The "Maple Bond" Market

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Corporate bond issuance in Canada has grown significantly over the past decade. Since the elimination of the Foreign Property Rule (FPR) early in 2005, one specific sector of that market, Maple Bonds, has shown particularly rapid growth. Maple Bond issuance has totalled over $17 billion so far in 2006 and approximately $30 billion since the beginning of 2005.

Maple Bonds are defined as "Canadian-dollar-denominated bonds issued by foreign borrowers in the domestic Canadian fixed-income market." Foreign-issued bonds are popular in most major fixed-income markets, including the United States (Yankee Bonds), the United Kingdom (Bulldog Bonds), Japan (Samurai Bonds), New Zealand (Kiwi Bonds), and Australia (Kangaroo Bonds). Even though the Canadian fixed-income market possesses the conditions that make these other markets attractive to foreign issuers (including a developed government bond market and a liquid foreign exchange derivatives market), the Maple Bond market was practically non-existent until 2005.

This report discusses the development of the Maple Bond market and how it has likely improved the efficiency of the Canadian financial system. We begin with an examination of the growth of the Maple Bond market, including an analysis of why the market has developed. The second and third sections provide an examination of the reasons why Maple Bonds are attractive to both issuers and investors. The fourth section discusses issues related to secondary-market liquidity. The fifth concludes with an evaluation of the potential impact of this relatively new class of fixed-income securities on the efficiency of Canadian capital markets.

Development of the Maple Bond Market

The rapid development of the market for Maple Bonds can be primarily attributed to the underlying positive financial environment that has supported the continued growth of Canadian corporate bond issuance, combined with the recent elimination of the FPR. While these factors have supported strong investor demand for Maple Bonds, the supply of this nascent fixed-income instrument has also benefited from favourable conditions in the swap market.

A supportive environment for the Canadian corporate bond market

Two features have supported growth in the Canadian corporate bond market. The first is the reduction in federal government borrowing. The fiscal deficits of the 1980s and early 1990s resulted in large borrowing requirements for the federal government, with gross federal debt issuance reaching $60 billion in 1996. This level of government issuance tended to crowd out corporate bond issuance in Canada, and the amount of non-government issuance was relatively small (Chart 1).

The subsequent reduction in gross borrowing by the federal government has been largely mirrored by a significant increase in corporate bond issuance, which has doubled since 1996 (Chart 2).

The second contributing factor is the increasing size and sophistication of fixed-income institutional investors in Canada. The enhanced ability of Canadian institutional investors to analyze credit risk, the increasing range of products, and the ability to hedge some credit risk through the use of derivatives have all helped to increase investor interest in this type of security.

Elimination of the Foreign Property Rule

The federal government announced the abolition of the FPR in its 2005 budget. The FPR was originally introduced in 1971 to limit tax-shielded individual and institutional investments in foreign assets to a maximum of 10 per cent of the total value of a portfolio. In subsequent years, the maximum was increased a number of times and, since 2001, the FPR had restricted Canadian retirement plans and pension funds from holding more than 30 per cent of their portfolios in foreign assets.

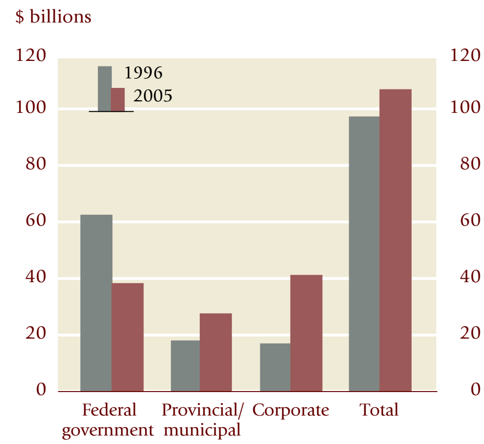
Each time the FPR ceiling was raised, net investment by Canadians in foreign securities also rose. Most investors, however, used almost all of their allowable foreign content to buy foreign equities, which are generally seen as providing more significant diversification benefits and returns than bonds. Reflecting this concentration in equities, the amount of foreign stocks purchased by Canadians almost tripled, increasing from slightly over $20 billion in 1999 to over $60 billion by 2000 as the foreign content was raised from 20 per cent to 25 per cent (Statistics Canada 2006). The total amount invested in foreign bonds, however, remained fairly low, at approximately $3 billion. The Canadian fixed-income market was seen as generally "closed," with investors continuing to hold almost all of their fixed-income assets in domestic Canadian issues. This was generally regarded as causing domestic issues, particularly those of financial firms, to be valued at narrower spreads vis-à-vis Government of Canada bonds in the domestic market than was necessarily warranted by their credit quality.

The removal of the FPR, however, provided investors with an increased opportunity to diversify their holdings, investing not just in foreign equities, but also in foreign debt. Since the abolition of the FPR, the amount of foreign securities purchased by Canadian investors, particularly foreign bond issues that include Maple Bonds, has increased significantly, reaching a monthly record of $5.2 billion in March 2006.

Conditions Supporting the Issuance of Maple Bonds

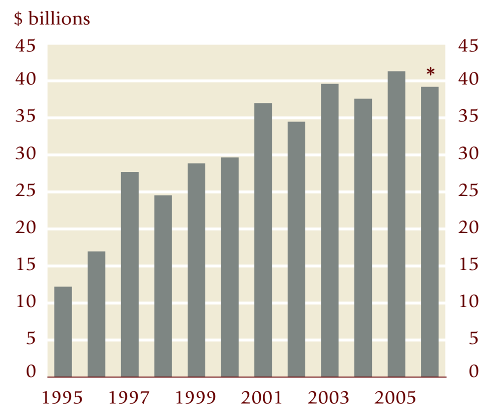
Issuers of Maple Bonds are typically large institutions with sophisticated treasury operations

Chart 1 Gross Canadian Bond Issuance



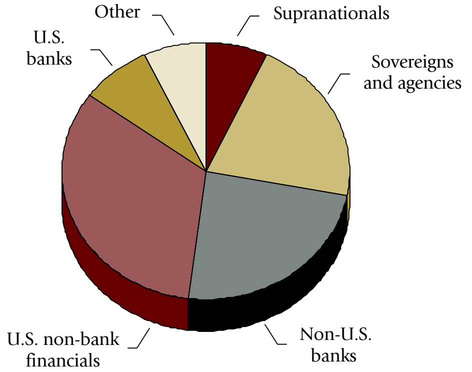
Source: *Bank of Canada Banking and Financial Statistics*

Chart 2 Gross Canadian Corporate Bond Issuance



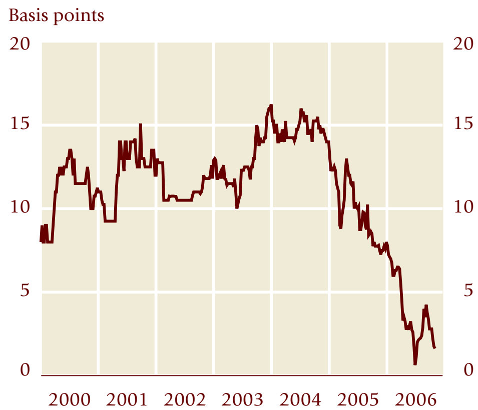
* 2006 is up to September 30
Source: *Bank of Canada Banking and Financial Statistics*

Chart 3 Maple Bond Issuers



Source: Scotia Capital

Chart 4 Canadian 5-Year Basis Swap versus U.S.



Source: Bloomberg

that are active borrowers globally. Approximately 50 per cent of Maple Bond issues have been completed by European-domiciled borrowers, while U.S issuers have been responsible for slightly more than 40 per cent.[1] Approximately two-thirds of the Maple Bonds issued in 2006 have been by sovereigns and agencies and U.S.-domiciled financial firms (Chart 3).

Given that most Maple Bond issuers have no natural need for Canadian dollars, activity in the market tends to be driven by arbitrage opportunities. Borrowers will generally issue in the Maple Bond market if they can attain funding at an equivalent or lower cost than what is available in other markets. The issuance of Maple Bonds is therefore affected by how cost-effective it is for the issuer to borrow in Canadian dollars and swap the proceeds back into their funding currency of choice.

Prior to the elimination of the FPR, transactions in the Canada-U.S. basis swap market were generally driven by large Canadian borrowers, predominantly the provincial governments and chartered banks, issuing U.S.-dollar debt in the U.S. market and swapping the proceeds back to Canadian dollars. The lack of transactions occurring in the opposite direction tended to result in relatively wide basis swap spreads.[2]

The recent increased issuance of Canadian securities by foreign entities and the resulting need to swap the Canadian-dollar proceeds into a different funding currency have offset, and put downward pressure on, the basis swap (Chart 4). This narrowing of the basis swap should act to reduce the incentive for foreign issuers to issue Maple Bonds, potentially making the supply dependent on the cycles of the basis swap market. This would be consistent with conditions in other foreign-issuer bond markets, such as the Kangaroo market, where issuance diminished in 2002–03 when the Australian basis swap narrowed.[3]

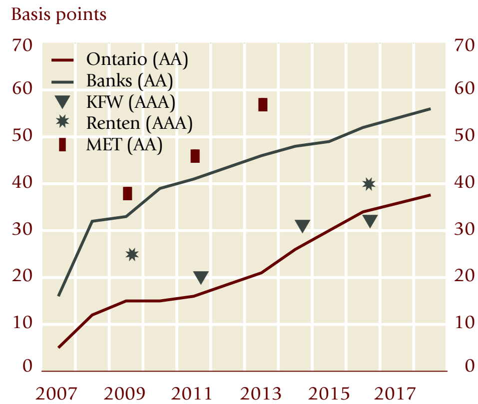
1. The remaining 10 per cent has been from issuers domiciled in Australia and Asia.
2. There is no economic reason why a basis swap should have a spread of anything other than zero. Any positive or negative spread is generally indicative of an imbalance between supply and demand pressures for a particular currency or floating-rate index.
3. See Australian Bureau of Statistics for issuance statistics. For background on Kangaroo Bonds, see Battellino and Chambers (2006).

The general level of corporate bond spreads in the Canadian market also affects the cost competitiveness of issuing in the Maple Bond market. It is generally believed that, owing to the existence of the FPR, the cost of funding for financial firms and provincial governments in Canada has been low in recent years, compared with what entities of a similar credit quality could issue in other markets. As evidence of this, highly rated foreign creditors can often issue Maple Bonds at spreads that are above lower-rated domestic issues, yet still provide cost-effective funding for the issuer. Recent examples include KFW, a AAA-rated German financial institution whose debt is fully guaranteed by the German government. KFW issued in the Canadian market at a slightly higher spread than that available on bonds of similar term issued by the Province of Ontario, which is a AA credit (Chart 5).[4]

KFW's total cost of funds on this issue was, however, comparable to what it could obtain by issuing similar debt in other major bond markets. While most of the issuers in the Maple Bond market have been financial corporations or supranationals, the market is also open to non-financial corporations. For example, Britain's Network Rail, France Telecom, and New Zealand Telecom have also completed Canadian-dollar bond issues.

Chart 5 Comparative Credit Spreads

July 2006



Source: Bloomberg

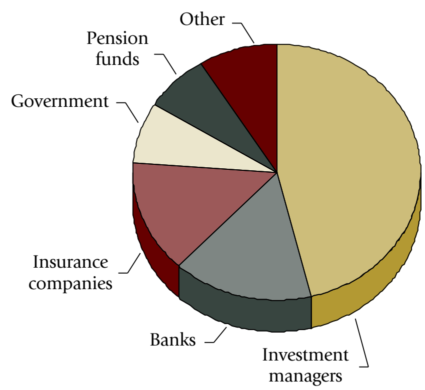
Maple Bond Investors

Investor interest in Maple Bonds continues to grow, and there are currently about 100 institutional accounts buying them, about three times the number recorded a year ago. In addition, other investors have suggested that they will buy Maple Bonds in the coming months.[5]

Maple Bonds expand the universe of investable fixed-income assets available to domestic Canadian institutional investors. They also offer domestic investors the ability to diversify their fixed-income holdings and earn incremental yield (relative to domestic issues of similar credit quality), while avoiding foreign exchange risk.

4. Some of this higher spread is also likely to be compensation for the lower level of liquidity of Maple Bond issues. Rentenbank (Germany's AAA agency for agriculture) and MetLife are also shown on Chart 5.
5. Sources: Scotia Capital Markets and Greenwich Associates.

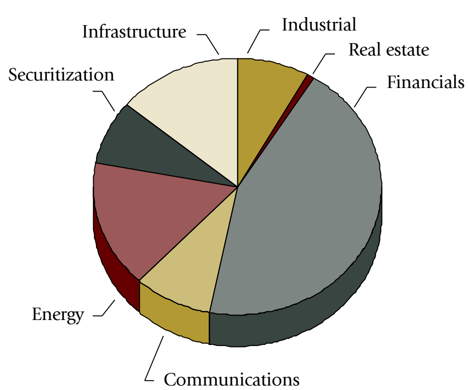
Chart 6 Buyers of Maple Bonds in 2006



Source: Scotia Capital

Chart 7 Scotia Capital Corporate Bond Index

Weightings by sector



Source: Scotia Capital

The largest purchasers are investment managers (Chart 6).

Diversification of credit exposure is the most popular reason cited by investors for purchasing Maple Bonds, because they allow these institutions to reduce their exposure to large provincial and domestic financial issuers. Domestic issuance in the Canadian fixed-income market remains relatively concentrated, with approximately 75 per cent of provincial issuance coming from Ontario and Quebec. In 2005, less than $25 billion in bonds was issued by non-financial firms in Canada. Financial firms, predominantly the major banks, make up 44 per cent of the Scotia Capital Corporate Bond Index (Chart 7).[6] In a recent survey, 35 per cent of institutional clients indicated that they would use Maple Bonds as a substitute for provincial bonds.[7]

Most of the diversification benefits from owning Maple Bonds come in the form of specific credit (or name) diversification, and not diversification across sectors, because of the large number of international financial firms that have issued Maple Bonds. The Maple Bond market does, however, offer investors the ability to diversify their financial holdings away from Canadian financial firms to the larger international firms at similar credit spreads.

Maple Bonds also offer opportunities to diversify credit exposure beyond the large domestic issuers without any currency risk. Issues may also offer more attractive spreads than similar domestic credits, since highly rated Maple Bond issues typically include a risk premium on the yield that is higher than that offered by large domestic issuers.

Domestic fixed-income investors can create this diversification without Maple Bond issues by purchasing a foreign-pay bond in the issuer's local market and then swapping the cash flows into Canadian dollars. This is a more complicated transaction than purchasing the Canadian-dollar-denominated security, because a swap requires that investors have an ISDA agreement with their banks since they may, at some time,

6. The Scotia Capital Corporate Bond Index includes all Canadian-dollar investment-grade corporate bond issuance from Canadian-domiciled issuers, subject to a minimum size of $100 million and at least 10 buyers.
7. Fixed-income survey of 85 institutional clients by BMO in March 2006.

have to post collateral. Keeping track of the value of the swap and a foreign issue may require additional systems and increased operational costs for the investor. Moreover, many investors have mandates that limit their use of swaps.

Liquidity in the Maple Bond Market

Secondary-market liquidity is limited, as would be expected in a developing bond market. Issues may be irregular and are sometimes small in size. There are also two structural factors that may be limiting liquidity in the secondary market.

First, the process of issuing a Maple Bond often differs from that for a regular domestic corporate bond and may be limiting liquidity in the secondary market. Maple Bonds are typically issued as a Foreign Property Private Placement (FPPP), while most corporate bonds are sold through a public offering by a group, or syndicate, of investment dealers. The advantage of an FPPP for a foreign issuer is that the issuer does not need to file a full prospectus in Canada for disclosure purposes.[8] Instead, the issuer uses an outstanding shelf prospectus filed in Europe or the United States. This form of prospectus saves the issuer time and money and is used to issue bonds regularly in other markets. Legal fees are lower, quarterly statements do not have to be audited, and filings with provincial and territorial securities commissions are not required.[9]

While demand for Maple Bonds from institutional investors is relatively strong and continues to grow, it is possible that the reliance by issuers on a self-prospectus route is acting as a constraint to liquidity. A Canadian investor may be required to undertake legal action in another country if the issuer goes bankrupt. Some Canadian investors have restricted their purchases of Maple Bonds because of this concern.

Second, liquidity may also be limited because of the relatively small size of the dealer syndicates used to issue Maple Bonds. Many Maple Bond issues have involved only one, or sometimes two, dealers. This means that few dealers are prepared to make markets in a specific Maple Bond, thus limiting the overall liquidity of the specific issue. This has caused some concern among investors over conditions in the secondary market. These concerns, coupled with the tendency for these bonds to be privately placed (via the FPPP process), may lead investors to hold Maple Bond issues until maturity, thus compounding the lack of liquidity for these securities. As the market matures, issuers would be expected to seek out multiple-dealer syndicates, establish a more frequent issuance calendar, and issue through the public markets, rather than through private placements. This would contribute to a higher level of secondary-market liquidity, similar to that in other foreign bond markets.

Impact on Efficiency of the Canadian Fixed-Income Market

The development of foreign-issuer bonds in a number of countries is contributing to the improvement of market efficiency globally. They have increased the pool of investable assets for investors and provided issuers with more cost-effective financing. The recent growth of the Maple Bond market since the removal of the FPR has allowed the Canadian market to follow this global trend and has helped to improve the efficiency of Canadian capital markets.[10]

The development of the Maple Bond market has increased the completeness of the Canadian bond market by broadening the spectrum of assets available to Canadian investors. This provides investors with increased opportunities for portfolio diversification and the construction of more efficient portfolios.

By increasing competition for domestic investment funds, the development of the Maple Bond market has also enhanced allocative efficiency. This is because the presence of Maple Bonds may lead to better pricing of other

8. The multi-jurisdictional disclosure system is another way that allows firms to issue without having to file a full prospectus. It is a joint initiative by the CSA and the SEC to reduce the need for continuous disclosure and other filings.
9. Many Canadian retail investors are unable to purchase Maple Bonds that are issued as private placements. Provincial securities regulations generally limit the purchase of non-exempt private-placement issues to qualified investors (as defined by net worth and income levels).
10. See Bauer (2004) and Hendry and King (2004) for discussions on the efficiency of financial markets.

domestic corporate issues and a narrowing of the basis swap. While this does not necessarily result in cheaper financing for large domestic borrowers, better pricing of risk benefits the Canadian financial system as a whole. There is some anecdotal evidence that Maple Bond issuance has been putting some upward pressure on domestic credit spreads, particularly for Canadian financial firms and provincial borrowers.[11] Any such widening, however, would be partially offset by the benefit certain Canadian issuers get from the narrowing of the basis swap and the benefit Canadian investors receive from a better, more representative return for their risk. A narrower swap creates cheaper funding opportunities in foreign markets for large domestic issuers.

While the development of the Maple Bond market has helped to improve the efficiency of Canadian fixed-income markets, that contribution has been held back by secondary-market activity and by the limited range of foreign issuers. A more active secondary market in existing Maple Bond issues would further increase market efficiency by lowering the cost of adjusting investor portfolios. In addition, a wider range of foreign issuers would allow investors to further diversify their holdings and benefit from sectoral diversification in addition to name diversification. It is possible that this will occur as the market matures. More gains in efficiency are thus expected in the future.

The Maple Bond market is continuing to develop in important ways. For instance, Scotia Capital has created Canada's first Maple Bond Index. The index started with 55 securities comprising a total market value of approximately $20 billion. The index is important, since it provides a benchmark against which Canadian bond investors can measure their performance. In addition, Moody's announced in May 2006 that they are starting credit research on all rated Canadian bonds issued by foreign entities. Moody's has added more than 70 foreign issuers to its Canadian research service and will add new companies as they enter the market.

11. CIBC World Markets (4 July 2006) suggests that some widening of corporate spreads in 2006 has been due to Maple Bond issuance.

Conclusion

Foreign-issued domestic currency bonds have been popular in most major fixed-income markets for some time. Historically, this has not been the case in Canada, however, since legislative restriction on the amount of foreign assets that could be held by tax-exempt investors had restricted this type of market from developing.

The recent development of this market has increased the efficiency of Canada's financial system. Domestic investors benefit from a wider range of possible investments, allowing for increased portfolio diversification, lower risk, and potentially higher returns. In addition, increased competition for domestic investor funds leads to better pricing of risk on corporate deals. The Maple Bond market is still in its infancy, with limited secondary-market activity, and issuance is highly concentrated in the financial and supranational sectors. But the experience with foreign-issue bond markets in other countries suggests that the Maple Bond market will remain a viable segment of the Canadian bond market in the future, although its relative size is likely to be driven by cyclical factors.

References

Australian Bureau of Statistics. 2006. "Kangaroo Bonds." *Year Book Australia, 2006.* www.abs.gov.au.

Bank for International Settlements. 2005. "Sharing Experiences in Developing Corporate Bond Markets." Remarks by Malcolm Knight at a seminar sponsored by the People's Bank of China, Kunming, November.

Bank of Montreal. 2006. "Quarterly Account Survey (Q1 2006)." March.

Battellino, R. and M. Chambers. 2006. "An Overview of the Australian Corporate Bond Market." BIS Papers No. 26: 45–55.

Batten, J., P. McKeen, and P.G. Szilagyi. 2004. "Kangaroo Bond Issuance in Australia."

Bauer, G.H. 2004. "A Taxonomy of Market Efficiency." *Bank of Canada Financial System Review* (December): 37–40.

CIBC World Markets. 2006. "Corporate Debt Research." 4 July.

Davies, M. and L.D. Smith. 2004. "Credit Quality in the Australian Non-Government Bond Market." Reserve Bank of Australia *Financial Stability Review* (March): 46–51.

Greenwich Associates. 2006. "Foreign Fixed Income in Canada: A Toe in the Water." August.

Hendry, S. and M. King. 2004. "The Efficiency of Canadian Capital Markets: Some Bank of Canada Research." *Bank of Canada Review* (Summer): 5–17.

Statistics Canada. 2006. "Canada's International Transactions in Securities." *The Daily* (17 May).