

THE MBR'S NEWSLETTER

The Official Newsletter of the Malta Business Registry



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BUSINESS
REGISTRY

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FOREWORD BY THE REGISTRAR & CHIEF EXECUTIVE OFFICER

Dr. Geraldine Spiteri Lucas

As we reflect on the past quarter, we are proud to highlight the milestones and achievements that have defined our journey, it is with immense satisfaction to note that during this quarter, the Malta Business Registry (MBR) has issued its Annual Report and Financial Statements for the financial year ending 31st December 2023, which I am delighted to enclose herewith.

The publication highlighted how, over the course of this year, the MBR further solidified its position as a key player among top-tier entities, both locally and internationally. Simultaneously, the MBR made it a priority to reinforce and protect the interests of the Maltese jurisdiction, following years of significant legislative reforms that have reshaped the corporate services sector as we know it today. This laid a crucial foundation for the MBR to proceed with its initiatives, particularly those aimed at digitalization. As such, the organization continues to explore new automated solutions that improve our clients' experience.

Furthermore, the MBR organized a blood donation event in collaboration with the Żejtun local council. The MBR's duties extend beyond company registration; we are constantly seeking ways to contribute to community objectives and enhance our corporate social responsibility. I am thrilled to report the remarkable participation of our employees in this act of goodwill, which symbolizes hope for many.

At the heart of the MBR is education, particularly the development of knowledge resources for CSPs and practitioners. I am also pleased to note the excellent turnout for the accredited training seminars, which focused on innovative rules concerning business insolvency and the misuse of legal entities.

Complimenting this approach, the MBR reinforced its commitment to fostering entrepreneurial spirit by delivering a presentation to young students' part of JA Malta Foundation who are interested in business management. Their insightful questions to our team showcased their profound knowledge in the field and enthusiasm for starting their own companies.

We have numerous exciting projects and events on the horizon. Stay tuned for further updates that will keep us engaged.



BLOOD DONATION

In collaboration with the Żejtun Local Council



The MBR organised a blood donation event in collaboration with the Żejtun local council.

The MBR's responsibilities go beyond simply registering a company, we are always looking to contribute towards community goals and enhancing our corporate social responsibility.

Your blood can save a life

Thank you to everyone who participated !



INNOVATIVE RULES ON BUSINESS INSOLVENCY

Giving Entrepreneurs a Second Chance



Earlier this year, the MBR hosted the Innovative Rules on Business Insolvency Training Seminar.

The aim of this seminar was to give a better understanding in relation to restructuring and at instilling a second chance mindset for entrepreneurs and businesses.

Dr Tiziana Filletti from the University of Malta, Dr Peter Fenech from the Chamber of Advocates, Mr Josef Busutill from the Malta Association of Credit Management and our very own Dr Ingrid Hamilton were the speakers during this seminar.

JULY 4, 2024

PUBLICATION OF THE MALTA BUSINESS REGISTRY ANNUAL REPORT AND FINANCIAL STATEMENTS 2023

JULY 25, 2024

The Malta Business Registry (the "MBR") has published its Annual Report and Financial Statements for the financial year ending 31st December 2023.

During this year, the MBR continued to consolidate itself as an essential partner amongst top-tiers, both locally and internationally. At the same time, the MBR ensured to strengthen and safeguard the interests of the Maltese jurisdiction following years of legislative overhauls which have changed the corporate services sector as we know it today. Additionally, through the introduction of new legislative frameworks and the transposition of EU Directives, the MBR worked innovatively to ensure Malta's competitive edge. This was evident through the implementation of the Pre-Insolvency Framework Act which aims at giving entrepreneurs a second chance and the Mobility Directive which helped to generate more activity within the business community.

On the other hand, during 2023, the MBR put itself as a referral point for other registers across the globe. This was highlighted through the hosting of the Corporate Registers Forum Annual Conference which was held in Malta for the first time, attracting over 250 delegates and 50 registers from across the globe. The 4-day conference focused on EU Legislation, Anti-Money Laundering, Digitalisation, Insolvency,

and the Beneficial Owners' Register amongst others. This served as an opportunity for registers to share their ideas, identify current and future challenges within the sector and establish bridges of cooperation particularly in relation to the enhancing of the sharing of information.

Moreover, a significant achievement was MBR's leap forward into digitalisation. The work on the new online platform, the Business Automation Registry Online System (BAROS), showcased the MBR's commitment to embrace digitalisation. Such stance introduced new digital methods such as the responsible use of the qualified electronic signature amongst others, bringing about a change in mindset and in the means of doing things.

2023 also saw a total of 3,150 new limited companies and investment companies with variable share capital, and the registration of 215,916 documents, including the issuance of 14,100 certificates by the Registry Unit. In continuance of its rigorous procedures to

ensure proper governance and compliance, the Compliance Unit reviewed 21,928 notifications and conducted a total of 1,661 onsite inspections to verify beneficial ownership. In parallel, screening of involvements totalled to 96,700.

The Minister for the Economy, Enterprise and Strategic Projects, Silvio Schembri remarked that 2023 was a year of significant achievements for the MBR particularly with regards to the materialisation of the MBR's vision in digitalisation and in strengthening its voice on the international platform. "As a government, we retain our commitment in sustaining a positive, safe, and a dynamic ecosystem for the business community as well as strengthening and developing the skills of the MBR's employees" said Minister Schembri.

The Chief Executive Officer and Registrar Dr Geraldine Spiteri Lucas remarked that 2023 consolidated the MBR's internationalisation efforts particularly in voicing challenges of small jurisdictions on the international platform as well as its commitment in introducing new digital methods and legislative amendments in the best interest of the business community.

"This year's Annual Report conveys the MBR's efforts in striking a balance between ensuring optimum daily operations whilst keeping up with developments both internationally and on a European level. Whilst putting quality at the core of MBR's work, the entity ensured in enhancing commercial activity within the business community with the peace of mind in having an up-to-date register. On the other hand, at the core of our mission is digitalisation which is a long-term investment. I cannot stress enough in emphasizing the importance of continuously investing in technology which eventually better our customers' experience." said Dr Spiteri Lucas.



Click on the above to be redirected to the
MBR's Annual Report 2023



Click on the play button to be redirected to an Interview that our CEO & Registrar has done with **TVM News** discussing the **MBR's Annual Report for 2023**



Click on the play button to be redirected to **Newsline**, a radio programme on Radju Malta in which our CEO & Registrar went on to discuss the **MBR's Annual Report for 2023**



AMENDMENT TO PROVISO IN THE MEMORANDUM AND ARTICLES OF ASSOCIATION

NOTICE

The Malta Business Registry (MBR) hereby informs you of an amendment to the general proviso in the Memorandum and Articles of Association to read as follows;

Nothing in the foregoing shall be construed as empowering or enabling the company to carry out any activity or service which requires a **notification**, licence or other authorisation under any law in force in Malta without such **notification**, licence or other appropriate authorisation from the relevant competent authority and the provisions of Article 77(3) of the Companies Act shall apply.

This amendment was made to refer to inter alia the obligations of the persons involved in a foreign direct investment to submit a **notification** to the National Foreign Direct Investment Screening Office should the provisions of CAP 620 apply.

The new proviso shall come into effect from **1st August 2024**. Thereafter Memorandum and Articles of Association using the old proviso **will not be accepted**.

Dr Geraldine Spiteri Lucas
Registrar & CEO



ABUSE OF LEGAL PERSONS

CPE ACCREDITED

The Malta Business Registry organised a one-day, CPE accredited, training seminar, with continuous aim of shining a light on the findings of Malta's 2023 National Risk Assessment (NRA) in relation to Money Laundering and Terrorism Financing through the abuse of legal persons and the ever-evolving illicit activity in this sector.

Under the FATF's Recommendation 24, countries are required to take measures to prevent the misuse of legal persons. In this regard, laws have been enacted to overhaul the Companies Act in such a way that it enhances transparency and provides for the ability to collect BO Information. For instance, the concealment of BO information is amongst the red flag indicators suggesting abuse of legal persons.

Hence the one-day conference provided CSPs, practitioners and various other entities which engage with such a topic,

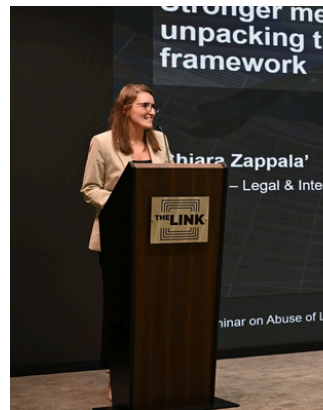
with better knowledge whilst gaining more tools to identify suspicious activity, particularly through due diligence processes as for CSPs and practitioners whilst for entities and authorities when carrying out investigations.

The training seminar entitled 'Abuse of Legal Persons' compliments MBR's efforts in ensuring an up-to-date, accurate and fully populated register.

This one-day conference delved into:

- the FATF recommendations.
- the EU AML legislative framework.
- risk understanding.
- concealment of beneficial ownership in relation to financial crime.
- the role of Trusts and Company Service Providers as gatekeepers.
- legal persons and asset recovery.
- company abuse in terms of insolvency and anti-money laundering.
- Anti-Money Laundering Strategy.

The agenda included the participation of speakers from governmental entities, the MBR, the MFSA, the FIAU and the NCC.



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