INTERNATIONAL JOURNAL OF BUSINESS AND MANAGEMENT RESEARCH
P-ISSN: 1118-4256, E-ISSN:3034-4327
Vol. 7| No.1 | Feb 2026
Page No.: 97 - 117

CORPORATE GOVERNANCE DISCLOSURE AND FINANCIAL PERFORMANCE

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Abstract

This study examined corporate governance disclosure and financial performance of listed deposit money banks in Nigeria. The specific objectives of the study were to investigate whether Corporate Governance Disclosure of the Board of Directors, Corporate Governance Disclosure of Risk Framework and Corporate Governance Disclosure of Whistle-Blowing Policy have a significant effect on Return on Assets of listed Deposit Money Banks in Nigeria. The secondary source of data collection was adopted in the study. The population comprises one hundred and fifty-one (151) firms listed on the Nigerian Exchange Group as at December 31, 2024 while the purposive sampling technique was used to select a sample size of ten (10) listed Deposit Money Banks for the study. Least Square Regression analysis was used to analyze the formulated hypothesis in the study. The findings revealed that Corporate Governance Disclosure of the Board of Directors, Corporate Governance Disclosure of the Risk Framework and Corporate Governance Disclosure of Whistle-Blowing Policy all have a significant effect on Return on Assets of listed Deposit Money Banks in Nigeria. The study recommended that corporate governance

disclosure should be detailed in the annual reports of Deposit Money Banks as it relates to the remuneration, appointment, as well as composition of the Board of Directors in Nigerian Banks.

Keywords: Corporate Governance Disclosure, Board of Directors, Risk Framework, Whistle-Blowing and Financial Performance.

Introduction

In developing nations, the stability of the financial system has become an important goal of economic policy. This is a result of globalization and technological innovation, which are sweeping the globe and bringing with them a host of problems, particularly in the financial sectors of countries. Corporate governance is therefore, a very vital actor in achieving this stability and increased performance. It aims to provide efficient resource management by corporate managers, to whom resource owners allocate resources. Aernan *et al*. (2023) opined that, currently, companies exclude their resource owners (shareholders) from the daily operations of their business. Consequently, resource proprietors confer authority upon corporate executives, and a board of directors is established to oversee the acts of these executives. This premise underpins the manager's supervisory role, which seeks to optimize shareholder wealth (Awotomilusi *et al*., 2023).

Corporate governance is an extensive term encompassing the procedures, standards, regulations, laws, and frameworks that direct the conduct, management, and oversight of enterprises and organizations. It aims to achieve the organization's goals and manages the relationships between shareholders, the board of directors, and other stakeholders. It also tackles individual accountability via a method that mitigates the organization's principal-agent conflict. Due to the geographical separation between resource owners and corporate management, regular reports are essential to update resource owners on the generated wealth and the utilization of resources. Consequently, corporate managers are demanding stewardship reports from resource proprietors. Currently, financial statements are compiled to generate this report. It is important to note that many stakeholders utilize the reports

submitted by firms. This prompts organizations to take into account additional interested parties beyond shareholders, hence leading to the emergence of stakeholder theory (Wilson & ThankGod, 2021).

The primary factor contributing to the consequences of corporate failure due to economic downturns and crises is the deficiency in corporate governance. Improved corporate governance standards, heightened accountability, and the reinstatement of funds designated for the audit function are all methods to bolster the integrity of financial reporting. According to Okoye and James (2024), it is widely acknowledged that investors require audited financial reports of organizations to make educated decisions. Nearly every firm failure is attributable to insufficient or deceptive financial statements. Instances of this phenomenon encompass the US cases of Enron, Tyco, Adelphia, and WorldCom; the UK cases of Polly Peck, Maxwell Communications, and BCCI; as well as many Nigerian banks, such as Gulf Bank and Savannah Bank (2002), all of which have influenced users' judgements regarding the quality of their reports.

According to Eze-Anya *et al*. (2024), the authorities compile optimal recommendations and existing practices worldwide in the form of corporate governance rules. The degree to which deposit money banks implement the provisions of the codes and the impact of recommended corporate governance measures on performance can only be ascertained by stakeholders if the banks disclose their corporate governance procedures.

Also, it is noted that there is limited and inconsistent corporate governance disclosures hinder stakeholders' ability to assess transparency and accountability, creating uncertainty about their actual impact on firms' financial performance. An examination of the disclosure literature indicates that previous research predominantly focused on the determinants of disclosures rather than evaluating the impact of corporate governance measures on firms' financial performance. This research examines the impact of corporate governance

transparency on the financial performance of Deposit Money Banks in Nigeria, considering the aforementioned issues and the crucial role these banks play in the country's economic development.

The following research hypotheses were formulated to achieve the study objectives:

H_{O1}: Corporate Governance Disclosure of Board of Directors has no significant effect on return on asset of Deposit Money Banks in Nigeria.

H_{O2}: Corporate Governance Disclosure of Risk Framework has no significant effect on return on asset of Deposit Money Banks in Nigeria.

H_{O3}: Corporate Governance Disclosure of Whistle-Blowing Policy has no significant effect on return on asset of Deposit Money Banks in Nigeria.

2. Literature Review and Hypotheses Development

2.1 Corporate Governance Disclosure

Aernan *et al*. (2023) posits that corporate governance is intrinsically linked to effective leadership by company boards, with the objective of mitigating financial statement fraud and enhancing organizations' financial performance. According to Graham and Harvey (2019), corporate governance involves effective monitoring by the board and senior management to ensure the organization is transparent and accountable to its stakeholders. Corporate governance in the banking industry refers to the management process of corporate business activities aimed at ensuring transparency, accountability, openness, and the protection of stakeholders' rights. A more extensive definition of corporate governance was provided by Al-Absy *et al*. (2020), who characterized it as a phrase encompassing all processes used to ensure that management operates in the best interests of stakeholders. Consequently, corporate governance guarantees accountability, transparency, and responsibility in a company's operations, with the objective of enhancing shareholder value.

Corporate governance disclosure refers to a pertinent statement or information regarding a firm's corporate governance policies and the actions undertaken in relation to them, which is made public to inform or sway investor or stakeholder choices. It involves disseminating pertinent information to the public regarding a company's corporate governance rules and practices. The disclosure initially highlights the pertinent corporate governance policies of the firm or organization, followed by a description of the firm's responsive actions in relation to them (Wilson & ThankGod, 2021).

2.2 Financial Performance

In corporate finance, financial performance is a critical concern due to the prevalence of financial scandals and varying degrees of company failures. In accounting literature, financial performance denotes earnings, return on assets, and economic value derived from a firm's financial activities (Emenyi & Okpokpo, 2023). Profits constitute a source of retained earnings, supplying a significant portion of the capital for expenditures in plant and equipment that enhance productive capacity. Profits are often utilized to assess the rate of return on investment and the correlation between profits and equity valuation. Profits can also be utilized to assess the impact of policy alterations on businesses or profits, as well as on economic conditions (Onoh *et al*., 2023).

The major objective of a company enterprise is financial performance or profitability, as survival in the long term is contingent upon it. Consequently, assessing present or historical profitability and forecasting future profitability is crucial. Profitability is the paramount indicator of a business's success, and an unprofitable enterprise cannot endure. Thus, a firm's profitability significantly influences its structure and evolution, since it assesses performance, determines success, and bolsters the firm's reputation (Uche-Udo & Okafor, 2022). Profitability is ascertained by the magnitude of net accounting profit, including

return on assets, return on capital employed, and return on equity. Return on assets serves as a financial metric to assess the returns generated by a company from its invested capital. It is frequently utilized as a metric for evaluating the performance of enterprises and for determining if a corporation produces sufficient returns to cover its cost of capital. In this study, financial performance was proxy to represent the return on assets (ROA).

2.3 Corporate Governance Disclosure of Board of Directors and Return on Assets

The board of directors oversees corporate governance, formulates strategic policies and strategies, and holds ultimate responsibility for accountability, performance, and disclosure. The responsibility of corporate governance rests with the board (Managing Director or Chairman). The corporate governance disclosures of the board of directors elucidate board procedures, encompassing board makeup and structure to enable stakeholder oversight. This influences their assessment of the firm's governance quality. Research indicates a correlation between corporate governance and disclosure levels, whereby firms with superior governance provide more useful disclosures (Musa *et al*., 2020).

Wilson and ThankGod (2021) investigated corporate governance disclosure (CGD) and the financial performance of Deposit Money Banks in Nigeria. The research created a disclosure checklist and utilized content analysis to extract corporate governance (CG) information from 78 annual reports of 13 Nigerian commercial banks from 2011 to 2016. The study categorized CGD into three distinct areas: the board of directors, risk framework, and whistleblower policy. The findings revealed a favourable and significant correlation between corporate governance disclosure and the financial performance of banks, highlighting a beneficial impact of CGD on the board of directors and the whistle-blowing policy. Nevertheless, the study did not identify a significant correlation between the

corporate governance disclosure of the risk management framework and the financial performance of the institutions.

Emmanuel and Sabastian (2021) examined the correlation between corporate governance disclosure (CGD) policies and the performance of Nigerian banks, utilizing a set of corporate governance indicators from 10 listed banks on the NSE from 2000 to 2009, analyzed by multiple regression analysis. They discovered that CGD is positively correlated with performance, indicating that banks with superior disclosure profiles had greater results than those with inferior disclosure.

Adefemi *et al*. (2017) investigated the influence of corporate governance disclosure on organizational performance, board composition, and board size. The research utilized secondary data from firms registered on the Nigerian stock exchange, analyzing 31 companies across five industries from 2010 to 2013. The study employed panel regression approaches, revealing that asset turnover, board of directors, and board size are substantially correlated with corporate governance disclosure.

2.4 Corporate Governance Disclosure of Risk Framework and Return on Assets

The SEC (2011) and the CBN (2018) advocated for banks to implement robust risk management strategies at all levels to protect and enhance shareholder value. A robust risk mitigation policy formulates methods and initiatives for risk prevention, identification, deterrent, and disclosure. The Corporate Governance Risk Management Framework (CGRMF) aims to (a) augment the economic efficiency of the bank's operations by mitigating losses resulting from internal control failures due to errors, fraud, or corruption, (b) reduce the bank's overall vulnerability to diverse risks, (c) improve the bank's ability to endure risks that could impede its daily operations, and (d) bolster the confidence of depositors, as well as political and international backing for the bank's initiatives. The CGDRMF fosters risk awareness and facilitates operational and strategic decision-making,

encompassing internal control, the commitment and support of the board, management, and employees in evaluating, addressing, and managing risks, as well as alleviating regulatory scrutiny and associated regulatory expenses (Awodiran, 2020).

Okoye and James (2024) analyzed corporate governance mechanisms and risk management disclosures in the annual reports of listed non-financial service firms on the Nigerian Exchange Group from 2012 to 2021, aiming to determine the impact of corporate governance on the comprehensive disclosure of asset quality. An ex-post facto research design was employed. The research employed data from the Capital Market Fact Book, focusing on average reports about shareholders' funds, board size, board composition, audit size, and risk ratio to assess the extent of risk management disclosure by the firms involved in this study. The data were analyzed via descriptive and multiple regression analysis methods. The study's results indicated a significant intensity of risk management practice disclosure across the sampled organizations. While board composition often does not dictate the degree of risk disclosure, factors like as board size, audit size, and shareholder influence affect the level of disclosure. It is recommended that Nigeria's regulatory agencies develop additional strategies to ensure that publicly traded companies transparently disclose their risk management practices, particularly concerning operational, environmental, and policy risks that may impact asset quality.

Awotomilusi *et al*. (2023) evaluated the impact of revealing operational risks on the financial performance of institutions listed on the Nigerian Exchange Group (NGX). The study utilized ex-post facto and panel data research techniques, analyzing data obtained from the audited financial statements of publicly listed financial institutions spanning a decade, from 2012 to 2021. The research concentrated on a cohort of thirty-four publicly traded financial entities, comprising nineteen deposit money banks and fifteen insurance firms on the NGX. A purposive sampling method was utilized, examining twenty of these firms based on the availability of comprehensive data. Descriptive statistics and panel

regression analysis were employed. The study's findings indicate that operational risk disclosure significantly impacts the financial performance of publicly listed banking institutions in Nigeria. The study recommended the necessity of thorough operational risk disclosure, especially in technology, reputation management, and strategic planning, for financial institutions aiming to improve their financial performance and market perception.

Joel and Manson (2023) investigated the correlation between risk management and the performance of the banking sector in Nigeria. The investigation utilized data from 18 deposit money banks listed on the Nigerian Stock Market from 2000 to 2021, encompassing a span of 22 years. The empirical findings indicated that credit risk and operational risk were negatively correlated and exhibited no meaningful association with the performance of the Nigerian banking sector. The study recommended that bank managers should possess a comprehensive awareness of the impact of credit policy on their banks' operations.

2.5 Corporate Governance Disclosure of Whistle-blowing Policy and Return on Assets

Banking operations are marked by numerous unethical acts, including fraud, corruption, insider trading, and the expropriation of minority shareholders (Larkan & Tayan, 2019). Whistle-blowing has become a potent mechanism for combating fraud and corruption, implemented by national and multinational governments, including the United Nations. The widespread acceptance of whistle-blowing has led Fortune 500 firms to incorporate it into their antifraud policy measures to bolster integrity, openness, and accountability.

Whistle-blowing refers to the disclosure by employees or individuals possessing insider knowledge or pertinent information regarding alleged misconduct, unlawful activities, or associated suspicions or violations of a fraudulent character (Enobakhare, 2020). The policy requires individuals with insider knowledge of unlawful, unethical, or fraudulent

activities against an organization or government to report such information to the competent authority capable of taking action (Mansur & Ahmad, 2018). A company implements a whistle-blowing policy to encourage employees and others to report serious concerns regarding the ethical ramifications of the firm's activities. The revelation of the whistle-blowing policy is expected to foster trust and confidence among personnel, management, and stakeholders, hence enhancing financial performance and corporate value.

Agwor and Amuchechukwu (2023) investigated the impact of corporate governance transparency on the financial performance of deposit money banks listed on the Nigeria Stock Exchange. Utilizing the stipulations of the code of corporate governance for public companies in Nigeria, 2011, and the code of corporate governance for banks and discount houses, 2014, the study formulated a disclosure checklist and applied content analysis to extract corporate governance information from 78 annual reports of thirteen Nigerian deposit money banks spanning 2011 to 2016. The study classified corporate governance disclosure into three categories: disclosure regarding the board of directors, disclosure concerning the risk framework, and disclosure related to the whistle-blowing policy. The findings indicated a favourable and significant correlation between comprehensive corporate governance disclosure and the financial performance of deposit money institutions in Nigeria. The outcomes of the OLS regressions indicated a favourable impact of corporate governance disclosure regarding the board of directors and whistle-blowing policy on the financial performance of deposit money banks in Nigeria. The study is methodologically distinctive as it created a disclosure checklist derived from the regulations of both the Securities and Exchange Commission and the Central Bank of Nigeria, utilizing ranked OLS analysis.

Boluwaji *et al*. (2023) examined the impact of whistle-blowing procedures on the quality of financial reporting in publicly listed multinational oil and gas companies in Nigeria. This

study employed a qualitative methodology to analyses financial data, integrating qualitative insights obtained from questionnaires distributed to accountants and key stakeholders of publicly listed international oil and gas companies in Nigeria. Of the 185 surveys distributed, 168 were correctly filled out and submitted. This research utilized both descriptive and inferential statistical methods for data analysis. The research identified a positive and significant association between robust whistleblower systems and enhanced financial reporting quality. Reporting Mechanisms (REM), Protection Mechanisms (PRM), and Investigation Mechanisms (INM) were analyzed separately, each exhibiting a statistically significant and favourable impact on the quality of financial reporting. The study recommended that the international oil and gas industry invest in and improve reporting procedures to establish effective and trustworthy channels for employees to report financial concerns.

Erin and Bamigboye (2020) examined the influence of a whistle-blowing framework on the earnings management of Nigerian financial firms listed on the Nigerian Stock Exchange from 2013 to 2017. The rise in global whistle-blowing efforts prompts this. Utilizing a sample of 50 enterprises within Nigeria's financial institutions, the study applied legitimacy theory to investigate the impact of the whistle-blowing framework on earnings management. The study created a whistle-blowing index to assess the whistle-blowing framework and considered additional factors influencing it, such as audit committee size, risk committee independence, audit committee independence, external audit size, board composition, business size, and international ownership. The findings experimentally demonstrated that the majority of Nigerian financial institutions increased their efforts regarding whistle-blowing disclosure, which significantly influences the lowering of earnings management methods. The research recommended that business organizations' failure to comply with whistle-blowing reporting or disclosure may negatively impact corporate growth, sustainability, and reputation over time. This work significantly

contributes by developing a complete whistle-blowing index that assists policymakers, managers, and researchers in assessing their whistle-blowing actions and reporting.

2.6 Theoretical Framework

Legitimacy theory was formulated to alter corporate management's perspectives regarding societal issues, thereby facilitating the long-term survival of enterprises as viable entities within the business cycle. Legitimacy theory posits the existence of a "social contract" between a corporation and the society in which it operates. The advocate of legitimacy theory posits that firm management must guarantee that their operations, decisions, and actions consistently align with societal norms and standards, while refraining from any decisions or actions deemed undesirable, harmful, catastrophic, or inappropriate to the health and safety of consumers, employees, community residents, and the operating environment. This theory posited that business organizations must adhere to legal regulations, safeguard their physical environment from harm, and refrain from wasteful garbage disposal. Legitimacy theory has emerged as the most commonly referenced and valuable framework for analyzing corporate behaviour in respect to the community's established system of generally accepted values, norms, and beliefs.

This study is however, anchored on the legitimacy theory as it compels firms to ensure public approval of their actions and performance. This indicates that organizations facing legitimacy challenges are inclined to disseminate additional information to reassure the public on their sustainability performance. Legitimacy theory posits that corporations must publicly disclose and publish their sustainability initiatives to preserve their legitimacy. Enterprises susceptible to sustainability issues tend to provide greater transparency to mitigate community criticism, fulfill stakeholder expectations, bolster reputation, and eventually attract investment.

3.0 Methodology

The ex-post facto research design was used in this study due to the fact that the researcher cannot manipulate the variables. This method was adopted since social scientific research problems do not lend themselves to experimental and controlled inquiry of the ex-post factor kind. The population comprises one hundred and fifty-one (151) firms listed on the Nigerian Exchange Group as at December 31, 2024. Since the entire listed firms cannot be used for the study, the study is limited to six (6) years' annual reports of ten (10) listed Deposit Money Banks in Nigeria. In selecting the sample, the purposive sample technique was used to derive the sample size, which allowed the research select samples based on their capitalization prowess and share capital. The secondary source of data collection was used for this study, where data was gathered from audited annual reports of selected listed Deposit Money Banks in Nigeria. The study employed the multiple regression technique of analysis using the Least Squares regression estimation. This method was adopted because it enhances the easy presentation and interpretation of data. The empirical model of the study is mathematically expressed as follows:

$$ROA_{it} = \alpha + \beta_1 CGDBD_{it} + \beta_2 CGDRF_{it} + \beta_3 CGDWBP_{it} + \varepsilon_{it}$$

Where;

ROA_{it}	=	Return on Asset
$CGDBD_{it}$	=	Corporate governance disclosure of board of directors
$CGDRF_{it}$	=	Corporate governance disclosure of risk framework
$CGDWBP_{it}$	=	Corporate governance disclosure of whistle-blowing policy
ε_{it}	=	Error term
α	=	intercept
$\beta_1 - \beta_3$	=	Coefficients of parameters estimated

4. Result and Discussion

Table 1: Descriptive Statistics

VARIABLES	ROA	CGDBD	CGDRF	CGDWBP
Mean	0.628920	0.240093	15.20000	0.300000
Maximum	2.544280	1.000000	28.00000	1.000000
Minimum	0.146414	0.076923	10.00000	0.000000
Observations	60	60	60	60

Source: Researcher's Computation using E-view 9.0 Output, 2025

Table 1 shows descriptive statistics to describe the basic features of the data. The mean ROA of the sampled firms was 63% and the proportion of corporate governance disclosure of the board of directors was 24%. The average corporate governance disclosure of risk framework of the sampled firms was 15. The result also indicates that corporate governance disclosure of whistle-blowing policy has 30 on average. The maximum and minimum values of the study variables across sampled firms are presented in the table.

Table 2: Correlation Matrix (Multicollinearity Test)

	CGDBD	CGDRF	CGDWBP
CGDBD	1.000000		
CGDRF	0.334788	1.000000	
CGDWBP	-0.025806	-0.126994	1.000000

Source: Researcher's Computation using E-view 9.0 Output, 2025

Table 2 above shows the relationship between the independent variables (multicollinearity) using pairwise correlation. The result shows that there is no multicollinearity among the variables since none of the coefficients of the variable is more than 0.5. Hence, it can be concluded that there is no multicollinearity between independent variables in the model estimated.

Table 3: Regression Results

Variable	Coefficient	Std. Error	t-Statistic	Prob.
C	4.193967	0.406800	10.30964	0.0000
CGDBD	11.02025	1.434310	7.683310	0.0000
CGDRF	-0.714622	0.093235	-7.664760	0.0000
CGDWBP	-1.422812	0.180550	-7.880428	0.0000
R-squared	0.400461	Mean dependent var		0.628920
Adjusted R-squared	0.384989	S.D. dependent var		0.725913
S.E. of regression	0.569280	Sum squared resid		50.23237
F-statistic	25.88303	Durbin-Watson stat		1.168024
Prob(F-statistic)	0.000000			

Source: Researcher's Computation using E-view 9.0 Output, 2025

Table 3 above shows that R-squared and Adjusted R-squared statistics are 0.400 and 0.384 which means that the explanatory variables are able to offer a combined explanation for 38% of the changes in the dependent variable. When adjusted for degrees of freedom, the variables can only explain about 40% of the changes in the dependent variables. This suggests that many other variables are significant in explaining the systematic changes in corporate governance disclosure and firm performance. The table shows an F-statistic of 25.88 and a P-value of the F-statistic of 0.0000, which shows that the OLS pooled regression model is statistically significant at 5% level, which means that the regression model is valid and can be used for statistical inference.

With a coefficient of -0714622, the results show that corporate governance disclosure of the board of directors negatively impacts the Return on Asset proxy for financial

performance, while the probability value of 0.0000 shows that the negative impact is significant because the p-value is less than 0.05. This leads to the rejection of the null hypothesis, thus accepting the alternative hypothesis. The researcher accepts that corporate governance disclosure of board of directors has a significant effect on return on asset of Deposit Money Banks in Nigeria.

With a coefficient of 11.02025, the results show that corporate governance disclosure of risk framework positively impacts Return on Asset proxy for financial performance. In contrast, the probability value of 0.0000 shows that the positive impact is significant because the p-value is less than 0.05. This leads to the rejection of the null hypothesis, thus accepting the alternative hypothesis. The researcher accepts that corporate governance disclosure of risk framework has a significant effect on return on asset of Deposit Money Banks in Nigeria.

With a coefficient of -1.422812, the results show that corporate governance disclosure of whistle-blowing policy negatively impacts Return on Assets proxy for financial performance, while the probability value of 0.0000 shows that the negative impact is significant because the p-value is less than 0.05. This leads to the rejection of the null hypothesis, thus accepting the alternative hypothesis. The researcher accepts that corporate governance disclosure of whistle-blowing policy has a significant effect on return on assets of Deposit Money Banks in Nigeria.

4.2 Discussion of Findings

The study examined corporate governance disclosure and financial performance. The study used ten (10) Deposit Money Banks' annual reports in Nigeria to gather data. The study adopted the Ordinary Least Square regression analysis and adopted the panel data regression estimation technique. The explanatory variables used in the model employed are corporate governance disclosure of board of directors (CGDBD), corporate governance

disclosure of risk framework (CGDRF) and corporate governance disclosure of the whistle-blowing policy (CGDWBP).

From the study, the estimated coefficient for corporate governance disclosure of the board of directors (CGDBD) showed a positive and significant effect on firm performance. The findings are consistent with prior studies on the effect of corporate governance and its disclosure on firm performance (Achoki *et al*., 2016). The CGDBD signals alignment commitment with international best practices and acts as a managerial incentive for the firms. This finding is not surprising since the responsibility for ensuring good corporate governance rests with the board, just as it is held responsible for poor performance and corporate failures (Okoye & James, 2024).

Risk is important for any organization, more so for banks. Banks are exposed to some risks, including operational, credit, liquidity, market, and sovereign risks. Overexposure or improperly managed risks can lead to chaos, crisis, and bank failure with disastrous consequences for depositors and the economy as a whole. This partly explains why banks are highly subjected to prudential guidelines and regulations. The ability of a bank to prudently manage its risks translates into its capacity to help its customers manage their risk exposures, which, in turn, helps the bank to sustain fewer loan losses and improve profits. More so, the expected coefficient for corporate governance disclosure of risk framework (CGDRF) exhibited a significantly positive effect on firm performance. In marginal effect terms, the implication is that every risk framework brought about an increase of 11.02% in return on assets, provided that all other factors are held constant. Empirically, Joel and Manson (2023) concluded in their study that disclosure of the risk framework had a positive and significant effect on firm performance.

Hypothesis three presents a positive and significant association between the disclosure of whistle-blowing policy and the financial performance of banks in Nigeria. This supports

Boluwaji et al.'s (2023) perspective on the value relevance of corporate transparency. An effective whistle-blowing policy can mitigate unethical practices in the banking industry and boost corporate performance.

5.0 Conclusion and Recommendations

In recent years, corporate governance disclosure has emerged as a fundamental aspect of business practice, catalyzing a significant global trend, particularly among banks and oil firms whose operations affect individuals' lives and livelihoods. Consequently, utilizing the firms' corporate governance reports to evaluate their performance is a positive empirical effort to enhance corporate governance reporting and the firm's reputation. Corporate governance filings present an optimistic portrayal of the company's ecology. Generally, effective or progressive corporate governance practices empower directors to assume accountability for their decisions and the overall performance of their organizations. It facilitates a coherent organizational strategy, efficient risk management, discipline and dedication, appropriate focus on employees and customers, corporate transparency and information dissemination, corporate social responsibility, and consistent self-assessments to identify and address emerging issues. Primarily, advanced corporate governance optimizes individual leaders and bolsters corporate trust and repute.

Based on the findings of the study, the following recommendations were suggested:

i. Corporate governance disclosure should be detailed in the annual reports of Deposit Money Banks as it relates to the remuneration, appointment as well as composition of the board of directors in Nigerian Banks.
ii. The study advocates for regulatory reassessment of the disclosure requirements in the risk management framework to ensure that every aspect of risk is captured, especially political risks; regulatory requirement regarding whistle-blowing policy and the disclosure thereof.

iii. Deposit Money Banks should intensify their disclosure of whistle-blowing policy, and regulators should intensify enforcement of the disclosure requirements by imposing stiffer penalties on contraventions.

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