton et al. (1998) 認為董事會規模與公司績效成正比,董事們有較多樣的背景,依據不同專業背景提供公司不同的意見,反而更能發揮監督效果,有助於提升企業決策,提升企業價值;Kiel and Nicholson (2003) 研究發現,董事會規模愈小,愈能發揮其監督功能,不易受到管理階層操弄,越能增加企業績效;Singh and Davidson (2003) 研究指出,主張在董事會規模愈大存在著效率損失,也就是董事會規模越大,不容易整合不同意見,反而使決策效率降低,使公司價值降低。Mousal and Desoky (2012) 研究指出,董事會規模與公司EPS為正相關,使公司價值提升。因此,董事會規模會影響投資人對企業價值信賴,進而影響股價。綜合上述,本研究建立第一個假說:

H1:董事會規模與創櫃板公司掛牌價格的程度有關

2. 經理人特性

(1) 經理人兼任董事長

在過往的文獻指出經理人兼任董事長與公司價值有關,但各學者之研究結論卻不相一致。有些學者研究發現當經理人兼任董事長時,與公司價值呈現負相關,原因是公司董事會為監督機構,主要任務監督經理人之經營績效,而管理階層則為其營運績效負責,若同時兼任可能會降低監督效果,對企業價值產生負向關係。Dechow et al. (1996)研究指出,董事長若是同時兼任總經理,會使公司無法明確劃分權責;Chen et al. (2006)經研究得出,當董事長兼任總經理與經營績效為負相關,主要係削弱董事會之監督能力,進而影響經營績效,降低企業價值。

有些學者則認為當經理人兼任董事長時,可以消除董事會與經理人 間資訊不對稱,能夠聚焦於公司目標上,加上了解公司內部經營狀況及 資源分配,因此會盡心盡力於公司經營上,以提升公司價值。Donaldson and Davis(1991)研究發現,當經理人兼任董事長時,與公司價值呈現正相關。因此,經理人兼任董事長會影響經營績效及企業價值,進而影響股價。綜合上述,本研究建立第二個假說:

H2:經理人兼任董事長與創櫃板公司掛牌價格的程度有關

3. 股權結構

(1) 董事持股比例

公司董事持股比例愈高,其監督功能越易發揮,增加公司價值。陳明園與石雅慧(2004)實證得出,當董事持股比率越高,更願意為自身利益去監督管理階層,增進公司最大利益價值。因此,董事持股比例影響經營績效,增加企業價值,進而影響股價。綜合上述,本研究建立第三個假說:

H3:董事持股比例與創櫃板公司掛牌價格的程度為正相關

(2) 經理人持股比例

經理人持股與連結股票的薪酬制度(例如:股票分紅、選擇權)係 調和經理人與股東利益的重要機制。Jensen and Ruback(1983)認為, 當經理人所持有股份比例越高,則越有機會產生自利行為,進而損害公 司績效,使公司價值降低。因此,經理人持股比例影響經營績效,進而 影響股價。綜合上述,本研究建立第四個假說:

H4:經理人持股比例與創櫃板公司掛牌價格的程度為負相關

(3) 法人持股比例

Pound (1988)提出效率監督假說,指出法人投資機構基於自身風險的考量,對董事會之監督功能有較高之要求,且藉由其集中之股權及專業能力,會較一般股權分散之投資大眾監督力量更大而耗用之監督成本較低。因此,法人持股比例影響經營績效,進而影響股價。綜合上述,本研究建立第五個假說:

H5:法人持股比例與創櫃板公司掛牌價格的程度為正相關

4. 推薦單位

依據我國法令規定,若公司要上市、上櫃、興櫃必須經券商 1~2 家推薦,實務上當公司的績效較佳,很多券商會登門拜訪,上市、上櫃機會相對較大。因此,有推薦單位表示經營績效好,進而影響股價。綜合上述,本研究建立第六個研究假說:

H6:推薦單位與創櫃板公司掛牌價格的程度為正相關

參、研究方法

一、樣本分析

本研究所使用有關財務及非財務之樣本資料,係擷取自 2014 年 1 月 3 日至 2015 年 12 月 1 日止在創櫃板專區中登錄之公司,其來源是取自證券櫃檯買賣中心下之創櫃板專區及創櫃板資訊公開系統。

本研究主要是以「創櫃板」可取得之已公開資料年度作為衡量,用以檢視 其掛牌價與公司治理間關聯性,然依規定登錄「創櫃板」前,公司必須辦理籌 資須公布其營運計劃書內容包含籌資計畫及公司基本資料等資訊,內容包括公 司基本資料如設立日期、資本額、籌資時之董事長、總經理、主要股東及持股 比例及董事、監察人及經營團隊持股股數等以及最近兩年度之財務狀況,因此 本研究所使用有關非財務資訊是以各樣本公司登錄「創櫃板」前須辦理籌資時 所公布之資料,而財務資訊則是以各樣本公司登錄「創櫃板」時前一年度之財 務報表資料。根據櫃買中心下之創櫃板專區所列出之微型企業共 72 家,排除 比較年度或公開資訊不齊全者,最後本研究之創櫃板公司共 60家。列示如下:

 項目
 公司家數

 2014/1/3~2015/12/01 創櫃板樣本數
 72

 排除
 9

 登入公開發行與興櫃
 3

 研究樣本數
 60

表1研究樣本篩選表

二、實證模型分析

本研究主要目的在探討在確認創櫃板公司是否會因公司治理而提升其公司價值,進而影響其的掛牌價高低,透過董事會規模、經理人特性、股權結構、推薦單位四大構面對創櫃板的微型企業股價淨值比是否具有顯著性,其中董事會規模構面包括董事會規模,共一個自變數來衡量。經理人特性構面包括經理人兼任董事長,共一個自變數來衡量。股權結構構面包括董事持股比、經理人持股比率以及法人持股比率,共三個自變數來衡量。推薦單位構面包括推薦單位,共一個自變數來衡量。總共有六個自變數來衡量。推薦單位構面包括推薦單位,共一個自變數來衡量。總共有六個自變數。應變數則以股價淨值比(PBR)來衡量。控制變數共有六個則包括公司規模、成立年資、產業類別、ROA、ROE及EPS。故本研究之迴歸模型如下:

$$\begin{aligned} \text{PBR} &= \rho + \alpha_j B S_j + \beta_k C E 0_k + \sum_{m=1}^3 \gamma_m S S_m + \lambda_n R C U_n + \theta_o E P S + \delta_1 F S i z e \\ &+ \vartheta_1 F f y + \eta_1 I N D + \varepsilon_1 \end{aligned}$$

三、變數定義

1. 自變數之衡量

- (1) 董事會規模 (BS1):董事會規模為全體董事的人數,以 BS1 為董事會規模之變數代號。
- (2) 經理人兼任董事長(CEO1): 經理人是否兼任董事長以虛擬變數代表。 並以 CEO1 作為經理人是否兼任董事長之變數代號。CEO1 = 1則CEO 兼任董事長,反之則否
- (3) 股權結構:董事持股比率(SS1)為全體董事持有的股份佔公司流通在外股數的比率,以 SS1 為董事持股比率之變數代號。經理人持股比例(SS2)為全體經理人持有的股份佔公司流通在外股數的比率,以 SS2 為經理人持股比率之變數代號。法人持股比例(SS3)為法人持有的股份佔公司流通在外股數的比率,以 SS3 為法人持股比例之變數代號。
- (4) 推薦單位(RCU):申請創櫃板時是否有推薦單位,RCU1=1有推薦單位,反之則無

2. 應變數之衡量

股價淨值比(PBR):股價所反應的是未來企業之經營績效,理論上當公司股價高時,相對而言,代表公司價值越高,越能吸引投資人注意,股價相對較高;相反地,若是公司股價低,表示投資人沒有興趣,公司的價值也較低,故當企業的股價淨值比越高時,代表企業之經營績效越樂觀,本研究以 PBR 為股價淨值比之變數代碼。PBR = 股價 ÷ 每股淨值

3. 控制變數之衡量

- (1) 公司規模(Fsize):為避免因創櫃板公司之公司規模大小而導致統計 結果的偏誤,故對公司規模加以控制,本研究以創櫃板公司申請時財 報年度之期初總資產作為控制變數,並以 Fsize 為公司規模之變數代 碼。
- (2) 成立年資(FFY):本研究以創櫃板公司成立至今為止作為控制變數, 並以 FFY 為成立年資之變數代碼。
- (3) 產業類別:考量本研究對象之所屬個別之屬性差異及同一產業之共同 特性,為避免因公司產業類別之不同而對統計結果造成偏誤,故以控 制本研究以創櫃板公司之產業類別作為控制變數,以 IND 為產業類別

之變數代碼。並將各產業類別代號作下列說明:IND E=1為電子科技 及電子商務業,反之則否。IND M=1為生技醫療業,反之則否;IND C = 1 為文化創意業,反之則否; IND A = 1 為農林漁牧業,反之則否; IND S=1為社會企業,反之則否,IND O=1為其他業,反之則否。

(4) 公司績效(EPS):為避免因創櫃板公司之公司績效而導致統計結果的 偏誤,故對公司績效加以控制,本研究以創櫃板公司申請時前一年度 之財報報表之每股盈餘(EPS)作為控制變數。綜上所述,將公司治理 相關變數與掛牌價其預期影響匯總如下:

公司治理相關變數	預期影響
董事會規模	相關
董事長兼任總經理	相關
董事持股%	正相關
經理人持股%	負相關
法人持股%	正相關
推薦單位	正相關

表 2 相關變數預期影響整理表

本研究係利用SPSS統計分析軟體,對所蒐集資料做進一步分析與處理。首 先,透過敘述性統計分析進行樣本資料的初步了解,再來利用相關係數分析及 共線性分析來確認自變數與依變數間是否有關聯性及共線性問題,再透過複迴 歸分析個別自變數對應變數的解釋能力來驗證研究假說。

肆、實證結果與分析

本研究根據證券櫃檯買賣中心所列出之 72 家登入在創櫃板之公司,扣除 已轉登入興櫃 2 家、登入公開發行 1 家及 9 家撒櫃外,最後本研究的創櫃 板公司家數總共為 60 家,研究期間為各家公司登入創櫃板時,其公司規模、 年資、產業別、公司治理、資產報酬率、股東權益報酬率及每股盈餘等相關資 料,總研究樣本數為 60 筆。為了初步瞭解本研究各項變數,茲將迴歸分析中 所有變數之敘述統計量彙整於表 3。

表 3 自變數與應變數之敘述性統計資料

變數名稱	變數代號	N	最小值	最大值	平均數	標準偏差
應變數						
股價淨值比	PBR	60	-34.29	307.69	8.057	40.826
自變數						
董事會規模	BS_1	60	2	7	3.68	1.017
經理人兼任 董事長	CEO ₁	60	0	1	0.73	0.446
董事持股比例	SS_1	60	5.05%	100.0%	57.99%	27.27%
經理人持股比例	SS_2	60	0.00%	10.90%	0.95%	2.375
法人持股比例	SS_3	60	0.00%	92.98%	10.19%	19.15%
推薦單位	RCU	60	0	1	0.783	0.415
控制變數						
公司規模	Fsize	60	6.75	12.80	9.925	1.269
成立年資	FFY	60	1	27	6.72	5.834
電子科技及電子 商務業	IND-E	60	0	1	0.37	0.486
生技醫療	IND-M	60	0	1	0.20	0.403
文化創意	IND-C	60	0	1	0.25	0.437
農林漁牧	IND-A	60	0	1	0.08	0.279
其他	IND-O	60	0	1	0.08	0.279
社會企業	IND-S	60	0	1	0.02	0.129
每股盈餘	EPS	60	-12.15	3.70	-2.023	3.268

表 3 列示應變數中股價淨值比最小值為 -34.29 、最大值為 307.69 、平 均數為 8.057 及標準差為 40.826 ,由於其標準差大於平均數,表示離散的程 度較高。在「董事會結構」方面,董事會規模最小值為2、最大值為7、平 均數為 3.68 及標準差為 1.017 ,顯示董事會之組成人數尚屬較小規模型態。 在「經理人特性」方面,經理人兼任董事長最小值為 0 、最大值為 1 、平均 數為 0.73 及標準差為 0.446。

在「股權結構」方面,董事持股比率最小值為 5.05%、最大值為 100%、 平均數為 57.99% 及標準差為 27.27% ,顯示本研究對象其董事持股比率較為 集中之情形:經理人持股比率最小值為 0.00% 、最大值為 10.90% 、平均數為 0.95% 及標準差為 2.37% ,顯示本研究對象其經理人持股比率較少之情形; 法人持股比率最小值為 0.00% 、最大值為 92.98% 、平均數為 10.19% 及標 準差為 19.15%,顯示本研究對象其法人持股比率較少之情形。在「推薦單位」 方面,推薦單位最小值為 0 、最大值為 1 、平均數為 0.783 及標準差為 0.415 ,顯示本研究對象大部份有推薦單位推薦之情形。

為了避免在迴歸分析時,產生各解釋變數之間的共線性問題,因此本研究 第一步先採皮爾森相關係數 (Pearson correlation coefficient) 分析來確認變數間 是否有高度相關性。由表4中得知,股價淨值比(PBR)與各解釋變數間之相 關係數並不高,僅僅與董事持股比例(SS1)其相關係數為(-0.319)屬於低度 相關性及與法人持股比例(SS3)其相關係數為(0.393)屬於中度正相關外, 其餘皆為低度相關性,另外股價淨值比(PBR)與各控制變數之相關係數,亦 皆屬於低度相關性。綜而觀之,本研究各變數間皆未呈具有高度相關性,所以 應不致於產生嚴重之共線性問題(Multicollinearity)及導致有偏誤之實證結果。

為確保本研究分析結果的精確性,第二步採取變異數膨脹因素(Variance inflation factor, VIF) 以進行共線性診斷(Collinarity diagnosis), 當 VIF > 10 , 代表模式中存有共線性的問題。茲將本研究樣本之應變數-股價淨值比(PBR) 與各解釋自變數以及控制變數之迴歸估計結果,本研究之各變數之 VIF 值皆 沒有大於 10 (皆介於 1~3 之間),故可推論本研究之各變數間並未存在共 線性的問題。

最後為驗證研究假說,本研究採用複迴歸分析來探討「創櫃板公司」之董 事會規模、經理人特性、股權結構、推薦單位,四大構面之各變數與股價淨值 比之間的關係,此四大構面與股價淨值比的實證結果詳見表 5 迴歸分析結果

表4相關係數表

	PBR	\mathbf{BS}_1	CEO_1	SS_1	SS_2	SS_3	RCU	Fsize	FFY	IND-E	IND-M	IND-C	IND-A	IND-0	IND-S	EPS
PBR	1															
\mathbf{BS}_1	026	1														
CEO_1	.031	339**														
SS_1	319*	234	.136	_												
\mathbf{SS}_2	.012	.131	.110	067	1											
SS_3	.393**	.148	680	093	015											
RCU	.077	045	134	221	.128	.132										
Fsize	267*	.308*		076	191	.144	.045	1								
FFY	019	.133	.192	.253	004	133	117	*062								
IND-E	690:-	001	890.	192	.115	.156	.148	.017	046	1						
IND-M	097	.198	.019	145	178	083	.162	.021	012	380**						
IND-C	.216	227*	000	.190	229	.052	257*	116	.062	4.39**	289*	_				
IND-A	.017	.035	227	900.	.289*	149	.012	990.	121	229	.151	174	1			
IND-O	034	.155	.045	.171	.152	053	134	960.	.140	229	151	174	091	1		
IND-S	132	088	620.	.151	052	070	890.	084	039	099	065	075	039	039	_	
EPS	800.	.031	.279*	.319*	041	880.	279*	.204	.384**	039	025	.203	346**	.200	147	1
註:PBR	: 股價淨	註: BBR: 股價淨值比; BS,: 董事會規模; CEO,	: 董事會	規模;CEC		人兼任董马	章長; SS;	善事持服	3比例; SS):經理人	特股比例;	SS3:法人	: 經理人兼任董事長: SS,: '	; RCU: ⅓	雀蘑單位;	Fsize:

註:ribK:股價淨值比;BZ):董事會規模;CEO1:經理人兼任董事長;SZ1:董事持股比例;SZ2:經理人持股比例;SZ3;法人持股比例;RCU:推薦單位;Fsize: 公司規模;FFY:成立年資;IND-E:電子科技及電子商務業;IND-M:生技醫療;IND-C:文化創意;IND-A:農林漁牧;IND-O:其他;IND-S;社會企業;EPS:每股盈餘。

表 5 迴歸分析結果

變數名稱	變數代號	係數	t	顯著性 P	共線性 VIF
(常數)	ρ	95.397	1.999	.052	
董事會規模	BS_1	-3.820	782	.438	1.876
經理人兼任 董事長	CEO_1	-5.249	502	.618	4.654
董事持股比例	SS_1	468	-2.683**	.010	1.721
經理人持股比例	SS_2	.913	.508	.614	1.379
法人持股比例	SS_3	.716	3.314***	.002	1.304
推薦單位	RCU	6.374	.589	.559	1.538
公司規模	Fsize	-7.401	-1.788*	.081	2.098
成立年資	FFY	1.116	1.459	.152	1.516
電子科技及電子 商務業	IND-E	1.634	.150	.882	1.473
生技醫療	IND-M	22.355	2.153**	.037	1.563
農林漁牧	IND-A	27.934	1.694*	.096	1.607
其他	IND-O	17.082	1.157	.254	1.288
社會企業	IND-S	5.126	0.170	.866	1.149
每股盈餘	EPS	4.020	2.568**	.014	1.991

迴歸結果分析如下,本研究假說 H1 係預期董事會規模會影響投資人對企 業價值信賴,進而影響創櫃板公司掛牌價格。由表 5 看出,董事會規模與股 價淨值比呈現負相關(t值 = -0.782),與預期假設方向不符,亦不具有統計上 顯著性(p值 = 0.438),故假說 H1 未成立。本研究假說 H2 係經理人兼任 董事長會影響經營績效及企業價值,進而影響創櫃板股價公司掛牌價格。由表

5 看出,經理人兼任董事長與股價淨值比呈現負相關(t值 =-0.502),然而在 統計上不具有顯著性(p值 = 0.618),故假說 H2 未成立。本研究假說 H3 係 董事持股比例會影響經營績效及企業價值,進而影響創櫃板股價公司掛牌價格。 董事持股比例與股價淨值比呈現負相關(t值 =-2.682),與預期假設方向不符, 然而在統計上是具有顯著性(p值 = 0.010),故假說 H3 未成立。

本研究假說 H4 係經理人持股比例會影響經營績效及企業價值,進而影響 創櫃板股價公司掛牌價格。經理人持股比例與股價淨值比呈現正相關 (t值 = 0.508),與預期假設方向不符,然而在統計上不具有顯著性(p值 = 0.614), 故假說 H4 未成立。本研究假說 H5 係法人持股比例會影響經營績效及企業 價值,進而影響創櫃板股價公司掛牌價格。法人持股比例與股價淨值比呈現正 相關 (t值 = 3.314),與預期假設方向相符,且在統計上亦是具有顯著性(p 值 = 0.002), 故假說 H5 成立。本研究假說 H6 若有推薦單位表示公司經營 績效好或是具有發展潛力,進而影響創櫃板股價公司掛牌價格。推薦單位與股 價淨值比呈現正相關 (t值 = 0.589),雖與預期假設方向相符,然在統計上 未具有顯著性(p值 = 0.559),故假說 H6 未成立。

本研究模型之控制變數包括公司規模、成立年資、電子科技及電子商務業、 生技醫療、農林漁牧、其他、社會企業、資產報酬率、股東權益報酬率、每股 盈餘皆無預期方向,係僅為控制各公司間之差異而設置之控制變數,而實證結 果亦顯示大部分之控制變數與股價淨值比間並不具顯著關聯性;然值得一提的 是,控制變數中之公司規模與股價淨值比間是呈負相關(t值 =-1.788),達 10% 顯著水準(p值 = 0.081),推估「創櫃板公司」之公司規模越大在「創櫃板」 募資之掛牌價較不具有想像空間;生技醫療及農林漁牧與股價淨值比間是呈正 相關(t值 = 2.153 及 1.694), 分別達 5% 及 10% 顯著水準(p值 = 0.037 及 0.098),推估「創櫃板公司」之產業若屬此兩類,在「創櫃板」募資之掛 牌價較具有想像空間;最後公司績效部分,每股盈餘與股價淨值比間是呈正相 關(t值 = 2.568),達 5% 顯著水準(p值 = 0.014),顯示「創櫃板」掛牌公 司若其經營績效佳,則其掛牌價格亦相對較高。

伍、研究結論與建議

過去實證文獻有關公司治理與股價之研究,大多集中上市櫃公司之公司治 與股價表現之影響或是初次公開發行、上市櫃公司之公司治理與承銷價格之研 究。由於「創櫃板」係屬於國內資本市場新起之秀,因此尚未有針對登入於「創 櫃板」之公司,其公司治理相關之研究與探討。所以,本研究對於登入於「創 櫃板」之公司,其初次登入創櫃板前之可取得之財務報表及非財務資訊作進一 步探討,主要探究各公司於創櫃板之掛牌價與其公司治理之研究。

本研究是參考各國際性組織-亞洲公司治理協會、東協公司治理計分卡、 里昂證券(CLSA)、標準普爾公司(S&P)及我國對公司治理評鑑方式以及

上市、上櫃公司治理實務守則以及經營績效之參考建議,最後以董事會規模、 經理人特性、股權結構、推薦單位及公司績效,共五大構面來探討創櫃板公司 掛牌價格之關係,本研究資料係選自「創櫃板」創板以來所有登錄之「創櫃板 公司」,研究期間為 2014 年至 2015 年,針對董事會規模構面以一個自變數 (董事會規模)來衡量;經理人特性構面以一個自變數(經理人兼任董事長) 來衡量;股權結構構面以三個自變數(董事持股比例、經理人持股比例、法人 持股比例)來衡量;推薦單位構面以一個自變數(推薦單位)來衡量,以敘述 性統計分析、相關係數分析、共線性分析與複迴歸分析決對樣本資料進行分析 與研究,結果發現董事會規模和股價淨值比與假說之預期方向相反,可能是因 為投資者著重的部分,在於公司生產或研發產品的創新、創意及未來的潛能與 爆發力。經理人兼任董事長與股價淨值比實證研究結果,兩者之間為負影響, 且最終顯示並無相關性,可能因為同時兼任決策執行者及決策監督者的角色會 降低監督效果,也易喪失其客觀性及監督的力量,始企業價值產生負向關係。 董事持股比例與股價淨值比實證研究結果,與假說之預期方向相反,且為顯著 相關性,推論可能是因為登入「創櫃板」之公司其董事們,大部分皆有兼任其 他公司之董事或重要職位,導致無法全力全意來增進公司的經營績效,以增加 企業價值。經理人持股與股價淨值比實證研究結果,與假說之預期方向相反, 且顯示並無相關性,代表經理人對公司未來前景較為肯定。法人持股比例與股 價淨值比實證研究結果,與假說之預期方向一致性,且為顯著相關性,代表法 人對公司未來前景較為肯定,另外一方面也為了保障其投資,更能積極正向地 發揮其監督之責,因此對公司績效具有正面的影響。推薦單位和股價淨值比實 證研究結果,與假說之預期方向一致性,然顯示並無相關性,可能很多推薦單 位,非該產業專門機構所推薦,而是地方政府單位,因此推論公司可能為了順 利於「創櫃板」登錄以達成其募集資金之目的,進一步爭取非專門推薦單位支 持。

本研究也提出下面幾點建議,第一、本研究僅對公司治理在董事會規模、 經理人特性、股權結構、推薦單位及公司績效等五個構面作相關之研究探討, 後續研究可考慮將公司治理議題有關之其它變數加以延伸分析探討。第二,本 研究因創櫃板建置期間尚短,後續研究可待創櫃市場更加豐富健全成熟後,可 以更進一步針對創櫃板公司於登錄前後差異之比較納入分析探討。第三、本研 究因樣本家數有限,僅將產業別分為五大類,後續研究可待創櫃市場更加健全 成熟後,可考慮將產業類別再細分予以分析探討。第四、本研究實證結果顯示 部分假說之相關性方向與過去在公開發行公司、上市(櫃)公司於公司治理研 究上之結論有不一致的看法,因此後續研究應可針對此方面議題再作進一步深 度與廣度之分析探討。

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會計師事務所組織型態與審計品質:來自中國證據

翁慈青* 逢甲大學

摘要

中國於 1994 年開始實施中華人民共和國註冊會計師法,該法規規定註冊會計師可以選擇申請設立合夥 (partnership) 會計師事務所或有限責任的法人型態的事務所。由於這兩類組織型態的事務所會計師所面臨的法律環境不同,因此本研究主要在探討合夥事務所所屬會計師,審計品質是否與有限責任事務所所屬的會計師有差別。本研究援引 2000 至 2014 年在中國深圳及上海交易所掛牌上市發行 A 股之的公司作為研究樣本,並以裁決性應計盈餘大小與會計師事務所是否發佈無保留意見,作為審計品質之代理變數。實證結果發現,自從中國會計師法實行以來,為降低法律責任,註冊會計師多偏好選擇有限責任的事務所組織型態。進一步研究顯示,由於合夥會計師事務所所屬的會計師負有無限清償責任,相對的,有限責任事務所所屬的會計師僅負有有限的清償責任,因而合夥組織型態的會計師事務所,其所屬的會計師審計品質優於有限責任事務所所屬的會計師。

關鍵詞:合夥、有限責任合夥、審計品質

* 通訊作者:

聯絡地址:台中市西屯區文華路100號 逢甲大學 會計系副教授

Email: tcweng@fcu.edu.tw

Auditors' Organizational Form and Audit Quality: Evidence from China

Tzu-Ching Weng Feng Chia University

Abstract:

Audit firms in China have been given option to choose legal forms, partnership or limited liability (LLP) depending on their organizations since 1994. Different from LLC with limitation of partnership liability, each partner is liable for all the audit services, which raise an incentive for individual partner to monitor the audit quality provided by their fellow partners in the partnership structure. It hypothesizes that auditor independence is lower for legal structure of LLP than for legal forms of partnership. This study uses discretionary accrual (therefore DA) and the likelihood of auditor firms issuing clean opinion as proxies for audit quality, respectively. Using a sample of listed firms in China, this study finds that auditees of audit firms adopting legal forms of partnership report higher the levels of both the income-increasing DA and the absolute DA, compared to clients of audit firms adopting LLP legal forms. This study also finds that the likelihood of issuing unqualified opinion is higher for partner of general partnership relative to one of LLP.

Keywords: Partnerships, limited liability partnerships, Audit quality, Discretionary accruals.

青、前言

本研究主要在探討中國兩類會計師事務所是否會因為法律責任的不同,而產生不同的審計品質。為迎合市場對於審計服務的需求以及審計品質的提升,中國政府於 1994 年 1 月 1 日頒布並實施中華人民共和國註冊會計師法,並積極嚴逞不法的會計師¹。該法律規定註冊會計師可以自行選擇會計師事務所的組織型態,也就是會計師得申請設立合夥(partnership)會計師事務所或者有限責任(limited liability partnership,簡稱 LLP)的法人型態事務所。由於法人型態事務所內部彼此監督的誘因較合夥會計師事務所小(Muzatko, Johnstone, Mayhew and Rittenberg,2004),因此本研究主要在探討合夥會計師事務所的會計師,審計品質是否與有限責任事務所所屬的會計師有所差別。

由於會計師的審計活動具有外部監督功能,因而可以降低所有權與經營權分離所引起的代理問題,進而增加公司的價值。因此會計師是否能發現管理當局違法或舞弊,成為展現會計師能力與審計品質的重要指標。相對於歐美自由經濟的社會而言,中國是一個由政府所領導的規劃經濟體制,對於審計的需求與供給相當有限。然而近來由於中國政府積極推動經濟改革,將吸引外資、積極與國際接軌,已將國有事業(state-owned enterprises)的股權積極下放到法人機構與國內外個別投資人,再加上證監會(China Securities Regulatory Committee,CRSC)規定上市公司的財務報表必須經過會計師的審查,因而審計的需求與供給近來已經大幅增加。

為使會計師專業能臻於完善,中國政府頒布並實施中華人民共和國註冊會計師法,其中規定會計師得申請設立合夥會計師事務所或者有限責任的法人型態的事務所。合夥事務所所屬的會計師負有無限清償責任,相對的,有限責任事務所所屬的會計師,僅負有有限的清償責任。普通合夥制會計師事務所是由兩位或兩位以上註冊會計師組成的合夥組織。合夥人以各自的財産對事務所的債務承擔無限連帶責任。其優點是在風險的牽制和共同利益的驅動下,促使事務所強化專業發展,擴大規模,提高規避風險的能力。缺點是建立一個跨地區、跨國界的大型會計師事務所要經歷一個漫長的過程,同時,任何一個合夥人執業中的錯誤與舞弊行爲,都可能給整個會計師事務所帶來滅頂之災。有限責任事務所是由註冊會計師認購會計師事務所股份,並以其所認購股份對會計師事務所承擔有限責任,會計師事務所以其全部資産對其債務承擔有限責任。它的

¹從 1993 到 2001 年,中國證監會因爲上市公司的資訊揭露問題一共處罰了 24 家會計師事務所和 46 名註冊會計師。中國證監會的處罰有以下特徵: (1) 1998 以前,中國證監會未對註冊會計師個人進行處罰,也未大量處罰會計師事務所; (2) 1998 年以後,中國證監會明顯加大了對會計師事務所和註冊會計師的處罰力度; (3) 2000 年對註冊會計師個人的處罰力度增加,在 2000 年處罰了 14 位註冊會計師,接近 1998 和 1999 的總和(深交所綜合研究報告"中國證券市場實證分析"之四:中外資訊披露制度及實際效果比較研究,中華財會網(www.e521.com) 2002-05-13)。

優點是可以通過公司制形式迅速聚集一批註冊會計師,建立規模較大,亦可承辦大型業務,但是降低了風險責任對執業行爲的高度制約,弱化了註冊會計師的個人責任²。由於法人型態的事務所內部彼此監督的誘因較合夥會計師事務所小(Muzatko et al.,2004),因此本研究預期合夥會計師事務所所屬會計師的審計品質,優於有限責任會計師事務所的會計師。

本研究以中國的深圳交易所及上海交易所掛牌上市發行 A 股之的公司為研究樣本,研究期間為 2001 至 2014 年,檢測這些公司編製財務報表的彈性是否與簽證會計師的組織型態有關。本研究分別援引以往學術研究,分別使用應計盈餘(discretionary accruals)與會計師傾向於發表某類意見的機會,作為審計品質的替代變數。(Frankel et al.,2002)與(Ashbaugh et al.,2003)則係以財務報表偏誤程度作為審計審計品質的衡量指標,當委託人的應計盈餘愈大時,表示查帳人員愈不獨立。其次,(Defond et al.,2002)以事務所出具的查帳報告是否傾向於繼續經營的意見書,作為審計品質的另一個替代變數,Defond 認為,當事務所愈不獨立,愈傾向於發佈繼續經營的意見書。據此,本研究假設,合夥事務所所屬會計師簽證的委託客戶其應計盈餘的彈性會比有限責任會計師事務所來得小;其次,本研究亦預期,合夥事務所所屬會計師簽證的委託客戶,比較不會傾向於簽發無保留意見。

根據本研究實證結果發現,自從中國會計師法實行以來,為降低法律責任, 註冊會計師多偏好選擇有限責任的事務所組織型態。其中,更進一步研究顯示, 由於合夥事務所所屬的會計師,具有無限清償責任,相對的,有限責任事務所 所屬的會計師,僅具有限的清償責任,因而合夥組織型態的會計師事務所,其 所屬的會計師審計品質優於有限責任事務所所屬的會計師。 因此合夥事務所 所屬會計師簽證的委託客戶,應計盈餘的彈性會比有限責任會計師事務小,且 比較不會傾向於簽發無保留意見。

本研究使用中國市場探討審計品質與會計師事務所組織型態的研究,是基於下列原因:本研究使用了一個獨特的實驗情境,為順應會計師法律責任過高的訴求,美國在 1992 年修法放寬會計師選擇組織型態時,除原來的一般合夥(general partnership)組織型態之外,亦得另外改選用有限責任合夥。然而此一規定放寬後,幾乎簽證上市櫃的會計師都改選有限責任合夥的組織型態。相對的,中國政府 1994 年實行會計師法以來,一開始就允許註冊會計師選擇合

²有限責任合夥制會計師事務所是事務所以全部資産對其債務承擔有限責任,各合夥人對個人執業行爲承擔無限責任。其最大特點在於,既融入了合夥制和股份制有限公司制會計師事務所的優點,又擯棄了它們的不足。這種組織形式於90年代初期興起,到1995年底,原"五大"國際會計公司在美國的執業機構已完成了向有限責任合夥制的轉型,在其他國家和地區的執業機構的轉型目前正在進行之中。同時,在它們的主導下,許多國家和地區的大中型會計師事務所也陸續開始轉型。有限責任合夥制會計師事務所已成爲當今註冊會計師職業界組織形式發展的一大趨勢。

夥與有限責任型態,雖然有限責任合夥的組織型態多於合夥組織型態,但實務 上此兩種組織型態是並存的。此一情境提供本研究探討在同一時點不同組織型 態對於會計師審計品質的影響。

中國仍存有一定比率的註冊會計師採用合夥組織型態,其可能原因在於, 雖然政府積極改善會計與審計環境,但整體的法規與執行成效尚未達到先進國 家的情境,例如,相關處分法規仍未完善配合(中國證券報,2001/12/30)³,因 而仍有一部分事務所採取合夥組織型態。其次,在美國,審計是一個相當成熟 的市場,目前是呈現相對寡占的市場,而這些大型事務所都已經改採 LLP 的組 織型態;相對的,中國則是一個新興的市場,且呈現競爭較為激烈的市場,因 而會計師可以使用選擇合夥組織的型態,來傳遞自己是品質較佳的會計師 (Barzel, 1982; Lent, 1999),特別是在法規未臻完善的環境下,合夥市場 是有可能存在的。例如,美國四大事務所查核了48%的上市公司,約佔銷貨收 入的 99% (U.S. General Accounting Office, GAO 03-864, 2003),而中國前 十大事的市場佔有率僅有 40%,銷貨收入佔所有公司的比率不到 40 % (Li. Song, and Wong, 2004)。雖然中國與美國審計市場主要都是以有限責任合夥 型態的事務所為主,但美國因為法律責任過高而由合夥改為有限責任合夥,但 中國政府與學界反而鼓勵會計師事務所由有限責任合夥轉往合夥組織型態發 展,藉此提高審計品質與會計師的審計品質。同樣是兩種主之型態的選擇,發 展的思潮與軌跡卻是背道而馳,此一結果顯示同一審計制度在不同法律環境下 的差異。

本研究具有下列貢獻,第一,本研究使用中國這個獨特的實驗情境,因而對於事務所的組織經濟(economics of audit firms)文獻具有貢獻。本研究探討法律責任不同的合夥與有限責任兩種會計師事務所組織型態內部治理的影響,進而對於所屬會計師成員審計品質的影響。實證結果發現,合夥事務所下會計師的審計品質優於法人事務所,由此可知,增加會計師的法律責任較能提昇會計師的審計品質,也是影響會計師查核獨立性的重要原因之一,故本研究之實證結果可以作為主關機關制定會計師法律責任下的參考依據。第二,本研究發現合夥組織型態的會計師事務所簽證的公司,其裁決性應計盈餘顯著小於有限責任事務所簽證的公司,因此,對於會計師審計品質決定因素的文獻,也具有增額的貢獻。第三,中國目前是世上最大的社會主義經濟體,也是僅次於美國的第二大經濟體,因此中國會計師獨立與否不僅影響中國資本市場的健全與發展,也會進一步影響到世界經濟。本研究合夥組織的會計師審計品質比有限責任事務所任的實證結論,對於中國政府具有政策上的涵義。此一研究結果支持中國報章媒體的報導,也就是應積極鼓勵事務所轉型為合夥組織型態才能社絕

³ http://www.cs.com.cn •

會計師審計品質低弱的困境。最後,中國現階段正處在轉型時期,雖然政治與 經濟背景環境相對於西方國家以及台灣有相當大的不同,但是本研究在考慮中 國特有法律環境下,仍可得知提供會計師不同的法律責任,亦會造成審計品質 的差異,是故,本研究結果可作為後續研究台灣法律環境與會計師審計品質之 參考依據。除前言之外,第二節為機構背景的介紹與假說的推理,第三節為研 究設計,第四節為實証結果,第五節為結論。

貳、審計市場的機構背景與假說

一、 中國審計市場的發展回顧

早期中國是一個完全的中央規劃經濟體系,企業為國家所擁有,因而並無 獨立的會計與審計的需求(Gebsker and Yang, 1996)。1979年代中國進行經 濟改革,將為引進國外的直接投資(FDI)、積極與國際接軌,已將國有事業 的股權積極下放到法人機構與國內外個別投資人,因而引發審計方面的服務, 於 1981 年成立了第一個會計師事務所。由於 1980 年代經濟開放後,會計師事 務所很迅速的在各省份城市相繼成立,截至1996年底有超過6.700家的會計師 事務所,同時約 58.000 位會計師執業 (Yang and Yang, 1999) 。為回應市場 對於回應市場對於審計服務的需求,財政部於 1981 年成立中國會計師協會 (Chinese Institute of Certified Public Accountants, CICPA), 統籌審計準則的 建立與推動會計師考試等。

中國政府於1990與1991年分別在上海與深圳成立證券交易所之後,由於 資本市場的發達,對於審計需求尤其殷切。初期中國政府僅允許法人個體,例 如政府代理(corporate agencies)、公司(corporations)和學術單位(universities) 組織型態的事務所。由於這種會計師事務所與發起者(政府、公司或學術單位) 有太密切的關係,因此多會損害會計師公眾的形象(Chen et al., 1999a)。此 外,發起者(政府、公司或學術單位)並無需負擔事務所的審計責任,同時會 計師也較缺乏審計風險及專業技能(Li,1999)。

然而,自1993年底,中國頒布「中華人民共和國註冊會計師法」,明確 規範會計師的相關規範。雖然會計師法於 1993 年宣佈通過要求重新組織事務 所型態,可以允許成立有限責任制或合夥組織形態的事務所。但是截至 1999 年會計師事務所的組織改革才大致完成(Chen et al., 1999a)。

雖然可以允許成立有限責任制或合夥組織形態的事務所,但是財政部則提 出,事務所實行合夥制的組織形式是今後發展的方向。實行合夥制,才能夠真 正體現事務所"人和"與"智合"的職業特點,理順內部約束機制和激勵機 制,完 善內部控制,利於行業發展,便於行業管理。因此,現有的合夥事務所雖然在 規模上還比較小,但對執業質量和對質量的追求程度,普遍比有限責任的事務 所要好。今後,中國將從多方面鼓勵合夥制的發展: (1) 加強對合夥制的研

二、 文獻探討與假說

中華人民共和國註冊會計師法第二十三條規定,會計師事務所可以由註冊會計師合夥設立。 合夥設立的會計師事務所的債務,由合夥人按照出資比例或者協議的約定,以各自的財產承擔責任。合夥人對會計師事務所的債務承擔連帶責任。第二十四條也規定,會計師事務所符合下列條件的,可以是負有限責任的法人: (1)不少於三十萬元的註冊資本; (2)有一定數量的專職從業人員,其中至少有五名註冊會計師; (3)國務院財政部門規定的業務範圍和其他條件。負有限責任的會計師事務所以其全部資產對其債務承擔責任。

以上規定顯示,合夥事務所所屬會計師暴露在訴訟風險的機會與成本會大 於法人事務所所屬會計師。過去文獻顯示,當會計師暴露在訴訟風險的機會與 成本愈大時,會計師為減少此一成本,所負出的審計努力愈高,因而審計品質 也愈佳(Dve, 1995; Schwartz, 1997; Nelson et al., 1998)。(李建然與陳 政,2004)指出,在美國的環境下,會計師個人利益與事務所整體利益幾乎視 為完全一致,但是在中國目前的環境下,若是會計師事務所屬於有限責任,會 計師與事務所的整體利益不一定會完全一致,是故,法律責任之輕重,將會影 響會計師維持審計品質之意願(Habib,2007;陳素緞與陳鈺薏,2014)。由 此可知,中國審計風險之承擔責任若是在於簽證會計師身上,此時更能夠加強 會計師之審計品質。總而言之,承擔的法律責任愈重,會計師提高審計品質的 誘因也愈強,同時也會增加監督同一事務所內其他簽證會計師審計品質的動機。 根據過去研究顯示,審計品質常被定義為財務報表應計盈餘的多寡,這是因為 裁量性應計盈餘市公司最容易操弄的部分,同時也是會計師在進行查核時,較 重視的部分 (Frankel et al., 2002; Myers et al., 2003; Ghosh and Moon, 2005; 李建然與林秀鳳,2013)。因此,本研究將以裁量性應計盈餘作為會計師審計 品質的代理變數,並預期由合夥會計師事務所查核的財務報表,應計盈餘計的 幅度相對較小。根據此一推論,本研究建立下列假說:

H1:合夥事務所所屬會計師簽證的公司,裁量性應計盈餘的幅度小於有限責任事務所所屬的會計師。

另一方面,查帳報告是審計人員對於委託人財務報表的意見表達,因而可以提供使用者有關財務報表是否有舞弊或是誤述等資料。例如,(劉家雯與王泰,2005)分析審計法規與會計師審計意見之關聯性;(傅鍾仁,2005)則是探討美國安隆事件對台灣會計師出具無保留意見的影響。(張瑞當,2009)則分析台灣博達舞弊案件對會計師出具審計意見的影響。(Watts and Zimmerman,

1983) 認為審計人員在杳帳報告中報導已發現舞弊的機率多寡,可以當作審計 品質的另一種指標。因此,上述研究發現會計師審計意見具有實質意涵與預測 功能,故太研究建立下列假說:

H2: 合夥會計師事務所所屬會計師出具無保留意見的機會,小於有限責任事 務所所屬會計師。

參、 研究設計

一、 裁決性應計盈餘

1. KDA 與 ABSKDA

以往較常使用的盈餘管理的替代變數為裁決性應計盈餘,最常使用的衡量 方法為 Modified Jones model (Dechow et al., 1995)。但最近的文獻指出裁決 性應計項目與公司績效有關(Kothari et al., 2005; Ashbaugh et al., 2003), 因而在估計裁決性應計項目時加入資產報酬率 (ROA) 及截距項4。因此,本 研究援引(Kothari et al., 2005) 的方法如下:

$$\begin{split} TA_{t}/A_{t-1} &= \beta_{0} + \beta_{1} \left(1/A_{it-1} \right) + \beta_{2} \left(SALE_{it}/A_{it-1} \right) + \beta_{3} \left(PPE_{it}/A_{it-1} \right) \\ &+ \beta_{4} ROA_{it(or\ it-1)} + \epsilon_{t} \end{split} \tag{1}$$

其中 TAit 為第 t 年的總應計項目, SALEit 為第 t-1 年至第 t 年銷貨收入之 變動,PPEit 為第 t 年的固定資產總額,Ait-1 為第 t 年初的資產總額, st 為殘 差項。本研究主要係使用產業橫斷面資料以克服時間序列資料樣本數及解釋力 不足的問題。ROA t-1 為第 t-1 年的資產報酬率,即營業損益除以總資產。

總應計項目(TA)的衡量方式有二:過去文獻(例如 Healy, 1985; Jones, 1991; Dechow et al., 1995; Guay et al., 1996 等) 使用下列模式:

$$TA = \Delta CA - \Delta CL - \Delta CASH + \Delta STDEBT - DEPTN$$
 (2)

其中 CA 為流動資產, CL 為流動負債, CASH 為現金及約當現金, STDEBT 為長期負債一年內到期部分,DEPTN 為折舊與攤銷費用, Δ 代表變動數。後 來的文獻(例如 Hansen and Noe, 1998; Chen and Cheng, 2002 等)則以淨利 或非常項目前淨利與營業活動現金流量的差額衡量總應計項目:

 $^{^4}$ Kothari et al.(2005)指出迴歸模式內加入截距項的理由有三點,首先加入截距項可以控制異質性的差異,其次加入截距項可以 滅緩因為忽略規模變數的效應,最後若忽略掉截距項,則會造成模型解釋力降低的情況。

其中 NI 為淨利,IBEI 為非常項目前淨利,OCF 為營業活動現金流量。文獻上稱此方法為現金流量法,而利用資產負債表科目變動數衡量 TA 的方法則稱為資產負債表法(即方程式(2)採用的方法)。(Collins and Hribar,2000)發現使用資產負債表法估計應計項目會產生重大的衡量誤差,因而建議使用現金流量法,本研究亦採用之。

然後,利用式(1)的參數估計值估計裁決性應計項目(DAroa):

$$DA_{\text{roait}}/A_{\text{it-1}} = TA_{\text{it}}/A_{\text{it-1}} - [\hat{\beta}_0 + \hat{\beta}_1 \ 1/A_{\text{it-1}} + \hat{\beta}_2 \ (SALE_{\text{it}}) \ /A_{\text{it-1}} + \hat{\beta}_3 \ PPE_{\text{it}}/A_{\text{it-1}} + \hat{\beta}_4 \ ROA_{\text{it-1}}]$$

$$(4)$$

模式(4)變數同前述。

2. DAocf

過去研究發現應計盈餘與現金流量為負相關(Dechow, 1994; Dechow et al., 1995),因而有些學者使用 Modified Jones model 估計裁決性應計項目時加入營業現金流量(OCF)變數(DuCharme et al., 2004; Jaggi and Lee, 2003)。首先估計下列迴歸式的參數:

$$TA_{t}/A_{t-1} = \beta_{0} (1/A_{t-1}) + \beta_{1} (REV_{t}-REC_{t}) /A_{t-1} + \beta_{2} (PPE_{t}/A_{t-1})$$
$$+ \beta_{3} (OCF_{t}/A_{t-1}) + \varepsilon_{t}$$
 (5)

各項變數之說明同前。然後利用式(5)的參數估計值估計裁決性應計項目(DAocf):

$$DAocf_{t}/A_{t-1} = TA_{t}/A_{t-1} - [\beta_{0} + \beta_{1} (REV_{t} - REC_{t}) /A_{t-1} + \beta_{2}PPE_{t}/A_{t-1} + \beta_{3} OCF_{t}/A_{t-1}]$$
(6)

二、 假說一檢測模式:裁決性應計盈餘

 $DA ext{ (or INCRDA or DECRDA)} =$

為檢測本研究的第一個假說(合夥會計師事務所會計師簽證的公司,應計盈餘的幅度小於有限責任會計師事務所的會計師),本研究使用下列迴歸模式:

$$\alpha_0 + \alpha_1 AUDITTYPE + \alpha_2 LEV + \alpha_3 OCF + \alpha_4 LOSS + \alpha_5 ROA$$

$$+ \alpha_6 MB + \alpha_7 LOGMV + \alpha_8 HIGHTECH + \alpha_9 INST + \alpha_{10} BIGFIVE +$$

$$\alpha_{11}FORE + \alpha_{12}ACCRUAL + \varepsilon$$
(1)

此處:

係以(kothari et al., 2005)方法或(DeFond and Jiambalvo,

DA = 1994) 修正 (Jones, 1991) model 方法估計之裁決性應計

項目取絕對值。

INCRDA = 係上述方法估算之裁決性應計項目大於或等於 0 之值。

DECRDA = 係上述方法估算之裁決性應計項目小等於 0 之值。

AUDITTYPE = 係指會計師事務所之型態,當屬於有限責任法人時令為1,

當屬於合夥組織時令為0。

LEV = 公司財務槓桿,以總負債除以總資產衡量之。

OCF = 係營業活動之現金流量,以總資產平減。

LOSS = 當公司報導當期盈餘為虧損時,則今為1,否則為0。

ROA = 係公司 t-1 期總資產報酬率。

MB = 係公司每股市價對帳面值比。

LOGMV = 係指公司規模,以公司市值取自然對數衡量之。

HIGHTECH = 當公司所屬產業為高科技時,則令為1,否則為0。

INST% = 係指由法人持有之股權比例。

BIGFIVE = 係指由五大會計師事務所簽證之公司則令為1,否則為0。

FORE = 係指公司有發行境外股份,則令為1,否則為0。

ACCRUAL = 係指 t-1 期之總應計 TDA (總流動性應計 TCDA)。

本研究設立一個虛擬變數 AUDITTYPE,當簽證會計師事務所的型態為有限責任時,令 AUDITTYPE為 1,當簽證會計師事務所的型態為合夥組織時,令 AUDITTYPE為 0,本研究預期 AUDITTYPE的係數為正。

在控制變數方面,過去研究顯示,財務狀況較差的公司,傾向於使用較為積極性的會計方法以操控盈餘(DeFond and Jiambalvo 1994; DeAngelo et al., 1994; Becker et al., 1998)。本研究以總負債除以總資產衡量(LEV)之。以往研究發現(Dechow et al., 1995),裁決性應計盈餘與現金流量(OCF)呈

現負相關。本研究包括一個虛擬變數(LOSS),當公司報導當期盈餘為虧損 時,則今為1,否則為0,以往研究發現,虧損的公司會傾向於進行裁決性的 盈餘管理 (DeAngelo et al., 1994; Burgstahler and Dichev, 1997)。本研究亦 以前期資產報酬率 ROAt-1 來控制前期績效對當期異常應計數的影響 (Chung and Kallapur, 2003)。接著, (Matsumoto, 2002)、(Frankel et al., 2002)、 (Ashbaugh et al., 2003) 指出較高風險的產業其訴訟風險亦較高,因此經理 人為降低訴訟風險故會進行盈餘管理以避免負的盈餘產生。本研究援引先前研 究 (Francies et al., 1994; Soffer et al., 2000; Ali and Kallapur, 2001) 對高風 險產業的定義 ,凡屬於生技產業 (biotechnology)、電腦產業 (computers)、 雷子產業(electronics)和零售產業(retailing)為高風險的產業,因此當本研 究樣本公司產業代碼屬於 C51、C55、C76、C81、C99、G81、G83、G85、G87 者,則今 HIGHTECH 為 1,否則為 0。接著,(Matsumoto, 2002)、(Frankel et al., 2002) 、 (Ashbaugh et al., 2003) 指出較高成長機會的公司會為了避 免負盈餘的產生導致市場負面的評價(例如分析師降低推薦評等),因此公司 理理人會進行盈餘管理,因此本研究每股市價對帳面值比(MB)作為公司成 長機會的替代變數。同時, (Matsumoto, 2002)、 (Frankel et al., 2002)、 (Ashbaugh et al., 2003) 指出機構投資人注重短期績效表現,因此經理人會 從事盈餘管理來避免負的盈餘產生導致機構投資人(INST)出售持股,故本研 究亦以法人持有之股權比例(INST)作為機構投資人之替代變數。

接著,本研究以公司市場價值取自然對數作為公司規模的替代變數(LOGMV)。先前的研究指出五大會計師事務所所審計的公司其盈餘管理程度較低(e.g., Beck et al., 1988b;Lys and Watts, 1994),故本研究建立一虛擬變數(BIGFIVE),當公司係由五大會計師事務所簽證之公司則令為 1,否則為 0。(Lang et al., 2003) 指出在美國上市的公司其盈餘品質相較未在美國上市的公司佳,因此當公司有發行境外股份(B 股、H 股、N 股)之公司則令 FORE 為 1,否則為 0。最後,因為前期應計項目會於本期迴轉,因此本研究以前一期總應計項目(ACCRUAL),來控制迴轉效果對異常應計項目的影響(Frankel et al., 2002)。

三、 假說二檢測模式:Auditor opinion

為檢測本研究的第二個假說(合夥會計師事務所的會計師,出具無保留意見的機會,比有限責任會計師事務所的會計師小),本研究使用下列 logit 迴歸模式:

$$OP = \beta_0 + \beta_1 SIZE + \beta_2 ROA + \beta_3 LEV + \beta_4 CACL + \beta_5 AR + \beta_6 INV + \beta_7 AUDITTYPE + \beta_8 fixed effects + \varepsilon$$
 (2)

此處:

OP = OP 為會計師審計意見,當審計意見為無保留意見時則

今為1,否則為0。

AUDITTYPE = 係指會計師事務所之型態,當屬於有限責任法人時令為

1, 當屬於合夥組織時令為0。

SZIE = 係公司總資產取自然對數。

ROA = 係公司t期總資產報酬率。

LEV = 係公司總負債對總資產比率。

CACL = 係公司流動比率,以流動資產除以流動負債衡量。

AR = 係公司應收帳款除以總資產。

INV = 係公司存貨除以總資產。

本研究主要的實驗變數為 AUDITTYPE,在本研究假說二下,本研究預期 AUDITTYPE 的係數 $\beta_7 > 0$ 。本也同時根據以往文獻,放入其他控制變數(Fan and Wong,2005;Chen et al.,2001;Levitan and Knoblett,1985;Mutchler,1985;Dopuch et al.,1987;Chan and Walter,1996;DeFond et al.,2000)。雖然各文章於審計意見的分類未必一樣,但都包括了一組財務變數與市場變數。

本研究放入公司規模(公司總資產取自然對數,SIZE)作為查帳報告意見的解釋變數,因為大公司對於查帳人員比較有議價能力(DeFond et al.,2002)。以往研究發現獲利能力較佳的公司,比較容易收到無保留見的查帳報告(Chen et al.,2001),因此預期總資產報酬率 ROA 的係數為正。文獻也發現財務槓桿 LEV(總負債除以總資產)愈高越容易收到保留意見(DeFond et al.,2000; Levitan and Knoblett,1985; Mutchler,1985; Monroe and The,1993)。因此本研究預期 LEV 與 ROA 的係數分別為負與正。本研究也納入了控制會計師可能承擔損失風險的資產組合變數(CACL、AR、INV),分別是流動資產除以流動負債(CACL)、應收帳款除以流動資產(AR)及存貨除以流動資產(INV),這些流動性財務指標比率若越低,則會計師越有可能發佈保留的意見(Simunic,1980; Francis,1984)。最後本研究也放入產業變數(fixed effect)來控制產業之間差異的效果。

四、 資料來源

本研究樣本系選取自在中國的深圳交易所及上海交易所掛牌上市發行 A 股之的公司。另外,由於金融和保險等產業因其產業性質特殊,故將其排除在樣本的選取範圍之外。本研究以 2000 年至 2014 年之歷年制上市公司為樣本。

本研究財務資料係取自臺灣經濟新報社(Taiwan Economic Journal,TEJ)中國財務資料庫模組。產業分類資料來源於 CSRC 行業分類的分類代碼。有關中國會計師事務所組織型態,則取自中國註冊會計師協會(United States Patent and Trade Mark Office,簡稱 USPTO)5,並逐筆收錄而成。本研究會計師審計意見的類型,資料來源為中國經濟研究中心(CCER)財務數據審計訊息資料庫。符合本研究樣本選樣標準的樣本為 30,671 個樣本。

肆、實証結果

一、 敘述統計量

表 1 為本研究變數的敘述統計量。Panel A 為檢測假說一樣本的變數的敘 述統計量。兩個裁決性應計項目取絕對值變數(ABSKDA, ABSCDA)的平均 數分別為 0.0871 及 0.0923, 大於中位數 0.0623 及 0.0671, 其分配呈現左偏的 現象。另外,屬於正向的兩個裁決性應計項目(INCRKDA、INCRCDA),其 平均數分別為 0.0841 和 0.0697, 大於中位數 0.0617 及 0.0542。而屬於負向的 兩個裁決性應計項目(DECRKDA、DECRCDA),其平均數分別為-0.0904和 -0.0772, 小於中位數-0.0627 及-0.0579。會計師事務所類型(AUDITTYPE)的 平均數為 0.7900 小於中位數 1.0000, 結果顯示有限責任型態的事務所多於合夥 組織。財務槓桿比率(LEV)平均數為 0.4824, 營業活動現金流量(OCF)平 均數為 0.0139。此外虧損公司(LOSS)及資產報酬率(ROA)平均數分別為 0.0139 及 0.0139, 大於中位數 0.0318。接著,從事高科技產業的樣本為 0.1300 大於中位數 0.000, 而公司成長機會(MB)平均數為 1.3220 大於中位數 0.8919。 公司規模(LOGMV)平均數為 9.3095,法人持股率(INST)平均為 22.29%。 另外公司由五大事務所(BIGFIVE)簽證的比率約為11%,故大部份樣本公司 係由本地的事務所簽證。此外,在境外發行股票的公司(FORE)僅佔 8.2%。 最後,前期總應計項目(ACCRUAL)平均數為-0.0458。

⁵ http://www.cicpa.org.cn/

表1敘述統計量

Panel A 各變數的	叙述統計量(原	惠計盈餘樣本	群)		
Variables	Mean	Std. Dev.		Quartile	
			25%	50%	75%
ABSKDA	0.0871	0.0878	0.0276	0.0623	0.1171
INCRKDA	0.0841	0.0841	0.0276	0.0617	0.1141
DECRKDA	-0.0904	0.0915	-0.1207	-0.0627	-0.0276
ABSCDA	0.0923	0.0948	0.0295	0.0671	0.1227
INCRCDA	0.0697	0.0948	0.0096	0.0542	0.1107
DECRCDA	-0.0772	0.1046	-0.1197	-0.0579	-0.0122
AUDITTYPE	0.7900	0.4100	1.0000	1.0000	1.0000
LEV	0.4824	1.9309	0.2736	0.4068	0.5495
OCF	0.0417	0.1039	-0.0034	0.0368	0.0909
LOSS	0.0139	0.3500	0.0000	0.0000	0.0000
ROA	0.0139	0.1342	0.0079	0.0318	0.0588
MB	1.3220	4.5508	0.5809	0.8919	1.3797
LOGMV	9.3095	0.3392	9.0892	9.2778	9.4943
HIGHTECH	0.1300	0.3400	0.0000	0.0000	0.0000
INST%	22.2928	23.5123	0.6100	13.1150	40.3075
BIGFIVE	0.1104	0.3134	0.0000	0.0000	0.0000
FORE	0.0818	0.2700	0.0000	0.0000	0.0000
ACCRUAL	-0.0458	0.1704	-0.1225	-0.0402	0.0325

Panel B 各變數敘述統計量(審計意見樣本群)

Variables	Mean	Std. Dev.		Quartile	
			25%	50%	75%
OP	0.8783	0.3270	1.0000	1.0000	1.0000
SIZE	6.0809	0.4011	5.8336	6.0540	6.3183
ROA	-0.0103	0.4705	0.0083	0.0310	0.0558
LEV	0.0590	0.2208	0.0000	0.0113	0.0732
CACL	0.4576	0.2043	0.3093	0.4531	0.6028
AR	0.0806	0.0864	0.0106	0.0541	0.1219
INV	0.2331	0.1652	0.1171	0.1986	0.3106
AUDITTYPE	0.8104	0.3920	1.0000	1.0000	1.0000

ABSKDA 以(kothari et al., 2005)方法估計之裁決性應計項目取絕對值。

INCRKDA 以(kothari et al., 2005)方法估計之裁決性應計項目大於或等於 0 之值。

DECRKDA 以(kothari et al., 2005)方法估計之裁決性應計項目小於 0 之值。

ARSCDA 以(DeFond and Jiambalvo, 1994)修正(Jones, 1991) model 方法估計之流動

性應計取絕對值。

INCRCDA = 以(DeFond and Jiambalvo, 1994)修正(Jones, 1991) model 方法估計之流動

性應計項目大於或等於 0 之值。

= 以(DeFond and Jiambalvo, 1994)修正(Jones, 1991) model 方法估計之流動 DECRCDA

性應計項目小於 0 之值。

AUDITTYPE = 指會計師事務所之型態,當屬於有限責任法人時令為1,當屬於合夥組織

時今為0。

LEV = 公司財務槓桿,以總負債除以總資產衡量之。

OCF = 營業活動之現金流量,以總資產平減。

LOSS 當公司報導當期盈餘為虧損時,則令為1,否則為0。

ROA 公司 t-1 期總資產報酬率。

MB 公司每股市價對帳面值比。

LOGMV = 指公司規模,以公司市值取自然對數衡量之。

HIGHTECH 當公司所屬產業為高科技時,則令為1,否則為0。

INST% 指由法人持有之股權比例。

BIGFIVE = 指由五大會計師事務所簽證之公司則令為1,否則為0。

FOREAUDIT 指公司有發行境外股份,需要境外事務所簽證之公司則令為1,否則為0。

ACCRUAL 指 t-1 期之總應計 TDA(總流動性應計 TCDA)。

OP 會計師審計意見,當審計意見為無保留意見時則令為1,否則為0。

SZIE 公司總資產取自然對數。

ROA 公司t期總資產報酬率。

LEV = 公司長期負債對總資產比率。

CACL = 公司流動比率,以流動資產除以流動負債衡量。

AR = 公司應收帳款除以總資產。

INV = 公司存貨除以總資產。

Panel B 為檢測假說二的樣本敘述統計量。其中會計師審計意見類型(OP) 中,出具無保留意見的樣本約為88%,其餘為無保留以外的意見類型。此外, 公司平均規模(SIZE)為6.0809。平均的總資產報酬率(ROA)為-1%。樣本 公司的槓桿比率(LEV)平均數為 0.059 大於中位數 0.011,亦即部份公司的財 務槓桿比率較高。接著就流動資產組合變數方面,流動比率(CACL)平均僅 為 1.457 倍,相較一般安全倍數 2 仍稍具不足。可見中國的公司可能存在流動 性不足的情況。接著,應收帳款除以總資產比率(AR)平均為8.1%,存貨除 以總資產比率(INV)平均為23.3%。

表 2 Panel A 比較合夥 (PAT) 與有限責任法人 (LLP) 兩組樣本的變數 平均數或是中位數的差異。Panel A 顯示,不論是有母數的平均數 t 檢定,或 是無母數的中位數 Wilcoxon rank sum (WRS) Z 檢定,都顯示由有限責任事 務所 LLP 會計師查核的裁決性應計盈餘絕對數(ABSKDA)或流動性裁決性 應計盈餘絕對數(ABSCDA), 顯著大於合夥事務所會計師這一組公司,此 一結果與預期相同,表示合夥會計師事務所 PAT 這群委託人編制財務報表的 彈性,都比 LLP 這群委託人的彈性來的大,因而顯示,PAT 這群會計師的審 計品質,優於LLP的會計師。

表 2 樣本統計量

	Lia	n of Limited bility 8,982)		f partnership	Mean Difference	Median Difference
Variables	Mean	Median	Mean	Median	t-value	z-value
ABSKDA	0.0943	0.1052	0.0818	0.0854	3.452***	3.540***
ABSCDA	0.0976	0.0845	0.0875	0.0785	2.640***	1.788*
ABSMDA	0.0963	0.0778	0.0852	0.0722	1.997**	1.542
LEV	0.4134	0.3684	0.4599	0.3655	-5.083***	0.895
OCF	0.0383	0.0469	0.0388	0.0465	-0.121	0.541
LOSS	0.1375	0.0000	0.1615	0.0000	-1.592*	1.685*
ROA	0.0208	0.0479	0.0109	0.0443	2.581***	0.698
MB	1.5351	1.6584	1.5043	1.6365	0.182	0.250
LOGMV	9.3517	10.3651	9.3228	10.0352	2.028**	2.123**
HIGHTECH	0.1800	0.0000	0.1900	0.0000	-0.491	0.491
INST%	21.5697	26.2554	21.9153	26.2513	-0.344	0.350
BIGFIVE	0.0567	0.0000	0.5750	0.0000	-0.076	0.054
ACCRUAL	-0.0423	-0.0322	-0.5130	-0.4154	1.293*	3.477***
AGE	17.2200	15	19.4100	18	-2.951***	-4.255***

Panel B	區分為有限責任與無限責任樣本群應計盈餘比較
I and D	也为两分队员工光杰队员工体华叶旭可亚际心权

		of Limited bility	Audit firm o	f partnership	Mean Difference	Median Difference
Variables	Mean	Median	Mean	Median	t-value	z-value
INCRKDA	0.0861	0.0628	0.0770	0.0617	2.122**	3.277**
DECRKDA	-0.0924	-0.0632	-0.0823	-0.0591	-2.262**	-1.959**

Panel D: 區分為有限責任與無限責任樣本群審計意見比較

	_	P=1 26,991)	OF (n=3,	P=0 680)	Mean Difference	Median Difference
Variables	Mean	Median	Mean	Median	t-value	z-value
SIZE	6.0999	6.0635	5.9434	5.9534	8.693***	3.867***
ROA	0.0232	0.0342	-0.2527	0.0016	13.203***	9.537***
LEV	0.0562	0.0124	0.0792	0.0068	-2.032***	1.613**
CACL	0.4534	0.4479	0.4884	0.4978	-3.792***	-2.070***
AR	0.0810	0.0593	0.0774	0.0426	0.915	1.738***
INV	0.2222	0.1909	0.3117	0.2777	-12.156***	-5.092***
AUDITTYPE	0.8173	1.0000	0.7608	1.0000	3.186***	1.248*

A *** 1% significance level, ** 5% significance level, * 10% significance level. B 各變數定義:

ABSKDA 以(kothari et al., 2005)方法估計之裁決性應計項目取絕對值。 INCRKDA 以(kothari et al., 2005)方法估計之裁決性應計項目大於或等於 0 之值。 DECRKDA = 以(kothari et al., 2005)方法估計之裁決性應計項目小於 0 之值。 ABSCDA = 以(DeFond and Jiambalvo, 1994)修正(Jones, 1991) model 方法估計之流動 性應計取絕對值。 INCRCDA = 以(DeFond and Jiambalvo, 1994)修正(Jones, 1991) model 方法估計之流動 性應計項目大於或等於 0 之值。 DECRCDA = 以(DeFond and Jiambalvo, 1994)修正(Jones, 1991) model 方法估計之流動 性應計項目小於 0 之值。 AUDITTYPE = 指會計師事務所之型態,當屬於有限責任法人時令為1,當屬於合夥組織 時令為0。 LEV = 公司財務槓桿,以總負債除以總資產衡量之。

OCF = 營業活動之現金流量,以總資產平減。

LOSS = 當公司報導當期盈餘為虧損時,則令為1,否則為0。

ROA = 公司 t-1 期總資產報酬率。 MB = 公司每股市價對帳面值比。

LOGMV = 指公司規模,以公司市值取自然對數衡量之。

HIGHTECH = 當公司所屬產業為高科技時,則今為1,否則為0。

INST% = 指由法人持有之股權比例。

BIGFIVE = 指由五大會計師事務所簽證之公司則今為1,否則為0。

FORE = 指公司有發行境外股份,需要境外事務所簽證之公司則令為1,否則為0。

= 指 t-1 期之總應計 TDA(總流動性應計 TCDA)。 ACCRUAL

OP 會計師審計意見,當審計意見為無保留意見時則令為1,否則為0。

SZIE = 公司總資產取自然對數。

ROA = 公司 t 期總資產報酬率。

LEV = 公司長期負債對總資產比率。

CACL = 公司流動比率,以流動資產除以流動負債衡量。

AR = 公司應收帳款除以總資產。

INV = 公司存貨除以總資產。

Panel B 與 C 進一步將 Panel A 的樣本劃分為正負應計項目,做進一步的 比較。Panel B 以正的裁決性應計盈餘(KDA>0)或正的流動性裁決性應計盈 餘(CDA>0)的樣本為對象,結果發現,不論是有平均數 t 檢定,或是中位 數 Z 檢定, LLP 會計師查核的正裁決性應計盈餘(KDA>0)或正的流動性裁 決性應計盈餘(CDA>0), 顯著大於合夥事務所會計師這一組公司,此一結 果與 Panel A 相同,表示 LLP 這群委託人編制正向盈餘操控應計盈餘 (incoming-increasing discretionary accrual)的彈性,都比合夥 PAT 這群委託人 的彈性來得大,顯示 PAT 這群會計師的審計品質優於 LLP 的會計師。Panel C 以負裁決性應計盈餘(KDA < 0)或負的流動性裁決性應計盈餘(CDA < 0) 的樣本為對象,結果發現,不論是有平均數 t 檢定,或是中位數 Z 檢定,LLP 會計師查核的負裁決性應計盈餘(KDA < 0)或負的流動性裁決性應計盈餘 (CDA < 0), 顯著小於合夥事務所會計師這一組公司,此一結果與 Panel A 相同,表示 LLP 這群委託人編制負向盈餘操控應計盈餘 (incoming-decreasing discretionary accrual)的彈性,都比合夥PAT 這群委託人的彈性來的大,因而 顯示,PAT 這群會計師的審計品質,優於 LLP 的會計師。

兩組平均數或是中位數的差異檢定,雖然支持研究假說,但並未控制住其 他的影響因素,因此,下一節多變量分析進一步控制這些其他變數後再進一步 做檢測與推論。

Panel D 比較無保留意見 (OP=1) 與其他意見 (OP=0) 兩組樣本,相關 變數的差異。Panel D 顯示,無保留意見 (OP=1) 這一組,公司規模 (SIZE) 及資產報酬率(ROA)其平均數或中位數均大於其它審計意見(OP=0)的樣 本,且達到顯著水準,亦即當公司資產規模或資產報酬率較大時,事務所較會 出具無保留的意見,與本研究預期相同。接著,無保留意見(OP=1)樣本相 較於其它意見(OP=0)的樣本,其槓桿比率(LEV)較低,亦與預期相同。 此外就公司財務流動性比較,無保留意見下(OP=1)之流動比率(CACL) 或存貨除以總資產比率(INV)平均數及中位數分別小於,其它審計意見下(OP = 0)之樣本,與本研究預期不符。另一方面,應收帳款除以總資產比率(AR), 其無保留意見(OP=1)的樣本平均數或中位數,相較於其它審計意見(OP=0) 的樣本大,與預期相同。最後,就會計師事務所組織類型(AUDITTYPE)而 言,出具無保留意見(OP=1)的樣本平均數及中位數分別為 0.8173 及 1.000, 相較於其它意見(OP=0)分別為 0.7608 及 1.0000,亦即初步可以瞭解有限責 任事務所較會出具無保留意見的審計報。

接著,在表 3 Panel A 相關係數表中,裁決性應計項目絕對值的變數 (ABSKDA,ABSCDA)與事務所組織型態(AUDITTYPE)呈顯著正相關(P< 0.05 以上),接著在 Panel B 相關係數表中,會計師審計意見的變數(OP)與 事務所組織型態(AUDITTYPE)呈顯著正相關(P<0.01以上)。因此從表 3 中可以得到初步的結果,亦即當會計師事務所屬於有限責任組織型態,則其審 計品質相對較差,進而間接影響會計師的審計品質。

表3相關係數表

Panel A	会測假說	,一之各箋	檢測假說一之各變數相關係	、數												
Variables ^b	ABSKDA KDA	KDA KDA	ABSCDA	CDA	AUDITTY PE	LEV	OCF	TOSS	ROA	MB	LOGMV	HIGHTEC	INST	BIGFIVE	FOREAU	LASTTA
ABSKDA		0.008 (0.613)	0.705	0.001 (0.952)	0.046 (0.003)	0.048 (0.002)	-0.049 (0.001)	-0.040 (0.009)	0.033 (0.032)	0.097	-0.016 (0.291)	0.057	0.046 (0.003)	-0.020 (0.198)	-0.048 (0.002)	-0.11 (0.469)
KDA	-0.061 (0.000)		0.020 (0.198)	0.795 (0.000)	-0.021 (0.195)	-0.095 (0.000)	-0.224 (0.000)	-0.016 (0.306)	-0.009	-0.030 (0.048)	0.009 (0.567)	0.005 (0.744)	-0.016 (0.287)	0.010 (0.520)	0.023 (0.136)	-0.094 (0.000)
ABSCDA	0.779 (0.000)	-0.075 (0.000)		0.011 (0.478)	0.033 (0.031)	0.066 (0.000)	-0.056 (0.000)	0.060 (0.000)	-0.001 (0.952)	0.085	-0.045 (0.004)	0.044 (0.004)	0.047 (0.002)	-0.020 (0.201)	-0.040 (0.010)	-0.007 (0.642)
CDA	-0.050 (0.001)	0.796 (0.000)	-0.159 (0.000)		-0.008 (0.617)	-0.213 (0.000)	0.000 (0.981)	-0.176 (0.000)	0.168 (0.000)	-0.028 (0.068)	0.079 (0.000)	-0.005 (0.763)	-0.040 (0.008)	0.044 (0.004)	0.021 (0.163)	-0.068 (0.000)
AUDITTYPE	0.046 (0.003)	-0.022 (0.151)	0.025 (0.109)	-0.002 (0.880)		-0.040 (0.010)	0.025 (0.107)	-0.055 (0.000)	0.053 (0.001)	0.010 (0.498)	-0.013 (0.415)	0.068 (0.000)	-0.046 (0.003)	-0.061 (0.000)	-0.088	-0.009 (0.547)
LEV	-0.003 (0.862)	0.000 (0.974)	0.047 (0.002)	-0.042 (0.007)	-0.008 (0.610)		-0.114 (0.000)	0.291 (0.000)	-0.425 (0.000)	0.162 (0.403)	-0.279 (0.000)	-0.033 (0.031)	0.076 (0.000)	-0.114 (0.000)	-0.019 (0.207)	-0.187 (0.000)
OCF	-0.048 (0.002)	-0.237 (0.000)	-0.048 (0.002)	0.012 (0.438)	0.024 (0.118)	-0.021 (0.177)		-0.253 (0.000)	0.333 (0.000)	-0.099	0.196 (0.000)	-0.042 (0.007)	-0.118 (0.000)	0.044 (0.004)	0.000 (0.988)	0.008 (0.621)
SSOT	-0.043 (0.005)	-0.007 (0.653)	0.081	-0.183 (0.000)	-0.055 (0.000)	0.101 (0.000)	-0.195 (0.000)		-0.612 (0.000)	0.139 (0.000)	-0.254 (0.000)	-0.020 (0.188)	0.093 (0.000)	-0.056 (0.000)	0.003 (0.830)	-0.050 (0.001)
ROA	0.061 (0.000)	0.012 (0.441)	-0.232 (0.000)	0.311 (0.000)	0.048 (0.002)	-0.217 (0.000)	0.194 (0.000)	-0.594 (0.000)		-0.121 (0.000)	0.423 (0.000)	0.008 (0.598)	-0.079 (0.000)	0.101 (0.000)	0.017 (0.263)	0.057
MB	0.022 (0.155)	0.018 (0.255)	0.018 (0.239)	-0.015 (0.340)	-0.013 (0.382)	0.001 (0.966)	-0.033 (0.033)	0.081	-0.032 (0.036)		-0.117 (0.000)	0.034 (0.025)	0.155 (0.000)	-0.186 (0.000)	-0.254 (0.000)	-0.024 (0.123)
LOGMV	-0.006 (0.695)	0.011 (0.474)	-0.061 (0.000)	0.081 (0.000)	-0.027 (0.077)	-0.103 (0.000)	0.182 (0.000)	-0.251 (0.000)	0.305	-0.045 (0.004)		-0.008 (0.596)	-0.242 (0.000)	0.215 (0.000)	0.211 (0.000)	0.052 (0.001)
НІСНТЕСН	0.056 (0.000)	0.011 (0.493)	0.048 (0.002)	0.006 (0.697)	0.068 (0.697)	-0.008 (0.604)	-0.044 (0.004)	-0.020 (0.188)	-0.003 (0.843)	-0.009 (0.548)	-0.023 (0.127)		0.101 (0.000)	-0.045 (0.003)	-0.016 (0.287)	0.031 (0.043)
INST	0.034 (0.026)	-0.003	0.046 (0.003)	-0.020 (0.194)	-0.045 (0.003)	0.008 (0.597)	-0.083	0.084 (0.000)	-0.077	0.034 (0.029)	-0.221 (0.000)	0.113 (0.000)		-0.096 (0.000)	-0.044 (0.004)	0.004 (0.793)
BIGFIVE	-0.023 (0.129)	0.015 (0.324)	-0.033 (0.031)	0.041 (0.007)	-0.061 (0.000)	-0.023 (0.130)	0.041 (0.007)	-0.056 (0.000)	0.071 (0.000)	-0.045 (0.003)	0.272 (0.000)	-0.045 (0.003)	-0.074 (0.000)		0.266 (0.000)	0.014 (0.365)
FOREAUDIT	-0.047 (0.002)	0.024 (0.120)	-0.038 (0.013)	0.023 (0.138)	-0.088 (0.000)	0.000 (0.986)	0.002 (0.883)	0.003 (0.828)	0.012 (0.418)	-0.036 (0.019)	0.240 (0.000)	-0.016 (0.288)	-0.072 (0.000)	0.266 (0.000)		0.013 (0.386)
ACCRUAL	-0.037 (0.016)	-0.116 (0.000)	-0.044 (0.005)	-0.087	0.002 (0.873)	-0.084 (0.000)	0.010 (0.529)	-0.049 (0.001)	0.062	0.006 (0.695)	0.044 (0.004)	0.052 (0.001)	0.004 (0.796)	0.019 (0.206)	0.014 (0.349)	

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Variables ^b	OP	SIZE	ROA	LEV	CACL	AR	INV	AUDITTYPE
r c		0.104	0.295	0.024	-0.057	0.048	-0.158	0.047
OF		(0.000)	(0.000)	(0.100)	(0.000)	(0.001)	(0.000)	(0.001)
	0.128	,	0.187	0.265	-0.046	0.064	-0.096	-0.006
SIZE	(0.000)		(0.000)	(0.000)	(0.002)	(0.000)	(0.063)	(0.709)
4	0.192	0.223		-0.013	-0.169	-0.047	-0.355	0.050
KOA	(0.007)	(0.000)		(0.366)	(0.000)	(0.002)	(0.000)	(0.001)
1	-0.034	-0.020	-0.234		-0.099	-0.085	-0.053	-0.026
LEV	(0.021)	(0.169)	(0.000)		(0.000)	(0.000)	(0.000)	(0.081)
5	-0.056	-0.053	-0.032	-0.024		0.443	0.624	0.005
CACL	(0.000)	(0.000)	(0.032)	(0.110)		(0.000)	(0.000)	(0.716)
ţ	0.014	0.051	0.016	-0.029	0.444		0.052	0.053
AK	(0.360)	(0.001)	(0.273)	(0.054)	(0.000)		(0.000)	(0.000)
P.H.V.	-0.177	-0.093	-0.118	0.004	0.665	-0.002		-0.045
NIN A	(0.001)	(0.000)	(0.000)	(0.787)	(0.000)	(0.897)		(0.002)
AITHITAIN	0.047	-0.011	0.007	-0.035	-0.005	0.048	-0.062	
AUDIIIIRE	(0.001)	(0.457)	(0.625)	(0.019)	(0.757)	(0.001)	(0.000)	

^a右上方為 Pearson 積差相關分析,左下方為 Spearson 積差相關分析結果,()內的數字為 P 值。***:表示 P<0.01,**:表示 P<0.05,*:表示 P<0.1。 ^b表中各自變數之定義請參考表 2 之說明。

二、 應計盈餘迴歸結果分析

表 4 為以裁決性應計盈餘對於會計師組織形態與其他控制變數廻歸的結果。由於迴歸分析常常出現異質性 (heteroskedasticity) 的問題,因此後面各張迴歸分析的表格,都以 White-adjusted t-statistic (White, 1980) 來取代一般的t值,並進行各項推論。

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Variables	Predicted Sign	Absolute Discretionary Accruals (ABSKDA)	Income-Increasing Discretionary Accruals (INCRKDA)	Income-Decreasing Discretionary Accruals (DECRKDA)
T		0.0693	0.0185	-0.104
Intercept		(1.637) *	(0.341)	(-1.632) *
ALID ITTUDE	, ,	0.0081	0.0076	-0.0081
AUDITTYPE	+ / -	(2.440) ***	(1.815) **	(-1.586) *
LEV	+/-	0.0004	-0.0000	-0.0089
LEV	7/-	(0.608)	(-0.055)	(-2.124) ***
OCF		-0.0509	-0.199	-0.0889
OCF	_	(-3.810) *	(-11.498) ***	(-4.301) ***
LOGG	+/-	-0.0046	-0.0060	-0.0037
LOSS	7/-	(0.964)	(0.987)	(0.487)
DO 4		0.0441	0.0608	-0.0366
ROA		(3.402) ***	(4.114) ***	(-1.352) *
1.00	+/-	0.0004	0.0003	-0.0011
MB	+/-	(1.446) *	(1.194)	(-1.269)
LOCM		0.0009	0.0059	0.0033
LOGMV	_	(0.215)	(1.023)	(0.487)
HICHTECH	1./	0.0127	0.0132	-0.0108
HIGHTECH	+/-	(3.157) ***	(2.571) ***	(-1.781) **
DICT	+/-	0.0001	0.0001	0.0000
INST	+ /-	(1.822) **	(1.801) **	(0.505)
BIGFIVE		-0.0025	0.0044	-0.0070
BIGFIVE	_	(-0.544)	(0.746) *	(-1.025)
FOREAUDIT		-0.0123	-0.0080	0.0132
FOREAUDIT	_	(-2.362) ***	(-1.248)	(1.625) **
ACCRUAL	_	-0.0222	-0.0784	-0.0242
ACCRUAL		(-2.802) ***	(-7.468) ***	(-2.075) **
N		30,671	15,948	14,723
F		6.170	18.259	4.227
Pseudo-R ²		0.014	0.087	0.019

表 4 應計盈餘迴歸結果: KDA

^{******:}表示 P < 0.01, **:表示 P < 0.05, *:表示 P < 0.1。() 內的數字為 t 值。

b表中各自變數之定義請參考表 2 之說明。

模式(1)以裁決性應計盈餘絕對值(ABSKDA)為依變數,實証結果顯 示,截距項顯著為正,表示在控制影響裁決性應計盈餘的因素後,公司普遍存 在操控裁決性應計盈餘的情況。AUDITTYPE 的係數顯著為正,表示 LLP 的季 託人在編製盈餘數字時彈性空間比較大,相對的,合夥會計師 PAT 的委託人, 編製盈餘數字時彈性空間比較小,表示同一合夥事務所合夥內的會計師,由於 附有無限清償責任,因而比較維持審計品質,同時由於各合夥人之間附有連帶 清償的責任,所以彼此之間的監督誘因也愈強。實証結果支持假說。

承襲 (Lee and Mande, 2003) 的做法, 在模式 (2) 中, 本研究以正的裁 決性應計盈餘絕對值(KDA > 0)為依變數,實証結果顯示,AUDITTYPE的 係數也顯著為正,表示LLP的委託人在編製盈餘數字會時,操控正向裁決性應 計盈餘絕對值(KDA>0)的幅度大於合夥會計師PAT的委託人,此一結果也 表示合夥事務的會計師,在法律訴訟的情況下,會避免失去審計品質。

至於控制變數方面,營業活動現金流量(OCF)與裁決性應計項目呈負向 關係且達到顯著水準 (P < 0.10 以 L) ,與之前文獻相同。接著前期資產報酬 率 (ROA) 與裁決性應計項目呈正向且達到顯著水準 (P < 0.01) ,亦即前期 公司績效愈好則裁決性應計越大。此外,當公司的成長機會(MB)越大或所 以產業為高風險產業時(HIGHTECH)時,則裁決性應計項目越大。另外,機 構投資人(INST)與裁決性應計項目呈正向關係,與本研究預期不符。接著, 公司由境外事務所進行審計變數(FOREAUDIT)與裁決性應計項目呈負向且 達顯著水準 (P < 0.01),亦即當公司發行境外股票時,其盈餘的品質相對較 佳,與本研究預期相同。最後,前期總應計項目(TDA or TCDA)與裁決性應 計項目呈負且達到顯著水準(P<0.01),亦即前期總應計項目具有迴轉效果。

表 5 為以流動性裁決性應計盈餘對於會計師組織形態與其他控制變數廻 歸的結果。模式(1)與(2)分別以流動性裁決性應計盈餘絕對數(ABSCDA) 與流動性裁決性應計盈餘(CDA)為依變數。實證結果顯示,ABSCDA 與 CDA 的係數都顯著為正,與預期相同,表示表示 LLP 的委託人在編製盈餘數字時彈 性空間比較大,相對的,合夥會計師 PAT 的委託人,編製盈餘數字時彈性空 間比較小,表示同一合夥事務所合夥內的會計師,由於附有無限清償責任,因 而比較維持審計品質,同時由於各合夥人之間附有連帶清償的責任,故彼此之 間的監督誘因也增強。實證結果支持假說。

就控制變數而言,虧損的公司(LOSS)與裁決性應計項目呈負向且達到 顯著水準(p < 0.01)。接著前期資產報酬率(ROA)與裁決性應計項目呈負 向且達到顯著水準(P<0.01),與預期相反。至於公司成長機會(MB)、訴 訟風險變數(HIGHTECH)或組織機構投資人(INST)與異常應計項目呈正 向關係。亦即當公司成長機會越高或訴訟風險越大或機構投資人持股比例越高 時,則裁決性應計項目越大。最後,公司由境外事務所進行審計變數 (FOREAUDIT)與前期總應計項目(TDA or TCDA)與裁決性應計項目呈負

向,與先前結果相同。

表 5 應計盈餘迴歸結果: CDA

Variables	Predicted Sign	Absolute Discretionary Accruals (ABSCDA)	Income-Increasing Discretionary Accruals (INCRCDA)	Income-Decreasing Discretionary Accruals (DECRCDA)
Intercept		0.0227 (0.510)	0.143 (2.586) ***	0.0279 (-0.396)
AUDITTYPE	+ / -	0.0069 (1.999) **	0.0074 (1.734) **	-0.0036 (-0.659)
LEV	+/-	-0.0003 (-0.407)	0.0003 (0.458)	0.0074 (1.784) **
OCF	_	-0.0091 (-0.644)	-0.0338 (-1.869) **	0.0185 (0.867)
LOSS	+/-	-0.0237 (-4.701) ***	-0.0057 (-0.758)	0.0293 (4.089) ***
ROA		-0.203 (-14.883) ***	0.171 (5.227) ***	0.277 (13.319) ***
MB	+/-	0.0003 (1.020) *	0.0004 (0.657)	0.000 (0.033)
LOGMV	_	0.0072 (1.505) *	-0.0082 (1.396) *	-0.0083 (-1.111)
HIGHTECH	+/-	0.0115 (2.705) ***	0.0229 (4.214) ***	0.0011 (0.174)
INST	+/-	0.0001 (1.934) **	0.0001 (1.605) *	-0.0001 (-0.758)
BIGFIVE	_	-0.0026 (-0.549)	0.0016 (0.268)	0.0087 (1.135)
FOREAUDIT	_	-0.0109 (-2.001) **	0.0013 (0.198)	0.0183 (2.143) ***
ACCRUAL	_	-0.0184 (-2.210) ***	-0.0712 (-6.650) ***	-0.0292 (-2.333) ***
N		30,671	15,948	14,723
F		24.614	8.716	28.206
Pseudo-R ²		0.063	0.040	0.140

***:表示 P<0.01, **:表示 P<0.05, *:表示 P<0.1。 () 內的數字為 t 值。

三、 審計意見迴歸結果分析

表 6 為以審計意見類型對於會計師組織形態與其他控制變數廻歸的結果。實證結果顯示,卡方值為 3040,整體 logit 迴歸的 Pseudo R2 為 38%,整體回歸的解釋正確率為 88.85%。因而,整體迴歸尚稱允當。

表 6 結果顯示, AUDITTYPE 的係數顯著為正 (p < 0.05) ,表示合夥組織所屬的會計師,出具無保留意見的機會,比有限責任組織型態的會計師為低,

b表中各自變數之定義請參考表 2 之說明。

此一結果支持假說二,也就是說,合夥組織所屬的會計師比較既有審計品質。

就控制變數而言,實證顯示顯示,公司規模(SIZE)或資產報酬率 (ROA) 達到正向的顯著水準 (P < 0.01) , 亦即當規模越大或報酬率越高時, 會計師 越會出具無保留意見,與本研究預期相同。而就財務槓桿(LEV)而言,結果 顯示為正向的顯著(P < 0.10),與本研究預期不符。此外,就公司財務流動 性而言,流動比率(CACL)與審計意見(OP)呈現顯著為正(P < 0.01), 亦即當公司流動性越高,則會計師越會出具無保留意見的審計報告。然而,就 應收帳款除以總資產(AR)或存貨除以總資產(INV),則與審計意見呈負向 關係,與本研究預期不相符。

Variables	Predicted Sign	coefficient	Margin effect
Intercept		-0.8797	
SIZE	+	0.4792***	0.0006
ROA	+	2.2064***	0.0026
LEV	_	0.7014*	0.0008
CACL	+	2.5170***	0.0029
AR	+	-2.7815***	-0.0032
INV	+	-4.4699***	-0.0052
AUDITTYPE	+	0.2361**	0.0003
N		30,671	
Overall ratio		88.85%	
-2 Log Likelihood		3040.016	
Pseudo-R ²		38%	

表 6 審計品質迴歸結果

伍、敏感性分析

一、 等級迴歸 (rank regression)

由於表 1 敘述統計量顯示樣本資料可能非常態分配,也就是呈現右偏的現 象,因此本研究另外使用 Rank 迴歸檢測。Rank 迴歸的假設比較單純,並不要 求線性的假設,僅需符合單調性的關係即可。分析結果(未列出)大致與之前 的相同,因此實証結果並非受極端值的影響,結論相當穩健。

為了證實結果非受到極端值影響,本研究採 Belsley, Kuh, and Welsch (1980) 建議剔除 DFFITS 大於 $^{2\sqrt{p/n}}$ (n 為樣本數、p 為估計參數值) 的極 端值後重新檢測所獲得的結果仍一致(未列出),所以本研究的結果尚稱穩健。

b表中各自變數之定義請參考表 2 之說明。

二、 Panel 資料異質性處理

本研究樣本為 2000 年到 2014 年,由於採取 Panel 資料的關係,對於本研究的實證發現可能產生似有實無 (spurious) 的結果。在本研究樣本期間,同一公司最多出現 15 次,而這 15 次的同質性有可能相當接近。例如,公司治理可能是一個相對穩定的變數,因此公司之間具有不可觀察的異質性,為進一步瞭解本研究結果的穩健性,本研究將同一家公司各個 year-firm 平均,也就是自變數與因變數都簡單平均,因而每一個公司僅會在樣本中出現一次 (Greene, 2003)。實證結果顯示(未報導),結論並沒有產生重大差異,因而分析結果並非歸因於同一公司多次出現的關係。實證結論尚屬穩健。

陸、結論

中國於 1994 年開始實施中華人民共和國註冊會計師法。該法規定註冊會計師可以選擇申請設立合夥 (partnership) 會計師事務所或有限責任的法人型態的事務所。由於這兩類組織型態的事務所會計師所面臨的法律環境不同,因此本研究主要在探討合夥事務所的會計師,審計品質是否與有限責任事務所所屬的會計師有差別。本研究以 2001 至 2014 年在中國深圳及上海交易所掛牌上市發行A股之的公司為研究樣本,並以裁決性應計盈餘大小與是否發佈無保留意見,作為審計品質替代變數。實証結果發現,自從中國會計師法實行以來,為降低法律責任,註冊會計師多偏好選擇有限責任的事務所組織型態。進一步研究顯示,由於合夥會計師事務所所屬的會計師,附有無限清償責任,相對的,有限責任事務所所屬的會計師,僅附有有限的清償責任,因而合夥組織型態的會計師事務所,其所屬的會計師審計品質優於有限責任事務所所屬的會計師。

本研究限制在於,因有關中國會計師事務所組織型態,主要係取自於中國註冊會計師協會並逐筆收錄而成,因手工辨識與確認僅能依賴公開可得的資料來源,未能將所有未登錄於中國會計師協會之相關資料蒐集完整,故研究樣本可能受此侷限。此外,由於本研究僅使用應計盈餘與會計師查核報告意見作為審計品質之代理變數,事實上探討會計師審計品質亦有可能來自於不同查核特質,例如會計師產業專家、財務報表重編、財務舞弊等情形,據此,本研究建議亦可朝不同審計品質衡量變數或是經濟後果部分進行未來研究的延伸方向。

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