BOARD CHARACTERISTICS AND CAPITAL STRUCTURE IN MALAYSIAN MARKET

By

AMIN ABDEL RAHMAN YOUSEF AUAI

MASTER OF SCIENCE IN FINANCE

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By

AMIN ABDEL RAHMAN YOUSEF AUAIS

UNIVERSITI UTARA MALAYSIA

JUNE 2012

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DECLARATION

I certify that the substance of this thesis has never been submitted for any degree and for any other qualifications.

I certify that any assistance received in preparing this thesis and all sources used have been acknowledged in this thesis.

AMIN ABDEL RAHMAN YOUSEF AUIS

808811

Othman Yeop Abdullah Graduate School of Business

Universiti Utara Malaysia

06010 Sintok

Kedah

June, 2012
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ABSTRACT

Using fifty nine construction companies listed in Bursa Malaysia in 2010, this study investigates the impact of selected board of directors' characteristics on the level of leverage in a firm. Debt to equity is used as a measure of leverage. The characteristics on the board of directors that we examine are board size, CEO duality, directors' ownership, and ethnicity of directors. We employ two variables (profitability, and firm size) to control the relationships:

Findings show a significant interpretation of capital structure decision by these factors as a whole. Specifically, the outputs of the regression that we run show negative and significant relationships between director ownership, ethnicity of directors, and profitability of firm, and size of firm.

While we find that duality role of the CEO as a chairman has a negative but insignificant relationship with leverage, our sample shows that the companies which had CEO duality are few compared to those which had separated roles between a CEO and a chairman. However, there is a positive and significant correlation between debt level in the companies and size of board of directors.
Acknowledgment

In the name of Allah, the Most Gracious and Most Merciful

First of all, I praise the almighty Allah, who has given me the opportunity to study abroad, and finish a new stage of my life successfully by doing this research. I thank Allah for all his blessings and guidance, which have provided me with strength to face all the tribulations and trials in completing this part of my life.

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Sincerely,

AMIN AUAIS ABEL RAHMAN AUAIS
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<tbody>
<tr>
<td>OECD</td>
<td>Organization for Economic Cooperation and Development</td>
</tr>
<tr>
<td>MBAM</td>
<td>the Master Builders Association Malaysia</td>
</tr>
<tr>
<td>CEO</td>
<td>Chief executive officer</td>
</tr>
<tr>
<td>MCCG</td>
<td>Malaysian Code of Corporate Governance</td>
</tr>
<tr>
<td>BOD</td>
<td>Board of directors</td>
</tr>
<tr>
<td>LP</td>
<td>Legal person</td>
</tr>
<tr>
<td>ROI</td>
<td>Return on investment</td>
</tr>
<tr>
<td>ROA</td>
<td>Return on assets</td>
</tr>
<tr>
<td>PBDIT</td>
<td>Profit before depreciation, interest, and taxes</td>
</tr>
<tr>
<td>UUM</td>
<td>Universiti Utara Malaysia</td>
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<tr>
<td>LEV</td>
<td>Leverage</td>
</tr>
<tr>
<td>BS</td>
<td>Board size</td>
</tr>
<tr>
<td>DL</td>
<td>CEO duality</td>
</tr>
<tr>
<td>MANGO</td>
<td>Managerial ownership</td>
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<td>SZ</td>
<td>Size of firm</td>
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CHAPTER ONE

1.0 Introduction

The choices to finance a firm are known as capital structure, and it remains a big debate. Since many years ago, many studies have tried to understand the factors that make managers prefer borrowing (taking up debt) rather than issuing new equities or the opposite, and many other researchers have tried to determine whether there is an optimum proportion of debt and equity. Capital structure theories have therefore been established to give an understanding of when and why firms tend to increase or decrease their debt, and what factors might have impacted the capital structure choice.

Studies and theories have discussed factors that have a touched impact on capital structure, due to the importance of capital structure for any firm, small it is or big, new or old.

Capital structure decision reflects how management is effectual, intelligent to exploit opportunities, and capable to carry out a company's business with the best way of financing. Furthermore, capital structure is important as a criterion of winnings and losses as well. Where we know that more debt leads to more risk, in conjunction with higher ability to avoid expenses.

Within the many factors that affect the capital structure, researchers have suggested corporate governance as an effective issue to affect the debt proportion in a company. The importance of corporate governance exists since the decision of capital structure is decided by management and directors, who corporate
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