

# Control and Voting Power in Shareholding Networks

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# Outline

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# Shareholding networks

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- networks of entities (firms, banks, individual owners, pension funds,...) linked by shareholding relationships;
- their structure;
- notion and measurement of control in such networks.

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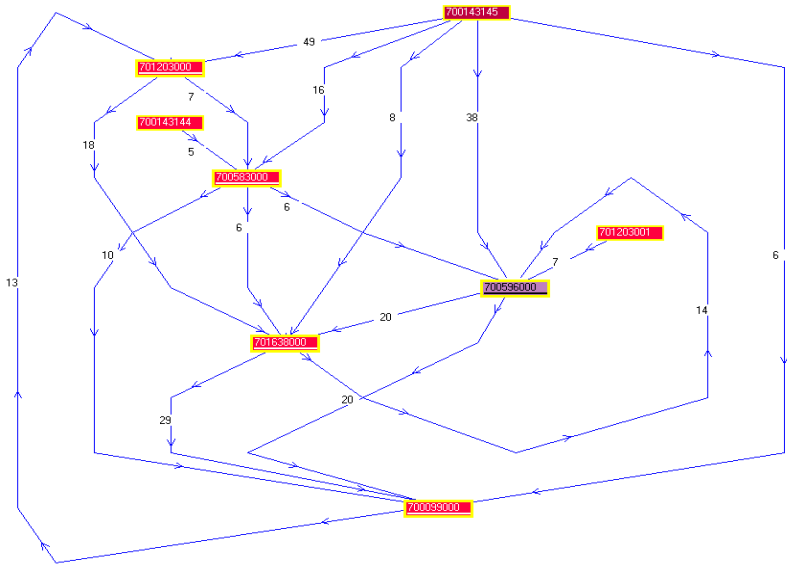
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## Example:





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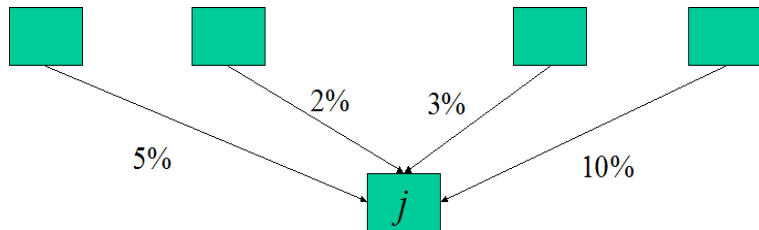
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## Outsider vs. insider system

### Outsider system:

- single layer of shareholders;
- dispersed ownership, high liquidity;
- transparent, open to takeovers;
- weak monitoring of management;
- typical of US and British stock markets.

### Example:



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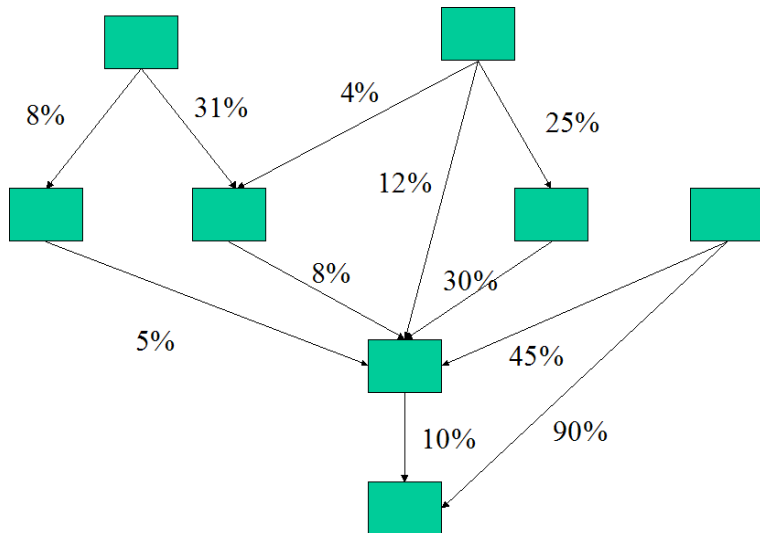
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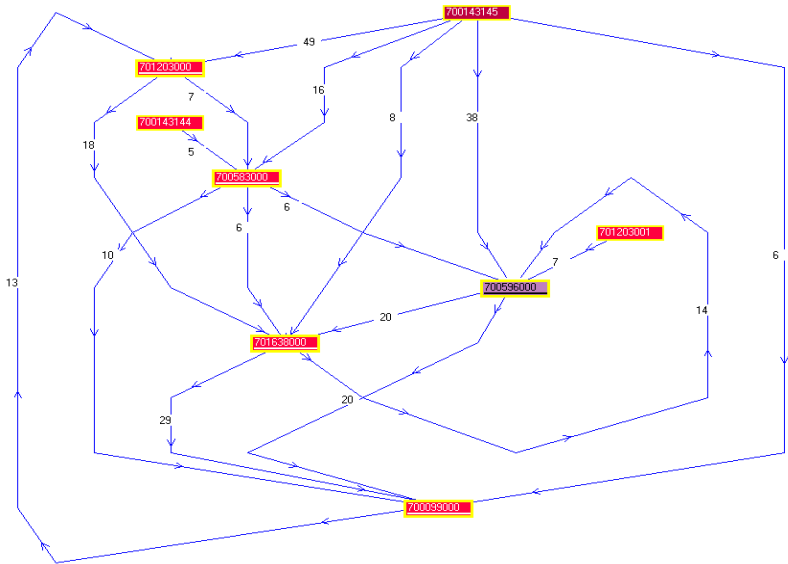
## Outsider vs. insider system

### Insider system:

- multiple layers of shareholders, possibly involving cycles
- concentrated ownership, low liquidity; controlling blocks
- strong monitoring of management
- typical of Continental Europe and Asia (Japan, South Korea, ...)

### Examples:







## Concentration patterns across countries

State	Ownership concentration <sup>1</sup>	Largest shareholder <sup>2</sup>
Belgium	63%	56%
France	52%	29%
Italy	68%	52%
UK	41%	15%
USA	30%	< 5%

Averages over large samples of quoted firms.

<sup>1</sup> Percentage of shares held by all disclosing shareholders (above 3-5%)

<sup>2</sup> Percentage of shares held by largest shareholder or block.

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- **Not** necessary to own more than 50% of the shares in order to control a firm.

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## Note:

- **Not** necessary to own more than 50% of the shares in order to control a firm.
- It has been argued that 20% to 30% are often sufficient.



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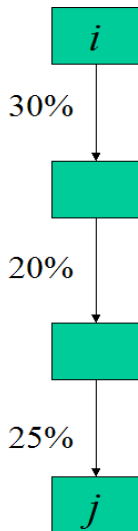
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Control:  
 $x = 20\%$

$i$  controls  $j$



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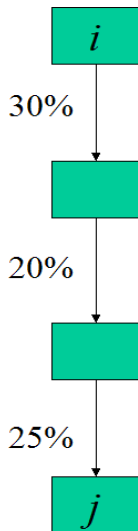
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Compare the following networks.



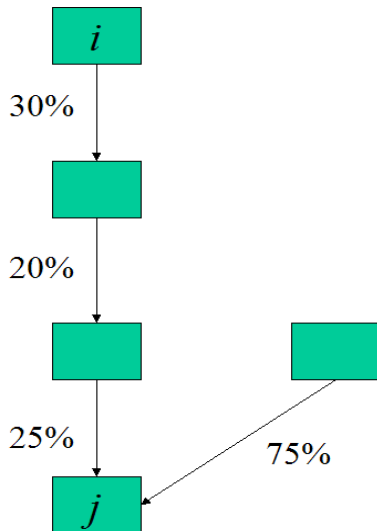
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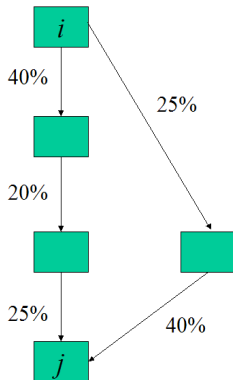
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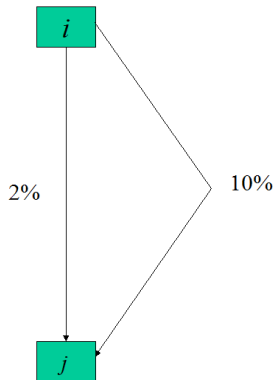
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## Example:

Direct  
ownership



Indirect  
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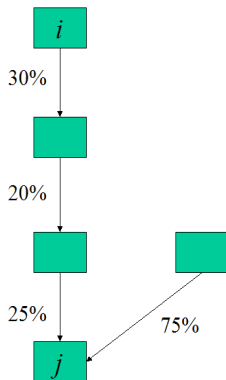
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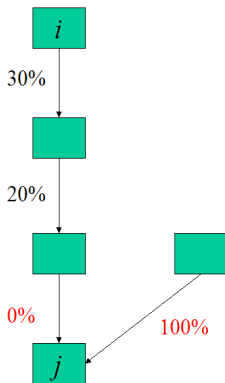
**Multiply the shareholdings along each path** of indirect ownership; add up over all paths.

## Weaknesses:

From the point of view of control, however, the following situations should be deemed equivalent:







# Measurement of control

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- Look at the shareholders of firm  $j$  as playing a **weighted majority game** whenever a decision is to be made by firm  $j$ .
- Identify the **level of control** of player  $i$  over  $j$  with the **Banzhaf power index** of  $i$  in this game.

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# Simple games

- A simple game is a monotonically increasing function  $v : 2^N \rightarrow \{0, 1\}$ , where  $N = \{1, 2, \dots, n\}$  is a finite set of players and  $2^N$  is the collection of subsets of  $N$ .
- Interpretation:  $v$  describes the voting rule which is adopted by the players when a decision is to be made.
- If  $S$  is a subset of players, then  $v(S)$  is the outcome of the voting process when all players in  $S$  say “Yes”.



## A complex example

- Players are members of the Senate, members of the House of Representatives, and the President of the USA.
- In order to be adopted, a bill must receive
  - (1) at least half of the votes in the House of Representatives and in the Senate, as well as the President's vote, or
  - (2) at least two thirds of the votes in the House of Representatives and in the Senate.

For each subset  $S$  of players, the rules indicate whether  $v(S) = 0$  or  $v(S) = 1$  (bill is either rejected or adopted), as the outcome of the voting process when all players in  $S$  say "Yes".

# Boolean digression

Link with Boolean functions:

a simple game can be viewed as a monotonically increasing **Boolean function** which associates a  $\{0, 1\}$  output with every  $N$ -dimensional vector of  $\{0, 1\}$  inputs (votes).

For instance,  $v(0, 1, 1, 0, 1, 0) = 1$ , etc.

## Weighted majority games

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## Weighted majority games

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- There is a voting threshold  $t$
- $v(S) = 1 \iff \sum_{i \in S} w_i > t$
- Typically,  $t = \frac{1}{2} \sum_{i \in S} w_i$  or  $t = \frac{2}{3} \sum_{i \in S} w_i$

Note that the previous example (USA) does not define a weighted majority game.

In Boolean jargon, a weighted majority game is called a **threshold function**.

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# Banzhaf index

- The **Banzhaf index**  $Z(k)$  of player  $k$  is the probability that, for a random voting pattern (uniformly distributed), the outcome of the game changes from 0 to 1 when player  $k$  changes her vote from 0 to 1.
- Or: probability that player  $k$  is a **swing player**.



## Example

- Member-states of the European Economic Community in 1958: Belgium, France, Germany, Italy, Luxembourg and The Netherlands.
- Council of Ministers: weighted majority decision rule.
- Voting weights: 4 for France, Germany and Italy, 2 for Belgium and The Netherlands, and 1 for Luxembourg.
- Needed: 12 votes to pass a resolution.

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Observe that Luxembourg had no voting power at all.  
The issue of each vote was always determined *regardless* of the vote by Luxembourg.

# Banzhaf index

- The Banzhaf index provides a measure of the influence or power of player  $k$  in a voting game. (J. Banzhaf, Rutgers Law Review 1965.)
- The index is related to, but different from the Shapley-Shubik index.

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$$Z_v(k) = \frac{1}{2^{n-1}} \cdot \sum_{k \in T \subseteq N} (v(T) - v(T \setminus \{k\}))$$

Note:  $v(T) - v(T \setminus \{k\}) = 1$  iff  $v(T) = 1$  and  $v(T \setminus \{k\}) = 0$  (that is:  $T$  wins, but  $T \setminus \{k\}$  loses).

## Boolean digression

Link with Boolean functions:

While attempting to characterize Boolean threshold functions, Chow (1961) has introduced  $(n + 1)$  parameters associated with a Boolean function  $f(x_1, x_2, \dots, x_n)$ :

$$(\omega_1, \omega_2, \dots, \omega_n, \omega)$$

where

- $\omega$  is the number of “ones” of  $f$
- $\omega_k$  is the number of “ones” of  $f$  where  $x_k = 1$ .

## Boolean digression

$\omega_k$  is the number of “ones” of  $f$  where  $x_k = 1$

$\implies \omega_k/2^{n-1} = \text{probability that } f = 1 \text{ when } x_k = 1.$

Can be interpreted as a measure of the *importance* or the *influence* of variable  $k$  over  $f$ .

Can be shown that Banzhaf indices are simple transformations of the Chow parameters:

$$Z(k) = (2\omega_k - \omega)/2^{n-1}.$$

Similar indices in reliability theory.

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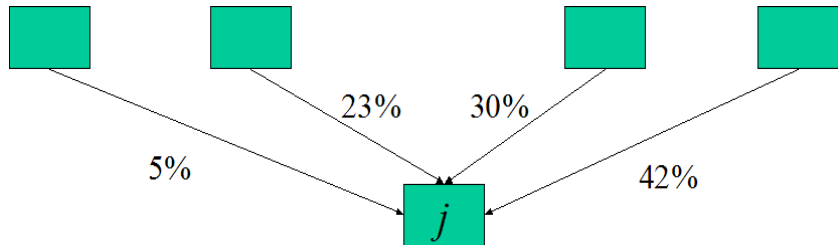
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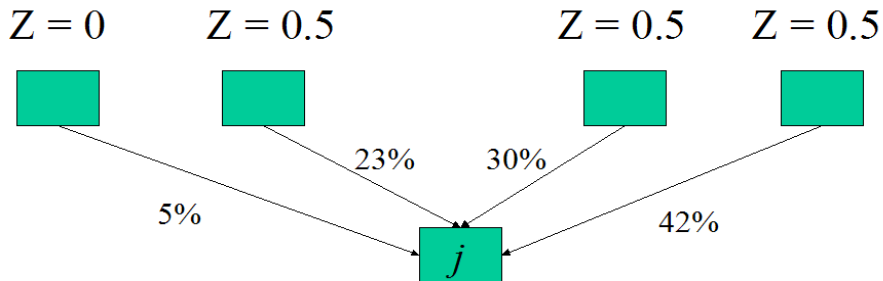
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## Shareholders' voting game

- Look at the shareholders of firm  $j$  as playing a weighted majority game (with quota 50%) whenever a decision is to be made by firm  $j$
- In this model, the level of control of firm  $i$  over firm  $j$  can be measured by the Banzhaf index  $Z(i, j)$  in the game
- Note:  $Z(i, j)$  is equal to 1 if firm  $i$  owns more than 50% of the shares of  $j$
- Note: More generally,  $Z(i, j)$  is not proportional to the shareholdings  $w(i, j)$ .





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- In this case, computing Banzhaf indices is already NP-hard, but...
- Banzhaf indices can be “efficiently” computed by dynamic programming (pseudo-polynomial algo)

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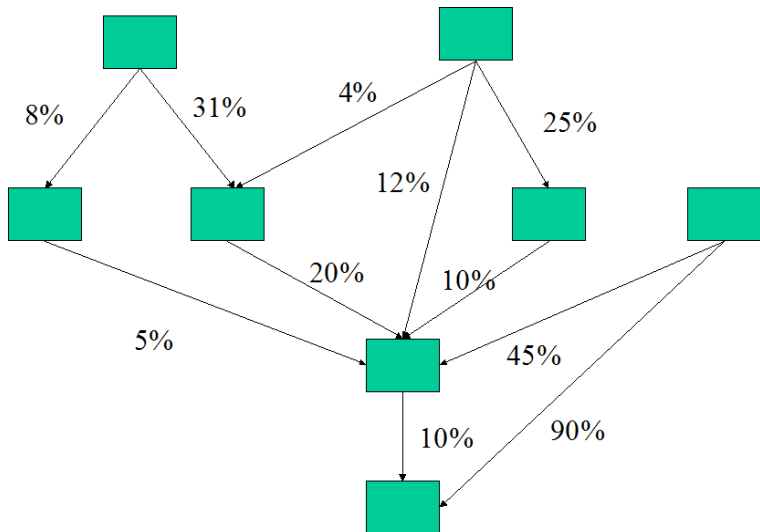
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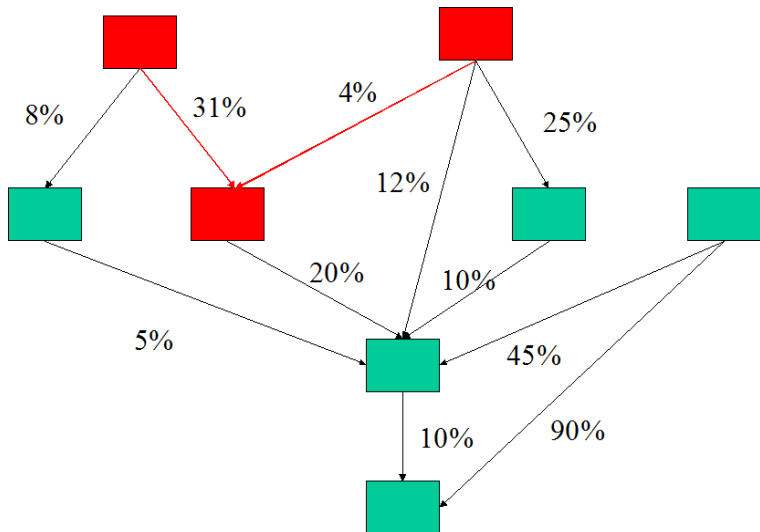
# Multilayered networks

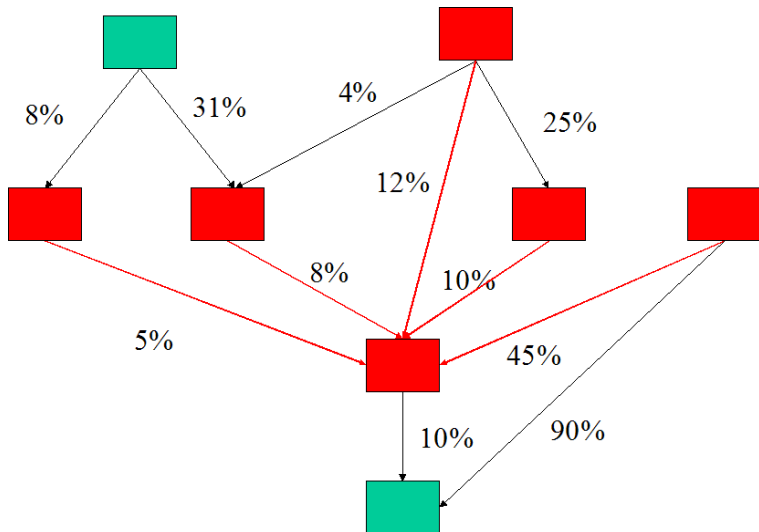
We extend previous studies in several ways:

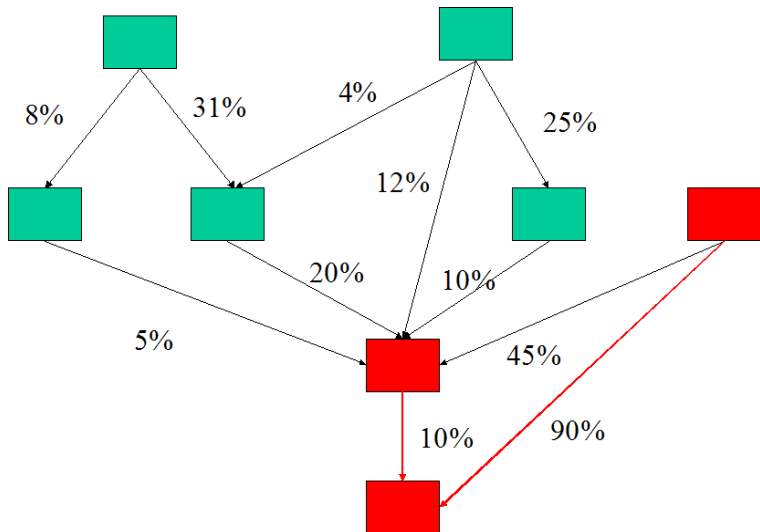
- look at **multilayered** networks as defining compound games, i.e., compositions of weighted majority games.











# Preprocessing

- **preprocess** large networks by identifying all firms which can influence a given target (for all targets, in succession), determining the tree structure and the strongly connected components of the network rooted at the target, and eliminating firms which are fully controlled.

# Monte Carlo Simulation

- Note that

$$Z_k = \frac{1}{2^{n-1}} \cdot \sum_{k \in T \subseteq N} (v(T) - v(T \setminus \{k\}))$$

is the expected value of  $(v(T) - v(T \setminus \{k\}))$  when  $T$  is drawn uniformly at random.

- Handle large networks by **simulating votes** to estimate this expected value.

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- Modeling: if a large number of small players hold together a fraction  $f$  of the votes, and each of them holds  $w$  votes, then their global vote is approximated by a normally distributed random variable with mean  $f/2$  and variance  $fw/4$ . This can be used in the simulation model.



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- Question: can we account for the float in a more efficient way?

# Cycles

- Handle **cycles** by generating iterated sequences of votes (looking for “fixed point” patterns, or sampling from the resulting distribution)
- We return later to this issue.

## Computational experiments

Integrated computer code:

- takes as input a database of shareholdings
- returns the Banzhaf indices of ultimate shareholders for every firm
- first approach allowing to handle large corporate networks in a systematic fashion

# Applications

Stock exchanges: Paris, London, Seoul, Kuala Lumpur

- automatic identification of corporate groups (groups of firms controlled by a same firm)
- use of control indices in econometric models of financial performance
- computation of market liquidity indices

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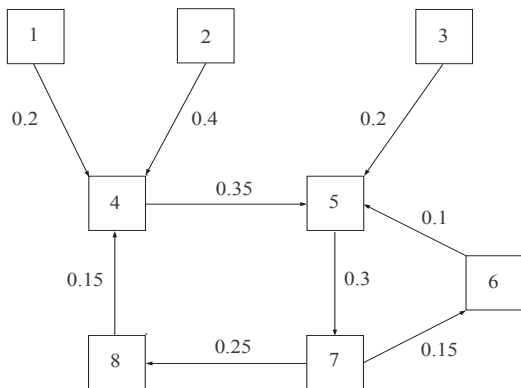
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## The problem with the float. . .

- The shareholders' game is not deterministic. Some of the players are not modeled like Bernoulli players.
- Can we extend the definition of the Banzhaf index in this case?



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Very few attempts at modeling cycles in shareholders' games

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  - assume the propagation of a power index proportionally to the voting weights

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  - assume the propagation of a power index proportionally to the voting weights
  - rather ad hoc model?

## Earlier attempts

Very few attempts at modeling cycles in shareholders' games

- Gambarelli and Owen (1994): consistent reduction of cycles
  - “ultimate shareholders” cannot be involved in cycles
  - the consistent reduction is not unique
  - the procedure is computationally expensive.

Somewhat different framework:

- Hu and Shapley (2003): equilibrium authority distribution
  - assume the propagation of a power index proportionally to the voting weights
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No account for the float

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  - (2) or when the players in  $T$  are drawn randomly.

Note: under assumption (2), the Banzhaf index of shareholder  $k$  in the game  $v_j$  is

$$Z_v(k) = \text{Prob}(v_j(T \cup k) - v_j(T) = 1)$$

where  $T$  is a random uniform subset of the shareholders of  $j$ .

## New attempt: float

The same definition

$$Z_v(k) = \text{Prob} (v_j(T \cup k) - v_j(T) = 1)$$

can be used more generally when we view  $v_j(X)$  as a random game; e.g., when the float votes randomly.

Note that equivalently, the Banzhaf index of shareholder  $k$  in the game  $v_j$  is

$$Z_v(k) = \text{Prob} (v_j(X \vee e_k) - v_j(X) = 1),$$

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## New attempt: cycles

We would like to interpret again the definition

$$Z_v(k) = \text{Prob} (v_j(\mathbf{X} \vee \mathbf{e}_k) - v_j(\mathbf{X}) = 1) ,$$

in the presence of cycles.

## New attempt: cycles

Behavior of firms under the influence of their shareholders:  
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### Updating rule

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When  $v_j$  is random (e.g., because the float votes randomly), this model defines a Markov chain with state space  $\{0, 1\}^N$  and with transition matrix  $P(X, Y)$ , where

$$P(X, Y) = \prod_{j=1}^N \text{Prob}(v_j(X) = y_j).$$

## New attempt: cycles

If the network is acyclic and there is no float, then:

- the Markov chain converges to a **unique distribution of votes**  $u(X)$  for each initial distribution of votes  $X$  (as in the straightforward simple game model).

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- For each firm  $j$ ,  $u_j(X)$  can be viewed as a simple game.
- As before, the Banzhaf index of player  $k$  in  $u_j$  is

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These define a probabilistic simple game  $u_j$  for each player  $j$ : for a vector  $X \in \{0, 1\}^N$  (initial votes of all firms),

$$\text{Prob}(u_j(X) = 1) = \sum \{q(Y, X) \mid y_j = 1\}$$

(long-term probability that node  $j$  take value 1).

## New attempt: cycles

Define again the Banzhaf index of player  $k$  in the game  $u_j$  as

$$\text{Prob} (u_j(X \vee e_k) - u_j(X) = 1) ,$$

where  $X$  is a random uniform vector on  $\{0, 1\}^N$ .

## Main result

The above definition extends the definition of the Banzhaf index in the case of cyclic networks with float.

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In an acyclic shareholding network  $G$  (with or without float), the long-run probabilities exist and the Banzhaf index is well defined.

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The above definition extends the definition of the Banzhaf index in the case of cyclic networks with float.

### Proposition

In an acyclic shareholding network  $G$  (with or without float), the long-run probabilities exist and the Banzhaf index is well defined.

### Note:

Acyclicity of  $G$  is a sufficient condition, but it is not necessary for the index to be well defined.

## More details and sufficient conditions

- $\{0, 1\}^N$  can be partitioned into  $T \cup C_1 \cup \dots \cup C_s$ , where  $C_1, \dots, C_s$  are the **irreducible** classes of the Markov chain.

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### Proposition

$\lim_{m \rightarrow \infty} p(C_i, X, m)$  exists for each irreducible class  $C_i$  and for each initial state  $X$ .



## Sufficient conditions

Note:  $\lim_{m \rightarrow \infty} p(Y, X, m)$  does not necessarily exist for each  $X$  and  $Y$ .

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If each irreducible class  $C_i$  is aperiodic, then  $\lim_{m \rightarrow \infty} p(Y, X, m)$  exists for each pair of states  $X$  and  $Y$ .

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### Proposition

If the shareholders' network  $G$  is acyclic, then the irreducible classes  $C_i$  are aperiodic.

Acyclicity of  $G$  is a sufficient condition, but it is not necessary.

# Summary

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- Such indices can be efficiently computed, even for real-world large-size networks.
- Interesting theoretical questions emerge in connection with cyclic and stochastic voting networks.
- Interesting links with Boolean functions.

## Outlook

This work is in progress.

Open questions:

- Links among various models: this one, Hu-Shapley, Gambarelli-Owen, recent work by Grabisch, Rusinowska, De Swart et al., Van den Brink and Steffen, etc.



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- Which shareholding networks give rise to aperiodic Markov chains?
- Extensions to other power indices.

## For Further Reading I

-  Y. Crama and L. Leruth, Control and voting power in corporate networks: Concepts and computational aspects, *European Journal of Operational Research* 178 (2007) 879–893.
-  G. Gambarelli and G. Owen G., Indirect control of corporations, *International Journal of Game Theory* 23 (1994) 287–302.
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## For Further Reading II

-  X. Hu X and L.S. Shapley, On authority distributions in organizations: *Control, Games and Economic Behavior* 45 (2003) 153–170.
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