

# The Bond-Loan Spread

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# Firm Financing

- ▶ Firms financing sources are at the core of Macro-Finance research
- ▶ Yet, we have limited **granular** empirical evidence on prices and quantities
- ▶ **New security-level** database of US firms financing with bank **loans** and **bonds**

# Firm Financing

- ▶ Firms financing sources are at the core of Macro-Finance research
  - ▶ Yet, we have limited **granular** empirical evidence on prices and quantities
  - ▶ **New security-level** database of US firms financing with bank **loans** and **bonds**
1. Why and when do firms finance with loans and/or bonds?
  2. How does the financing choice depend on firm characteristics?
  3. What are the aggregate implications?

# The Bond-Loan Spread

- ▶ Bank loans are about 200 basis points cheaper than corporate bonds
- ▶ Loans tend to be collateralized while bonds tend to be unsecured
- ▶ This Bond-Loan spread is increasing in the default probability
- ▶ Bond issuers have: more assets, higher leverage, more intangibles

# A Macro-Finance Model of the Bond-Loan Spread

- ▶ **Dynamic corporate finance model**
  - ▶ Secured debt, subject to a collateral constraint
  - ▶ Unsecured debt
  - ▶ Equilibrium default

# A Macro-Finance Model of the Bond-Loan Spread

- ▶ **Dynamic corporate finance model**
  - ▶ Secured debt, subject to a collateral constraint
  - ▶ Unsecured debt
  - ▶ Equilibrium default
- ▶ **Quantitative results**
  - ▶ The model can explain the bond-loan spread
  - ▶ Counterfactual assessment of costs and benefits of unsecured debt markets:
    - ▶ Benefits: ex-post insurance
    - ▶ Costs: ex-ante lack of commitment hurts borrowers in the secured market

# Empirical Analysis

# Bonds & Loans

- ▶ Security-level panel (i.e, at the loan and bond level) with firm financial data

- ▶ Loans

- ▶ Loan and firm financial data from the [FR Y-14Q](#), H.1 schedule, 2013Q1-2022Q4
- ▶ Data from the largest 33 banks  
Banks with more than \$50 (\$100) billion in total consolidated assets in 2013-2019 (2019-2022)
- ▶ Loan facilities with committed exposures of \$1 million or more

- ▶ Bonds

- ▶ Bond data from the Mergent Fixed Income Securities Database (FISD)

- ▶ Firm-level panel with: (i) aggregate balance sheet, (ii) individual securities

▷ Defining Firms

▷ Sample Selection



## Bond-Loan Spread

$$R_{f,t,s} = \alpha_{f,t} + \gamma \mathbb{I}(\text{security}_{f,t,s} = \text{loan}) + \Gamma X_{f,t,s} + \varepsilon_{f,t,s}$$

- ▶  $R_{f,t,s}$  is the interest rate paid by firm  $f$  in quarter  $t$  on security  $s$
- ▶  $\alpha_{f,t}$  is a firm-quarter fixed effect
- ▶ Bond-Loan spread  $\gamma$ : difference in interest rate of loans relative to bonds
- ▶  $X_{f,t,s}$  controls: maturity, amount, collateral, default probability

# The Bond-Loan Spread

	(1)
Maturity	4.7528*** (0.024)
Amount	-0.0029*** (0.000)
Loan	-208.1245*** (0.528)
Constant	493.4904*** (0.586)
Observations	3,001,118
Adjusted $R^2$	0.626
Firm-Time FE	Yes

# The Bond-Loan Spread

	(1)	(2)
Maturity	4.7528*** (0.024)	4.7301*** (0.024)
Amount	-0.0029*** (0.000)	-0.0028*** (0.000)
Loan	-208.1245*** (0.528)	-216.1415*** (0.533)
Collateral Share		14.1530*** (0.256)
Constant	493.4904*** (0.586)	491.5268*** (0.589)
Observations	3,001,118	3,001,118
Adjusted $R^2$	0.626	0.627
Firm-Time FE	Yes	Yes

# The Bond-Loan Spread

	(1)	(2)	(3)
Maturity	4.7528*** (0.024)	4.7301*** (0.024)	4.2357*** (0.020)
Amount	-0.0029*** (0.000)	-0.0028*** (0.000)	-0.0023*** (0.000)
Loan	-208.1245*** (0.528)	-216.1415*** (0.533)	-199.0460*** (0.476)
Collateral Share		14.1530*** (0.256)	
Default Probability			97.4141*** (0.943)
Constant	493.4904*** (0.586)	491.5268*** (0.589)	505.2322*** (0.549)
Observations	3,001,118	3,001,118	4,234,959
Adjusted $R^2$	0.626	0.627	0.657
Firm-Time FE	Yes	Yes	No
Firm FE	No	No	Yes
Time FE	No	No	Yes

# The Bond-Loan Spread

	(1)	(2)	(3)	(4)
Maturity	4.7528*** (0.024)	4.7301*** (0.024)	4.2357*** (0.020)	4.2161*** (0.020)
Amount	-0.0029*** (0.000)	-0.0028*** (0.000)	-0.0023*** (0.000)	-0.0023*** (0.000)
Loan	-208.1245*** (0.528)	-216.1415*** (0.533)	-199.0460*** (0.476)	-205.5836*** (0.478)
Collateral Share		14.1530*** (0.256)		11.6811*** (0.202)
Default Probability			97.4141*** (0.943)	97.5033*** (0.944)
Constant	493.4904*** (0.586)	491.5268*** (0.589)	505.2322*** (0.549)	502.9894*** (0.552)
Observations	3,001,118	3,001,118	4,234,959	4,234,959
Adjusted $R^2$	0.626	0.627	0.657	0.658
Firm-Time FE	Yes	Yes	No	No
Firm FE	No	No	Yes	Yes
Time FE	No	No	Yes	Yes

# The Default Elasticity of the Bond-Loan Spread

- ▶ Loans are cheaper than bonds
- ▶ How does this spread varies with risk?
- ▶ Banks report the [default probability](#)
- ▶ Do riskier firms have larger spreads?

# The Default Elasticity of the Bond-Loan Spread

	(1)
Default probability	All
Maturity	4.2357*** (0.020)
Amount	-0.0023*** (0.000)
Loan	-199.0460*** (0.476)
Default Probability	97.4141*** (0.943)
Constant	505.2322*** (0.549)
Observations	4,234,959
Adjusted $R^2$	0.657
Firm-Time FE	No
Firm FE	Yes
Time FE	Yes

## The Default Elasticity of the Bond-Loan Spread

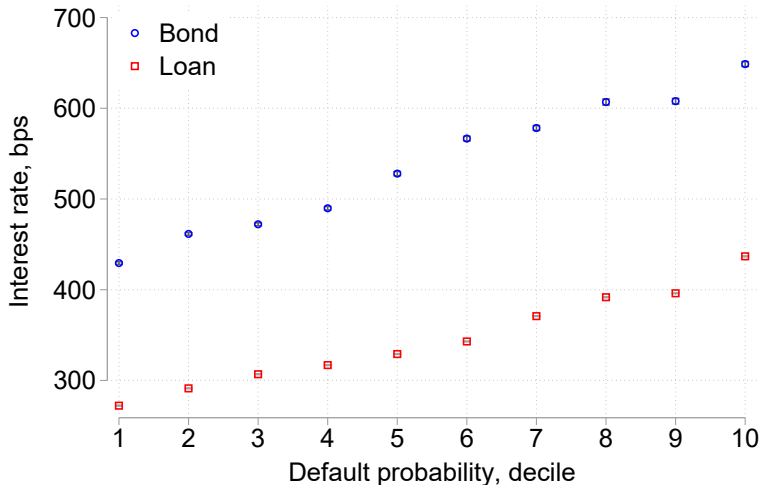
	(1)	(2)
Default probability	All	Below p10
Maturity	4.2357*** (0.020)	6.7166*** (0.068)
Amount	-0.0023*** (0.000)	-0.0363*** (0.005)
Loan	-199.0460*** (0.476)	-124.0336*** (3.127)
Default Probability	97.4141*** (0.943)	
Constant	505.2322*** (0.549)	343.1024*** (3.672)
Observations	4,234,959	248,466
Adjusted $R^2$	0.657	0.541
Firm-Time FE	No	Yes
Firm FE	Yes	No
Time FE	Yes	No



## The Default Elasticity of the Bond-Loan Spread

	(1)	(2)	(3)
Default probability	All	Below p10	Above p90
Maturity	4.2357*** (0.020)	6.7166*** (0.068)	3.7603*** (0.059)
Amount	-0.0023*** (0.000)	-0.0363*** (0.005)	-0.0006*** (0.000)
Loan	-199.0460*** (0.476)	-124.0336*** (3.127)	-301.9200*** (1.257)
Default Probability	97.4141*** (0.943)		
Constant	505.2322*** (0.549)	343.1024*** (3.672)	613.2469*** (1.326)
Observations	4,234,959	248,466	730,199
Adjusted $R^2$	0.657	0.541	0.701
Firm-Time FE	No	Yes	Yes
Firm FE	Yes	No	No
Time FE	Yes	No	No

## The Default Elasticity of the Bond-Loan Spreads



## Robustness & Additional Empirical Results

- ▶ At origination date ▶ [Detail](#)
- ▶ Loan types: credit lines and syndicated loans ▶ [Detail](#)
- ▶ Bond types ▶ [Detail](#)
- ▶ Interest rate spreads ▶ [Detail](#)
- ▶ Only secured loans and unsecured bonds ▶ [Detail](#)
- ▶ Firm characteristics ▶ [Detail](#)
- ▶ Which firms issue bonds? ▶ [Detail](#)

Macro-Finance Model: Secured and Unsecured Debt

# Macro-Finance Model: Secured and Unsecured Debt

- ▶ Standard firm dynamic investment problem
- ▶ Standard elements: Capital adjustment costs, equity issuance costs
- ▶ **New:** Borrowing in **secured** and **unsecured** debt markets with equilibrium default

# Production and Investment

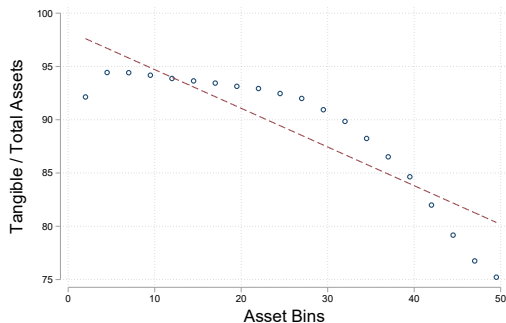
- Static profits

$$\pi(z, k) = \max_n \quad zk^\alpha n^\eta - wn - \gamma$$

- Standard capital accumulation with convex adjustment costs:

$$k' = (1 - \delta)k + i$$
$$\mathcal{A}^K(k', k) = \frac{\zeta}{2} \left( \frac{k' - k}{k} \right)^2 k$$

# Larger firms have a larger share of intangible capital



- Tangible and intangible capital

$$k = k^T + k^I$$

- Reduced-form level of intangibles  
(best fit of the data)

$$\frac{k^T}{k} = \min \{ \max \{ \beta_0 - \beta_1 \log k, 0 \}, 1 \}$$

## Secured Debt

- ▶ Secured debt, called loans  $l'$ , subject to collateral constraint

$$l' \leq \phi_l k^{T'}$$

- ▶ The price schedule for loans is

$$q^l(z, k', l', b') = \frac{\mathcal{P}(z, k', l', b')}{1+r} + \frac{1 - \mathcal{P}(z, k', l', b')}{1+r} \psi^l \frac{\min\{k^{T'}, l'\}}{l'}$$

where  $\mathcal{P}$  is the repayment probability,  $r$  is the lender's risk-free interest rate, and  $\psi^l$  captures the recovery given default.



# Unsecured Debt

- ▶ Unsecured debt, called bonds  $b'$
- ▶ Secured debt (loans,  $l'$ ) has priority over unsecured debt (bonds,  $b'$ )
- ▶ The price schedule for bonds is

$$q^b(z, k', l', b') = \frac{\mathcal{P}(z, k', l', b')}{1+r} + \frac{1 - \mathcal{P}(z, k', l', b')}{1+r} \psi^b \frac{\min \left\{ \max \left\{ k^{T'} - l', 0 \right\}, b' \right\}}{b'}$$

where  $\psi^b$  captures the recovery given default.

## Costly Equity Issuance

- ▶ Let  $div$  denote firm dividends:

$$div = \pi(z, k) + (1 - \delta)k - k' - \mathcal{A}^K(k', k) - l + q^l(z, k', b', l')l' - b + q^b(z, k', b', l')b'$$

- ▶ Firms with negative dividends are subject to convex equity issuance costs  
(Hennessy Whited 07)

$$\mathcal{A}^D(div) = \frac{\xi}{2} \max\{-div, 0\}$$

## Default

- ▶ Firm decides to repay its debt obligations or default:

$$V(z, k, l, b, \varepsilon^P, \varepsilon^D) = \max \left\{ V^P(z, k, l, b) + \varepsilon^P, V^D(z, k, l, b) + \varepsilon^D \right\}$$

where  $V^P$  is the value of repayment and  $V^D$  is the value of default,  $V^D = 0$

- ▶  $\varepsilon$  are i.i.d. extreme-value preference shocks, with scale parameter  $\kappa$
- ▶ Repayment probability

$$\mathcal{P}(z, k, l, b) = \frac{\exp[V^P(z, k, l, b)/\kappa]}{1 + \exp[V^P(z, k, l, b)/\kappa]}$$

- ▶ Expectation with respect to the extreme-value shocks

$$\mathcal{V}(z, k, l, b) \equiv \mathbb{E}_{\varepsilon}[V(z, k, l, b, \varepsilon^P, \varepsilon^D)] = \kappa \log\{1 + \exp[V^P(z, k, l, b)/\kappa]\}$$

## Firms' Problem

$$V(z, k, l, b) = \max_{k', l', b'} \text{div} - \mathcal{A}^D(\text{div}) + \beta \mathbb{E} [\mathcal{V}(z', k', l', b')]$$

subject to

$$\begin{aligned} \text{div} &= \pi(z, k) + (1 - \delta)k - k' + \mathcal{A}^k(k', k) \\ &\quad - l - b + q^l(z, k', l', b')l' + q^b(z, k', l', b')b' \\ l' &\leq \phi_l k^{T'} \end{aligned}$$

# The Bond-Loan Spread

- ▶ Assume that loans have higher recovery given default,  $\psi^l \geq \psi^b$
- ▶ Result: Bonds are more expensive than loans

$$q^b(z, k', b', l') < q^l(z, k', b', l')$$

- ▶ Qualitatively: the model generates a positive bond-loan spread
- ▶ Next: Evaluate the quantitative relevance

# Pecking Order

- ▶ Pecking order: Let total debt be  $d = l + b$

$$l = \min \left\{ \phi_l k^T, d \right\}$$

$$b = \max \{0, d - l\}$$

- ▶ First borrow in **loans**
- ▶ Only issue **bonds** if collateral constraint is binding
- ▶ Only need  $d$  as state variable!

# Quantitative Evaluation

## Preliminary calibration

Description	Parameter	Value	Source/Target
External			
Capital share	$\alpha$	0.3000	Standard
Labor share	$\eta$	0.6000	Standard
Depreciation rate	$\delta$	0.1200	Standard
Wage	$w$	1.0000	Normalization
Capital adjustment costs	$\zeta$	2.0000	Cooper Haltiwanger 2006
Equity issuance cost	$\xi$	0.3900	Hennessy Whited 2007
Interest rate	$r$	0.0400	Standard
Productivity, persistence	$\rho_z$	0.9500	Standard
Productivity, volatility	$\sigma_z$	0.1500	Standard
Recovery given default, loans	$\psi_I$	0.6895	Y14 Data
Recovery given default, bonds	$\psi_B$	0.0000	Normalization
Preference shocks, scale	$\kappa$	0.0500	Normalization
Internal			
Average productivity	$\bar{z}$	0.9452	Mean capital
Discount factor	$\beta$	0.8921	Leverage
Fixed costs	$\gamma$	0.0108	Default probability
Collateral constraint	$\phi_I$	1.1598	Loan to tangible capital



## Model vs Data

	Model
<i>Target</i>	
Mean capital	0.91
Mean leverage	0.52
Mean default probability	0.06
Mean loan to tangible capital	0.47
<i>Non-Target</i>	
Mean tangible share	0.84
Mean Bond-Loan spread, bps	389

- ▶ The model over-predicts the bond-loan spreads
- ▶ Additional forces may mitigate it

## Counterfactual: Unsecured Debt

**Is unsecured debt good or bad?**

- ▶ Ex-ante: Lack of commitment
- ▶ Ex-post: Extra borrowing
- ▶ Second-best

## Counterfactual: Unsecured Debt

### Is unsecured debt good or bad?

- ▶ Ex-ante: Lack of commitment
- ▶ Ex-post: Extra borrowing
- ▶ Second-best

	With	Without
Capital	0.91	1.24
Leverage	0.52	0.44
Default probability	0.06	0.05
Loan to tangible capital	0.47	0.55
Tangible share	0.84	0.83
Market capitalization	0.79	1.12

### Without unsecured debt markets:

- ▶ Lower leverage and default
- ▶ Higher market capitalization and capital

# Conclusion

- ▶ New security-level database of US firms issuing both bank loans and bonds
- ▶ Loans are, on average, 208 basis points cheaper than bonds
- ▶ Macro-Finance Model of Bond-Loan Spread with secured and unsecured debt
- ▶ The model can explain the bond-loan spread
- ▶ Counterfactual assessment of costs and benefits of unsecured debt markets

# Appendix

Data

## Sample Selection

- ▶ Keep bonds/loans with U.S. location and USD/missing currency
- ▶ Drop bonds/loans with NAICS 52, 92, 5312, 551111, or missing
- ▶ Drop loans that are classified as municipal or foreign
- ▶ Drop loans with current date after maturity date or before origination date
- ▶ Drop loans with utilized exposure negative, committed exposure negative or zero, or utilized exposure greater than committed exposure
- ▶ Drop loans with negative total assets, liabilities, short term debt, long term debt, or cash marketable securities
- ▶ Drop loans if total debt is greater than total liabilities or cash marketable securities are greater than total assets
- ▶ Drop bonds that are convertible
- ▶ Keep bonds for which we have a firm match in the Y-14

## Defining a Firm

- ▶ Start with defining a firm by TIN in Y-14
- ▶ We use S&P's Business Entity Cross Reference Service (BECRS)
  - ▶ Create a list of ultimate parents
  - ▶ Each CUSIP associated with ultimate parent in given quarter is one firm
  - ▶ Merge to FISD and Y14 using CUSIP
- ▶ In Y-14, firm grouped by TIN if unmatched
- ▶ In FISD, keep only if matched

▷ [Back](#)



## Tangible Capital

- ▶ For any observation of tangible or total assets that is zero, we change the observation to missing.
- ▶ We then winsorize tangible and total assets at the .05% level.
- ▶ We generate the tangible share of assets,  $k^T/k$ , as tangible assets over total assets.
- ▶ We change to missing any values of  $k^T/k$  that are less than zero or greater than 100.
- ▶ For each quarter, we calculate the mean of total assets.
- ▶ We then normalize total assets using the values from the previous step.
- ▶ We then take the log of the normalized total assets
- ▶ We then regress  $k^T/k$  on a constant using a quarter fixed effect. We subtract the fixed effect from  $k^T/k$  to create a “clean”  $k^T/k$
- ▶ Finally, we regress the “clean”  $k^T/k$  on the log normalized total assets.

# Tangible Capital

Table 1: Tangible Capital

	(1)
log(TotalAssets)	-2.5368*** (0.013)
Constant	79.8168*** (0.058)
Observations	626126
Adjusted $R^2$	0.087
Standard errors in parentheses	

## At Origination

	(1)	(2)	(3)	(4)
Maturity	2.4333*** (0.101)	2.3883*** (0.101)	1.7683*** (0.092)	1.6844*** (0.092)
Amount	-0.0011*** (0.000)	-0.0011*** (0.000)	-0.0008*** (0.000)	-0.0008*** (0.000)
Loan	-140.2879*** (3.132)	-145.6905*** (3.151)	-121.4976*** (2.340)	-129.1849*** (2.351)
Collateral Share		9.3692*** (0.958)		13.8665*** (0.777)
Default Probability			198.1029*** (6.815)	197.9445*** (6.812)
Constant	449.8341*** (3.191)	448.8885*** (3.203)	446.8119*** (2.509)	444.7404*** (2.523)
Observations	153279	153279	202825	202825
Adjusted $R^2$	0.758	0.758	0.648	0.649
Firm-Time FE	Yes	Yes	No	No
Firm FE	No	No	Yes	Yes
Time FE	No	No	Yes	Yes

# Loan Type

	(1)	(2)	(3)
Loan	-205.5836*** (0.478)		
Term Loan		-197.4364*** (0.486)	
Credit Line		-216.1840*** (0.477)	
Non-syndicated			-191.1850*** (0.527)
Syndicated			-215.5527*** (0.472)
Constant	502.9894*** (0.552)	502.4497*** (0.550)	495.7205*** (0.564)
Maturity	4.2161*** (0.020)	4.2396*** (0.020)	4.2346*** (0.020)
Amount	-0.0023*** (0.000)	-0.0022*** (0.000)	-0.0020*** (0.000)
Default Probability	97.5033*** (0.944)	97.5788*** (0.944)	98.0871*** (0.948)
Collateral Share	11.6811*** (0.202)	11.6417*** (0.201)	9.8471*** (0.202)
Observations	4234959	4234959	4234959
Adjusted $R^2$	0.658	0.659	0.659
Firm-Time FE	No	No	No
Firm FE	Yes	Yes	Yes
Time FE	Yes	Yes	Yes

## Bond Type

Callable	21519	-266.85 (1.18)	-66.86 (1.13)
Putable	412	-206.25 (.48)	-81.08 (2.6)
Asset Backed	212	-204.8 (.48)	97.18 (3.63)
Covenants	15956	-242.88 (.71)	-53.02 (.71)
Rule 144a	6817	-186.15 (.53)	60.53 (.73)
Total	25375		

## Interest Rate Spread

	(1)	(2)	(3)	(4)
Maturity	1.2685*** (0.023)	1.2282*** (0.023)	1.1494*** (0.020)	1.1124*** (0.020)
Amount	-0.0031*** (0.000)	-0.0030*** (0.000)	-0.0023*** (0.000)	-0.0023*** (0.000)
Loan	-202.0841*** (0.552)	-214.8617*** (0.562)	-194.2999*** (0.498)	-205.4690*** (0.504)
Collateral Share		23.0201*** (0.284)		20.2783*** (0.224)
Default Probability			104.6384*** (1.025)	104.7486*** (1.026)
Constant	361.4243*** (0.597)	358.1706*** (0.600)	365.6466*** (0.560)	361.7331*** (0.563)
Observations	3059549	3059549	4298093	4298093
Adjusted $R^2$	0.536	0.538	0.591	0.592
Firm-Time FE	Yes	Yes	No	No
Firm FE	No	No	Yes	Yes
Time FE	No	No	Yes	Yes

# First-Lien Senior Loans and Senior Bonds

	(1)	(2)	(3)	(4)
Maturity	4.6992*** (0.027)	4.7004*** (0.027)	4.1366*** (0.022)	4.1383*** (0.022)
Amount	-0.0041*** (0.001)	-0.0041*** (0.001)	-0.0032*** (0.001)	-0.0032*** (0.001)
Loan	-183.8354*** (0.704)	-175.9216*** (0.794)	-172.1142*** (0.616)	-163.7405*** (0.693)
Collateral Share		-8.8746*** (0.453)		-9.5330*** (0.384)
Default Probability			92.7939*** (0.974)	92.7076*** (0.974)
Constant	480.7625*** (0.754)	481.1134*** (0.756)	488.6644*** (0.681)	489.2799*** (0.683)
Observations	2319895	2319895	3475760	3475760
Adjusted $R^2$	0.616	0.616	0.656	0.656
Firm-Time FE	Yes	Yes	No	No
Firm FE	No	No	Yes	Yes
Time FE	No	No	Yes	Yes

## Secured Contracts

	Unique securities	Share, %
<b>Loans</b>	400,519	
First-lien senior	324,251	81
Other	76,268	19
<b>Bonds</b>	22,431	
Senior bond	18,986	85
Other	3,445	15



## Firm Characteristics

	mean	sd	p10	p50	p90
Share of Firms with Bonds	5.19	22.18	0.00	0.00	0.00
Loan Share, $l/(l+b)$	96.65	16.13	100.00	100.00	100.00
Loan Share given $b > 0$	35.47	32.67	0.25	27.16	85.41
Leverage	67.16	25.58	34.71	67.30	95.37
Tangible Share of Assets	89.08	19.19	60.29	98.67	100.00
Total Assets (\$ mil)	1,719.78	14,980.05	3.60	23.92	1,092.05
LGD	28.67	15.52	5.00	30.00	47.01
Probability of Default	2.50	7.87	0.16	0.78	4.05

▷ Back

## Probability of Issuing Bonds

	(1)	(2)
Assets	5.1509*** (0.023)	4.6932*** (0.025)
Leverage	6.8536*** (0.244)	7.0361*** (0.331)
Liquidity Ratio	0.7604 (0.521)	1.0477 (0.738)
Tangible / Total Assets	-2.3015*** (0.214)	-3.4520*** (0.267)
Long Share of Debt	0.1414*** (0.038)	-0.2164*** (0.048)
Constant	-87.6914*** (0.513)	-78.5879*** (0.545)
Observations	621647	615726
Adjusted $R^2$	0.290	0.365
Time FE	Yes	No
Time-NAICS FE	No	Yes

- Larger
- With less tangible assets