

# Shareholder-Creditor Conflicts and Limits to Arbitrage: Evidence from the Equity Lending Market

YONGQIANG CHU LUCA X. LIN PEDRO SAFFI JASON STURGESS\*

## Abstract

We show that conflicts of interest between shareholders and creditors affect prices in financial markets through limits to arbitrage. Using the presence of dual holders – institutions holding equity and debt of the same firm – as a proxy for reduced shareholder-creditor conflicts, we find that shareholders increase equity lending supply when they face lower conflicts. Exploiting exogenous variation induced by mergers between financial institutions, we find that dual holders reduce short sale constraints, leading to more efficient and less overvalued stock prices. Firms with more dual holders are also less likely to recall loaned shares prior to shareholder meetings. Our findings suggest that agency problems due to shareholder-creditor conflicts have a real impact on market efficiency and asset prices.

**Keywords:** Limits to Arbitrage, Dual Holders, Shareholder-Creditor Conflicts, Short Selling, Equity Lending.

**JEL Codes:** G21, G30, G34

---

\*Chu: Belk College of Business and Childress Klein Center for Real Estate, University of North Carolina at Charlotte. Email: yongqiang.chu@uncc.edu. Lin: HEC Montreal. Email: luca.lin@hec.ca. Saffi: Judge Business School, University of Cambridge. Email: psaffi@jbs.cam.ac.uk. Sturgess: School of Economics and Finance, Queen Mary University of London. Email: j.sturgess@qmul.ac.uk. We thank Will Armstrong, Emilio Bisetti, Laura Cardella, Simba Chang, Christian Eufinger, Junkoo Kang, Ezgi Ottolenghi, Stefano Sacchetto, Qifei Zhu, seminar participants at 28th Finance Forum, Paris December Finance Meeting 2021, MFA 2022, IESE, INSEAD, NTU, and TTU for helpful comments.

# 1 Introduction

Conflicts of interest between shareholders and creditors can distort financial decision-making and corporate policies, which adversely impacts the ability of firms to raise external finance and contribute to economic growth.<sup>1</sup> Consistent with the predictions of classical agency theory, the empirical literature finds that shareholder-creditor conflicts affect many corporate policies, such as investment, financing, payout, and executive compensation policies (for example, [Jiang et al. 2010](#), [Chava et al. 2017](#), [Anton and Lin 2020](#), [Chu 2018](#), [Chen et al. 2019](#), [Bodnaruk and Rossi 2016](#)). The impact of such conflicts, however, could go beyond corporate policies. In particular, they should also affect investors' decisions to hold and trade equity and debt instruments, with potential implications for securities pricing.

The rise of institutional investors in equity and debt markets has led to a rise in dual holdings – where a single investor holds both the debt and equity of a firm – over the past thirty years. Banks have started to hold more equity through their affiliated asset management divisions since the repeal of the Glass-Steagall Act in 1999 and there has been a substantial increase in non-bank institutional lenders in the syndicated loan market over the 2000s ([Ivashina and Sun, 2011](#); [Lim et al., 2014](#)). Institutional investors own more than 80% of equity traded on the U.S. stock market ([Pensions&Investment 2017](#)) and the fraction of all syndicated loans held by non-banks in 2019 is over 22% ([SNC Report \(2020\)](#)). [Anton and Lin \(2020\)](#) show that the fraction of firms with such dual holders has increased from 5% in 1990 to 30% in 2012.

This paper uses dual holdings to study the asset pricing implications of changes in the likelihood of shareholder-creditor conflicts. We find that dual holdings, by mitigating shareholder-creditor conflicts, increase the incentives of shareholders to participate in the equity lending market, which then decreases short sales constraints and limits to arbitrage, enhancing price efficiency and reducing stock mispricing.

---

<sup>1</sup>See [Jensen and Meckling \(1976\)](#), [Myers \(1977\)](#), and [Smith and Warner \(1979\)](#) for seminal theoretical studies, and [Jiang et al. \(2010\)](#) and [Gilje \(2016\)](#) for empirical evidence.

Prior studies have used such dual holdings to examine the effect of shareholder-creditor conflicts on corporate outcomes, based on the argument that dual holders facilitate incentive alignment between shareholders and creditors. Dual holdings reduce credit risk (Jiang et al. 2010), investment distortion (Chava et al. 2017 and Anton and Lin (2020)), excessive payout (Chu 2018), executive option compensation (Chen et al. 2019), agency conflicts in mergers and acquisitions (Bodnaruk and Rossi 2016), while also leading to more efficient resolution of financial distress (Chu et al. 2020b), consistent with the incentive alignment hypothesis.

The efficiency of financial markets depends on the degree of limits to arbitrage, which can impede the ability of investors to trade quickly and cheaply (Shleifer and Vishny 1997). The limits to arbitrage we focus on are short sale constraints, specifically, we focus on the ability to borrow stocks in the equity lending market. Duffie et al. (2002) emphasize that short sale constraints arise when lendable securities are difficult to locate. Miller (n.d.), Diamond and Verrecchia (1987), and Lamont and Thaler (n.d.) show that prices may be biased or less efficient in the presence of short sale constraints. Empirically, stocks with greater short sale constraints or short sale risk exhibit greater arbitrage risk and, in turn, have less efficient prices and slower correction of mispricing (Saffi and Sigurdsson 2011, Engelberg et al. 2018, and Chu et al. 2020a).

The mechanism between conflicts of interest and price efficiency we describe builds on theories and empirical evidence on equity lending and short selling. In particular, the literature argues that ownership structure that combines heterogeneous preferences can create short sale constraints. Porras Prado et al. (2016) show that shareholders' heterogeneous preferences shape the incentives to withhold stock from the equity lending market. These arise because of concerns that short selling may lead to a decline in price, have negative feedback effects on corporate policies, or the risk of losing control.

In the context of shareholder-creditor conflicts, creditors can induce managers to pursue risk-reducing or over-conservative investment, financing, or compensation policies that are not in the interests of shareholders (Acharya et al., 2011; Nini et al., 2012; Hilscher and Şişli Ciamarra, 2013; Akins et al., 2019). Shareholders lose their voting rights after lending out their shares (Aggarwal et al., 2015). Therefore, when potential conflicts with creditors are high,

shareholders are more likely to withhold stocks from equity lending markets to retain their bargaining power for control. This *bargaining power hypothesis* predicts that equity lending supply should be higher in firms with dual holders, because dual holdings mitigate the concerns about adverse effects by aligning shareholder and creditor interests and decreasing the incentives of shareholders to retain shares. In turn, changes in dual holdings have implications for equity lending supply, short sales constraints, and limits to arbitrage.<sup>2</sup>

Empirical evidence on how conflicts of interests between shareholders and creditors affect financial market prices has been encumbered by a key challenge. Measuring the potential for conflicts of interest between equity and debt is difficult. Conflicts are typically observed ex-post only after inefficient outcomes are realized.<sup>3</sup> We use the presence of dual holdings as a proxy for aligned interests. Dual holders facilitate incentive alignment between the two parties as they internalize the conflict of interests, incorporating the preferences of both equity and debt to maximize the value of the whole firm instead of just equity value. The existing literature has also consistently shown that dual holders benefit shareholders and creditors (Jiang et al. 2010; Chava et al. 2017; Chu 2018; Anton and Lin 2020; Yang 2021). Therefore, the dual holding setting allows us to empirically gauge the effect of shareholder-creditor conflicts.

We start by providing evidence on the relationship between dual holdings and equity lending in the universe of U.S. public firms. Dual holdings are measured as institutional investors that hold at least 1% of the firm's outstanding equity and are also lenders of at least one of the firm's existing loans at a fiscal-quarter's end. Over the sample period from 2006 to 2012, 27% of the firm-quarter observations have at least one dual holding investor. We find a positive association between equity lending supply and dual holdings. The presence of at least one dual holder in the firm is associated with a 4% increase in equity lending supply. This result is consistent with the prediction of the bargaining power hypothesis. This effect

---

<sup>2</sup>Bodnaruk and Rossi (2016) and Keswani et al. (2021) show that dual holdings align voting preferences of shareholders with debt holders on corporate outcomes.

<sup>3</sup>Exceptions include studies that examine cross-country or time-series variation in legal institutions to examine how conflicts of interests affect firm outcomes. Favara et al. (2017) show that country-level debt enforcement law induces variation in conflict of interests. Becker and Strömberg (2012) exploit a Delaware bankruptcy ruling that changed the nature of corporate directors' fiduciary duties.

strengthens as the number of dual holders increases. The results are robust to the inclusion of firm and time fixed effects that control for time-invariant firm characteristics and for aggregate shifts in the corporate control environment that may be correlated with the presence of a dual holder.

Next, we investigate how this association manifests. We start by focusing on how the baseline effect varies with the allocation of bargaining power inside the firm. On the one hand, if dual holdings mitigate conflicts of interest between debt and equity investors, the effect should be stronger in firms with greater ex ante creditor bargaining power. We proxy for the strength of creditor bargaining power by examining whether a firm has access to public debt (Alanis et al. 2018). When a firm does not have access to public debt, creditors tend to have more bargaining power over the manager or shareholders, since the firm lacks the flexibility to diversify away from said creditors and is subject to continuous creditor monitoring. Creditor bargaining power is also stronger in firms with explicit covenant restrictions on risk shifting such as investment covenants (Chava and Roberts 2008). Indeed, we find that the positive effect of dual holdings on equity lending supply is stronger in firms without access to public debt and those with covenant restrictions on risk shifting. On the other hand, large shareholders should have fewer incentives to retain shares for control over management when shareholder-creditor conflicts are lower. We find that the effect of dual holdings on lending supply is even stronger in firms with more block owners. This supports the notion that large shareholders find less need to retain shares for bargaining power against creditors when shareholder-creditor incentives are more aligned.

Our panel analysis could be biased by investors self-selecting into holding both the equity and debt of the same firm or potential time-varying omitted variables that are correlated with both dual holder presence and equity lending supply. To mitigate these concerns and to establish causality, following Chu (2018); Anton and Lin (2020); Yang (2021), we use mergers between financial institutions to generate plausible exogenous variation in dual holder presence. Our data tracks 36 merger events between 2007 and 2012, which create new dual holders in 72 treated firms. Dual holdings are defined as coming from a merging shareholder

that holds at least 1% of the outstanding shares of the firm in the quarter prior to the merger announcement and a merging creditor whose loans to the firm are still outstanding at the time of the merger and the lender's participation is greater than 10% of the loan at origination. Our empirical setting allows us to use a difference-in-difference specification to estimate the treatment effect of dual holdings on equity lending market outcomes. Specifically, we identify the treatment effect of dual holdings by comparing the difference in outcome for the treated firms around the merger events with the difference in outcome for a control group around the same event. The control group for each treatment firm comprises the three closest firms matched on market capitalization, market-to-book, leverage, and institutional ownership, from a universe of firms not treated by any of the mergers.

Using these mergers as quasi-natural experiments, we find that the lending supply increases for treated firms after the mergers. We then examine the dynamics of the effect of the mergers on lending supply, and find that the effect only appears after, but not before, the merger. This suggests that the results are unlikely to be driven by pre-existing differences between treated and control firms. To the extent these mergers are exogenous, the effect of dual holdings on the lending supply is likely to be causal. Institutional mergers that create dual holdings may also cause changes in equity ownership structure. If so, we could misattribute the effects to dual holdings, when they are in fact driven by spurious correlation with other ownership structure characteristics. We find no significant changes in ownership structure around merger events and also control for ownership structure in estimations.

We provide further evidence that dual holdings mitigate the conflicts of interest between debt and equity investors by examining how dual holdings affect shareholder preferences to exercise voting rights. Lending shares transfer cash flows and voting rights to the borrower, creating a trade-off between keeping voting rights and earning loan income. [Aggarwal et al. \(2015\)](#) show that equity lenders restrict supply around the record date to exercise voting rights, trading off the opportunity to vote and voice their opinions against the loss of loan income. We re-examine their main findings, but conditional on dual holdings. Our results indicate that shareholders recall voting rights less when the firm has dual holders, consistent

with shareholders having less need to influence management through their voting rights when interests are aligned. We also find that after the shareholder-creditor mergers, treated firms are less likely to recall loaned shares before shareholder voting, again consistent with the bargaining power channel. The results complement those in [Keswani et al. \(2021\)](#), who show that dual holdings align voting preferences. Overall, these results provide strong support to the bargaining power channel.

We examine how the reduction in shareholder-creditor conflicts affects market efficiency through equity lending supply by examining measures of short sale costs and risk. We find evidence that lower shareholder-creditor conflicts benefit short sellers by improving the quality of equity lending supply, as evidenced by the increase in the treated firms' utilization ratio and equity loan tenure. Consistent with the notion that fewer short-sale constraints make arbitrage less costly, we find that the arbitrage risk of treated firms decreases after the mergers. Finally, turning to price efficiency, we find that treated firms' stocks are less overpriced following shareholder-lender mergers, based on results from specifications estimating the stock mispricing measure computed by [Stambaugh et al. \(2015\)](#). Overall, our identification strategy based on financial institutions' mergers suggests that dual holdings have a causal effect on the equity lending supply, with implications for arbitrage risk, short sale constraints, and stock prices.

Our paper makes several contributions. First, it adds to the emerging literature on dual holdings. Prior studies in this area have shown that by aligning shareholder-creditor incentives, dual holders foster a reduction in credit risk ([Jiang et al. 2010](#)), while also affecting loan contracting ([Chava et al. 2017](#)), as well as real firm decisions ([Chu 2018](#), [Chen et al. 2019](#), and [Anton and Lin 2020](#)). Our results indicate that dual holders can also have important implications for asset pricing by influencing limits to arbitrage. Second, we also contribute to the agency conflict literature ([Jensen and Meckling 1976](#), [Myers 1977](#), [Smith and Warner 1979](#), [Gilje 2016](#), [Chu \(2018\)](#), and [Anton and Lin 2020](#)) using the presence of dual holders as a reverse proxy for shareholder-creditor conflicts. We also shed light on a previously under-explored channel through which shareholders respond to such conflicts, i.e., restricting equity lending

supply. [Porras Prado et al. \(2016\)](#) point out that there remains limited evidence on the sources of short-sale constraints, and show how a firm's equity ownership structure can affect such constraints. Our paper argues that agency conflicts resulting from the firm's capital structure composition can be another source of short-sale constraints. Our paper also complements the literature on how equity lending and short sale constraints affect corporate policies and managerial behavior. The absence of shorting costs may allow uninformed short sellers to distort prices and inefficiently reduce investments ([Goldstein and Guembel 2008](#)), leading managers to change repurchase policies to support share prices against manipulative shorting ([Campello et al., 2020](#)). [De Angelis et al. \(2017\)](#) find that short sales constraints affect managerial compensation contracts. In this paper, we show that corporate policies can in turn affect the equity lending market.

## 2 Dual Holdings and Shareholder-Creditor Conflicts

The interests of shareholders and creditors often diverge ([Jensen and Meckling 1976](#); [Myers 1977](#)). Shareholders may pressure management for risky investments or excessive payouts to shift risk to creditors. On the other hand, creditors often have the incentives to induce management to pursue conservative corporate policies focusing on risk reduction at the expense of forgoing good growth opportunities for shareholders. As a result, the bargaining dynamics between the two parties within a firm can often lead to inefficient corporate outcomes.

[Jiang et al. \(2010\)](#) argue that creditors with significant equity positions in the same firm can facilitate incentive alignment between the two parties, and thus mitigate the inefficiencies induced by shareholder-creditor conflicts. Investors with significant positions on both ends are incentivized to facilitate an alignment of interests between shareholders and creditors. Compared with pure shareholders or creditors, dual holders are also better equipped to deal with inefficiencies induced by agency conflicts. Dual holders combine the information advantage, bargaining power based on monitoring expertise, and contractual restrictions from the debt side, with voting control power from the equity side. This combination equips dual

holders to better deal with not only other investors' potential risk-shifting incentives, but also the firm manager's discretionary behavior.

Follow-up studies have provided additional empirical evidence supporting the incentive alignment hypothesis. [Chava et al. \(2017\)](#) show that loan contracts to firms with dual holders are less likely to include investment restrictions. The presence of dual holders reduces excessive shareholder payouts ([Chu 2018](#)) and improves investment efficiency ([Anton and Lin 2020](#); [Yang 2021](#)).

The empirical evidence also suggests that the presence of dual holders leads to overall improvement in firm performance. [Jiang et al. \(2010\)](#) show significant improvement in credit quality for borrowers with dual holders. The less frequent use of investment restrictions does not result in borrowers' risk shifting ([Chava et al. 2017](#)). Dual holders only reduce the excessive part of shareholder payouts, and the effect is less pronounced when there is already payout restriction in place on the loan contracts ([Chu 2018](#)). Firms with dual holders have more efficient investments and higher shareholders value ([Anton and Lin 2020](#)). [Yang \(2021\)](#) shows that firms held by dual holders generate fewer but more valuable patents. The presence of dual holders also leads to more efficient distress resolutions ([Chu et al. 2020b](#)).

We follow these prior studies and use loan participation to capture dual holders' incentive and bargaining power on the debt side. Bond ownership is fluid and dispersed. As a result, although a shareholder's bond holding in the same firm can also create incentives on the debt side, it is less sticky since it is easier for the investor to liquidate the position compared with a loan position. In addition, bond ownership also does not equip the investor with the same level of information advantage or bargaining power as loan participation does ([Diamond 1991](#); [Bolton and Scharfstein 1996](#)). Therefore, we use simultaneous equity and loan holdings to measure incentive alignment and the balancing of bargaining power between shareholders and creditors.

### 3 Sample Construction

We obtain the equity lending data from Markit, which has daily information on equity lending from July 2006.<sup>4</sup> We match the Markit data with stock price information from CRSP, financial data from Compustat, and institutional ownership from the Thomson Reuters' 13F database. We define lending supply as the percentage of market capitalization available for lending, measured as the quarterly average of the daily lendable value, divided by the firm's quarterly average total market value. We define shorting demand as the quarterly average of daily values of shares on loan, divided by the quarterly average of the firm's total market value.

To identify dual holders, we follow the definition in [Jiang et al. \(2010\)](#).<sup>5</sup> We find institutional investors that hold at least 1% of the firm's outstanding equity that also are creditors of at least one of the firm's existing loans at a fiscal-quarter's end. Then, we manually match the asset managers' names in 13F to lender information from the DealScan LPC database. As in [Jiang et al. \(2010\)](#), we aggregate first-level subsidiaries under their parent institutions, while also checking for years when ownership changes due to mergers and acquisitions. Following [Anton and Lin \(2020\)](#), we define the dual holder's investment style using Bushee's institutional investor classification ([Bushee 1998](#)). We keep dual holders with long investment horizons, i.e., those classified as quasi-indexers or dedicated. For transient or unclassified dual holders, we track their holdings over time to determine their engagement, and only keep those with a dual holding period of more than one year. We link DealScan borrower IDs to Compustat GVKEYs using the link table provided by [Chava and Roberts \(2008\)](#). Due to the significant amount of effort necessary for this matching procedure, our final sample period covers July 2006 to December 2012.<sup>6</sup>

---

<sup>4</sup>Prior to July 2006, the information is available at the weekly frequency starting in January 2005, and at the quarterly frequency since 2002. As robustness tests, we also conduct both our baseline and difference-in-difference analyses on the sample starting from 2002, with similar results.

<sup>5</sup>See also [Chava et al. \(2017\)](#), [Chu \(2018\)](#), and [Anton and Lin \(2020\)](#).

<sup>6</sup>The Chava and Roberts DealScan-Compustat link table was only available through the end of 2012 when we started the manual matching process. Therefore, our data is based on the 2012 extract of the DealScan dataset. Our DiD analysis later on allows us to observe outcome variables until early 2015.

Table 1 presents the summary statistics for the key variables used in our analysis. The average sample firm has 17.65% of its market value available for lending and 4.13% being lent out. Dual holders are common, with 27% of firm-quarter observations having at least one dual holder present.

## 4 Baseline Analysis

### 4.1 Baseline Result - Dual Holdings and Equity Lending Supply

We start with preliminary evidence on how equity lending supply varies with the presence of a dual holder for 6,310 firms, using quarterly U.S. data from 2006 to 2012. The dependent variable is the average fraction of the firm’s market capitalization available for lending during the fiscal quarter. We define an indicator variable, *Dualholder*, that equals one if the firm has at least one dual holder at the end of the previous fiscal quarter, and zero otherwise. In robustness tests, we also employ continuous measures, such as the number of dual holders and the percentage of shares held by dual holders, to gauge the intensity of dual holder presence. We begin by estimating the following equation:

$$Supply_{i,t} = \beta \times Dualholder_{i,t-1} + \delta' X_{i,t-1} + \gamma_i + \tau_t + \epsilon_{i,t}, \quad (1)$$

where  $i$  is the focal firm and  $t$  is the calendar quarter corresponding to the observation.  $X$  is a set of firm characteristics used in the previous literature (Kolasinski et al. (2013) and Porras Prado et al. (2016)), including total institutional ownership, market capitalization, an indicator variable indicating whether the stock price is less than \$5, the Amihud (2002) illiquidity measure, turnover, market-to-book, leverage, analyst coverage, and the stock return over the previous quarter. We include firm fixed effects ( $\gamma_i$ ) to control for unobserved time-invariant firm characteristics and year-quarter fixed effects ( $\tau_t$ ) to control for time-varying common shocks. Standard errors are double-clustered at the firm and year-quarter level following Petersen (2009). The key coefficient of interest is  $\beta$ , which is predicted to be positive based on

our hypothesis that the presence of dual holders reduces shareholders' incentives to retain control rights rather than supply the shares in the equity lending market.

Table 2 reports the results. Column (1) shows the results of regressing equity lending supply on firm control variables, controlling for industry and year-quarter fixed effects. The result is similar to those in prior studies. For example, higher total institutional ownership is associated with higher equity lending supply, since institutional shareholders are more likely to lend out their shares than individual shareholders (Porrás Prado et al. (2016)). Firms with lower stock prices, less liquid stocks, and lower share turnover have lower lending supply. Market-to-book and leverage are both negatively associated with lending supply, while analyst coverage and prior stock returns have positive coefficients.

Columns (2)-(4) show that there is a positive and significant association between the presence of dual holders and equity lending supply, as predicted by our hypothesis. After including the list of firm control variables in column (3), the coefficient for *Dualholder* remains positive and significant, but the economic magnitude becomes smaller. This association is also robust to the inclusion of firm and time fixed effects, as reported in column (4). On average, firms with dual holders have 0.7 percentage points more lending supply available. This result corresponds to an increase of 4% ( $=0.689/17.65$ ) in lending supply for the average firm in the sample.

If dual holdings mitigate the conflicts of interest through better alignment of the interests of creditors and shareholders, the effect should be stronger when dual holders own more equity. To test this conjecture, we study two continuous measures that capture the size of dual holders' equity stakes. The first measure is the natural logarithm of one plus the number of dual holders in the firm, as of the prior fiscal quarter end. The second one uses the percentage of equity held by dual holders in the firm. Columns (5) and (6) of Table 2 show that the equity lending supply increases with the magnitude of dual holders' equity stake in the firm. For example, a one-percentage point increase of the equity held by dual holders from the mean (25%) is associated with a 2.6 percentage point increase in lending supply (or 14.7% of the sample mean).

Overall, our baseline results support the hypothesis that shareholder-creditor conflicts negatively affect equity lending supply. In the presence of dual holders, shareholders are more willing to lend their shares because shareholder-creditor conflicts are lower. These results suggest that shareholder-creditor conflicts could give rise to limits to arbitrage by creating short-sale constraints through lower lending supply.

## 4.2 Dual Holdings and Bargaining Power - Cross-Sectional Analyses

Conflicts of interest between creditors and shareholders depend on the allocation of bargaining power between stakeholders. Creditors with greater bargaining power can induce firm managers to pursue risk-reducing policies that forgo good growth opportunities and harm shareholders (Acharya et al. 2011, Hilscher and Şişli Ciamarra 2013, and Lin 2020). Therefore, when the allocation of bargaining power is tilted towards creditors, shareholders should have greater incentives to keep their shares rather than lend them out in the equity lending market. By choosing not to participate in the equity lending market, shareholders retain the power to influence corporate decisions. Therefore, we should observe stronger effects of dual holdings on equity lending supply for firms with greater ex-ante creditor bargaining power.

To study how creditor bargaining power affects the relation between dual holdings and lending supply, we first use a firm's ability to access the public debt market as a proxy for such power. Bond ownership is dispersed and fluid, rendering it difficult for bondholders to coordinate and bargain with the borrower (Bolton and Scharfstein 1996). On the other hand, bank debt is associated with stronger creditor bargaining power due to banks' concentrated positions and information production expertise (Diamond 1991). Therefore, creditors possess less bargaining power when the firm can diversify away from bank debt towards public debt to avoid bank scrutiny (Lin et al. 2013). We classify a firm as having access to public debt if it has any bond outstanding during the previous fiscal year, using data from FISD. 23% of the firm-quarter observations in our sample have access to public debt. Table 3 presents the results of these cross-sectional tests using estimation (1) with firm and year-quarter fixed effects. The

results in column (1) suggest that shareholders in firms with access to public debt are more likely to lend out their shares, amid lower creditor bargaining power. The effect of dual holders on lending supply is indeed less pronounced for firms with access to public debt, which exhibit less creditor bargaining power.

We then focus on firms with outstanding loans containing explicit covenant restrictions on risk-shifting. The CAPEX restriction covenant is a mechanism employed by creditors to protect themselves against the borrower's potential risk-shifting investment (Chava et al. 2017; Chava and Roberts 2008). Such investment restriction clauses allow for ex post control shift to creditors should the borrower breaches the pre-specified investment threshold, giving the creditors stronger bargaining power in monitoring. Furthermore, the inclusion of such restrictions also indicates that creditors recognize higher potential conflicts with shareholders ex ante. In column (2) of Table 3, we first show that firms with explicit creditor restriction on shareholder risk-shifting indeed have less equity lending supply. However, with the presence of dual holders, which is associated with reduced shareholder-creditor conflicts, we observe that firms with investment restrictions are more likely to have a higher level of equity lending supply. This suggests that shareholders find less need to retain control power against creditor risk-shifting when dual holders are present.

We then turn to examine shareholders' bargaining power. Blockholders, those that have greater bargaining power than dispersed shareholders and often play an important role in corporate governance, are more likely to retain shares to maintain control rights, especially in the presence of conflicts of interest, and lend out fewer shares (Porrás Prado et al. 2016). Therefore, we expect that the presence of a larger number of blockholders should decrease lending supply. In column (3) of Table 3, we include the number of shareholders holding at least 5% of the firm's outstanding shares and its interaction with dual holder presence. For ease of interpretation, we demean the blockholder presence measure. We find that firms with more blockholders indeed have lower equity lending supply. However, dual holders that act to align the shareholder-creditor interests should reduce incentives for blockholders to retain

shares and withhold supply in the equity lending market, which explains the positive sign for the interaction term coefficient between dual holders and the number of blockholders.

In column (4), we provide further evidence by identifying blockholders who are also dual holders in the firm. We investigate whether these dual blockholders exhibit incentives to lend shares differently compared with non-dual blockholders. When blockholders are also a dual holders, they could internalize the moderating effect their own dual holdings have on conflicts of interest. Therefore, unlike non-dual blockholders, dual ones should not withhold as much lending supply. In column (4), we show that although blockholders on average withhold supply, this effect is moderated when there are blockholders who are also dual holders. Furthermore, we show that the moderating effect of dual blockholders on lending supply increases as the presence of dual blockholders intensifies. Overall, the results in Table 3 provide support for the hypothesis that shareholders retain shares less to maintain control when shareholder-creditor conflicts are lower.

## **5 Mergers of Financial Institutions, Dual Holders, and Equity Lending Supply**

This section exploits mergers of financial institutions as a setting to address endogeneity concerns. The inclusion of firm and time fixed effects in our baseline estimation can help mitigate concerns about omitted variable biases due to unobserved time-invariant firm characteristics or time-varying common shocks. However, the estimates can still be biased by time-varying firm characteristics that are correlated with the presence of dual holders affecting the firm's equity lending supply. There is also a reverse causality concern that investors can self-select into becoming dual holders of firms with higher equity lending supply.

Since the Gramm-Leach-Bliley Act in 1999, which repealed the restrictions on affiliations between banks and securities firms, mergers between financial institutions have become more common. Mergers of financial institutions are often driven by the consolidation in the industry

in response to regulatory and technological shocks ([Harford 2005](#)) or for competitive reasons such as market penetration ([Jayaraman et al. 2002](#)). In addition, the merging institutions often lend to or hold shares of hundreds and even thousands of firms at each point in time. Therefore, mergers of financial institutions create variation in dual ownership at the firm level that is arguably exogenous to the underlying firm characteristics and equity lending supply because the motive of the merger lies with the financial institutions, not a few particular firms in their portfolios.

To illustrate the setting, consider the merger of Bank of America and Merrill Lynch, announced in Q3 2008 and completed in Q1 2009. At the time of the merger announcement, Merrill Lynch was the lead lender (11.09% of the total) on a \$767 million existing loan facility to S&P Global Inc, but did not own any shares of the company. At the same time, Bank of America held 1.1% of the firm's outstanding equity shares, but did not hold any debt. After the merger, the combined institution, Bank of America–Merrill Lynch, became a dual holder of S&P Global Inc, owning a significant amount of both debt and equity. Overall, this merger led to the emergence of new dual holdings in 25 firms in our sample, which provides support to the exclusion restriction condition that the appearance of a dual holder is independent of these firms' characteristics. Given the large number of firms in both institutions' portfolios, it is highly unlikely that the merger occurred based on the fundamentals of these 25 firms.

## 5.1 Merger Sample Construction

We follow prior studies that use mergers as a setting to identify exogenous variation in ownership (see [Chu 2018](#), [Anton and Lin 2020](#), and [Chu et al. 2020b](#), and [Yang 2021](#)). First, we construct our merger sample using mergers between financial firms from the SDC database on mergers and acquisitions. Lenders' information comes from the LPC DealScan database, and we match names to those of either the acquirer or the target in a merger. We then use institutional investors' information from Thomson Reuter's 13F database and match their names with any acquirer or target firms that were not matched in the previous step. For both

lender and shareholder acquirers, we use the names of companies directly involved or the names of their parent companies to define dual holders. We further require that a firm does not have any dual holders in the quarter prior to the merger, such that we have a cleaner measurement of dual holdings.

To identify treated firms in each merger, we find all firms with available equity lending data on the Markit database, whose loans from the merging lender are still outstanding at the time of the merger. We require the lender's participation to be greater than 10% of the loan at origination. Next, we require that the merging shareholder holds at least 1% of the outstanding shares of the firm in the quarter prior to the merger announcement. Finally, we exclude treated firms without data available on the four quarters before and the four quarters after the merger. The final sample includes 72 treated firms stemming from 36 mergers occurring between 2007 and 2012 (see Figure 1 for the time distribution of these mergers).

## 5.2 Difference-in-Differences Design

To estimate the causal effect of dual holdings on equity lending supply, we employ a difference-in-differences (DiD) design. We compare the 72 treated firms with a sample of matched control firms. The control sample is constructed as follows. First, we start with the universe of firms with available Markit data from the same period. Second, we exclude all firms that have ever been treated in any shareholder-lender merger. For example, if a firm was treated by a shareholder-lender merger and gained a dual holder in 1998, it is then excluded from the pool. Third, we include only those firms that have at least one loan outstanding at the time of the merger.

Next, we follow a similar procedure as in [Hong and Kacperczyk \(2010\)](#) and [Chu \(2018\)](#) and match control firms to treated firms if they are in the same quintiles sorted based on market capitalization, market-to-book, leverage, and institutional ownership in the quarter prior to the merger. We then rank the matched control firms for each treated firm based on the differences of the four variables. We compute the average rank across all four variables, and retain the

three closest control firms for each treated firm, i.e., those with the three lowest overall ranks for each treated firm. Some treated firms can only be matched to one or two firms, having fewer than three matches. On the other hand, some treated firms can be matched to more than three firms due to a tie in rankings for the third place. The results remain similar if we use a one-to-one match instead. We end up with 275 control firms for our DiD sample.

We present a comparison of firm characteristics between treated and control firms, measured at the end of the quarter immediately before the merger, in Table 4. The comparison shows that the two groups of firms are very similar. The differences in market value, asset size, stock return, turnover, volatility, and liquidity, growth opportunities (market-to-book), capital structure (leverage), information environment (analyst coverage) are all small and statistically insignificant. Key aspects of ownership structure, which have been shown to affect equity lending supply by [Porrás Prado et al. \(2016\)](#), are also similar between treated and control firms. Overall, this comparison of firm characteristics suggests that the DiD estimates are unlikely to be biased by pre-existing differences between the treated and control firms, being similar and comparable.

Finally, we conduct a quarterly level analysis of equity lending supply around financial institutions' mergers, with an estimation window of eight quarters before the merger announcement and eight quarters after the merger completion. To ensure a clean identification, we discard the quarters between merger announcement and completion, including the announcement and completion quarters.

We estimate the difference-in-differences specification as follows:

$$Supply_{i,t} = \beta_1 Treat_{i,k} \times Post_{i,k,t} + \delta X_{i,t-1} + \alpha_{i,k} + \alpha_{t,k} + \epsilon_{i,k,t} \quad (2)$$

where *Supply* measures the average percentage of firm *i*'s market capitalization available for lending during quarter *t*. *Treat*<sub>*i,k*</sub> is an indicator variable that equals one if firm *i* is classified as treated in merger *k*, and zero otherwise. *Post*<sub>*i,k,t*</sub> is an indicator variable that equals one if the fiscal quarter *t* is after the quarter in which merger *k* completes. The DiD coefficient estimate  $\beta$

captures the treatment effect of dual holdings on equity lending supply.  $X_{i,t-1}$  the same control variables used in the baseline analysis.  $\alpha_{i,k}$  is the firm-merger fixed effects, which control for unobservable merger-specific characteristics that might contaminate the identification.  $\alpha_{t,k}$  is the within-merger year-quarter fixed effects, which subsumes the effect of the standalone *Post* variable. Standard errors are clustered at the firm-merger level.

### 5.3 Dual Holdings and Equity Lending Supply

In Table 5, we display the DiD estimation results of Equation (2). In both columns, the DiD coefficient estimates are positive and statistically significant regardless of the effect of other control variables. In column (2), we show that treated firms on average have 1.6% more shares available for lending after the merger period (i.e.,  $Treat \times Post$ ). This is equivalent to a 6.4% ( $=1.628/25.38$ ) increase relative to the sample average and higher than the 4% baseline result in column (1).

An identification concern in estimating Equation (2) is that the effects on lending supply might be due to the treatment affecting other ownership characteristics, which in turn would affect lending supply (Porras Prado et al. 2016). To mitigate this concern, in Appendix Table A.2 we show that the treatment effects on total institutional ownership, the Herfindahl-Hirschman index of ownership concentration, the ownership by the largest five shareholders, and block ownership are not statistically significant. These tests suggest that our main DiD result is unlikely to be driven by changes in ownership structure other than dual holdings.

Next, we conduct a dynamic DiD analysis. We interact the *Treat* variable with quarter dummies for each quarter in our event study, controlling for the same variables and fixed effects as in Equation (2) of the main DiD analysis, estimated as follows:

$$Supply_{i,t} = \sum_{n=-8}^{n=8} \beta_n Treat_{i,k} \times YearQuarter_n + \alpha_{i,k} + \alpha_{t,k} + \epsilon_{i,k,t}. \quad (3)$$

Figure 2 visually illustrates this dynamic treatment effect with plots of the estimated coefficients for all interaction terms between *Treat* and the event-quarter indicator variables.

Prior to the treatment, the coefficient estimates on *Treat* remain around zero and statistically insignificant, suggesting that there is no significant trend difference in lending supply between the treated and control firms before treatment. The treatment has a significant positive effect on lending supply for treated firms starting in the third quarter after the treatment. This supports that our findings are not driven by non-parallel trends between the treated and control firms. In summary, estimations exploiting the shareholder-lender merger setting provide causal evidence on the effect of dual holdings on equity lending supply.

## 5.4 Quality of Equity Lending Supply

Lending shares transfer cash flows and voting rights to the borrower, creating a trade-off between keeping voting rights and earning loan income. [Aggarwal et al. \(2015\)](#) show that equity lenders restrict supply around the record date to exercise voting rights, trading off the opportunity to vote and voice their opinions against the loss of loan income.

While the presence of dual holders leads to higher equity lending supply, does it affect the quality of the supply and actually benefit short sellers? Some equity lenders may opportunistically recall shares or free-ride on the information provided by short sellers ([Greppmair et al. 2020](#)). The evidence so far indicates that shareholders in firms with dual holders are less likely to recall their shares. Therefore, we expect to also see an increase in the quality of equity lending supply, as short sellers become more willing to borrow from such shareholders. Dual holders can attract short sellers with a longer investment horizon who are likely to be more informed, ultimately helping to improve market efficiency.

We use the DiD setting to analyze the effect on loan fees, partitioning the sample based on utilization as a proxy for high demand for shorting relative to lendable supply. Column (1) of Table 6 shows that there is no significant change in lending fees following the appearance of a dual holder. As expected, we find an increase in the utilization of the treated firms' equity lending supply (column (2)). The utilization ratio increases by an average of 12% for the treated firms (2.23/17.86) relative to the sample average utilization ratio equal to 17.86%. The increase

in lending supply and utilization, together with unchanged loan fees, implies that financial mergers with dual holders lead to an increase in shorting demand in which short sellers do not face higher loan fees because lending supply has sufficiently increased. This additional shorting demand can make prices more efficient and reduce limits to arbitrage, consistent with the price channel story.

Finally, column (3) of Table 6 shows the DiD estimation for share loan tenure, defined as the average number of days that the firm's equity loans have been open. If the equity lending supply in dual holding firms is preferred by short sellers due to the lower recall risk (Engelberg et al. 2018), we expect that the equity loan tenure is longer in such firms. We find that, indeed, the equity loan tenure increases significantly in treated firms by 20% ( $=14.91/76.24$ ) to the sample average. The combination of these two sets of results suggests that lower shareholder-creditor conflicts increase not only the quantity of the firm's equity lending supply, but also the quality of the supply, which is important for attracting informed, long-horizon short sellers.

## 6 Dual Holdings and Shareholder Voting

Aggarwal et al. (2015) show that institutional investors often restrict lending supply or recall loaned shares before the proxy voting record dates to exercise control rights.<sup>7</sup> When the likelihood of shareholder-creditor conflicts is high, shareholders should have more incentives to retain or recall their shares to maintain their control rights and to protect themselves from potential creditor appropriation. Therefore, in the presence of dual holders, shareholders should have lower incentives to retain or recall their shares because shareholder-creditor incentives are better aligned.

In column (1) of Table 7, we first replicate the result of Aggarwal et al. (2015) in the full sample of firms, running an event study with a window of (-30, 30) days around the record date of shareholder meetings, controlling for firm and year fixed effects. *RDATE* is an indicator variable that equals one for the observation on the record date of the voting event; zero

---

<sup>7</sup>Shareholders must hold the shares on the record date of the voting event to exercise voting rights.

otherwise. Equity lending supply decreases substantially on the record date of the voting event, as indicated by the negative coefficient of *RDATE*. In column (2), we show that the coefficient estimate on the interaction term between *RDATE* and *Dualholder* is positive and statistically significant. As expected, shareholders in firms with dual holdings find less need to restrict lending supply or recall loaned shares on the record date. Equity lending supply is 16% higher for firms with at least one dual holder, consistent with the idea that shareholders feel less need to exercise voting rights when shareholder-creditor incentives are more aligned.

We then analyze shareholder voting preferences in the financial institution merger DiD setting. Specifically, we examine if dual holder treatment affects shareholders' decisions to restrict lendable shares before voting events. We estimate equity lending supply on a window of (-30, 30) days around the record date (*RDATE*) of shareholder meetings, but with firm-merger and year fixed effects. Firms held by financial institutions involved in the merger must have at least one voting event before and at least one after the merger to be included. As before, *RDATE* is an indicator variable that equals one for the observation on the record date of the voting event; zero otherwise. Similar to the analysis presented in Table 5, *Treat* is an indicator variable equal to one if the firm has a dual holder after the merger (i.e., it is "treated"), and zero otherwise. *Post* is an indicator variable that equals one if the shareholder meeting's record date is after the quarter in which the merger completes, zero otherwise.

The results are presented in Table 8. The coefficients of interest are:  $Treat \times Post$ , which estimates the difference-in-differences treatment effect of dual holdings on equity lending supply; *RDATE*, which estimates the record date recall;  $Treat \times RDATE$ , which estimates the pre-treatment difference in record date recall across treatment and control firms; and finally  $Treat \times Post \times RDATE$ , which estimates the difference-in-difference-in-differences treatment effect of dual holdings on equity lending record date recall. The positive and significant coefficient  $Treat \times Post$  identifies the positive treatment effect of dual holdings on equity lending supply, consistent with the baseline DiD result in Table 5. The negative and significant coefficient on *RDATE* shows that shareholders on average recall shares on the voting record date, consistent with the result in Table 7. Further, there is no pre-treatment difference across

treatment and control firms. The coefficient for the triple interaction term  $Treat \times Post \times RDATE$  is 0.51, which implies that shareholders in treated firms are 47% ( $=0.510/1.107$ ) less likely to recall loaned shares or to restrict lending supply before voting events than shareholders in control firms.

Overall, our results show that shareholders in firms with dual holdings restrict lending supply or recall loaned shares less on the record date, consistent with shareholders valuing control less when shareholder-creditor conflicts are low.

## 7 Dual Holdings, Arbitrage Risk, and Stock Returns

Next, we examine if changes in equity lending supply driven by variation in dual holdings affect the risk that arbitrageurs face to correct mispricing and its impact on stock prices. When idiosyncratic volatility is higher, arbitrageurs' ability to exploit mispricing is limited, as it is more difficult to establish a hedging portfolio (Shleifer and Vishny 1997). Therefore, if dual holdings cause a reduction in short sales constraints, we should also observe a reduction in arbitrage risk.

Following Wurgler and Zhuravskaya (2002), we measure arbitrage risk with idiosyncratic risk, defined as the mean squared error of residuals of daily stock returns from the Carhart (1997) four-factor model regression. We rank this arbitrage risk measure for each calendar quarter in our DiD sample and convert it to a score ranging from zero to one. We then estimate Equation (2) using the arbitrage risk score as the dependent variable, reporting our findings in column (1) of Table 9.  $Treat \times Post$  has a negative and significant coefficient of -0.03, which indicates a 6.7% decrease in arbitrage risk relative to the sample average (the DiD sample mean arbitrage risk score is 0.45). First, institutional ownership is associated with lower arbitrage risk. Firms with larger market capitalization, prior stock returns, higher stock price, and turnover also have lower arbitrage risk, consistent with Porras Prado et al. (2016).

The lower arbitrage risk induced by the increase in lending supply observed in column 1 of Table 6 is expected to reduce stock mispricing and lower prices due to fewer short sales

constraints faced by arbitrageurs. However, dual holdings also help to mitigate conflicts between shareholders and creditors, which should have a positive impact on stock prices. Therefore, the net change in stock prices depends on the magnitude of these two opposite effects.

We test this conjecture using a measure of stock mispricing and abnormal returns following the financial institutions' mergers DiD setting. The stock mispricing measure is developed by [Stambaugh et al. \(2015\)](#) and is computed using a stock's monthly average ranking across 11 anomaly variables every month, with score ranging between 0 and 100.<sup>8</sup> Stocks with the highest values of the mispricing score are the most overpriced, whereas those with the lowest values are the most underpriced. We average the monthly score at the quarterly level and repeat the DiD analysis using this mispricing measure, reporting our results in column (2) of Table 9.<sup>9</sup> Column (2) indicates that shareholder-lender mergers lead to a significant decrease of 5.3% ( $=2.621/49.44$ ) in the mispricing score relative to the 49.44 unconditional sample average. Treated firms' stocks are, on average, 5.3% less overpriced after a shareholder-lender mergers that creates a dual holder. It suggests that the relaxation of short-sale constraints induced by lower shareholder-creditor conflicts ultimately translates into more efficient asset pricing outcomes and less over-priced stocks.

Finally, in column (3) of Table 9, we examine if these outcomes are directly reflected in the firm's actual stock returns. We use the Beta Suite on WRDS to estimate monthly abnormal returns based on the [Carhart \(1997\)](#) model. In this specification, *Post* is equal to one in the months immediately after the merger completion for 8 quarters and zero otherwise. The control variables *Log(Market Cap)*, *Price < \$5*, *Amihud Illiquidity*, and *Turnover* are computed as the monthly average in the previous month. We also use calendar-month fixed effects instead of year-quarter fixed effects to capture time effects. As expected, the treated firms experience 1% lower abnormal return in months following the treatment. This is a substantial

---

<sup>8</sup>We thank Robert Stambaugh for making the data on mispricing score available.

<sup>9</sup>We lose some observations after matching to the stocks in the sample of [Stambaugh et al. \(2015\)](#). They impose certain restrictions on non-missing values for the anomaly variables and exclude some low-price stocks to avoid market microstructure effects. We end up with 77% of the observations from the original baseline DiD sample. We repeat the DiD analysis on lending supply with this sample and obtain similar results.

economic magnitude given that the sample average monthly abnormal return is 0.22%. Similar to the mispricing score test, this result supports the hypothesis that the equity lending supply increase induced by a reduction in shareholder-creditor conflicts leads to lower abnormal returns. However, we should interpret this direct return test with caution because dual holdings also improve real outcomes by mitigating conflicts of interest. One interpretation is that the reduction in short sales constraints leads to a larger decrease in returns than the positive impact that fewer shareholder-creditor conflicts have on real outcomes. Therefore, examining direct financial market outcomes such as returns in response to changes in conflicts of interests might be misleading, and hence, we mainly focus on the result on the mispricing score. Overall, this final set of results indicate that agency conflicts induced by capital structure can not only affect limits to arbitrage, but also ultimately have a tangible impact on market efficiency and stock prices.

## 8 Robustness Checks for Baseline DiD Analysis

In this section, we conduct several robustness checks to address identification concerns over our baseline DiD analysis on equity lending supply. We present the results of these robustness tests in Table 10. Columns (1) and (2) use a more restrictive DiD sample with a 1-to-1 matching to select control firms, instead of the 1-to-3 matching approach in the baseline DiD sample, with all other selection criteria remaining the same. Columns (3) and (4) use a sample excluding mergers that occurred during the 2008-2009 financial crisis period. [Lewellen and Lowry \(2020\)](#) argue that the financial institution mergers occurred during the financial crisis may not satisfy the exclusion condition. The tests indicate that our baseline results are unlikely to be driven by these potential biases.

Some prior literature has argued that bank dual holders may have weaker incentives on the equity side, as they often do not have the direct cash-flow rights because they hold shares through their trust accounts. [Jiang et al. \(2010\)](#) show that while bank dual holders also have some effect on the firm's credit risk, the effect of non-bank dual holders is much stronger.

Non-bank dual holders tend to better facilitate incentive alignment between the two parties. In columns (5) and (6), we use mergers in which the surviving institutions are non-commercial bank institutions as the treatment. Despite the significant drop in the number of observations, we still observe a strong treatment effect on equity lending supply.

Another concern over the relevance of the DiD could be related to the status of the loan stakes. DealScan only reports loan stakes each lender gets allocated at loan origination. One could argue that at the time of the shareholder-lender merger, the lender may have already sold the loan stake in the secondary market, hence, there will be no incentive alignment because the merged institution does not hold any debt. Columns (7) and (8) use a DiD sample with treatment from mergers through loans that are revolver or term loan A. Credit lines and term loan As are unlikely to be sold after origination. Therefore, this sample should not be subject to the concern over sold loan stakes. The result is again consistent with the baseline result.

## 9 Conclusion

This paper shows how agency conflicts between shareholders and creditors affect asset pricing. We examine the role that dual holders — investors that simultaneously hold equity and debt of a firm — have on limits of arbitrage and stock mispricing through their ability to reduce short sales constraints. We argue that the presence of dual holders mitigates the potential for shareholder-creditor conflicts, decreasing shareholders' need to retain their shares to preserve their voting power and increasing their willingness to lend shares to short sellers. Dual holder presence increases the lending supply of equity shares. This effect is more pronounced for firms in which ex ante creditors possess strong bargaining power and those with more large concentrated shareholders. Exploiting plausibly exogenous variation in dual holdings, generated by mergers between financial institutions that simultaneously become shareholders and lenders of a firm, we find that the increase in lending supply is likely causal.

Furthermore, we find consistent evidence that the presence of dual holders leads to fewer short sales constraints. Dual holdings improve the amount and the quality of lending supply,

facilitating an increase in shorting demand without raising the cost to short. These changes decrease arbitrage risk and reduce stock overvaluation. The net effect of a change in dual holdings after mergers between financial institutions on stock returns is negative, as the reduction in short sales constraints decreases prices by more than the mitigation of shareholder-creditor conflicts increases them. Overall, our results suggest that shareholder-creditor conflicts not only can distort corporate policies, but also affect short-sale constraints, market efficiency, and stock prices.

## References

- Acharya, Viral V., Yakov Amihud, and Lubomir Litov**, “Creditor rights and corporate risk-taking,” *Journal of Financial Economics*, 2011, 102 (1), 150–166.
- Aggarwal, Reena, Pedro A. C. Saffi, and Jason Sturgess**, “The role of institutional investors in voting: Evidence from the securities lending market,” *Journal of Finance*, 2015, 70 (5), 2309–2346.
- Akins, Brian, Jonathan Bitting, David De Angelis, and Maclean Gaulin**, “The Saliency of Creditors’ Interests and CEO Compensation,” 2019. Working Paper, Rice University.
- Alanis, Emmanuel, Sudheer Chava, and Praveen Kumar**, “Shareholder bargaining power, debt overhang, and investment,” *Review of Corporate Finance Studies*, 2018, 7 (2), 276–318.
- Amihud, Yakov**, “Illiquidity and stock returns: Cross-section and time-series effects,” *Journal of Financial Markets*, 2002, 5 (1), 31–56.
- Angelis, David De, Gustavo Grullon, and Sébastien Michenaud**, “The effects of short-selling threats on incentive contracts: Evidence from an experiment,” *Review of Financial Studies*, 2017, 30 (5), 1627–1659.
- Anton, Miguel and Luca X. Lin**, “The mutual friend: Dual holder monitoring and firm investment efficiency,” *Review of Corporate Finance Studies*, 2020, 9 (1), 81–115.
- Becker, Bo and Per Strömberg**, “Fiduciary duties and equity-debtholder conflicts,” *Review of Financial Studies*, 2012, 25 (6), 1931–1969.
- Bodnaruk, Andriy and Marco Rossi**, “Dual ownership, returns, and voting in mergers,” *Journal of Financial Economics*, 2016, 120 (1), 58–80.
- Bolton, Patrick and David S. Scharfstein**, “Optimal debt structure and the number of creditors,” *Journal of Political Economy*, 1996, 104 (1), 1–25.
- Bushee, Brian J.**, “The influence of institutional investors on myopic R&D investment behavior,” *Accounting Review*, 1998, pp. 305–333.
- Campello, Murillo, Rafael Matta, and Pedro A. C. Saffi**, “Does stock manipulation distort corporate investment? The role of short selling costs and share repurchases,” 2020. SSRN Working Paper.

- Carhart, Mark M.**, "On persistence in mutual fund performance," *Journal of Finance*, 1997, 52 (1), 57–82.
- Chava, Sudheer and Michael R. Roberts**, "How does financing impact investment? The role of debt covenants.," *Journal of Finance*, 2008, 63 (5), 2085–2121.
- , **Rui Wang, and Hong Zou**, "Covenants, creditors' simultaneous equity holdings, and firm investment policies," *Journal of Financial and Quantitative Analysis*, 2017, pp. 1–70.
- Chen, Tao, Li Zhang, and Qifei Zhu**, "Dual ownership and risk-taking incentives in managerial compensation," 2019. SSRN Working Paper.
- Chu, Yongqiang**, "Shareholder-creditor conflict and payout policy: Evidence from mergers between lenders and shareholders," *Review of Financial Studies*, 2018, 31 (8), 3098–3121.
- , **David Hirshleifer, and Liang Ma**, "The causal effect of limits to arbitrage on asset pricing anomalies," *Journal of Finance*, 2020, 75 (5), 2631–2672.
- , **Ha Nguyen, Jun Wang, Wei Wang, and Wenyu Wang**, "Simultaneous debt-equity holdings and the resolution of financial distress," 2020. Working Paper, UNC Charlotte.
- Diamond, Douglas W.**, "Monitoring and reputation: The choice between bank loans and directly placed debt," *Journal of Political Economy*, 1991, 99 (4), 689–721.
- **and Robert E. Verrecchia**, "Constraints on short-selling and asset price adjustment to private information," *Journal of Financial Economics*, June 1987, 18 (2), 277–311.
- Duffie, Darrel, Nicolae Gârleanu, and Lasse Heje Pedersen**, "Securities lending, shorting, and pricing," *Journal of Financial Economics*, 2002, 66 (2–3), 307–339.
- Engelberg, Joseph E., Adam V. Reed, and Matthew Ringgenberg**, "Short-selling risk," *Journal of Finance*, 2018, 73 (2), 755–786.
- Favara, Giovanni, Erwan Morellec, Enrique Schroth, and Philip Valta**, "Debt enforcement, investment, and risk taking across countries," *Journal of Financial Economics*, 2017, 123 (1), 22–41.
- Gilje, Erik P.**, "Do firms engage in risk-shifting? Empirical evidence," *Review of Financial Studies*, 2016, 29 (11), 2925–2954.
- Goldstein, Itay and Alexander Guembel**, "Manipulation and the allocational role of prices," *Review of Economic Studies*, 2008, 75 (1), 133–164.

- Greppmair, Stefan, Stephan Jank, Pedro A. C. Saffi, and Jason Sturgess**, "Securities lending and information acquisition," *SSRN Working Paper 3604977*, 2020.
- Harford, Jarrad**, "What drives merger waves?," *Journal of Financial Economics*, 2005, 77 (3), 529–560.
- Hilscher, Jens and Elif Şişli Ciamarra**, "Conflicts of interest on corporate boards: The effect of creditor-directors on acquisitions," *Journal of Corporate Finance*, 2013, 19, 140–158.
- Hong, Harrison and Marcin Kacperczyk**, "Competition and bias," *Quarterly Journal of Economics*, 2010, 125 (4), 1683–1725.
- Ivashina, Victoria and Zheng Sun**, "Institutional stock trading on loan market information," *Journal of Financial Economics*, 2011, 100 (2), 284–303.
- Jayaraman, Narayanan, Ajay Khorana, and Edward Nelling**, "An analysis of the determinants and shareholder wealth effects of mutual fund mergers," *Journal of Finance*, 2002, 57 (3), 1521–1551.
- Jensen, Michael C. and William H. Meckling**, "Theory of the firm: Managerial behavior, agency costs and ownership structure," *Journal of Financial Economics*, 1976, 3 (4), 305–360.
- Jiang, Wei, Kai Li, and Pei Shao**, "When shareholders are creditors: Effects of the simultaneous holding of equity and debt by non-commercial banking institutions," *Review of Financial Studies*, 2010, 23 (10), 3595–3637.
- Keswani, Aneel, Anh Tran, and Paolo Volpin**, "Institutional debtholder governance," *Journal of Financial and Quantitative Analysis*, 2021, 56 (6), 2103–2135.
- Kolasinski, Adam C., Adam V. Reed, and Matthew C. Ringgenberg**, "A multiple lender approach to understanding supply and search in the equity lending market," *Journal of Finance*, April 2013, 68 (2), 559–595.
- Lamont, Owen A. and Richard H. Thaler**, "Can the market add and subtract? Mispricing in tech stock carve-outs."
- Lewellen, Katharina and Michelle Lowry**, "Does common ownership really increase firm coordination?," *Journal of Financial Economics*, 2020. Forthcoming.
- Lim, Jongha, Bernadette A. Minton, and Michael S. Weisbach**, "Syndicated loan spreads and the composition of the syndicate," *Journal of Financial Economics*, 2014, 111 (1), 45–69.

- Lin, Chen, Yue Ma, Paul Malatesta, and Yuhai Xuan**, "Corporate ownership structure and the choice between bank debt and public debt," *Journal of Financial Economics*, 2013, 109 (2), 517–534.
- Lin, Luca X.**, "Taking no chances: Lender concentration and corporate acquisitions," *IESE Working Paper*, 2020.
- Miller, Edward M.**, *Journal of Finance*.
- Myers, Stewart C.**, "Determinants of corporate borrowing," *Journal of Financial Economics*, 1977, 5 (2), 147–175.
- Nini, Greg, David C. Smith, and Amir Sufi**, "Creditor control rights, corporate governance, and firm value," *The Review of Financial Studies*, 2012, 25 (6), 1713–1761.
- Pensions&Investment**, "80% of equity market cap held by institutions," Available at: <https://www.pionline.com/article/20170425/INTERACTIVE/170429926/80-of-equity-market-cap-held-by-institutions>, accessed April 25 2017.
- Petersen, Mitchell A.**, "Estimating standard errors in finance panel data sets: Comparing approaches," *The Review of Financial Studies*, 2009, 22 (1), 435–480.
- Porras Prado, Melissa, Pedro A. C. Saffi, and Jason Sturgess**, "Ownership structure, limits to arbitrage, and stock returns: Evidence from equity lending markets," *Review of Financial Studies*, 2016, 29 (12), 3211–3244.
- Saffi, Pedro A. C. and Kari Sigurdsson**, "Price efficiency and short-selling," *Review of Financial Studies*, 2011, 24 (3), 821–852.
- Shleifer, Andrei and Robert W. Vishny**, "The limits of arbitrage," *Journal of Finance*, 1997, 52 (1), 35–55.
- Smith, Clifford W. and Jerold B. Warner**, "On financial contracting: An analysis of bond covenants," *Journal of Financial Economics*, 1979, 7 (2), 117–161.
- SNC Report**, "Shared National Credit (SNC) Program review report," Board of Governors of the Federal Reserve System, January 2020.
- Stambaugh, Robert F., Jianfeng Yu, and Yu Yuan**, "Arbitrage asymmetry and the idiosyncratic volatility puzzle," *Journal of Finance*, 2015, 70 (5), 1903–1948.

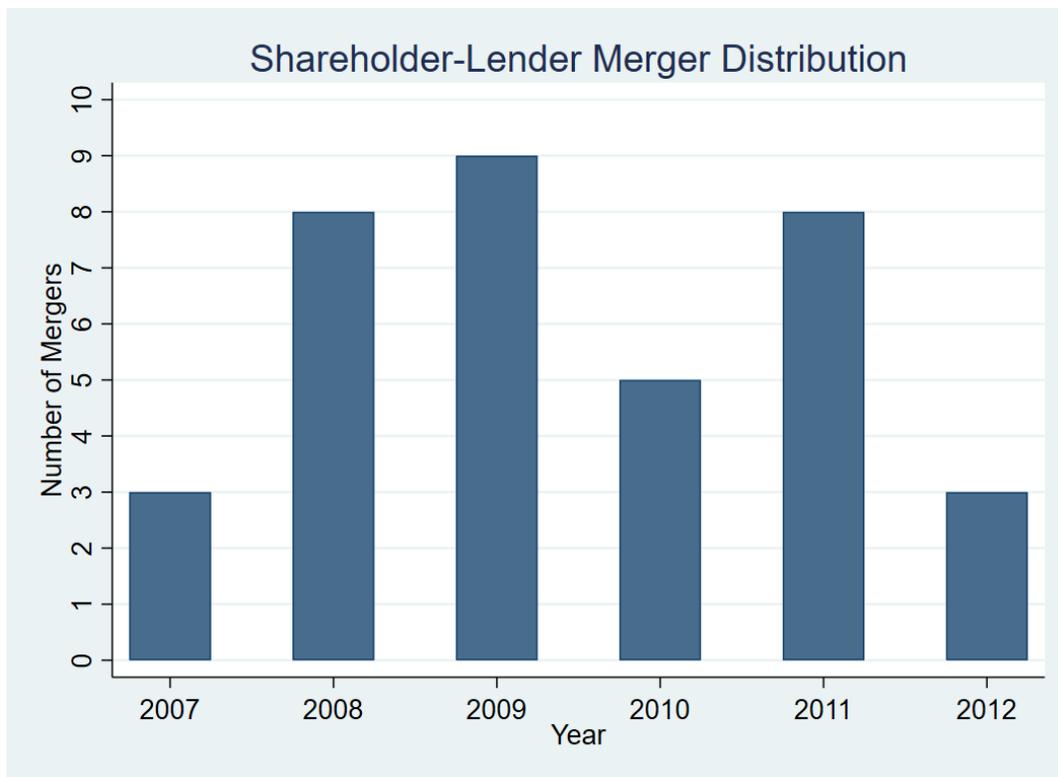
**Wurgler, Jeffrey and Ekaterina Zhuravskaya**, “Does arbitrage flatten demand curves for stocks?,” *Journal of Business*, 2002, 75 (4), 583–608.

**Yang, Huan**, “Institutional dual holdings and risk-shifting: Evidence from corporate innovation,” *Journal of Corporate Finance*, 2021, 70, 102088.

## 10 Figures

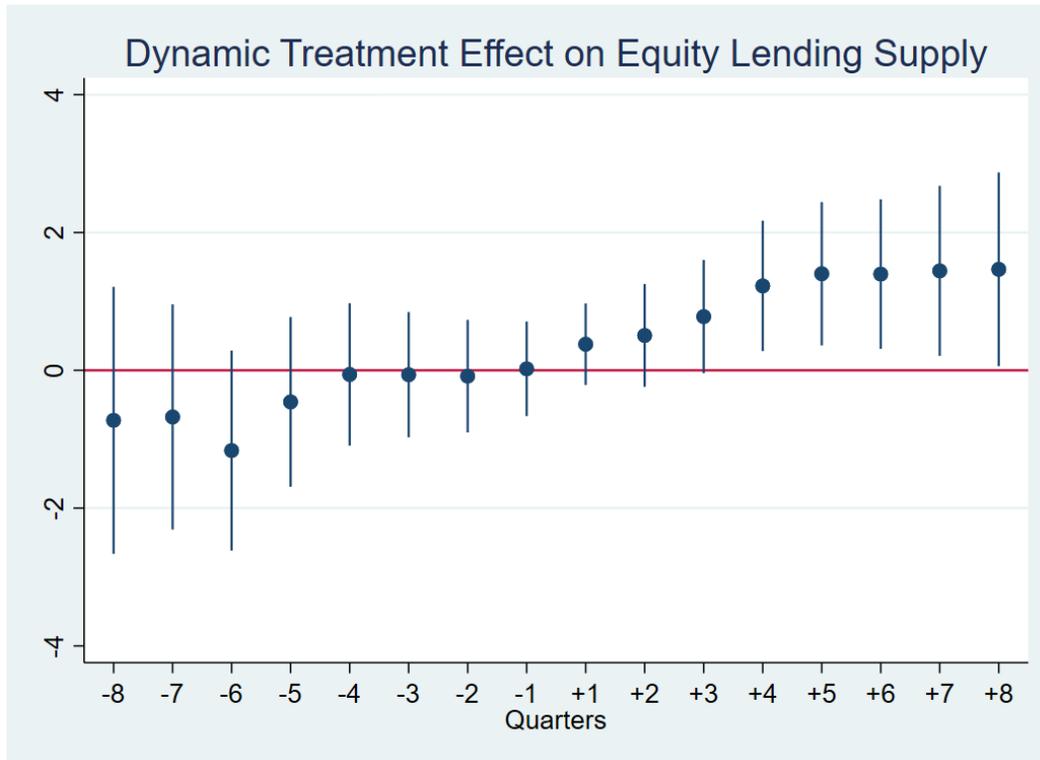
**Figure 1.** Shareholder-Lender Merger Distribution.

This figure shows the distribution of shareholder-lender mergers used as treatments in the difference-in-difference analysis over the period of 2007 to 2012.



**Figure 2.** Dynamic Effects of Shareholder-Lender Mergers on Equity Lending Supply.

This figure plots the coefficients of the *Treat* dummy interacted with year-quarter dummies throughout the (-8,+8) window around the treatment, based on Equation (3). It shows the dynamic treatment effect of shareholder-lender mergers eight quarters before the merger announcement and eight quarters after the merger completion. The quarters between merger announcement and completion, including the announcement and completion quarters, are in between T-1 and T+1.



# 11 Tables

**Table 1.** Summary Statistics.

This table provides summary statistics of the variables used in the analyses. Detailed variable definitions are in Appendix [A.1](#)

Variable	N	Mean	SD	Min	25th	Median	75th	Max
<b><i>Equity Lending Variables:</i></b>								
Equity Lending Supply (%)	111,386	17.65	12.53	0.00	5.77	17.65	27.68	45.70
Shares on Loan (%)	111,386	4.13	5.38	0.00	0.39	2.05	5.65	26.37
<b><i>Ownership Variables:</i></b>								
Dualholder	111,546	0.27	0.44	0.00	0.00	0.00	1.00	1.00
Number of Dualholders	111,546	0.82	1.69	0.00	0.00	0.00	1.00	8.00
Equity in Dualholding	111,546	0.04	0.11	0.00	0.00	0.00	0.02	0.39
Institutional Ownership	111,546	0.54	0.32	0.00	0.24	0.58	0.83	1.00
Ownership HHI	111,546	0.15	0.19	0.02	0.04	0.07	0.18	0.99
<b><i>Firm Control Variables:</i></b>								
Log(Market Cap)	111,335	19.91	1.97	13.75	18.50	19.83	21.22	27.12
Price<\$5	111,546	0.21	0.41	0.00	0.00	0.00	0.00	1.00
Amihud Illiquidity	111,311	2.46	11.23	0.00	0.00	0.01	0.13	88.88
Turnover	111,336	0.84	0.86	0.02	0.24	0.60	1.10	4.81
Prior Stock Return	111,311	0.01	0.25	-0.60	-0.13	0.00	0.13	0.99
Market-to-Book	111,189	1.47	1.51	0.10	0.64	1.03	1.70	9.52
Leverage	111,275	0.21	0.22	0.00	0.02	0.15	0.33	0.94
Number of Analysts	111,546	6.40	6.81	0.00	1.00	4.00	10.00	30.00

**Table 2.** Dual Holder Presence and Equity Lending Supply.

This table estimates how dual holders affect equity lending supply. All control variables are lagged one quarter. Detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at the firm and year-quarter level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Equity Lending Supply (%)					
	(1)	(2)	(3)	(4)	(5)	(6)
Dualholder		10.08*** (28.70)	1.252*** (4.792)	0.689*** (5.000)		
Log (1 + Number of Dualholders)					0.939*** (6.964)	
Log (1 + Equity in Dualholding)						4.301*** (4.969)
Institutional Ownership	24.06*** (14.26)		23.74*** (14.23)	9.136*** (7.827)	9.118*** (7.856)	9.125*** (7.857)
Log (Market Cap)	0.072 (0.780)		-0.025 (-0.262)	1.276*** (12.28)	1.252*** (12.11)	1.272*** (12.17)
Price<\$5	-1.415*** (-6.091)		-1.451*** (-6.253)	-0.510*** (-3.391)	-0.520*** (-3.449)	-0.511*** (-3.376)
Amihud Illiquidity	-0.034*** (-5.779)		-0.037*** (-6.425)	0.001 (0.436)	0.001 (0.414)	0.002 (0.460)
Turnover	1.190*** (7.128)		1.203*** (7.218)	0.624*** (6.501)	0.617*** (6.492)	0.615*** (6.509)
Market-to-Book	-0.423*** (-4.727)		-0.387*** (-4.141)	-0.131** (-2.450)	-0.124** (-2.342)	-0.131** (-2.475)
Leverage	-2.752*** (-7.174)		-2.968*** (-7.585)	-0.646 (-1.638)	-0.670 (-1.704)	-0.646 (-1.641)
Analyst Coverage	1.725*** (6.633)		1.717*** (6.544)	1.324*** (12.04)	1.317*** (11.96)	1.332*** (12.13)
Prior Stock Return	0.423 (1.098)		0.398 (1.041)	-0.118 (-0.923)	-0.116 (-0.904)	-0.118 (-0.924)
N	110,217	110,618	110,217	110,700	110,700	110,700
Industry FE	Yes	Yes	Yes	No	No	No
Firm FE	No	No	No	Yes	Yes	Yes
Year-Quarter FE	Yes	Yes	Yes	Yes	Yes	Yes
Adj. R-squared	0.716	0.300	0.717	0.918	0.918	0.918

**Table 3.** Dual Holdings and Equity Lending - Creditor Bargaining Power and Shareholder Control Incentive.

This table estimates how equity lending supply is affected by dual holders and measures of creditor bargaining power. *Access to Public Debt* is an indicator variable that equals one if the firm had any bond outstanding in the prior fiscal year, zero otherwise. A firm is considered bank dependent if it cannot diversify away from bank debt and is thus subject to more continuous creditor monitoring. *Creditor Restriction on Shareholder Risk Shifting* is an indicator variable that equals one if the firm has any loan outstanding with covenants restricting its investment policies, zero otherwise. *# of Block Owners* indicates the number of shareholders in the firm with at least 5% of its outstanding shares. A stronger block owner presence in the firm indicates more shareholders with incentives to remain in control over management, absent incentive alignment fostered by dual holders. *# of Block Dualholders* indicates the number of dual holders in the firm with at least 5%, instead of just 1%, of its outstanding shares. Both variable are scaled such that their average is equal to zero. The same list of control variables from Table 2 are included. All control variables are lagged one quarter. Detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at the firm and year-quarter level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Equity Lending Supply (%)			
	(1)	(2)	(3)	(4)
Dualholder	0.857*** (5.378)	0.536*** (3.372)	0.407*** (3.171)	
<b>Dualholder×Access to Public Debt</b>	<b>-0.599**</b> <b>(-2.262)</b>			
Access to Public Debt	0.810** (2.727)			
<b>Dualholder×Creditor Restriction on Shareholder Risk Shifting</b>		<b>0.734**</b> <b>(2.517)</b>		
Creditor Restriction on Shareholder Risk Shifting		-0.585** (-2.586)		
<b>Dualholder×Log (1 + # of Block Owners)</b>			<b>0.991***</b> <b>(5.217)</b>	
Log (1 + # of Block Owners)			-0.812*** (-6.189)	-0.523*** (-4.604)
<b>Log (1 + # of Block Dualholders)×Log(1 + # of Block Owners)</b>				<b>1.072***</b> <b>(5.189)</b>
Log (1 + # of Block Dualholders)				0.715*** (4.335)
N	110,700	110,700	110,700	110,700
Control	Yes	Yes	Yes	Yes
Firm FE	Yes	Yes	Yes	Yes
Year-Quarter FE	Yes	Yes	Yes	Yes
Adj. R-squared	0.918	0.918	0.918	0.918

**Table 4.** Pre-Treatment Comparison of Key Characteristics Between Treatment and Control Firms.

This table presents the comparison of key firm characteristics between treatment and control firms in the quarter prior to the treatment. Detailed variable definitions are in Appendix A.1.

Variables	Treatment	Control	Difference	P-Value
Log(Market Cap)	21.54	21.50	0.04	0.827
Log(Total Assets)	8.22	8.22	0.01	0.966
Turnover	1.28	1.29	-0.01	0.917
Amihud	0.04	0.06	-0.02	0.362
Price<\$5	0.07	0.08	0.00	0.916
Market-to-Book	1.12	1.14	-0.02	0.788
Leverage	0.32	0.32	0.00	0.911
Analyst Coverage	2.21	2.21	-0.01	0.947
Stock Return (Prior Quarter)	0.006	0.004	0.002	0.907
Stock Return Volatility	0.032	0.033	-0.001	0.743
Institutional Ownership	0.75	0.77	-0.02	0.514
Top 5 Ownership	0.02	0.02	0.00	0.868
Ownership HHI	0.07	0.08	-0.01	0.294
Number of Blockholders	2.37	2.61	-0.24	0.172
Equity Lending Supply (%)	25.12	26.64	-1.52	0.184

**Table 5.** Difference-in-Difference Estimation Using Mergers of Financial Institutions.

This table presents the difference-in-difference (DiD) regression using Equation (2). A firm is defined as being part of the treatment group if one of its shareholders, with at least 1% of its equity, merges with one of its syndicated loan lenders, and it does not have any dual holder in the quarter prior to the merger announcement. *Treat* is an indicator variable that equals one if the firm has at least one dual holder in the prior fiscal quarter end, zero otherwise. *Post* is an indicator variable that equals one for the eight quarters after the merger completion quarter, zero otherwise. For each treated firm, up to three control firms are selected based on matching in the same quintiles of firm market value, market-to-book, institutional ownership, and leverage. We also require that the control firms to have never been affected by any shareholder-lender merger and have at least one loan outstanding at the time of the event. All control variables are lagged one quarter. Detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. The *Post* variable is subsumed by the within-merger year-quarter fixed effect. Standard errors are clustered at the firm  $\times$  merger level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Equity Lending Supply (%)	
	(1)	(2)
Treat $\times$ Post	1.441*** (2.964)	1.628*** (3.646)
Institutional Ownership		5.658*** (6.280)
Log (Market Cap)		0.383 (0.984)
Price < \$5		-2.406*** (-4.130)
Amihud Illiquidity		0.015 (0.022)
Turnover		0.372** (2.043)
Market-to-Book		-0.532 (-1.520)
Leverage		1.625 (0.915)
Analyst Coverage		1.618*** (4.106)
Prior Stock Return		0.377 (1.515)
N	7,538	7,530
Firm $\times$ Merger FE	Yes	Yes
Year-Quarter FE	Yes	Yes
Adj. R-squared	0.871	0.882

**Table 6.** Difference-in-Difference Result on Lending Supply Quality.

This table presents the difference-in-difference (DiD) regression of lending fee, lendable supply utilization, and share loan tenure. Fee is the 30-day value weighted lending fee reported by Markit at each fiscal quarter end. Utilization is the quarterly average of daily percentage of lendable supply utilized. Share loan tenure is the quarterly average number of days that equity loans have been open. All firm control variables are lagged one quarter. Detailed variable definitions are in Appendix A.1. Fee is winsorized at the 5% and 95% levels, while utilization and loan tenure are winsorized at the 1% and 99% levels. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at firm  $\times$  merger level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Fee	Utilization (%)	Share Loan Tenure
	(1)	(2)	(3)
<b>Treat <math>\times</math> Post</b>	<b>1.951</b> <b>(0.726)</b>	<b>2.226*</b> <b>(1.679)</b>	<b>14.91***</b> <b>(2.821)</b>
Institutional Ownership	-3.594 (-0.796)	9.454*** (3.809)	19.58*** (2.712)
Log (Market Cap)	0.923 (0.365)	-1.090 (-0.900)	-3.987 (-1.005)
Price < \$5	14.26*** (2.986)	3.263 (1.542)	-1.940 (-0.176)
Amihud Illiquidity	6.683 (0.933)	-2.155 (-1.230)	26.17 (1.588)
Turnover	6.014*** (4.181)	6.901*** (11.37)	-10.95*** (-5.467)
Market-to-Book	-4.376** (-2.119)	-2.399** (-2.308)	-8.871** (-2.561)
Leverage	22.12*** (2.851)	19.21*** (4.206)	17.67 (1.144)
Analyst Coverage	0.656 (0.346)	0.761 (0.830)	-8.474* (-1.763)
Prior Stock Return	-7.461*** (-3.373)	-2.616*** (-3.028)	-0.901 (-0.273)
N	7,384	7,479	3,679
Firm $\times$ Merger FE	Yes	Yes	Yes
Year-Quarter FE	Yes	Yes	Yes
Adj. R-squared	0.568	0.677	0.612

**Table 7. Dual Holdings and Equity Lending - Equity Lending Supply Around Voting Events.**

This table presents estimates of lending supply for a (-30, +30) day window around each voting event's record date. *RDATE* is an indicator variable that equals one if the observation is on the voting record date, zero otherwise. *Fee* is contemporaneous, while all other control variables are lagged one quarter. *Short-Term Momentum* and *Long-Term Momentum* are defined as the cumulative returns in the previous 5 and 252 days period, respectively. Other detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at the firm level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Equity Lending Supply (%)	
	(1)	(2)
<b>RDATE</b>	<b>-1.631***</b>	<b>-1.737***</b>
	<b>(-44.18)</b>	<b>(-37.50)</b>
<b>RDATE×Dualholder</b>		<b>0.277***</b>
		<b>(3.833)</b>
Dualholder		0.315
		(0.982)
Fee	-0.001**	-0.001**
	(-2.573)	(-2.554)
Institutional Ownership	22.08***	22.05***
	(25.75)	(25.76)
Institutional Ownership Concentration	-25.52***	-25.48***
	(-9.904)	(-9.884)
Index Fund Ownership	7.032***	7.014***
	(4.589)	(4.585)
Log (Market Cap)	1.010***	1.009***
	(4.755)	(4.751)
Book-to-Market	0.264*	0.267*
	(1.701)	(1.719)
Turnover	0.075**	0.075**
	(2.459)	(2.447)
Spread	-0.114***	-0.113***
	(-2.850)	(-2.837)
Price<\$5	0.566***	0.557***
	(2.720)	(2.682)
Governance Index	2.261	2.244
	(1.168)	(1.159)
Short Term Momentum	-0.020***	-0.020***
	(-13.13)	(-13.15)
Long Term Momentum	0.004**	0.004**
	(2.190)	(2.181)
N	438,712	438,712
Firm FE	Yes	Yes
Year FE	Yes	Yes
Adj. R-squared	0.907	0.907

**Table 8.** Difference-in-Difference Result on Equity Lending Supply Around Voting Events.

This table presents estimates of lending supply for a (-30, +30) day window around each voting event's record date. in a difference-in-difference-difference (DDD) setting. *RDATE* is an indicator variable that equals one if the observation is on the voting record date. *Treat* is an indicator variable that equals one if the firm has at least one dual holder in the prior fiscal quarter end, zero otherwise. *Post* is an indicator variable that equals one if the record date takes place within eight quarters after the merger completion quarter, zero otherwise. We regress equity lending supply on *RDATE* for a (-30, +30) day window around each voting event, interacting *RDATE* with the *Treat* and *Post* variables. Control variables are lagged by one quarter, being the same ones used by [Aggarwal et al. \(2015\)](#) and in Appendix 7. Standard errors are clustered at firm  $\times$  merger level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Equity Lending Supply (%)
Treat $\times$ Post	2.158*** (4.383)
RDATE	-1.107*** (-9.414)
Treat $\times$ RDATE	-0.141 (-0.504)
<b>Treat <math>\times</math> Post <math>\times</math> RDATE</b>	<b>0.510*</b> <b>(1.749)</b>
Controls	Yes
N	79,562
Firm $\times$ Merger FE	Yes
Year FE	Yes
Adj. R-squared	0.823

**Table 9.** Difference-in-Difference Result on Arbitrage Risk, Overpricing, and Abnormal Return.

This table presents the difference-in-difference (DiD) regression of arbitrage risk, overpricing, and monthly abnormal return. Arbitrage risk is idiosyncratic volatility rank-transformed for each calendar quarter and converted into a score from zero to one. Mispricing score is from [Stambaugh et al. \(2015\)](#), computed with a range of 0 to 100 on a monthly basis using the firm's stock's rankings on 11 anomaly variables. Stocks with the highest values of the mispricing score are the most overpriced whereas those with the lowest values are the most underpriced. The monthly values are averaged at the quarter level. Monthly abnormal returns are calculated with the WRDS Beta Suite using the Fama-French 3 factors plus momentum model. In the regression of monthly abnormal return, we retain T0 of the treatment, i.e. the merger announcement and completion quarters, as well as any quarter in between, if any. All firm control variables are lagged one quarter. In the regression of monthly abnormal return, Log(Market Cap), Price<\$5, Amihud Illiquidity, and Turnover are at the monthly average level from the previous month. Column (3) uses within merger calendar-month fixed effect instead of year-quarter fixed effect. Detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at firm  $\times$  merger level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Arbitrage Risk	Mispricing Score	Monthly Ab. Return
	(1)	(2)	(3)
<b>Treat <math>\times</math> Post</b>	<b>-0.030**</b> <b>(-2.124)</b>	<b>-2.621**</b> <b>(-2.576)</b>	<b>-0.010**</b> <b>(-2.302)</b>
Institutional Ownership	-0.047* (-1.887)	-0.393 (-0.251)	0.017** (2.069)
Log (Market Cap)	-0.139*** (-11.06)	-0.089 (-0.097)	-0.066*** (-13.96)
Price<\$5	0.057*** (2.760)	2.363** (2.062)	-0.001 (-0.093)
Amihud Illiquidity	0.027 (1.086)	7.551 (0.481)	-0.001 (-1.018)
Turnover	0.059*** (10.22)	1.245*** (3.298)	-0.024** (-2.482)
Market-to-Book	0.067*** (7.381)	-3.691*** (-5.747)	-0.002 (-0.403)
Leverage	-0.012 (-0.250)	20.54*** (5.935)	-0.039** (-2.267)
Analyst Coverage	-0.003 (-0.280)	3.036*** (3.820)	-0.010** (-2.513)
Prior Stock Return	-0.068*** (-6.469)	-6.388*** (-11.53)	-0.013* (-1.759)
N	7,479	5,774	22,547
Firm $\times$ Merger FE	Yes	Yes	Yes
Year-Quarter FE	Yes	Yes	No
Calendar-Month FE	No	No	Yes
Adj. R-squared	0.662	0.646	0.052

**Table 10.** Robustness Checks for Baseline DiD Analysis.

This table presents the robustness checks for the baseline difference-in-difference (DiD) regression of equity lending supply. Columns (1) and (2) use a DiD sample selecting control firms with 1-to-1 cohort matching instead of 1-to-3 in the baseline sample, with all other standards remaining the same. Columns (3) and (4) use a sample excluding treatments from shareholder-lender mergers that occurred during 2008 to 2009, a crisis period that some have argued could lead to confounding factors such as crisis-related responses [Lewellen and Lowry \(2020\)](#). Columns (5) and (6) use a sample involving treatments from only mergers conducted by non-bank institutions, as some have argued that bank dual holders' incentives on the equity side may not be as strong since they often do not have the direct cash flow rights [Jiang et al. \(2010\)](#). Columns (7) and (8) use a sample of treatments from mergers through credit lines (revolver loans) or term loan A, which are unlikely to be sold in the secondary market. All firm control variables are lagged one quarter. Detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at firm  $\times$  merger level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Equity Lending Supply (%)							
	1-to-1 Matching for Control Firms		Exclude 2008-2009 Mergers		NonBank Merger Treatment		Merger via Revolver/Term Loan A	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Treat $\times$ Post	1.655*** (2.677)	1.738*** (3.056)	2.746** (2.324)	2.552** (2.260)	2.232** (2.344)	2.270** (2.407)	1.479*** (2.870)	1.889*** (4.038)
Institutional Ownership		5.200*** (4.682)		1.730 (1.086)		1.536 (1.206)		6.253*** (6.821)
Log (Market Cap)		1.164** (2.222)		0.626 (0.603)		2.180** (2.293)		0.537 (1.425)
Dummy_P < \$5		-1.496** (-2.183)		-2.132 (-1.527)		-3.673*** (-2.746)		-1.419** (-2.541)
Amihud Illiquidity		-1.048 (-0.646)		-28.06 (-1.225)		19.92** (2.103)		-0.350 (-0.581)
Turnover		0.511*** (2.732)		0.022 (0.071)		0.219 (0.723)		0.406** (2.223)
Market-to-Book		-0.449 (-1.043)		-1.671 (-1.479)		-1.380** (-2.589)		-0.474 (-1.382)
Leverage		2.222 (0.926)		-1.040 (-0.212)		0.522 (0.148)		-0.482 (-0.287)
Analyst Coverage		1.704*** (3.087)		2.556*** (3.496)		0.341 (0.366)		1.407*** (3.578)
Prior Stock Return		0.043 (0.151)		1.185* (1.834)		-0.041 (-0.077)		0.404 (1.479)
N	4,006	4,003	1,615	1,612	1,636	1,633	6,419	6,412
Firm $\times$ Merger FE	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Year-Quarter FE	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Adj. R-squared	0.866	0.882	0.891	0.898	0.873	0.883	0.884	0.894

# A Appendix

**Table A.1.** Variable Definitions.

<b>Variables</b>	<b>Description</b>
<b>Equity Lending Supply</b>	The quarterly average percentage of the firm's daily market capitalization available for lending, as reported by Markit.
<b>Shares on Loan</b>	The quarterly average value on loan as of the firm's market capitalization, as reported by Markit.
<b>Dualholder</b>	Indicator variable that equals one if the firm has at least one dual holder in the prior fiscal quarter end.
<b>Price&lt;\$5</b>	Indicator variable that equals one if the firm's quarterly average stock price is lower than \$5.
<b>Amihud Illiquidity</b>	The average absolute return over dollar volume within a quarter.
<b>Turnover</b>	The average daily stock turnover within a quarter (x100).
<b>Log (Market Cap)</b>	The logarithm of the firm's quarterly average market capitalization.
<b>Leverage</b>	The sum of debt in current liabilities and long term debt divided by total assets.
<b>Market-to-Book</b>	The sum of debt in current liabilities, long term debts, preferred stocks, deferred taxes, and market value, divided by total assets.
<b>Analyst Coverage</b>	The logarithm of one plus the number of analysts covering the firm's stock.
<b>Cash</b>	Cash and marketable securities divided by total assets.
<b>Prior Stock Return</b>	The cumulative daily return of the firm's stock within the fiscal quarter.
<b>Institutional Ownership</b>	Percentage of shares outstanding held by institutional investors.
<b>RDATE</b>	Indicator variable that equals one if the observation occurs on the day in which a voting event happens.
<b>Arbitrage Risk</b>	Mean squared error of residuals (RMSEs) from <a href="#">Carhart (1997)</a> four-factor model using daily stock returns within a quarter. It is rank-transformed for each calendar quarter and converted into a score from 0 to 1.
<b>Mispricing Score</b>	Mispricing measure developed by <a href="#">Stambaugh et al. (2015)</a> based on 11 anomaly variables. Stocks with the highest value are the most overpriced, vice versa.

**Table A.2. Other Ownership Changes Following DiD Treatment.**

This table presents the difference-in-difference (DiD) regression of other ownership structure. The dependent variable is total institutional ownership (%) in columns (1) and (2), institutional ownership HHI in columns (3) and (4), ownership by the top 5 largest institutional shareholders in columns (5) and (6), and ownership held by blockholders in columns (7) and (8). The list of control variables in the baseline DiD regression from Table 5 are included. Detailed variable definitions are in Appendix A.1. All non-log continuous control variables are winsorized at the 1% and 99% levels. Standard errors are clustered at the firm  $\times$  merger level. T-statistics are displayed in parentheses. \*\*\*, \*\*, and \* indicate p-values of 1%, 5%, and 10%, respectively.

	Institutional Ownership		Ownership HHI		Top 5 Ownership		Block Ownership	
	(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
Treat $\times$ Post	-0.017 (-0.798)	-0.006 (-0.920)	0.008 (1.091)	0.005 (0.853)	-0.001 (-0.424)	-0.001 (-0.592)	-0.001 (-0.324)	-0.000 (-0.333)
N	7,512	7,504	7,512	7,504	7,512	7,504	7,512	7,504
Controls	No	Yes	No	Yes	No	Yes	No	Yes
Firm $\times$ Merger FE	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Year-Quarter FE	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Adj. R-squared	0.753	0.908	0.789	0.839	0.692	0.785	0.664	0.738