

## Steven N. Kaplan

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### Experience

- 1988-present **BOOTH SCHOOL OF BUSINESS, UNIVERSITY OF CHICAGO** **CHICAGO, IL**  
Neubauer Family Professor of Entrepreneurship and Finance, 1999-. Leon Carroll Marshall Professor of Finance, 1997-1999. Professor of Finance, 1995-1997. Associate Professor of Finance, 1992-1995. Assistant Professor of Finance, 1988-1992. Faculty director of Polsky Center for Entrepreneurship, 1997 -.
- 2001 **INSEAD** **FONTAINEBLEAU, FRANCE**  
Visiting Professor.
- Summer 1984 **BOOZ, ALLEN & HAMILTON, INC.** **NEW YORK, NY**  
Summer Associate. Consultant in corporate strategy.
- 1981-1983 **KIDDER, PEABODY & CO. INCORPORATED** **NEW YORK, NY**  
Analyst, Corporate Finance Department.

### Education

- 1983-1988 **HARVARD UNIVERSITY** **CAMBRIDGE, MA**  
Ph. D., Business Economics, 1988. Dissertation: "Sources of Value in Management Buyouts."  
A.M., Business Economics, 1987. Included first year of M.B.A. program. Top-ranked student in first-year M.B.A. section.
- 1977-1981 **HARVARD COLLEGE** **CAMBRIDGE, MA**  
A.B. in Applied Mathematics, *summa cum laude*. Phi Beta Kappa.

### Professional Activities

**Academic:** *National Bureau of Economic Research*, Research Associate, 1995-; Research Fellow, 1990-5. Associate Editor, *Journal of Finance*, 1994-2000, 2006 - ; *Journal of Financial Economics*, 1991- ; *European Financial Management*, 1994-; *Journal of Corporate Finance*, 2000-; *Journal of Empirical Finance 2001-2006*; *Journal of Financial and Quantitative Analysis*. 1994-1998, *Review of Financial Studies*, 1993-1996.

**Non-Academic:** Board of directors, Accretive Health, Columbia Acorn Funds and Morningstar (MORN). Co-Dean and Board of Center for Venture Education Kauffman Fellows Program. Board of directors, University of Chicago Laboratory Schools, University of Chicago Center for Research in Security Prices (CRSP). Investment advisory board, Sterling Capital Partners.

### Honors

Smith Breeden Prize, First Prize Paper for Best Paper in *Journal of Finance*, 1998.  
Addison-Wesley Prize for 2<sup>nd</sup> Best Paper in Autumn, 2002 to Summer, 2004 issues of *Financial Management*.  
Nasdaq Award for best paper on capital formation, Western Finance Association meetings, 2004.  
Best paper published in the *Journal of Financial Intermediation* in 2007.  
Elected Director, *American Finance Association*, 1997-1999.  
One of top-ranked teachers at GSB, *Business Week*, 1992, 1994, 1996, 1998, 2000, 2002, 2004.  
Named one of top twelve business school teachers in U.S., *Business Week*, 1994.  
Named one of top four business school entrepreneurship professors in U.S., *Business Week*, 1996.  
Arthur L. Kelly Faculty Prize, 1999 (for exceptional service beyond teaching and research).

McKinsey Award for Excellence in Teaching at the GSB, 1998.  
Class of 2008, 1999, and 1997 Phoenix Awards (for exhibiting exceptional dedication to the MBA Classes of 2008, 1999, and 1997).  
Selected as one of 40 Under 40 (“the biggest standouts under the age of forty in the Chicago area’s private and public sectors”), *Crain’s Chicago Business*, 1997.  
Testified at the Finance Committee of the U.S. Senate on Leveraged Buyouts, 1989.  
Invited to present paper at 1995 *Nobel Symposium on Law and Finance* in Stockholm.  
Testified at the Financial Services Committee of the U.S. House on CEO Pay, 2007.  
Richard J. Daley Medal from IVCA in 2007 for “direct and extraordinary support to the Illinois economy resulting from private equity funding.”

## Articles

“Wall Street and Main Street: What Contributes to the Rise in the Highest Incomes?” with Josh Rauh, *Review of Financial Studies*, 2009.

“Should Investors Bet on the Jockey or the Horse? Evidence from the Evolution of Firms from Early Business Plans to Public Companies,” with Berk Sensoy and Per Strömberg, *Journal of Finance*, February 2009 (64), 75-115.

“Leveraged Buyouts and Private Equity” with Per Strömberg, *Journal of Economic Perspectives*, Winter 2009, 121-146.

“Are U.S. CEOs Overpaid?” *Academy of Management Perspectives*, May 2008, 1-16.

“How Do Legal Differences and Learning Affect Financial Contracts?” with Fredric Martel and Per Strömberg, *Journal of Financial Intermediation*, 2007. Best paper in 2007.

“Private Equity Performance: Returns, Persistence and Capital Flows,” with Antoinette Schoar, *Journal of Finance*, Volume 60, August 2005.

“Characteristics, Contracts, and Actions: Evidence From Venture Capitalist Analyses,” with Per Strömberg. *Journal of Finance*, Volume 59, October 2004, 2177-2210.

“What is the Price of Hubris? Using Takeover Battles to Infer Overpayments and Synergies,” with Pekka Hietala and David T. Robinson, *Financial Management*, Volume 32, Number 3, Autumn, 2003. Awarded Addison-Wesley Prize for 2<sup>nd</sup> Best Paper in Autumn, 2002 to Summer, 2004 issues.

“The State of U.S. Corporate Governance: What’s Right and What’s Wrong?” (with Bengt Holmstrom), *Journal of Applied Corporate Finance*, Spring 2003, 8-20.

“Financial Contracting Theory Meets the Real World: Evidence From Venture Capital Contracts,” with Per Strömberg, *Review of Economic Studies*, Volume 70, April 2003, 281-316.

“The Effects of Business-to-Business E-Commerce on Transaction Costs,” with Luis Garicano, *Journal of Industrial Economics*, December, 2001, 463-485.

“Corporate Governance and Takeovers in the U.S.: Making sense of the ‘80s and ‘90s,” with Bengt Holmström, *Journal of Economic Perspectives*, Spring, 2001, 121-144.

“Venture Capitalists As Principals: Contracting, Screening, and Monitoring,” with Per Strömberg, *American Economic Review Papers and Proceedings*, May, 2001.

“B2B E-Commerce Hubs: Towards a Taxonomy of Business Models,” with Mohan Sawhney, *Harvard Business Review*, May-June 2000.

“Investment-Cash Flow Sensitivities Are Not Valid Measures of Financing Constraints,” with Luigi Zingales, *Quarterly Journal of Economics*, May, 2000, 707-712.

“A Clinical Exploration of Value Creation and Destruction in Acquisitions: Integration, Organization Design, and Internal Capital Markets,” with Mark Mitchell and Karen Wruck, in *Mergers and Productivity*, Steven Kaplan, editor, National Bureau of Economic Research, 2000.

“How Costly is Financial (not Economic) Distress? Evidence from Highly Leveraged Transactions that Became Distressed,” with Gregor Andrade, *Journal of Finance*, Volume 53, October, 1998, 1443-1494. (Lead article). Awarded Smith Breeden Prize for First Prize Paper in 1998.

“The Evolution of U.S. Corporate Governance: We Are All Henry Kravis Now,” *Journal of Private Equity*, Fall, 1997, 7-14.

“Do Financing Constraints Explain Why Investment Is Correlated With Cash Flow?” with Luigi Zingales, *Quarterly Journal of Economics*, Volume 112, February, 1997, 169-215.

“The Valuation of Cash Flow Forecasts,” with Richard Ruback, *Journal of Finance*, Volume 50, September, 1995, 1059-1094.

“Appointments of Outsiders to Japanese Boards: Determinants and Implications for Managers,” with Bernadette Minton, *Journal of Financial Economics*, Volume 36, October, 1994, 225-258.

“Top Executive Rewards and Firm Performance: A Comparison of Japan and the U.S.,” *Journal of Political Economy*, Volume 102, June, 1994, 510-546.

“Top Executives, Turnover, and Firm Performance in Germany,” *Journal of Law, Economics, & Organization*, Volume 10, April, 1994, 142-159.

“Campeau's Acquisition of Federated: Post-Bankruptcy Results,” *Journal of Financial Economics*, Volume 35, February, 1994, 123-136.

“The Evolution of Buyout Pricing and Financial Structure in the 1980s,” with Jeremy Stein, *Quarterly Journal of Economics*, Volume 108, May, 1993, 313-358.

“The Success of Acquisitions: Evidence from Divestitures,” with Michael Weisbach, *Journal of Finance*, Volume 47, March, 1992, 107-138.

“The Staying Power of Leveraged Buyouts,” *Journal of Financial Economics*, Volume 29, October, 1991, 287-314.

“How Risky is the Debt in Highly Leveraged Transactions?” with Jeremy Stein, *Journal of Financial Economics*, Volume 27, October, 1990, 215-246.

“Outside Directorships and Corporate Performance,” with David Reishus, *Journal of Financial Economics*, Volume 27, October, 1990, 389-410.

“Campeau's Acquisition of Federated: Value Destroyed or Value Added?” *Journal of Financial Economics*, Volume 25, December, 1989, 191-212. Reprinted in *Financial Statement Analysis* edited by Ray Ball and S. P. Kothari (New York: McGraw-Hill, 1994).

“The Effects of Management Buyouts on Operating Performance and Value,” *Journal of Financial Economics*, Volume 24, October, 1989, 217-254. Reprinted in *Financial Statement Analysis* eds., Ray Ball and S. P. Kothari (New York: McGraw-Hill, 1994). Reprinted in

*Empirical Issues in Raising Equity Capital* ed. Mario Levis (London: North Holland 1995).

“Management Buyouts: Evidence on Taxes as a Source of Value,” *Journal of Finance*, Volume 44, July, 1989, 611-632.

“The Effects of LBOs on Tax Revenues,” with Michael Jensen and Laura Stiglin, *Tax Notes*, Volume 42, February 6, 1989. Reprinted in *The High Yield Debt Market* ed. Edward Altman (Illinois: Dow Jones-Irwin, 1990).

**Working Papers** “Which CEO Characteristics and Abilities Matter,” with Mark Klebanov and Morten Sorensen, August 2008.

“How has CEO Turnover Changed? Increasingly Performance Sensitive Boards and Increasingly Uneasy CEOs,” with Bernadette Minton, July 2008.

“Do Mutual Funds Time Their Benchmarks?” with Berk Sensoy, November 2005.

“How Well Do Venture Capital Databases Reflect Actual Investments?” with Berk Sensoy and Per Strömberg, September 2002.

“The Value Maximizing Board,” with Robert Gertner, December 1996.

“The Holding Period Distinction of the Capital Gains Tax,” National Bureau of Economic Research Working Paper #762, 1981.

#### **Other Articles**

“Mergers and Acquisitions: A Financial Economics Perspective,” Prepared for the Antitrust Modernization Commission Economist’s Roundtable on Merger Enforcement, Winter 2006.

“The State of Corporate Governance.” (with Bengt Holmstrom), *Sloan Management Review*, Fall 2003.

“Business-To-Business E-Commerce: Value Creation, Value Capture And Valuation,” (with Luis Garicano) in *The Economics of the Internet and E-Commerce*, Michael Baye, ed., volume 11 in *Advances in Applied Microeconomics*, JAI Press, Elsevier Science, 2002.

“U. S. Boards of Directors: Post-Enron,” *Corporate Board Member*, 2002 Special Supplement.

“Valuation and New Economy Firms,” in *Asset Price Bubbles*, edited by William Hunter, George Kaufman and Michael Pomerleano, MIT Press, 2003.

“Let’s Get Vertical,” with Mohan Sawhney, *Business 2.0*, September, 1999 (Lead article).

“How Risky is the Debt in Highly Leveraged Transactions?” with Jeremy Stein, *Journal of Applied Corporate Finance*.

“Those Japanese Firms with Their Disdain for Shareholders: Another Fable for the Academy,” *Washington University Law Quarterly*, Volume 74, No. 2, 1996, 403-418.

“The Market Pricing of Cash Flow Forecasts: Discounted Cash Flow vs. The Method of Comparables,” with Richard Ruback, *Journal of Applied Corporate Finance*, Volume 8, Number 4, Winter, 1996, 45-60.

“Corporate Governance in Germany, Japan, and the U.S.: A Comparison,” in *Research in International Business and Finance*, Volume 12, edited by Larry H.P. Lang. JAI Press, 1995.

Reprinted in *Journal of Applied Corporate Finance*, Volume 9, Number 4, Winter, 1997.

“Valuation in Corporate Control Transactions,” Proceedings of AIMR Seminar, Equity Analysis: The Role of Corporate Financial Decision Making, 1995.

“Corporate Governance and Incentives in German Companies: Evidence From Top Executive Turnover and Firm Performance,” *European Financial Management*, Volume 1, No. 1, March, 1995, 23-36.

“Federated's Acquisition and Bankruptcy: Lessons and Implications”, *Washington University Law Quarterly*, Volume 72, Number 3, 1994, 1103-1226.

“The Evolution of Buyout Pricing and Financial Structure (or What Went Wrong) in the 1980s,” with Jeremy Stein, *Journal of Applied Corporate Finance*, Volume 6, Number 1, Spring, 1993.

“The Staying Power of Leveraged Buyouts,” *Journal of Applied Corporate Finance*, Volume 6, Number 1, Spring, 1993.

“Management Buyouts,” *The New Palgrave Dictionary of Money and Finance*, 1992.

“Sources of Value in Management Buyouts,” Chapter 4 in *Leveraged Management Buyouts*, edited by Yakov Amihud (Illinois: Dow Jones-Irwin, 1989).

**Books** *Mergers and Productivity*, Steven Kaplan, editor, National Bureau of Economic Research, 2000.

**Cases** “SunGard Data Systems,” 2005.

“Community Banking Systems,” 2005.

“Iron Gate Technologies,” 2003.

“Platinum Capital Partners,” 2003.

“Accel Partners,” 1999.

“Cinven and Tiller Foodservices,” 1998.

“Horizon Communications (A) and (B),” 1997.

“Visible Interactive (A) and (B),” 1996.

“Paramount Communications, Inc. -- 1994,” 1996.

“Paramount Communications, Inc. -- 1993,” 1996.