



EVOLUTION

TOWARDS

digitalisation

MBR | MALTA
BUSINESS
REGISTRY
ANNUAL REPORT 2024

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**EVO
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TOWARDS

digitalisation

The year 2024 marked yet another significant step in the **Malta Business Registry's (MBR)** ongoing journey towards becoming a fully paperless entity.

This transformation was underscored by several digital advancements, most notably the launch of the Business Automation Registry Online System (BAROS) online platform, a major leap in streamlining and modernising our services.

In parallel, 2024 was also a year of celebration and reflection. It marked the 180 years of historical developments that shaped the legal framework we know today. This anniversary was commemorated through a thoughtfully curated exhibition in the MBR's main foyer. At the heart of the display stood the Kalamazoo apparatus, a symbol of the predigital era that served as a poignant reminder of the journey from manual to digital operations.

Such milestones invite us to reflect on the remarkable evolution of the MBR over the past decades, from fully manual processes to a digitally empowered institution. As technology continues to evolve rapidly, it is imperative not only to stay ahead of the curve but also to remain grounded in our roots; roots that have shaped our nation's history and identity.

This year's theme draws inspiration from Malta's earliest records, from stone inscriptions like the Cippus to artefacts such as Jean de Valette's breastplate. These historic elements are emblematic of the enduring legacy that underpins our progress. As our history evolved, so did we. The introduction of Company Law, influenced by British legal principles, laid the foundation for a comprehensive framework for company registration, one that has demonstrated remarkable resilience and adaptability, particularly in embracing digitalisation.

In this light, the MBR's transformation mirrors the resilience of the Maltese people, a trait consistently echoed in our written and material history. This historical continuum forms the basis of the 2024 MBR Annual Report theme. ■



THE CIPPUS OF MELQART

The Cippi are two marble votive offerings to the god Melqart, dating from the 2nd century BC and unearthed in Malta in the late 17th century. They hold immense historical significance due to the bilingual Phoenician and Greek inscriptions they bear which were pivotal in the decipherment of the Phoenician script by French scholar Jean-Jacques Barthélemy in 1758. In 1782, one of the Cippi was gifted to France by Grand Master de Rohan as a gesture of scholarly and diplomatic exchange and since then, it has resided at the Louvre Museum in Paris, while its twin remained in Valletta.

VISION OUR

To be Malta's national Business Registry recognised globally as an excellent Business Registry offering quality services to the corporate and business sectors locally and internationally, in compliance with local legislation and international standards.

MISSION OUR

- To provide the best possible service expeditiously and impartially to our customers, cost effectively with state-of-the-art facilities, to incorporate companies and to register and inspect company documents.
- To provide stakeholders with adequate, accurate and easily accessible registers, undertaking effective enforcement and to maintain Malta's global reputation as a jurisdiction of choice.
- To ensure that the legislative frameworks that govern the businesses are efficient, up-to-date with international standards, responsive, user and investor-friendly and also to have the right legislative tools for combating crime, money laundering and financing of terrorism.

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The Hon. Silvio Schembri

Minister for Economy, Enterprise and Strategic Projects

“The MBR’s commitment to innovation ensures it stays ahead of the curve, safeguarding Malta’s competitive edge in an ever-evolving global landscape.”



In a rapidly changing world, technology is essential for an entity to maintain relevance and effectiveness. This year, the MBR embraced this reality by driving innovation and digital transformation. Through years of preparation and close collaboration with industry stakeholders, the launch of BAROS marked a pivotal moment for the MBR and the business community at large—one that redefines its operations and solidifies Malta’s position as a jurisdiction of choice.

BAROS is designed to enhance efficiency and promote business automation, enabling professionals to submit documents, update company information, and check penalties with if they’re either involved or the company is linked (both user and corporate). A standout feature is the adoption of a qualified digital signature compliant with European directives, granting the same legal validity as traditional signatures while streamlining processes and a digital signature that can be easily used and secure.

This milestone sets the foundation for a fully paperless operation in the near future, complemented by the introduction of the mandatory online Annual Accounts submission in late 2024. Initiatives like these ripple across the MBR, improving services and expanding online functionalities across the registry.

Through digitalisation, companies are now encountering simplification of processes, significantly reducing bureaucratic hurdles. This is leading to greater efficiency by minimising time wasted on manual tasks, paperwork, and redundant back-and-forth communications, allowing for faster decision-making and improved overall productivity.

A measure that is close to our heart is the self-assessment restructuring tool through which we sought to give a different meaning to insolvency by instilling an entrepreneurial spirit take that leap forward and use this tool to ensure the financial health of their business as well as to provide the business community with a holistic ecosystem that gives peace of mind. This tool can be used by businesses that are not in a favourable situation as alerted by the early warning mechanisms. Additionally, if a company is in red, for the first time a register for insolvency practitioners has been established for businesses to seek help of experts.

The MBR’s commitment to innovation ensures it stays ahead of the curve, safeguarding Malta’s competitive edge in an ever-evolving global landscape. Having a strong technological system in place lays the groundworks to look ahead and be innovative in other challenges to which a solution is necessary. Hence, it was our satisfaction as Ministry for the Economy, Enterprise and Strategic Projects to announce that the MBR issued a call for tender for the development of the Central Data Repository (CDR) marking a key milestone in the government’s ongoing efforts to modernise Malta’s digital infrastructure. This is a government electoral pledge to which we retain our commitment to deliver and diminish existent unnecessary bureaucratic procedures. The issuance of this tender is a significant milestone in Malta’s drive to reduce bureaucracy and leverage cutting-edge technology for the benefit of all. As mentioned, this project forms a core part of our government’s vision to lead by example as an early adopter of advanced digital solutions. The CDR will simplify processes, improve the ease of doing business in Malta, and enhance the overall quality of life for both individuals and businesses.

With these remarkable achievements in mind, maintaining a strong and motivated workforce is essential to continue contributing to the organisation’s future success. It is with great pleasure to note the agreement on salary increases—a well-deserved recognition of the outstanding accomplishments of the past years’ and the unwavering commitment and dedication of our employees, especially in the face of challenges.

The MBR is introducing tools to provide a holistic ecosystem to our thriving business community. Such initiatives are a crucial step toward fulfilling the main aims of Malta Vision 2050, which focuses on improving the quality of life for citizens and positioning the government as an early adopter of advanced technologies. Having a strong pediment as the MBR does provide the ideal springboard for Malta as a nation to look ahead and build today’s tomorrow. One of which is the exploration of new economic niches to attract new businesses of quality to our shores. Undoubtedly, a cornerstone of Malta Vision 2050 is economic diversification, building on our traditional strengths while pioneering new sectors that promise significant value-added opportunities. At the centre of it all is our one and only resource, the human resource, that is tomorrow’s generation to which we seek to equip our students with the ideal skills.

Malta Vision 2050 is not just about driving economic growth; it’s about fostering a society where progress benefits everyone. By nurturing new industries and championing high-value-added activities, we remain steadfast in our commitment to enhancing the quality of life for all citizens. This includes ensuring access to world-class education, healthcare, and abundant opportunities for cultural enrichment.

Together, we are laying the foundations for a sustainable, innovative, and prosperous future, ensuring that Malta’s long-term vision aligns with the aspirations of our nation. Our goal is a holistic vision that addresses challenges, creates opportunities, and enhances the quality of life for all—better supporting equitable growth, fostering innovation, and preserving the unique heritage and natural beauty of our islands for generations to come. Malta vision 2050 will define the next 25 years to come.

I applaud the MBR for a remarkable year, for standing shoulder-to-shoulder with our business community while ensuring compliance and additionally for taking on any challenges bravely in the best interest of the Maltese jurisdiction. ■

The Hon. Silvio Schembri

Minister for Economy, Enterprise and Strategic Projects

Dr Geraldine Spiteri Lucas

Chief Executive Officer and Registrar – Malta Business Registry

“The MBR’s proactivity and vociferous stance garnered international respect resulting in building strong bridges and relationships with our counterparts.”



The MBR has long been a cornerstone in safeguarding the interests of Malta’s jurisdiction. In 2024, we solidified this role further by laying the groundwork to embrace advanced digital methodologies, enhancing both operational efficiency and transparency. At the core of MBR’s mission lies a commitment to continual innovation, where technology serves as a fundamental pillar.

A prime example of our dedication to modernisation is the launch of the BAROS, a landmark initiative that underscores our commitment to digitalisation. This system emerged from an extensive re-engineering of existing processes, initiated to better understand and improve our services. Critical to this transformation was a comprehensive legal analysis to adapt our frameworks to this digital shift while ensuring compliance with GDPR and data protection standards.

Stakeholder involvement was central to this journey. Stakeholders actively participated in feedback sessions and testing phases, ensuring the system met real-world needs. A meticulous data migration process followed, led by MBR’s dedicated employees, ensuring a seamless transition to BAROS.

Today, BAROS introduces features that move us closer to becoming a fully paperless entity. A bold vision when taking into consideration that over 200,000 documents were registered last year. The system also supports the mandatory online submission of annual accounts, streamlining processes for businesses. This cultural shift within MBR reflects our broader vision of embracing innovation to enhance our service delivery.

Another significant milestone for MBR is the Central Data Repository Solution, a flagship project aligned with Malta’s electoral manifesto. This initiative seeks to reduce bureaucratic inefficiencies and boost Malta’s competitive edge. In October, we issued a call for tenders to develop this modern solution, marking a pivotal step in our digital journey.

The Central Data Repository will enable individuals and businesses to share important documents securely with government entities, eliminating repetitive procedures and accelerating compliance tasks. By integrating artificial intelligence, the platform will enhance efficiency, reduce administrative burdens, and maintain stringent data security standards.

With digitalisation comes increased responsibility. In collaboration with the Office of the Information and Data Protection Commissioner, MBR launched an educational campaign to promote the responsible use of digital signatures. These signatures represent a transformative tool for securely validating and authorising actions in the digital domain. Our campaign highlighted the need to treat digital signatures with the same care as traditional ink signatures, emphasising their importance as personal data that must not be shared indiscriminately. As MBR continues to advance, long-term education on digital best practices remains a key priority.

In an era of constant change, the ability to share information efficiently has become invaluable for businesses and institutions. Recognising this, the MBR introduced Application Programming Interfaces (APIs), designed to enhance collaboration and digital services for Subject Persons, as defined by the prevention of money laundering and funding of terrorism regulations.

APIs play a critical role in business registries by enabling seamless data exchange. They improve efficiency, reduce errors, and provide businesses with instant access to real-time information. This fosters innovation, accelerates compliance processes, and enhances transparency. By automating the flow of information, APIs allow businesses to integrate registry data into their operations effortlessly, driving smarter decision-making.

Most importantly, offering tailored API packages strengthens our relationships with industry stakeholders, paving the way for closer collaboration and trust.

At the heart of our mission lies a deep commitment to guiding young entrepreneurs and businesses through their journeys. This dedication has driven the creation of a project especially close to my heart: the Self-Assessment Tool.

The saying, “Prevention is better than cure,” encapsulates the essence of this initiative. Designed as a restructuring tool, it enables companies to assess their current position and determine their viability for continued success. By empowering businesses to evaluate themselves proactively, we aim to shift the narrative surrounding restructuring—from being perceived as a last resort to being embraced as a pathway to innovative solutions and revitalisation.

Traditionally, business restructuring has carried a stigma, often viewed as a sign of failure. However, we approached the development of this tool with a fresh perspective, recognising that restructuring can instead be an opportunity for growth and transformation. It is a chance to realign, pivot, and breathe new life into an organisation’s vision and operations.

This initiative is part of a larger ecosystem we are building—a dynamic framework that fosters the transformation of ideas into thriving enterprises. By introducing the first group of insolvency practitioners alongside the Self-Assessment Tool, we are creating a comprehensive support system. Together, these elements provide businesses with the resources, expertise, and guidance they need to navigate challenges and achieve sustainable success.

Our goal is to inspire confidence and equip entrepreneurs with the tools they need to thrive in an ever-changing business landscape. The Self-Assessment Tool is more than just a guide; it is a clear proof to our belief in the resilience of businesses and the power of proactive planning.

As we continue to champion the spirit of innovation and transformation, we remain steadfast in our commitment to supporting entrepreneurs in turning their aspirations into realities. With the right tools, the right mindset, and the right support, businesses can navigate any challenge and emerge stronger than ever.

MBR's proactivity and vociferous stance garnered international respect resulting in building strong bridges and relationship with our counterparts. It is of great pleasure to host next year's Corporate Registers Forum Beneficial Ownership Working Group. This will bring registries from across the globe to discuss challenges in this sector and way forward.

Hosting this working group is not only a testament to MBR's leadership in the field but also a reflection of our dedication to fostering partnerships that transcend borders. We are eager to welcome delegates from around the world and to contribute to shaping a future of enhanced cooperation, shared knowledge, and impactful outcomes.

As we continue to innovate, MBR remains steadfast in its commitment to creating a more efficient, transparent, and accessible business environment. Through projects like BAROS, the CDR, and the introduction of APIs, we are not only modernising our operations but also setting a strong foundation for Malta's digital future.

Our journey is a testament to the power of collaboration, foresight, and an unwavering commitment to excellence. Together, we can shape a future where digital transformation drives progress and prosperity for all.

At MBR, our vision is clear: to be a catalyst for progress and a steadfast partner in Malta's digital and economic evolution. Through innovation, collaboration, and a commitment to excellence, we are reshaping the way businesses interact with government services and fostering a culture of transparency and efficiency.

From pioneering digital tools like BAROS to leading global conversations at the Corporate Registers Forum, MBR stands as a beacon of leadership and transformation. By empowering businesses with cutting-edge solutions and fostering global partnerships, we are not only strengthening Malta's reputation as a forward-thinking jurisdiction but also creating a lasting legacy of innovation and resilience. ■

Dr Geraldine Spiteri Lucas

Dr Geraldine Spiteri Lucas

Chief Executive Officer and Registrar – Malta Business Registry

With the right tools, the right mindset, and the right support, businesses can navigate any challenge and emerge stronger than ever.



THE EYE OF HORUS

The Eye of Horus, also known as the Eye of Osiris, dates back to the Phoenician period and is a symbol with ancient maritime roots, used as a charm against evil spirits to ensure a safe voyage and good fortune for fishermen. It is still used decoratively on the traditional Maltese boat, the *Luzzu*.

Annalise Zammit

Chief Operations Officer and Deputy Registrar –
Malta Business Registry

“The Annual Report 2024 serves as a testament to our dedication to delivering value to our stakeholders, employees, and customers.”



As the Chief Operating Officer (COO) of the MBR, I am proud to present the Annual Report 2024, which reflects our unwavering commitment to excellence, innovation, and continuous improvement. In an era of rapid change and increasing competition, operational efficiency and strategic execution are more critical than ever. Throughout the year, the MBR has led the charge in implementing significant transformations that have had a lasting impact on the corporate sector.

The Annual Report 2024 serves as a testament to our dedication to delivering value to our stakeholders, employees, and customers. It highlights key insights, challenges, and opportunities that shape our industry and drive our decision-making processes.

A major milestone in 2024 was the continued integration of technology into our operations with the launch of the BAROS. This system introduced a cultural shift and key digital features, including the use of digital signatures in line with the European Electronic Identification Authentication and Trust Services Directive (e-IDAS), significantly enhancing efficiency and reducing processing times. By the end of the year, the online submission of Annual Accounts became mandatory. Additionally, preparations commenced for the digital incorporation and dissolution of companies, marking a significant step toward full digital transformation.

With the growing demand for accessible and timely information, the MBR has shifted its focus toward APIs. Following a stakeholder workshop in February 2024 – including Corporate Service Providers (CSPs) – MBR is set to introduce new APIs aimed at enhancing collaboration and digital services for Subject Persons. This initiative stems from valuable stakeholder feedback, emphasising the need for seamless access to company-related data. APIs have become a cornerstone of the modern digital landscape, fostering reliable partnerships and improving customer experience. By enabling the regulated sharing of data with external partners, APIs facilitate innovation and allow organisations to integrate new technological services seamlessly.

The private sector has strongly welcomed this initiative, recognising its potential to shift financial institutions' workforce from manual data collection to more strategic roles. This two-way approach benefits both the MBR and the private sector, enhancing operational efficiency and allowing businesses to allocate human resources where they are needed most, rather than focusing on repetitive data collection tasks.

Another significant initiative that shaped our work in 2024 was the development of the CDR Solution, an electoral pledge aimed at reducing unnecessary bureaucratic procedures and enhancing Malta's competitiveness among investors. As COO, I had the privilege of overseeing the tendering preparations for this initiative, working alongside a team of skilled professionals. Leading this project was a significant responsibility, as it represents a crucial step in the MBR's evolution. A dedicated unit has been established to ensure the full functionality of this measure while maintaining transparency throughout the process. The overwhelming response to the tender issuance from industry players reaffirmed that the MBR is addressing the sector's needs effectively.

Implementing such initiatives requires close collaboration with stakeholders. To enhance industry knowledge, the MBR organised five CPE-accredited seminars, attracting over 500 attendees. These sessions provided valuable opportunities for industry professionals to stay informed about regulatory and technological advancements. Moving forward, we remain committed to ensuring that practitioners are equipped with the necessary tools and knowledge.

While operations progress, fostering a harmonious work environment remains a top priority. Beyond digital transformation, we continue to prioritise employee well-being. Initiatives such as mental health first aid training and appreciation programs have been introduced to promote a supportive and positive workplace culture, ultimately enhancing productivity.

Simultaneously, MBR remains committed to staying ahead of regulatory and digital advancements. Preparations are well underway for compliance with the CSRD, ensuring alignment with evolving corporate standards. Additionally, we continue to explore innovative digital initiatives aimed at further enhancing our services and operational efficiency.

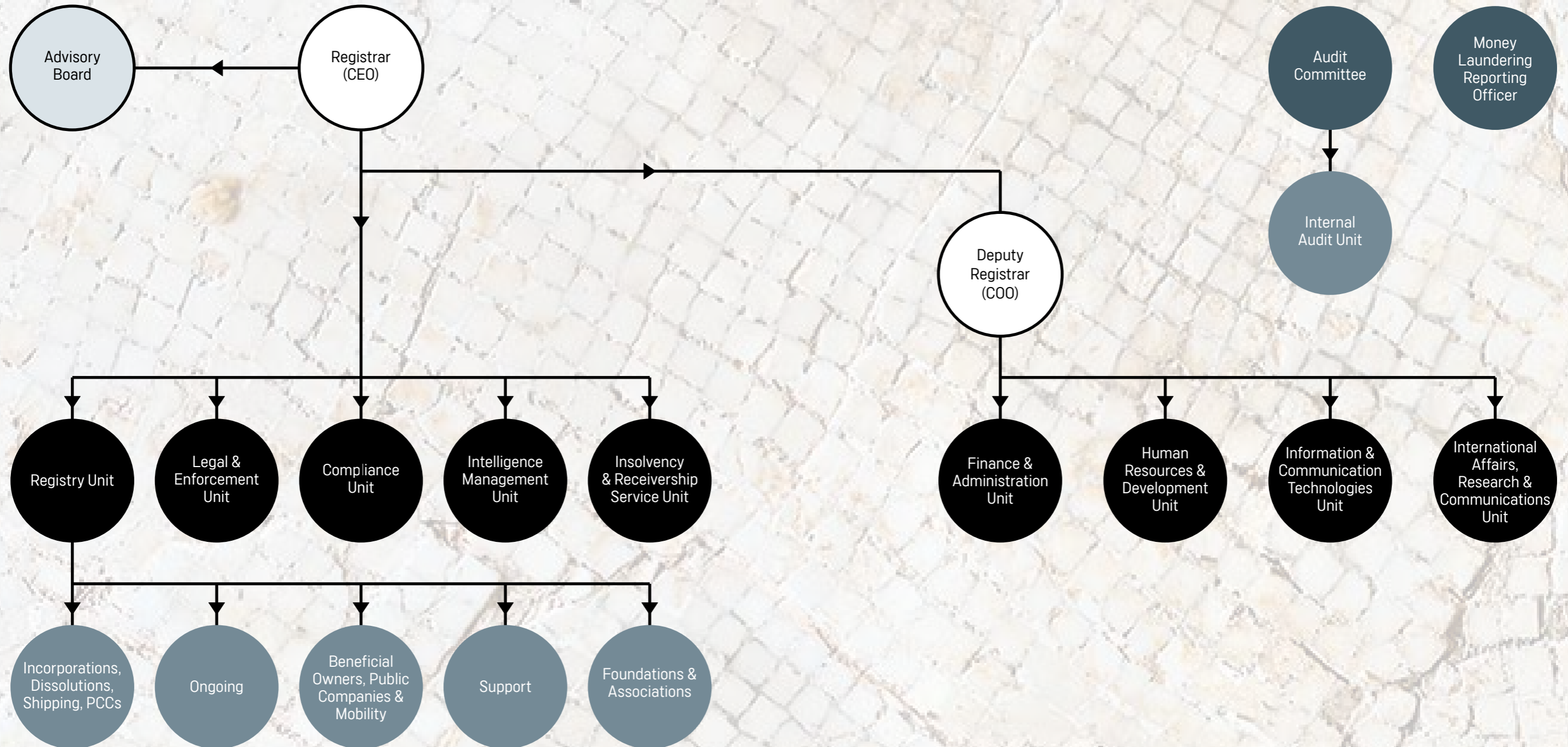
With a strong focus on digitalization, collaboration, and regulatory preparedness, the MBR remains steadfast in driving progress and delivering value to both the public and private sectors. ■

Annalise Zammit

Chief Operations Officer and Deputy Registrar – Malta Business Registry

Malta Business Registry

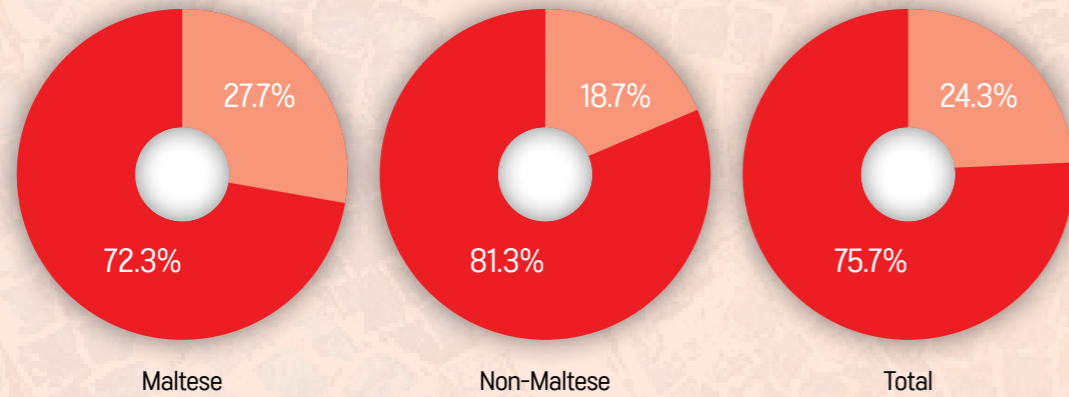
Organisational Structure



THE REGISTER'S PROFILE: AN INSIGHT

Shareholder Gender Analysis

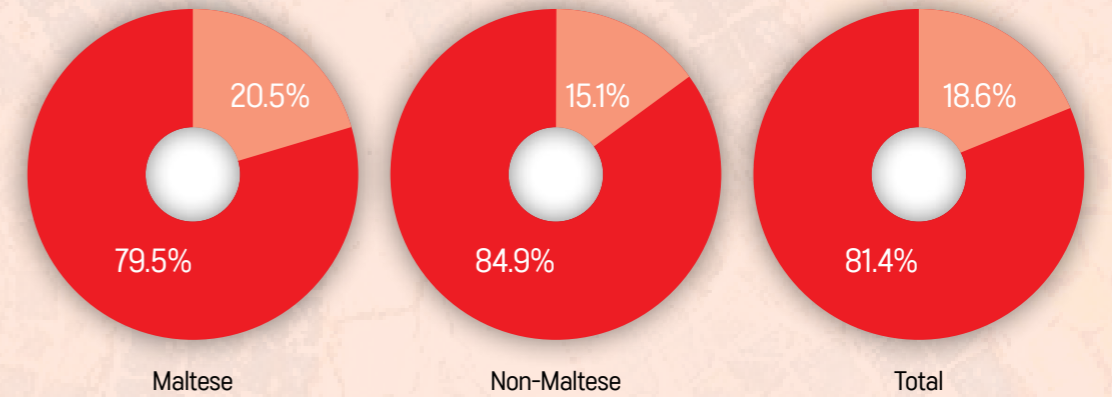
● Males ● Females



Director Gender Analysis

Based on 69,745 individual directors

● Males ● Females



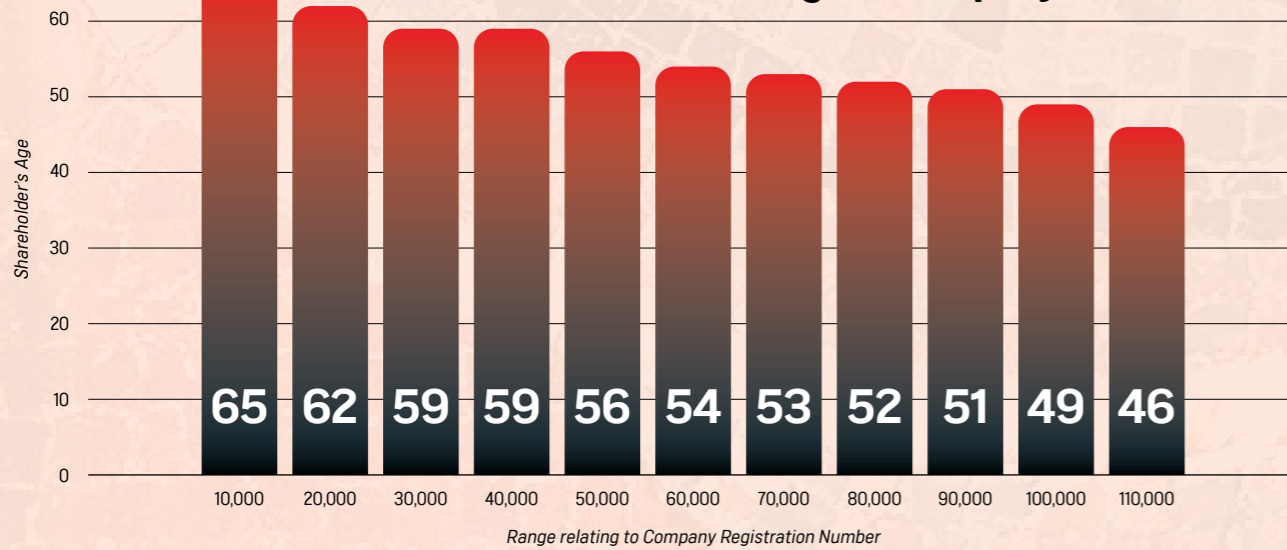
Shareholders per entity



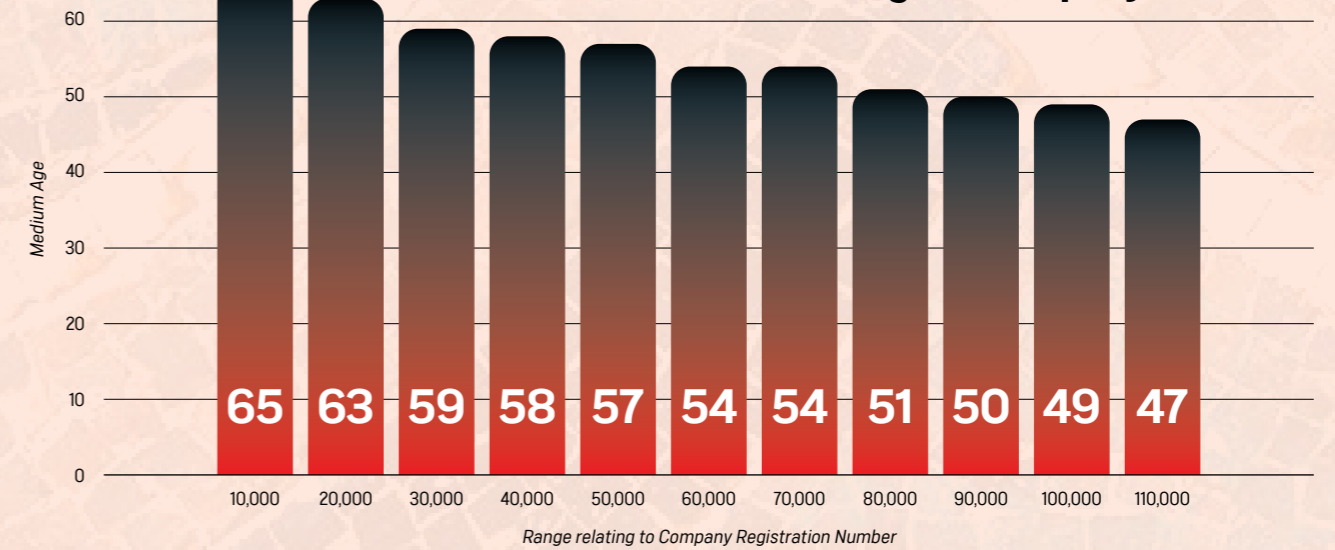
Number of Directors per entity (based on 47,824 entities)



Median Age of Company Shareholders



Median Age of Company Directors



OLDEST SHAREHOLDER
1930 (95 years old)

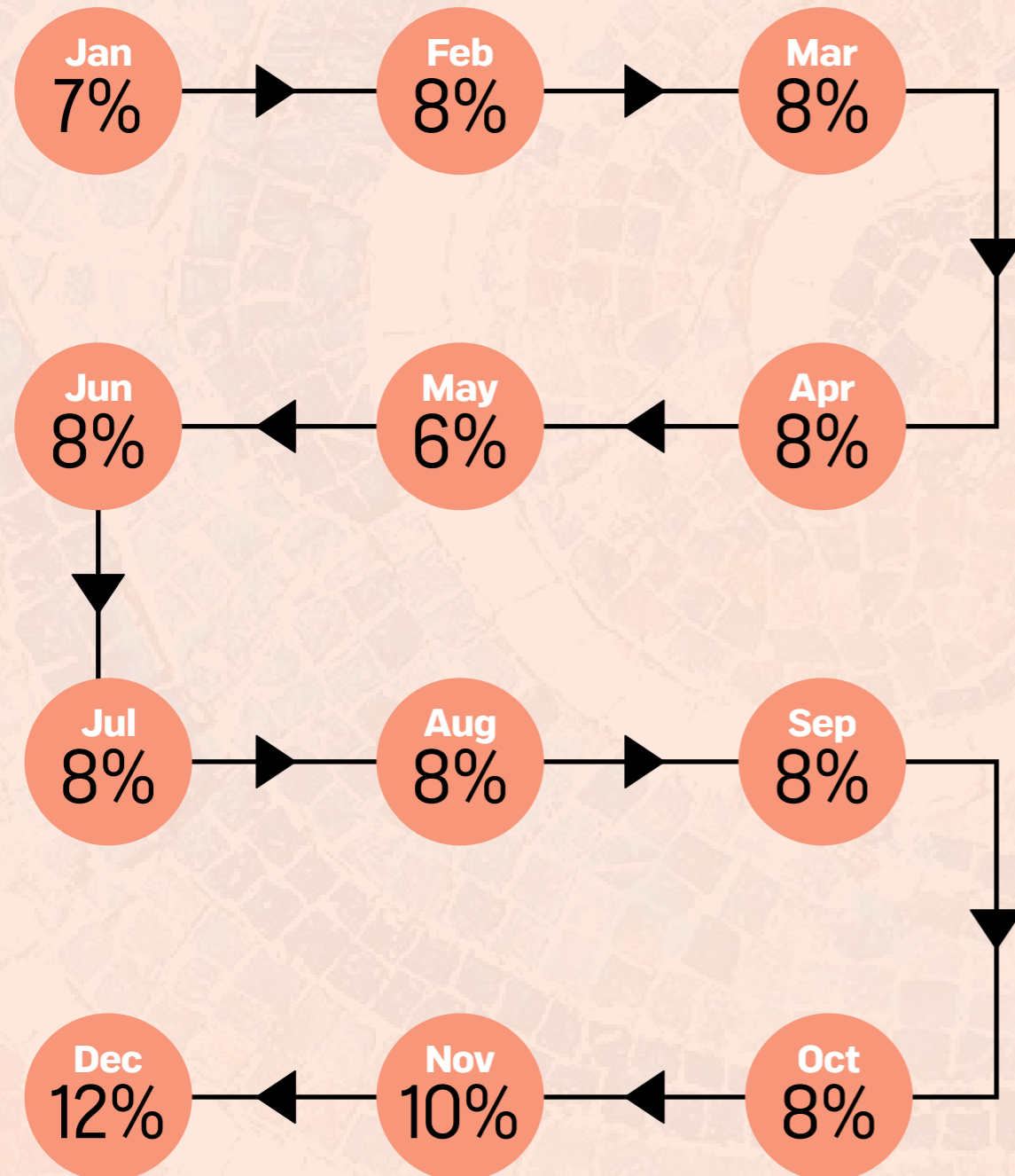
YOUNGEST SHAREHOLDER
2011 (14 years old)

OLDEST DIRECTOR
1929 (96 years old)

YOUNGEST DIRECTOR
2004 (21 years old)

2024 Company Registrations

Preferred registration month for the active entities



Liquidation

Median time from the date of the appointment of a Liquidator to an entity being struck off: **1 year**



THE MBR'S KALAMAZOO

In an era preceding computers and technology, the MBR used an apparatus, referred to by its brand name Kalamazoo, which used to hang on the Registry's reception room wall. A manual version of a modern spreadsheet, the Kalamazoo listed all registered companies in alphabetical order, thus facilitating the retrieval of the particular company's physical file from the archives.



THE MBR ARCHIVES

Notwithstanding modern data storage systems, the MBR still maintains its physical archives which include documentation on all companies ever registered in Malta, making it a veritable treasure trove of the country's business and economic history.

STATISTICS

Total Annual Registrations

3,376

Private Companies

3,231

Commercial Partnerships

77

Branches

48

Public Companies

16

European Companies

1

European Economic Interest Grouping

3

Registry Unit

**INCORPORATIONS
DISSOLUTIONS
SHIPPING
PROTECTED CELL COMPANIES (PCCs)**

Companies placed in
Voluntary Liquidation

809

Malta offers a stable and attractive environment for business incorporation, including shipping-related ventures. The Malta Business Registry (MBR) plays a critical role in facilitating business activities in Malta and is, in fact, the Governmental authority responsible for the registration of commercial partnerships in Malta.

One of the main duties of the Registrar that arises from the Companies Act of 1995, is the registration of commercial partnerships. The reservation of company names is a key step in the process of incorporating a new company. During 2024, the reservation of company names was passed on to the Incorporations Team. This team oversees the reservation of company names to ensure that they are unique, not misleading or infringing upon existing company names.

The introduction of the new online web portal BAROS, made it easier for the registration of commercial partnerships. During 2024 there was a significant increase in the registration of companies filed online. The digitalisation and the user-friendliness of the company registration process are now more streamlined thus making it more accessible for the filing of new incorporations online. Furthermore, the Incorporations Team can now complete the process of new company incorporation in a more expeditious, efficient manner. During January 2024, the MBR organised a training seminar to all company service providers and all those involved in the sector in relation to company incorporations. This seminar was aimed at providing training and some helpful guidance on how a company can be registered in the least possible time. After the training seminar, a guidance note on company incorporations was sent to all attendees.

Name
reservations

7,949



The team is also assigned with the registration and ongoing obligations that arise for companies incorporated outside Malta that have established a branch or place of business within the country. Ongoing obligations for branches include the preparation and submission of annual financial statements.

The dissolution of a company is a formal legal process that brings an end to its existence as a legal entity. During the year 2024, more companies submitted their dissolution documents online rather than in paper format. This feature enabled the Dissolutions Team to process the documents in a timelier manner since documents filed online tend to be more in line with the relative legislation than those filed in paper format. This guarantees that third parties doing business can rely on our data. During the first quarter of 2024, a training seminar was also held to brief liquidators and those involved in the business, regarding the documents that need to be filed so that a company can be wound up and dissolved.

Shipping is an important sector for Malta and the country has a well-established reputation as an international maritime centre due to its strategic location and favourable regulatory framework. The Shipping Team is responsible from the initial company registration to ongoing compliance and annual filings for shipping companies registered in Malta. It ensures that documents filed are given priority due their sensitivity and ensures that the web portal is accessible to anyone wishing to verify the status of a shipping company. The new system allows shipping companies to submit all the documents online without the need to visit the MBR offices in person. This is extremely helpful since documents can be filed online for registration by service providers and eventually be processed in a timely manner. Strategically, the need was felt for PCCs to be given specialised attention to ensure a more efficient service.

As a team we are committed to provide excellent services, thus ensuring that documents are accurate and correct before registering them to ensure that our data is transparent and that clients have their minds at rest when doing business with companies registered in Malta. ■



NEOLITHIC FISH RELIEF

Fish relief sculptures were a common decoration in Neolithic Malta, particularly inside temples. These reliefs, often depicting various fish species, were part of a broader range of artistic motifs used to decorate temple walls and other structures, marking them as a testament to the advanced ancient civilization that created them.

Registry Unit

ONGOING

2024 has been a pivotal year for the Registry Operations as we continued to build upon all the progress and new structures developed in the restructuring process which was introduced back in 2023. All three teams continued to evolve in achieving the targeted specialised roles which the restructuring process was ultimately designed for.

The Ongoing Team is tasked with the ongoing supervision of active companies registered under the Companies Act 1995. It continued the processing of data in relation to any changes in the Beneficial Owners Registers, enhanced its vetting process to ensure that the submitted documentation is in accordance with the Law and issued any defaults which may apply in terms of Law. It is fundamental for the Ongoing Team to ensure that the data provided in our Registers is accurate so that the end users are confident with the data that is published since this is then used for a wide range of activities.

Training has been important during the year due to the changes within the team and specialised training was given regularly. As a team, we continued to compile a set of working procedures for each document, an ongoing process with the aim to finalise guidance material and to keep updating it as new changes are introduced. An example to this were the amendments made to the Companies (Amendment) Act, 2024, published in the Government Gazette on 17th May 2024, whereby specific training was provided to the team on the new amendments issued in this notice.

Meanwhile, statistics were also gathered during 2024. The collection of statistical data proves to be a key tool that enables us to evaluate the performance within the team, both on a qualitative and quantitative aspect. Such data has also been used to assist us as a team in the analysis

of incoming documents, the common errors encountered in the submitted documentation and why such documents would require amendments. Through the analysis of this data, we managed to identify operations that were hindering our internal processes. This allowed us to discuss, adjust and fine-tune our procedures where necessary. The team was also focused during the year to further strengthen its homogenous approach with regards to the vetting of documents.

During the year, a new mailbox was developed to specifically target the vetting and processing of the annual statutory submissions (Annual Returns, Annual Accounts and Annual BO Confirmations). The MBR receives a substantial amount of such submissions on a daily basis, thus necessitating the need of specifically creating a new mailbox to prioritise any filings requiring immediate attention. The sorting process of all daily submissions continued to be monitored during the year and adjustments were made when required to create a more structured system, ensuring that each document is appropriately sorted.

The main challenge for the past year was the adaptation to the new portal. During the year, as a team, we had ongoing discussions that brought about the need to cater for any updates and/or improvements which were required in the new portal. Meetings were held with our IT support team to cater for any issues encountered and to enhance further processes and facilitate the submission of online documents for the end user. During the year, through the necessary changes made, the team adjusted and adapted well to the new portal. Whilst this will remain an ongoing process even in the coming year, we will continue to assess and adjust as required, particularly the manual processes to key in data in the new portal for the necessary alterations with respect to the documents received in paper format.

Notwithstanding this, during the year and in line with the MBR's vision to become fully paperless, further developments were made in 2024. The major change for the Ongoing Team in this process was on 1st November 2024, where it became mandatory for Companies to submit the Annual Accounts through the MBR's online system. This undoubtedly, was a major development aimed at simplifying business processes both to the end user and even internally. This new development enhanced further our aim and commitment to embrace today's digital practices and simplify procedures.

A training session was delivered to all auditors, accountants, and any other interested party, prior to the commencement of the mandatory online submission of financial statements, whereby the necessary guidance and support was provided on the online process to submit a set of Accounts.

The upcoming year will continue to further develop the MBR's mission to transition towards paperless submissions. Our aim as a team is to continue to strengthen the team's specialised roles and provide the necessary training even with respect to new developments. We will continue to closely monitor the statistical data to improve and evaluate the team's performance throughout the year whilst providing key attention in developing further the homogenous approach to the vetting of documents especially in cases of multiple submissions of the same related change. As a team we will as well continue to focus on further streamlining our existing processes for documents to be vetted in a more accurate and timely manner whilst ensuring that the data provided in our Registers is correct and factual. ■



Our aim as a team is to continue to strengthen the team's specialised roles and provide the necessary training even with respect to new developments.

Registry Unit

BENEFICIAL OWNERS PUBLIC COMPANIES MOBILITY

This Team is responsible for registering all cross-border mergers, divisions and conversions, together with all local mergers and divisions, conversions of currencies and all documentation submitted in relation to Public Companies, Investment Companies with Variable Share Capital (SICAVs), Commercial Partnerships (En Nom Collectif and En Commandite), European Economic Interest Grouping (EEIGs) and Societas Europaea (SEs), together with providing guidance on Beneficial Ownership (BO) Information.

Nearly two years have passed since Malta transposed the Mobility Directive on 31st January 2023 and thus, the first comparisons can be drawn.

When compared to 2023, the number of Cross-Border Mergers filed with the Registrar increased slightly from 13 to 18. The major difference noticed in the Cross-Border Merger transactions is that whilst in 2023, the number of Maltese Acquiring Companies exceeded the local ones being acquired (9:4), this statistical fact shifted in 2024 as there were more Maltese companies being acquired in comparison to the local acquiring ones (8:10). During this year, 10 cross-border mergers were completed successfully.

A noteworthy observation emerges from the significant rise in the number of Cross-Border Conversions out of Malta filed with the Registrar when compared to the previous year. A total of 43 Cross-Border Conversions out of Malta were filed in 2024 to redomicile to various EU Member States versus the 3 submitted in 2023. A major factor that contributed to this substantial increase is the fact that 26 out of the 27 EU Member States transposed the Mobility Directive by the end of 2024. During this year, 5 Cross-Border Conversions were concluded successfully.

Although the new regime of Cross-Border Conversions has been welcomed by local practitioners and CSPs, it is also interesting to note that the old framework of the Continuation of Companies Regulations (S.L. 386.05) is still in demand because 40 reviews were conducted during the year. The latter was mainly used to redomicile companies to non-EU jurisdictions whilst there were some other redomiciliation of companies to EEA Countries. In conclusion, a total of 50 companies redomiciled during 2024, with 19 relocating outside Malta and 31 relocating to Malta.

No Cross-Border Divisions were submitted during the year, however, initial queries on the subject have been raised by practitioners and CSPs. This may suggest that in 2025 we might receive the first application for a cross-border division.

Redomiciliation of Companies

50

inside: 31
outside: 19



The year 2024 was particularly hectic in relation to conversions of currency, local mergers & local divisions. The vetting of documents in relation to conversions of currency took place on 136 instances, whereas in the case of mergers and division documents, reviews occurred on 304 instances and 10 instances, respectively.

Approximately, 3,150 documents were processed for the Public Companies, 1,999 documents were processed for SICAVs, 1,173 documents were processed for Partnerships, 77 documents were processed for SE and 35 documents were processed for EEIG. These figures demonstrate that work was persistently conducted over the course of the entire year. Furthermore, a substantial number of queries were received in respect of each type of entity, both via email and telephone calls. Some queries related specifically to Partnerships, initiated discussions with the MBR and various stakeholders to examine the possibility of improving the existing legislation on the subject to allow for further clarity and address any existing lacunæ.

As the Team responsible for coordinating guidance on BO Information, a number of enquiries brought up from the other teams within the Registry and also from the Compliance Unit, were continuously discussed between the Seniors so that clients are approached with harmonised suggestions. A number of telephone calls were also held with various practitioners and CSPs whenever our direction was requested with regards to this subject.

This team is regularly contributing to strengthening the MBR's vision and objectives on digitalisation by providing its feedback to the ICT Unit in relation to the filing of documents for Public Limited Companies, SICAVs, Partnerships, SEs and EEIGs and expressing ideas on how to make the new online platform BAROS more effective to cater for such entities.

This team was invited to provide feedback with our views on how the European Single Access Point (ESAP) will impact our work in the Registry Unit. The ESAP will be a "single point of access" digital platform for public financial, non-financial and sustainability-related information about EU companies and financial products.

Training has continued to be a priority throughout the year, especially with our new recruits. The Desk Officers within the team were given training on Cross-Border Conversions out of Malta early in the year so that eventually, as a team we were better equipped to face the imposed deadlines towards the last quarter of the year.

Apart from imparting technical knowledge, training within the team focuses on developing a harmonised approach to various circumstances and queries which may arise on the job. This is in line with the MBR's value of professionalism which promotes, inter alia, consistency, accuracy and a deep understanding of the relevant legislation and processes. In fact, sharing of knowledge with regards to new encountered issues has continued to be promoted in this team throughout 2024.

The primary objectives for the year 2025 include the ongoing provision of internal training, particularly in relation to Cross-Border Mergers, alongside other specialised training for staff members. Additionally, there is a commitment to further enhance the current processes for the timely review of documents.

To ensure the team's ongoing success in delivering positive results, there will be a continued focus on teamwork and constant motivation, thereby enabling clients to receive satisfactory assistance and effective support in relation to their queries. ■

Registry Unit

SUPPORT

The Registry Support Unit plays a pivotal role in ensuring the smooth operation of our services and maintaining the integrity of the MBR. It is essential for every team member to be fully familiar with day-to-day processes, the BAROS, and the responsibilities associated with various roles. We work closely with desk officers and engage directly with the public, making our interactions crucial for customer satisfaction.

A key focus of our work is understanding and addressing the needs of our clients. This requires maintaining cordial dialogue, patience, and self-control, especially when differences arise, ensuring that we keep the client engaged and satisfied with our services. As the first point of contact for the submission of documents, our team represents the MBR and therefore, providing excellent service is essential.

We are committed to assisting our clients in the most efficient and effective of ways. We ensure that orders for certified copies and certificates are issued promptly, while all documents processed by the desk officers are uploaded to the MBR website.

We handle the allocation of received bank transfers, issue certificates for certain new company incorporations, certificates of change of company name, and change in company status, and we also publish notices in the daily newspaper and on the MBR website as required. We also process around 40 orders for Good Standing and other certificates daily, alongside providing certified copies of company documents. Hundreds of documents such as new company incorporations, notices, financial statements, annual returns and liquidation documents are uploaded to the MBR portal daily. Furthermore, any changes to a company are recorded on our publications website (<https://register.mbr.mt/app/publications>), which is updated daily and allows the public to search for publications by date.

In 2024, as the Registry Support Unit, ensured to maintain the high standards of service we are committed to. Despite these challenges and deadlines, the team came together, providing mutual support and ensuring positive outcomes. From the 1st November 2024, companies were required to submit their annual accounts exclusively through our portal. This change has significantly improved the MBR's service delivery, streamlining the submission process and enhancing efficiency.

Despite the challenges, we consistently achieved positive results throughout 2024. We believe in the power of teamwork and continuous motivation, as working under pressure with high demands is a constant part of our role.

Together, we continue to move forward and support each other in delivering excellence to the public and the MBR. ■

Certified
true copies
of registered
documents

3,017

Certificates

11,515

(including Good Standing,
Incumbency, Legal, COI and others)

Documents
registered

206,002

Publications

3,925



NEOLITHIC SPIRAL BLOCK

The Spiral motif is a prominent example of ancient Maltese art and culture, found at various Neolithic sites including the Hal Saflieni Hypogeum, Haġar Qim and Tarxien Temples. These spirals, often shown symmetrically through a vertical axis, must have carried a significant symbolic meaning for the ancient Maltese people.

Registry Unit

FOUNDATIONS & ASSOCIATIONS

In 2024 we observed a rise in the registration of new associations as legal entities and new foundations for public purposes. The Registrar issued 14 new certificates of registration for associations, 7 for private benefit foundations, and 28 for public benefit foundations.

In addition, the MBR was also responsible for issuing, upon request, certificates of good standing, certificates of incumbency, certificates confirming legal representation and certificates of beneficial owners.

The Foundations and Associations Unit also undertook the task of reviewing forms, documents, and BO Forms, registering new foundations and associations as legal entities and entering beneficial owner details on the BAROS along with uploading supporting documents. These details, forms and documents are accessible to competent authorities, departments and other agencies. MoUs are in place to facilitate cooperation and the exchange of information to verify beneficial ownership details. In cases of discrepancies, the Unit is promptly notified.

Another responsibility of this Unit was the issuing of Notes of Cancellation for organisations dissolved on a solvent basis. In 2024 the Registrar signed a total of 48 Notes of Cancellation: 25 for unregistered organisations and 23 for registered organisations.

The MBR's main goal is to always assist and facilitate the process of registration, and for this purpose the Unit's officials held 30 meetings with administrators to guide them on completing BO Forms and addressing related matters.

The Unit also compiled statistics on registered forms, which were forwarded to various authorities, including the FATF.

An exercise was undertaken to determine the status of organisations and whether they were in good standing. Those failing to meet the requirements were informed, with 16 organisations eventually being struck off as defunct for non-compliance.

The Unit was further responsible for imposing and collecting annual and penalty fees, as well as issuing warning letters for pending fees. In 2024, penalties were imposed on 118 BO forms for late submissions and three foundations for failing to submit registration documents within three months of establishment.

Administrators and other local representatives of other legal organisations

274

Registered Private Foundations (PFLP)

7

Registered Public Foundations (LPF)

28

Registered Associations (LPA)

14

Screening of Involvements of Founders of other legal organisations

56

An essential task was performing anti-money laundering (AML) searches, or Know Your Client (KYC) searches, on all involved parties before uploading any documents to the MBR website. If any negative findings were discovered, these were reported confidentially to the MLRO.

The Unit actively engaged in discussions with legal advisors to propose amendments to the law governing foundations and associations, particularly the Civil Code's Second Schedule. Additionally, it participated in local and international meetings with organisations such as the NCC and the FATF, and conducted meetings with AIMS, the MIA and other authorities with the aim of simplifying processes.

An informative session was delivered during the Abuse of Legal Persons CPE accredited training seminar, which delved into non-profit foundations that are used as potential vehicles for money laundering.

Finally, the Unit continued to assist administrators and committee members, most of them working on a voluntary basis and in their spare time, with completing BO forms and addressing their queries. ■

ARABIC TOMBSTONE

The Arabic period in Malta spanned from the late 9th century (870 AD) to the 11th century (1091 AD), although the Arabs were effectively expelled from the islands in 1224. Malta had come under Arab control when the Aghlabids from North Africa conquered the islands, marking a shift from Byzantine rule. The Maltese language, retaining its semitic roots, is a living testament to this historical period.



Compliance Unit

The Compliance Unit at the MBR serves as the cornerstone of Malta's efforts to promote corporate transparency and prevent the misuse of the financial and business environment for illicit activities. This unit operates with a clear mandate to ensure compliance with anti-money laundering and counter-terrorism financing regulations as well as with the Companies Act (Register of Beneficial Owners) Regulations, thereby reinforcing the country's reputation as a safe and reliable jurisdiction for business operations.

The Compliance Unit conducts onsite and offsite inspections of registered companies to verify their conformity to the legal requirements under the AML/CFT framework, particularly concerning the maintenance of accurate and up-to-date beneficial ownership information. Inspections assess the legitimacy of a company's operations and its compliance with reporting obligations. Where discrepancies are identified, the Compliance Unit may issue penalties or refer the matter to other units or authorities for further investigation. Onsite inspections, which take place at the registered office of the companies, are an effective tool for detecting irregularities that may not be apparent through document reviews alone. By visiting company premises, the officials of the Compliance Unit can cross-check submitted documentation against the activities taking place at the company's place of business, assess operational workflows and analyse the level of AML awareness among company officials. Offsite inspections involve the verification of documentation held on file by the companies which are submitted for inspection via email to the Compliance Unit. During 2024, this Unit conducted 1,478 inspections to verify the beneficial ownership information.

Through the adoption of the fully automated Anti Money Laundering Risk Model Tool (the 'Risk Tool') in 2023, the MBR has been utilising this method of assessing the risk of every company listed on the register in line with the risk-based approach, to carry out onsite and offsite inspections accordingly. This forms an integral part of the MBR's efforts to strengthen the multi-pronged approach.

It is crucial for the Compliance Unit to maintain constant communication with the Money Laundering Reporting Officer (MLRO) of the MBR, particularly when screening newly registered companies and reviewing submissions for changes in existing registrations. This proactive approach ensures a rigorous vetting process, minimising the risk of shell companies or fraudulent entities entering Malta's corporate registry. Collaboration with the MLRO extends also to reviewing applications for amendments to corporate records that are already held by the MBR, such as changes in directorship or shareholding structures. By scrutinising these changes,

Number of onsite inspections to verify the BO

1,478

Notifications reviewed

21,380

Individuals of companies struck off the defunct procedure

2,745



Beneficial owners of proposed new companies

22,490

Directors of proposed new companies

16,568

Directors and Secretaries of existing Companies

44,125

Beneficial owners of existing companies

54,603

the Compliance Unit can identify patterns indicative of efforts to obscure beneficial ownership or divert attention from suspicious activities. These ongoing discussions are essential for mitigating the risks posed by sophisticated money laundering and terrorism financing schemes.

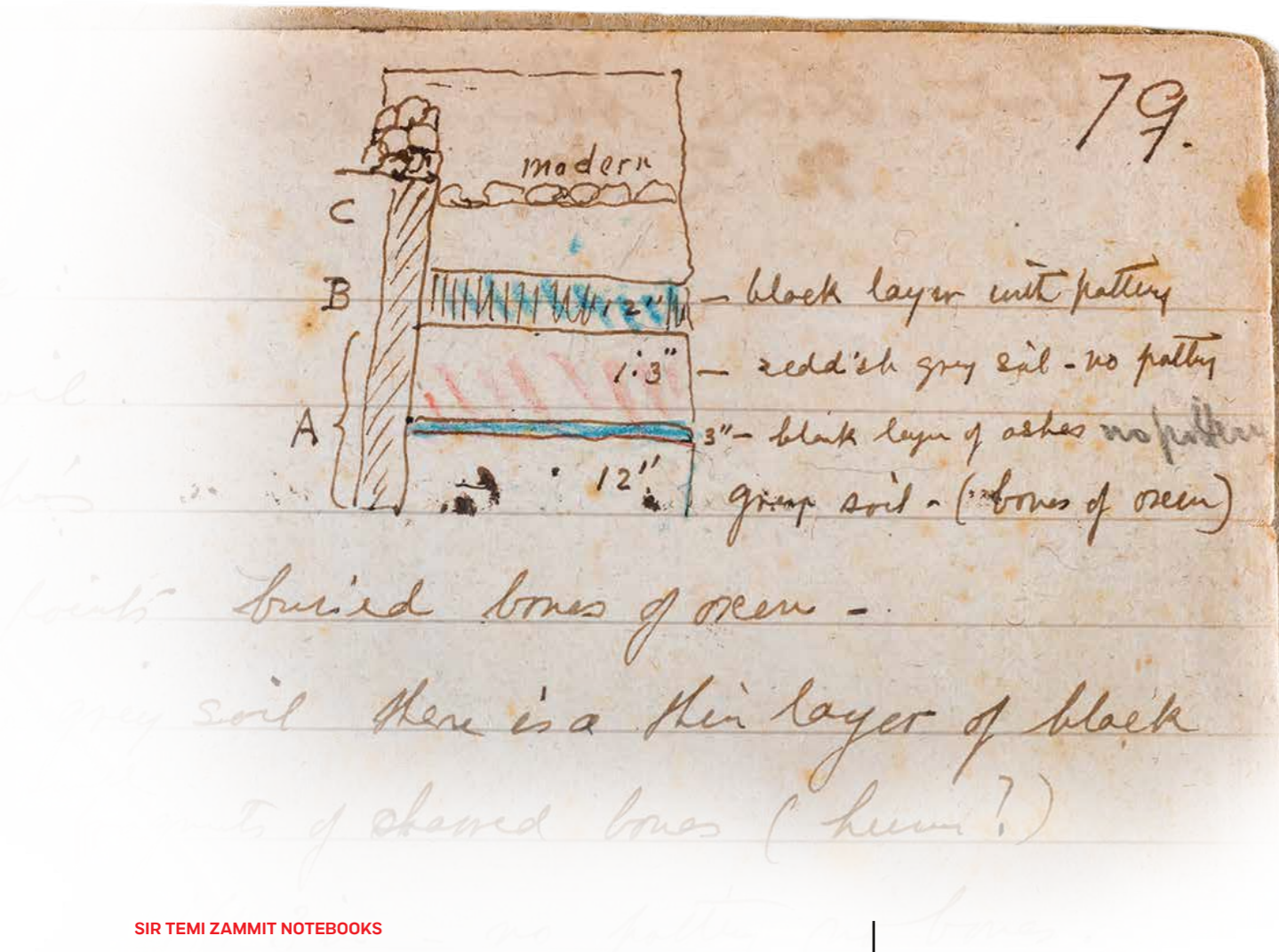
The Statistics Team within the Compliance Unit collects and analyses data that pertains to the MBR in order to create and maintain a Centralised Statistics Database which is vital both for internal and external purposes. The Compliance Unit regularly updates its internal statistics, which are used to monitor trends, measure effectiveness, and refine strategies for detecting and deterring financial crimes. These collated statistics are also shared with the National Coordinating Committee (NCC), a key body responsible for updating Malta's National Risk Assessment. By contributing detailed, up-to-date information collected from all forms of reporting figures from all units within the MBR, the Compliance Unit helps the NCC assess the country's overall exposure to AML/CFT risks. This collaborative effort ensures that Malta's regulatory framework remains aligned with emerging threats and global standards, enabling policymakers to implement targeted and effective mitigation measures.

Recognising the increasing sophistication of the crime of terrorism financing, the Compliance Unit has recently undertaken to enhance its capacity to detect and disrupt such activities. Research was conducted by the Compliance Unit on the detection of terrorism financing through the analysis of beneficial ownership. This research explores various methodologies for identifying terrorism financing risks, focusing on the misuse of corporate entities, shell companies, and complex ownership structures. The findings of this research were shared internally with MBR officials with the aim of equipping them with practical tools and insights for identifying potential terrorism financing indicators. These include unusual patterns in financial transactions, links to high-risk jurisdictions, and networks of companies controlled by the same beneficial owners.

The regulatory environment is constantly evolving, with new threats, technologies, and compliance requirements emerging regularly. To remain at the forefront of the constant updates of the AML/CFT regime, the Compliance Unit also prioritises continuous training and professional development for its officials. Staff members attend training sessions, workshops and conferences that cover a wide range of topics, including updates to AML regulations, advancements in financial technology, and best practices for compliance monitoring. This commitment to professional growth ensures that the Unit remains well-equipped to address both current and future challenges.

Transparency in beneficial ownership is a cornerstone of the unit's efforts to combat financial crime. By ensuring that accurate and complete information on the individuals who ultimately own or control companies is available, the Compliance Unit can trace illicit financial flows and uncover hidden networks. This transparency also supports Malta's compliance with international standards, as outlined by the Financial Action Task Force (FATF) and the European Union's AML directives. By maintaining a robust registry of beneficial ownership information, the MBR contributes to global efforts to combat money laundering and terrorism financing. Although the analysis of beneficial ownership of companies is a critical component of the Compliance Unit's work, it is part of a broader strategy that includes financial intelligence, regulatory enforcement, and international cooperation.

The Compliance Unit's multifaceted approach ensures that Malta's corporate sector remains a trusted environment for legitimate business activities while deterring and disrupting criminal operations that abuse legal entities. As the global AML/CFT regime continues to evolve, the Compliance Unit at the MBR remains committed to upholding the highest standards of compliance and transparency. The Compliance Unit at the MBR exemplifies Malta's dedication to combating financial crime through rigorous inspections, strategic collaboration, and ongoing training. Its efforts not only protect the integrity of Malta's corporate environment but also contribute to the global fight against money laundering, terrorism financing and other financial crimes. ■



SIR TEMI ZAMMIT NOTEBOOKS

Sir Themistocles Zammit CMG, popularly referred to as Temi Zammit, (1864 - 1935) was a Maltese archaeologist, historian, professor of chemistry, medical doctor, researcher and writer. He served as Rector (1920 - 1926) of the Royal University of Malta and was the first Director of the National Museum of Archaeology in Valletta. In 1905 Zammit demonstrated that infected goats were the source of the disease Brucellosis Melitensis, transmitting it to humans through contaminated milk. This valuable discovery of his contributed to the elimination of undulant fever from the islands and earned him the knighthood. His notebooks, including field notes, offer a further insight to his extensive discoveries.



THE MAJMUNA STONE

The Majmuna Stone, inscribed in Kufic Arabic, is the tombstone of a girl named Majmuna, who died on 21st March 1174. This is Malta's most important Arab-period archaeological find. It was discovered on the island of Gozo and is now exhibited in the Gozo Museum of Archaeology at the Cittadella of Victoria.

The Office of the MLRO

This Office is entrusted with the responsibility of receiving internal reports of suspicious activities from employees, evaluating these reports, determining whether they should be reported to the relevant authorities and coordinating any subsequent actions.

This Unit advises staff on AML/CFT/TFS related enquiries. It is also responsible for ensuring that all relevant staff receive comprehensive training on AML/CFT/TFS and that they are fully aware of their legal obligations. Additionally, this unit plays a pivotal role in the development and implementation of Anti-Money Laundering (AML), Countering the Financing of Terrorism (CFT), and Targeted Financial Sanctions (TFS) policies and procedures, ensuring they are current and effective in mitigating risks. This Unit also contributes to the risk assessment process to identify and mitigate potential money laundering risks associated with corporate entities.

To minimise the abuse of legal persons in Malta, the Unit has created a new procedure of conducting customer due diligence and related background checks in relation to subjects that are deemed to be connected to crime. During 2024, the AML unit conducted around 550 background checks in relation to screening hits resulting from company documents that were filed at the MBR. This unit was also the lead for the MBR's propositions and interinstitutional discussions with regards to the new 6th AML package and the OECD's Exchange of Information assessment on behalf of the MBR. Furthermore, the Unit participated during meetings with the NCC and contributed to the National AML/CFT/TFS Strategy and to the National Risk Assessment. This unit also attended the Joint Economic Financial Sanctions Implementation Task Force (JEFSI) meetings organised by the Sanctions Monitoring Board.

During 2024, the AML unit conducted around **550** background checks in relation to screening hits resulting from company documents that were filed at the MBR.



MALTA STAMP

Malta's first postage stamp, the Halfpenny Yellow for local mail, was introduced in 1860, thus marking the beginning of Malta's philatelic history. The late 19th century saw the rise of organised philatelic societies. Maltese stamps are sought after by avid collectors to this day for their unique designs, commemorations, local history, architecture and various artistic themes. The 10 Shillings St Paul's Shipwreck stamp issued on 6 March 1919 is generally considered to be the country's rarest and most expensive stamp.

In collaboration with the NCC, the Unit drafted the MBR's AML Strategy which formed part of the National AML/CFT/TFS Strategy. This Unit further contributed and collaborated with other units within the MBR, in relation to the AML aspect pertaining to the National Risk Assessment. Amongst other responsibilities, this unit daily managed AML issues identified during the screening process which were provided by the Compliance Unit, or from information passed over by the Registry of Companies. After reviewing screening reports and conducting additional background checks, the Unit further identified and reported suspicious activities to the relevant authorities. Additionally, the Unit organised the AML staff training and participated in the MBR's Abuse of Legal Persons training seminar.

The Unit's work is ongoing in relation to the following matters: handling of AML matters identified daily during the screening process or from information handed over by other units; evaluating such information, conducting background checks and reporting suspicious activities to the relevant authorities; conducting of analytical duties in line with the powers given to the MBR as Supervisory Authority; acting as a main contact with the Financial Intelligence Analysis Unit (FIAU) in relation to AML matters; handling and advising the MBR's staff on AML/CFT/TFS related enquiries including giving recommendations to the other MBR units with regards to the collection of CDD, exercising enforcement in relation to non-compliant companies and other AML matters; monitoring, keeping abreast and assessing the impact of AML/CFT Regulatory Developments.

During the past year, the Unit has contributed to building a stronger MBR in the fight against money laundering and terrorism financing. All future projects will be towards building an ever-strong AML backbone for the MBR. The Unit's main aim will be to support the Registrar in conducting the MBR's AML strategy within the coming years. The AML strategy consists of eight main goals which will ensure that the MBR, as the national supervisory authority, will remain at the forefront in fighting crime and acting as a gatekeeper. The AML strategy's eight goals are: maintaining an accurate and up to date central register of beneficial ownership information for all legal persons; collaborating with competent authorities, subject persons, companies, foundations, and associations in the fight against money laundering and terrorism financing; communication and sharing of information between the MBR and relevant regulatory bodies; serving as an accurate and up to date repository of information about registered companies including details about their ownership structure, management, and other relevant information; implementing regulations and procedures to deter illicit financial activities and to safeguard the integrity of the financial system; implementing the new CDR; conducting of the Risk Assessment of registered entities; training in relation to prevention of abuse of legal persons. Finally, implementing a robust AML strategy within the MBR is crucial to safeguard against financial crimes and to protect the integrity of the register. ■

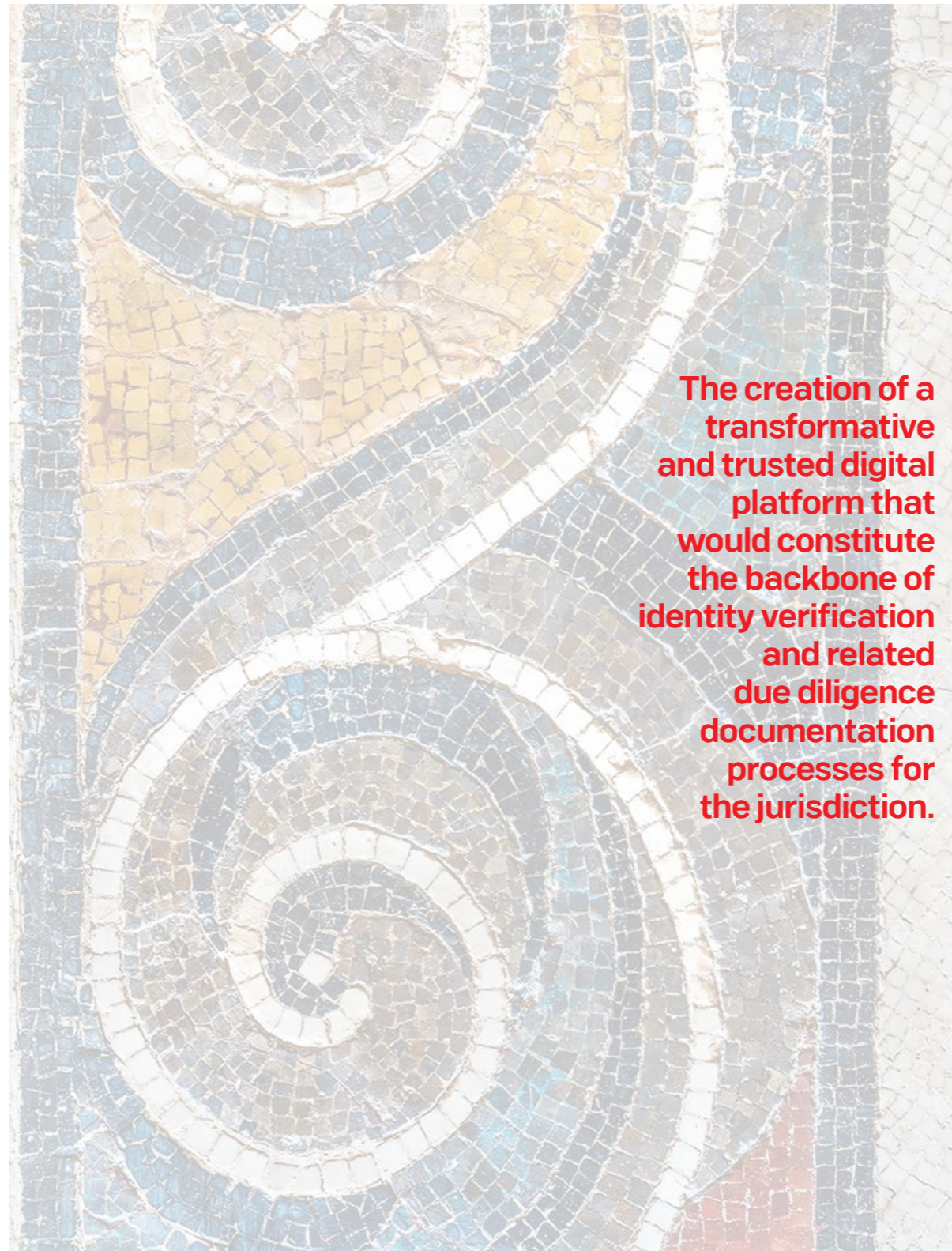
Intelligence Management Unit

The Intelligence Management Unit (IMU), within the office of the CEO, is a newly formed multidisciplinary team. The main role of the IMU is to undertake the role of developing and launching the CDR. Further to this project, the IMU will be tasked with undertaking several projects within the MBR and to also be involved with the gathering, evaluation, and dissemination of information relevant to the MBR's decision-making.

The CDR is a government-led due diligence portal enabling participants to submit, control and update their due diligence credentials and identity documents in one location for access and use, with user permissions, by all government entities and regulators and, eventually, by private sector Financial Services providers.

This critical initiative is being led by the MBR, whereby the aim of the project is to promote the once only-principle. The creation of a transformative and trusted digital platform that would constitute the backbone of identity verification and related due diligence documentation processes for the jurisdiction. The ultimate benefit will be for Malta to fully streamline due diligence processes of any person or entity dealing with Malta thereby facilitating both initial screening and continued monitoring, providing a competitive advantage over other jurisdictions and highlights the ease of doing business in Malta. This initiative addresses speed, simplification, standards and sustainability, thus resulting in significant time and cost efficiencies.

Further to the above project, the IMU is further involved in the



The creation of a transformative and trusted digital platform that would constitute the backbone of identity verification and related due diligence documentation processes for the jurisdiction.

gathering of IT /AI programs to facilitate the collection and dissemination of Intelligence, to manage the intelligence in an automated fashion. The gathered information is analysed as such information pertains to a number of internal processes and procedures in order to better strengthen the MBR and circumvent any abuses.

The IMU's remit comprises of the writing and interpreting of technical reports related to the sphere of IT whilst also managing web-services and providing consultancy on new technologies. This also involves proposing and aiding in the deployment of technologies to automate processes as deemed necessary by the MBR. The IMU is dedicated to leveraging cutting-edge technology to enhance operational efficiency and customer service. One of the primary initiatives involves the application of Artificial Intelligence (AI) for internal use, streamlining processes and improving decision-making capabilities.

The IMU further operates its procurement activities within the framework of Maltese Public Procurement Regulations and in strict adherence to the Department of Contracts' (DoC) circulars. This ensures transparency and probity in all purchasing activities. The IMU has played a pivotal role in the streamlining and executing of complex procurement procedures. The IMU has also displayed proficiency in applying diverse evaluation methodologies to optimise procurement outcomes. The responsibilities included the meticulous preparation of all requisite documentation for submission to the DoC, ensuring compliance with regulatory standards and facilitating timely approvals. This process demands a high degree of accuracy and attention to detail, reflecting the commitment to maintaining the highest standards of professional excellence.

As part of the MBR's remit, whereby the compliance and AML/CFT aspect forms part of the MBR's daily activities, the IMU also focuses on independent investigations whereby it is alleged that data is incorrect or documents not valid as well as analysing data derived from the verification of beneficial owners' inspections as well as the screening and collation of due diligence on individuals and companies. The research is carried out in relation to regulatory research, analysing registry trends and identifying issues within the Registry processes, analysing and rectifying any issues, and implementing change management processes. The analysis is in line with the powers given to the MBR as a Supervisory Authority.

The IMU identifies new opportunities and caters for informed decision making via data driven decisions and streamlines operations to make processes more efficient to improve the operational outcome of the MBR. These initiatives reflect a commitment to harnessing technology to drive innovation, improve efficiency, and deliver exceptional service to both internal and external stakeholders at the MBR. ■

Legal and Enforcement Unit

The dual role which the Legal and Enforcement Unit serves towards the fulfilment of the Registrar's duties in terms of the Companies Act and subsidiary legislation issued thereunder, continued to be evident throughout the year.

The upkeep of the Commercial Partnerships Register, fulfilment of duties imposed by company law on the companies' officers, ascertaining the well-being of the sector and jurisdictional reputation, are all valuable qualities which the enforcement function within the Legal and Enforcement Unit continue to serve. Alongside is the adjournment of legislation, transposition of European Union acts, research and related legislative affairs conducted by the same Legal and Enforcement Unit. 2024 proved to be another year of several developments on a European Union level, most notably the publication of the Anti-Money Laundering legislative package and the sustainability reporting legislative acts which will affect the corporate world on various levels.

Enforcement

Substantively, the Legal and Enforcement Unit issued notices to 965 companies, notifying the respective companies of having the defunct procedure initiated in terms of article 325 of the Companies Act. Consequently, the Registrar was notified with 126 objections to such notices, resulting in a total of 713 companies being struck-off the companies register in 2024 as defunct.

In terms of litigation, the Legal and Enforcement Unit represented the Registrar 835 times in various court sittings, ranging from giving testimony and submitting official documentation as registered with the Registrar, and representing the Registrar's interests and position before the law in litigations filed by or against the same Registrar. The latter type amounted to 315 court cases from the total number of 835. In 2024, there were a total number of 63 new court applications filed against the Registrar, and the current pending lawsuits before the Maltese Courts filed against the Registrar amounted to 106. During the past year, following court judgement, 42 cases were decided.

With regards to the companies' failure to abide by company law obligations, particularly those relating to the non-filing of annual returns, accounts and information on beneficial ownership, the Legal and Enforcement Unit issued 1,738 final warnings. Upon a disregard to the said final notification, 560 companies were subsequently served with a judicial letter.

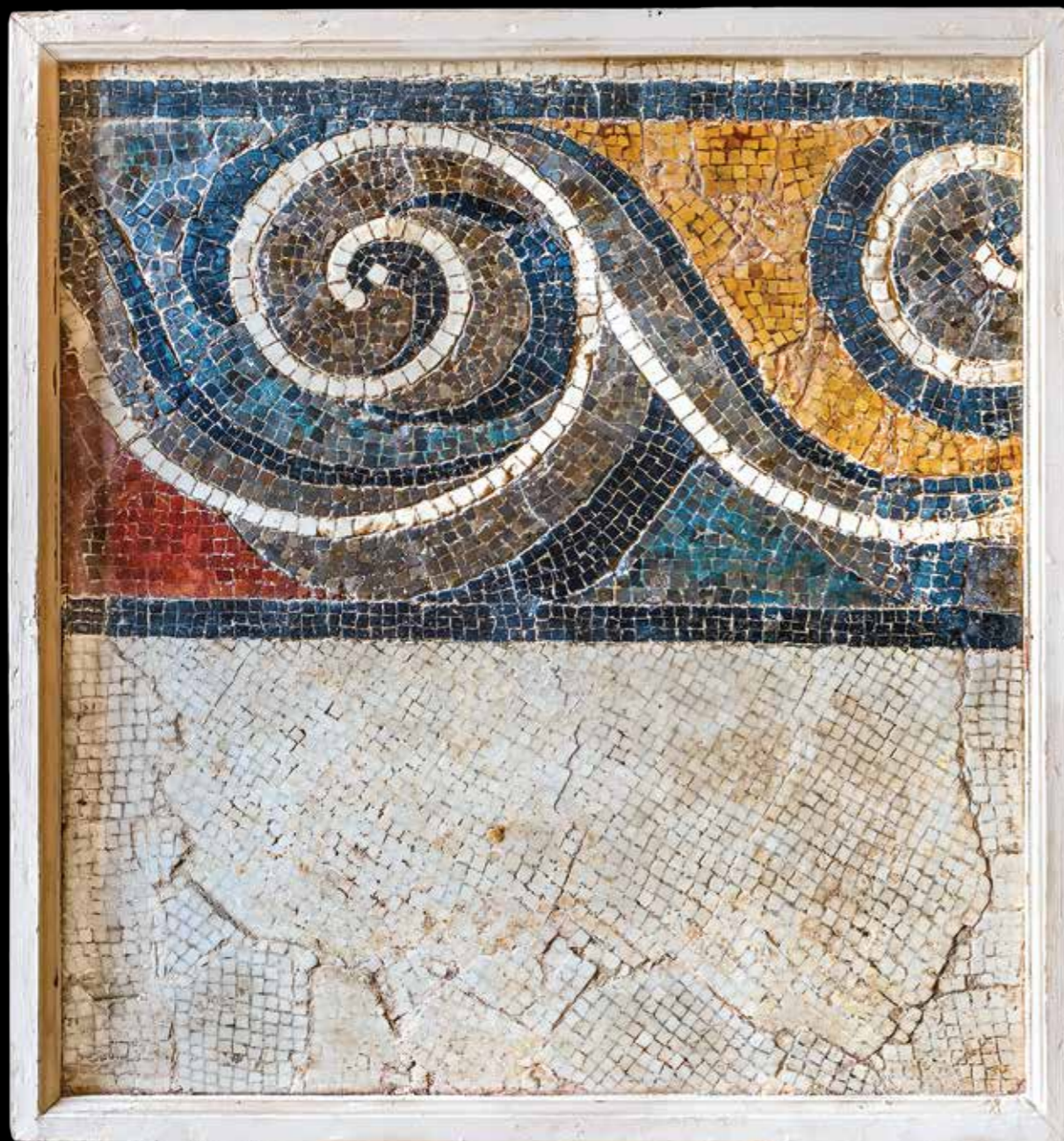


THE PHOENICIAN EM GAWL INSCRIPTION

This significant Phoenician inscription was discovered in Malta in the late 17th century and is one of the first Phoenician texts identified and published in modern times. It played a crucial role in the decipherment of the Phoenician alphabet, helping to identify and understand the Phoenician language.

Winding-up by the Registrar

The Companies Act, specifically article 218(4) also empowers the Registrar to file a winding-up application when it appears that it is expedient or in the public interest that a company should be dissolved and wound up by the court for any of the reasons set out in article 214(2)(b)(ii) and (iii). The Registrar in fact has filed one application in the year 2024, requesting the winding-up of a company wherein the requisites specified in article 214(2)(b)(ii) had been fulfilled. In this case the company had been without a director for more than six months following a resignation. This fact resulted in a breach of article 137 of the Companies Act, prompting the Registrar's action in terms of law.



ROMAN MOSAIC

The *Domus Romana* (Roman town house) in Rabat was discovered by chance in 1881 when new roadworks were being made to connect the Imtarfa Museum Railway Station to Rabat. The replica domus, officially opened in 1892, was purposely built to protect the archaeological remains found and to act as repository of the national Roman collection of artefacts. The mosaics within the Domus are amongst the finest ever discovered in the Mediterranean region.

Legislation

Legislative affairs passed through an important noticeable change throughout the whole year. The Anti-Money Laundering Package enacted by the European Union Parliament and Council, resulted, amongst others, in the Sixth AML Directive which requires transposing certain measures to update the Maltese company law framework with regards to the register of beneficial ownership information. In this aspect, research and legislative drafting kicked-off in preparation for the necessary Legal Notice to bring into effect various amendments to the Companies Act (Register of Beneficial Owners) Regulations. It is aimed that in 2025 such amendments would be incorporated in the Maltese legislative framework, introducing the accessibility of ultimate beneficial ownership to persons deemed to have a legitimate interest to access such information, based on the precursor to prevent and mitigate money laundering, financing of terrorism and their predicate offences.

Similarly, European Union initiatives worked upon in 2024 and which will result in further developments within the sector include those related to corporate non-financial reporting. The CSRD introduced the obligation on a number of companies to report on their sustainability measures in the respective annual financial reporting statements. Although the first stage of applicability of this Directive affects only those large companies which are public-interest entities (already subject to the Non-Financial Reporting Directive), the changes to the Companies Act which were prepared in consultation with various other supervisory entities in the jurisdiction, affect all other large companies as well as small and medium-sized undertakings which are listed on a regulated market. The respective legislative changes are due to be brought into effect in the year 2025.

Furthermore, the Companies Act was amended through a finalised Act of Parliament in May 2024 (Act XVIII of 2024). These changes to the company law framework sought to improve the quality of reporting submitted to the Registrar by companies and to simplify as much as possible other practices. For instance, the necessity imposed by law to submit an updated memorandum and articles of association of a company in printed format was amended to cater for electronic submissions using qualified electronic signatures. The appointment of auditors of a company is now to be reported in a prescribed form in terms of the amended article 151 of the Companies Act, whilst an appointment made by the courts or competent authority of a person to have the de facto responsibility and management of affairs of a company in terms of article 146 of the Companies Act was also formalised through the introduction of a dedicated legislative form. Other notable improvements include the simplification of the procedure that a company is to follow when cancelling any of its own shares, the resulting notification to the Registrar and a legislative clarification in terms of article 129 of the Companies Act to ensure that an extraordinary general meeting of a company requisitioned by any of its members is duly convened and held within a stipulated time frame.

The foregoing, alongside future legislative updates with respect to the further digitalisation of company law tools and processes emanating from a European Union Directive and national initiatives in the sector, ensure that the functions and duties of the Registrar are enacted not only in conformity with the various legal obligations but also as a reflection of a changing corporate environment, supporting companies in fulfilling their duties and upholding a sense of well-being in corporate governance. ■

Winding up by
the Registrar

1

Objections to the
Defunct Procedure

126

Companies that
filed all outstanding
documents within
the deadline

70

Others

56

(including creditors,
surrendered licence, court
cases, paid fines, freezing
orders etc.)

Companies struck
off following
Defunct Procedure

713

Insolvency and Receivership Service

2024 has been a significant one for the Insolvency and Receivership Service since it has witnessed the wheels of change in motion when it comes to the restructuring of companies in dire straits. Following the implementation of the Pre-Insolvency Act, the Insolvency Practitioners Act, and the amendments to the Commercial Code, the Insolvency and Receivership Service, headed by the Official Receiver, is now best placed to ensure that the innovative measures introduced therein are effectively and efficiently used to the benefit of local businesses and the Maltese economy.

As the competent authority in terms of law, the Insolvency and Receivership Service successfully organised and delivered an intensive accreditation course spread over six months, for service providers interested in carrying out the role of an insolvency practitioner in Malta. This course provides practical advice and guidance on various issues that one encounters when dealing with companies facing the prospect of restructuring or dissolution. The Official Receiver, together with experts in various related fields, delivered this course and assessed the participants' progress so that in November thirteen individuals were duly accredited and are now authorised to act as insolvency practitioners in Malta. With the assistance of the Insolvency and Receivership Service, this specialised team of professionals will be able to guide local entities facing distress and the likelihood of insolvency through challenging times.

Another project by the Insolvency and Receivership Service was the launch of an unparalleled portal which provides information and guidance to companies that feel that they could be on the brink of insolvency. During such a period, company officers should be aware of the indicators that could herald insolvency. In this regard, this portal provides comprehensive checklists for restructuring plans as well as early warning tools specifically put in place to warn debtors of the urgent need to act, without having to engage the costly intercession of experts in the field. The earlier a debtor can detect its financial difficulties and take appropriate action, the higher the probability of avoiding an imminent insolvency. Therefore, this platform enables a company to make a self-assessment of its position to ascertain the viability of continuing to trade. Such a tool, if used properly, can flag the adverse situation to the company itself by assisting enterprises in detecting very early on that the business is likely to face distress, and therefore immediate action should be taken to address the situation.

The Insolvency and Receivership Service has also introduced several other early warning tools in the form of alert mechanisms. These alert notifications kick in when the debtor has not made certain types of payments, such as when a company is falling behind on its corporate filings with the MBR. Likewise, alert notifications will be triggered when

a company is not making fiscal filings, submitting annual returns, audited financial statements, and paying invoices for utilities. Early detection is key for a company to take remedial measures at a point in time when it is still possible to turn around the company's prognosis to a favourable outcome. When finding itself in such a position, the company should be aware that there are alternative measures that it can resort to in a bid to prevent insolvency. Therefore, effective early warning tools that can be adapted for use by enterprises across the board, regardless of the size of the enterprise and the nature of the business that it carries out, are essential in this process.

Early warning tools are just one of the many instruments that businesses should use to gauge whether they are viable and profitable. Businesses are also encouraged to resort to the expert guidance of accredited insolvency practitioners, to assess the entity's financial situation in more detail and try to find concrete solutions for their problems. ■



**BREAST PLATE OF
GRAND MASTER
JEAN DE VALETTE**

Fra Jean de Valette was a French nobleman and 49th Grand Master of the Order of St John from 1557 to his death in 1568. He is best known as being the illustrious leader of Malta during the Ottoman Great Siege of Malta of 1565. This breast plate, along with other pieces of his armour, forms part of a larger collection held in the Palace Armoury in Valletta.

The duties of the Official Receiver

The Official Receiver's appointment is governed by the Companies Act. The Official Receiver is appointed by the court during liquidation proceedings to initiate investigations into the company's affairs and to manage the liquidation process.

The Official Receiver's primary duties include the analysis of the company's accounts, identifying assets and liabilities, and determining the causes of insolvency. These findings are reported to the court, providing detailed information about the company's financial status, the estimated value of its assets, and the extent of its liabilities. These reports help the court make informed decisions regarding the liquidation process. The Official Receiver also carries out several meetings with creditors and related parties to keep them informed about the situation and to obtain any relevant information.

The Official Receiver plays a crucial role in the country's insolvency framework, ensuring that the process of winding up companies is conducted efficiently, transparently, and in accordance with the law. Insolvency and liquidation are critical aspects of corporate governance, particularly when a company can no longer meet its financial obligations. The Official Receiver oversees these processes, ensuring that they are conducted fairly and systematically. This role is vital in maintaining the integrity of the financial system and protecting the interests of creditors, shareholders, and the public.

Throughout 2024, the Official Receiver dealt with 104 companies undergoing winding-up proceeding. The Official Receiver was also involved in 50 other related court cases. The number of companies assigned by the court to the Official Receiver has seen an increase when compared to the previous year, which bears witness to the dire situation faced by many companies in a post-pandemic economy. Whilst this has drastically increased the workload of the Official Receiver, the Insolvency and Receivership Service consistently strives to provide an efficient service of the highest standard to all companies entrusted in its hands by the courts.

Policy development

The Insolvency and Receivership Service also plays an active role in the development of Maltese insolvency policy, and the Official Receiver actively participates in European legislative proposals and initiatives in this regard. The Official Receiver is directly involved in European Union working groups in the field of insolvency which are at the forefront of change and is currently spearheading discussions, together with representatives from the other EU Member States, about a proposed new Directive on the harmonisation of insolvency regimes across the European Union. The Official Receiver also participates in international meetings, largely due to her membership in the International Association of Insolvency Regulators (IAIR) and participation in the United Nations Commission on International Trade Law (UNCITRAL) Working Group V, which focuses on insolvency law

Number of Companies
at Official Receiver

123

Winding Up Cases: 94
Secondary Classes: 29

New cases assigned
by the court

22

Amount of users
that used the
risk-assesment tool

57

Insolvency Practitioners

13

Amount of Companies
in Insolvency Registry

102

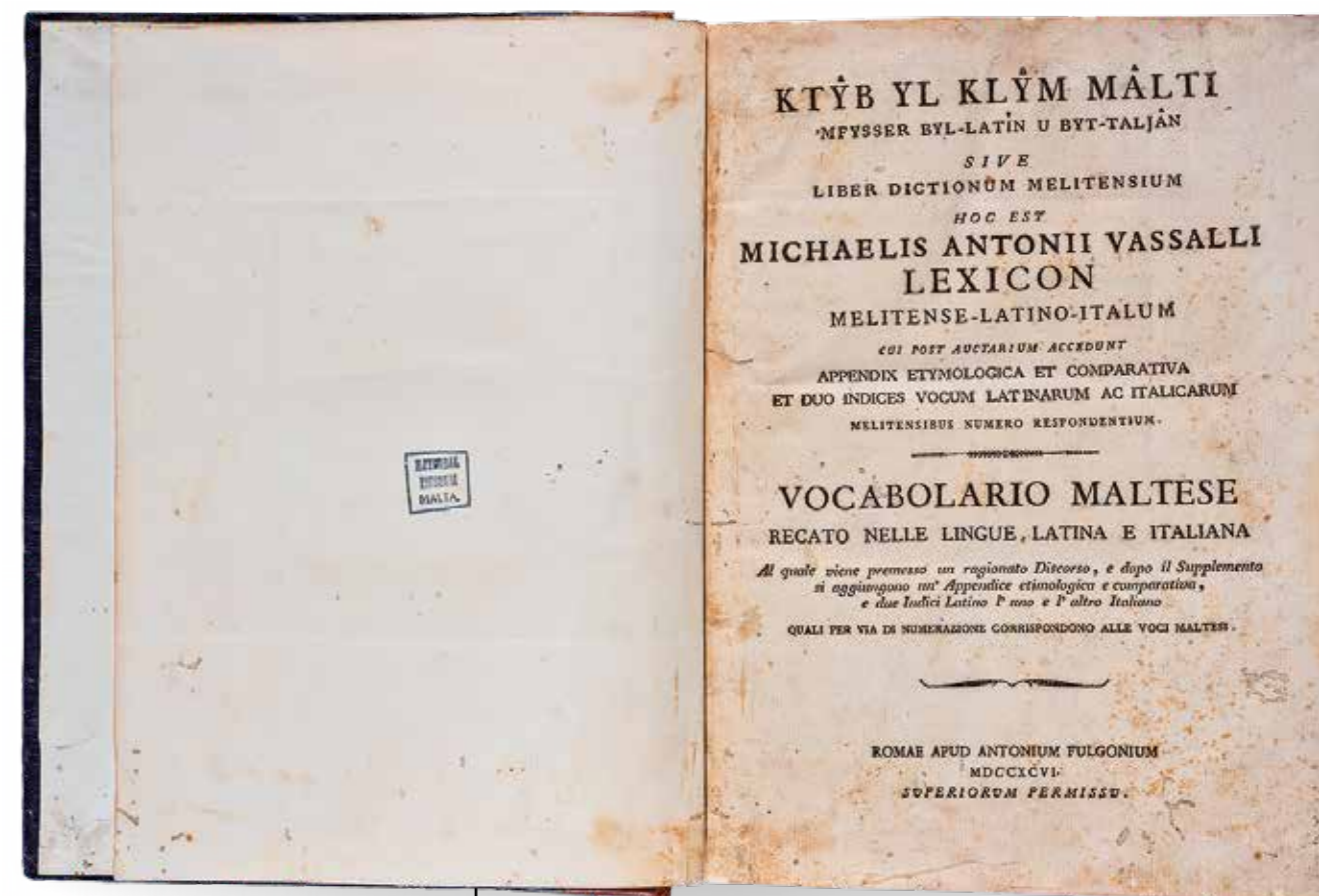
Companies going through
local proceedings: 94
Companies undergoing
proceedings in a
foreign jurisdiction: 8

The Insolvency Register

The Office of the Official Receiver maintains an Insolvency Register which provides data to the general public, free of charge. Users, following a one time free registration, are granted access to useful information on insolvent companies in Malta. The register, hosted at <https://corporateinsolvency.mt/>, is linked to the e-justice portal in order to feed in information to users doing global searches in relation to insolvent companies.

Challenges and Future Developments

The Official Receiver's role is very challenging. The complexity of modern corporate structures and the need for timely and efficient liquidation processes all pose significant challenges. However, ongoing legislative developments and the adoption of best practices from other jurisdictions are helping to address these issues. By focusing on these areas, the Insolvency and Receivership Service can enhance its capabilities, improve the insolvency processes, and better serve the interests of creditors, debtors, and the public. These initiatives will not only streamline operations but also ensure that the insolvency framework remains robust and effective in the face of evolving challenges. ■



VASSALLI'S LEXICON

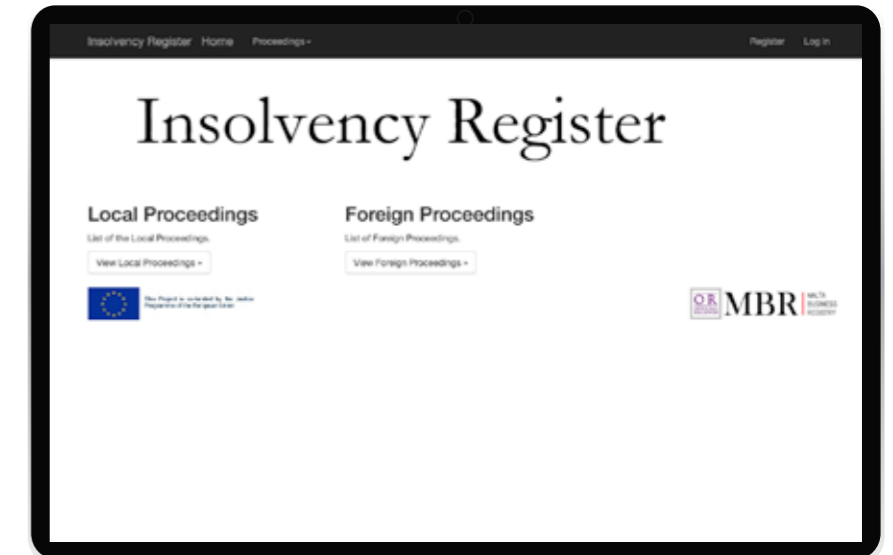
A writer, philosopher and linguist, Mikiel Anton Vassalli, (1764 – 1829) known as the father of the Maltese language, published various books about the Maltese language, notably his *Lexicon Melitensis* in 1796, essentially a compendium of some 18,000 words used in the Maltese vocabulary.



With the innovative and essential amendments brought about by the reform in the legislative framework of insolvency, the Insolvency and Receivership Service, which is the competent authority at law, recognized the need to have a specialized group of professionals with the expertise required to assist businesses in difficulty in their restructuring efforts. Therefore, a process was triggered to offer a tailor-made training course to academics and specialist professionals interested in this field. Thirteen candidates successfully completed this course and are now authorised practitioners specialising in insolvency.

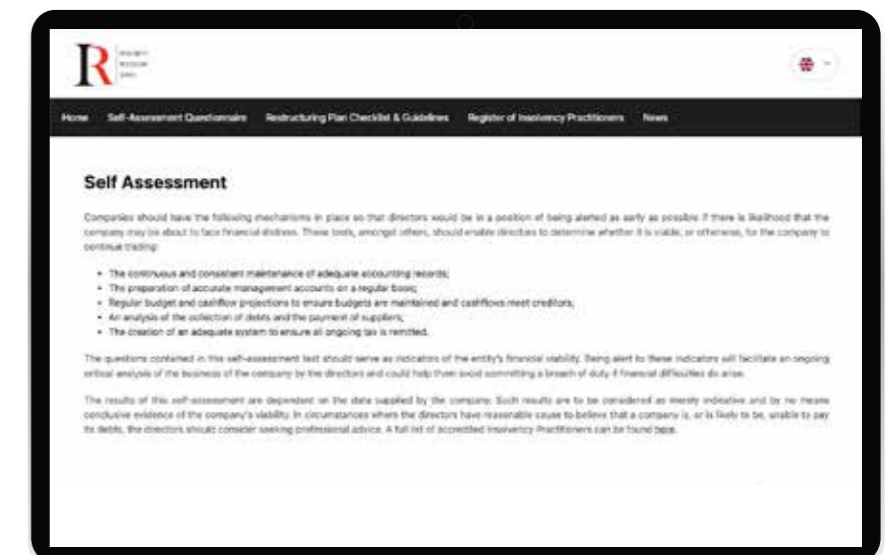
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Self Assessment Tool

The Insolvency and Receivership Service within the Malta Business Registry launched an online portal with tools that will allow companies to assess their position to ascertain the viability of continuing in business. Such initiative is part and parcel of the recent insolvency framework overhaul which sought to give businesses and entrepreneurs a second chance by encouraging them to engage in a confidential self-assessment exercise. To do so, the Insolvency and Receivership Service, as Regulator, introduced the concept of early warning mechanisms. Such early warning notifications kick in when the debtor falls behind on certain types of obligations, such as when a company fails to submit its Annual Returns and Financial Statements. <https://businessrestructuring.mbr.mt/en/self-assessment>



Finance & Administration Unit

The Finance and Administration Unit consists of two distinct teams; the Finance Team and the Administration Team. Working collaboratively, these teams play a vital role in facilitating the MBR's operational functions and ensuring the seamless operation of the Agency. By having finance and administration operating under a single unit, the MBR benefits from streamlined processes, enhanced data integration and greater consistency.

Finance

The Finance Team is responsible for several support structures which ensure the MBR's financial stability and efficiency. Its key function includes revenue collection, payments, financial control, budgetary oversight and management information reporting. Additionally, the team is also responsible for the submission of monthly financial information to the respective Ministry. It also liaises with the Statutory Auditors regarding the annual audit drawn up in line with International Financial Reporting Standards (IFRS).

In 2024, the Finance Team successfully managed the MBR's financial resources while maintaining compliance with financial regulations. The MBR recorded a total income of approximately € 17.5 million with € 17.4 million generated from the registering of new commercial partnerships, foundations and associations, the registration of documents related to commercial partnerships, the issuing of certified documents, the publication of notices and the imposition and collection of penalties and other services offered by the MBR. The remaining € 100,000 came from additional income sources, including training seminars and interest earnings.



During the same year, the Finance Team played a crucial role in implementing cost-control measures and optimising resources allocation. The increase in expenses was mainly attributed to new projects and their associated costs to further improve efficiency and adaptability to the market changes. Moreover, such digital transformation provide access to advanced analytic and real time data which enables strategic decision based on evidence, improving overall performance and enhanced customer satisfaction.

Despite facing another challenging year, where expenditures continued to rise, revenue remained stable and the MBR successfully transferred € 11 million from its reserves to the government by year-end.

Administration

The Administration Team within the Finance & Administration Unit provides support for operational activities, wherein the procurement team undertakes the procurement of supplies and services, adhering to best practice and compliance with both the MBR's internal policies and standards, as well as the Public Procurement Regulations.

This team also manages the MBR facilities, encompassing premises upkeep and maintenance, the raising, execution and completion of maintenance requests, minor projects undertaken by the Agency and logistical coordination.

In 2024, the procurement team issued 265 purchase orders and published tenders via the government's e-tenders platform. The software procurement management system continues to facilitate the digital processing of requisition approvals and purchase order issuance, thereby diminishing reliance on printed materials. This was further enhanced by the increased uptake of the use of electronic signatures by authorised MBR signatories, which in turn further contributed to a reduction in paper consumption.

The MBR's operational effectiveness relies on the Finance and Administration Unit's integrated support. The Administration function efficiently manages procurement, logistics and associated compliance, while Finance ensures financial stability and resource optimisation. Continued focus on process improvement and robust financial oversight will help towards securing the MBR's ongoing success. ■

GOLD MEDAL TO MALTESE PATRIOTS

Following the departure of the French occupational forces in 1800, *Patria Liberata* (Liberated Homeland) gold medals were awarded to the leaders of the Maltese for their zeal and courage during the defence of their country and for offering themselves to represent their towns and villages as members of the National Assembly. The medal displays on one side two palm branches, the symbolic representation of triumph, victory and martyrdom, and on the other side the Maltese Coat of Arms.

Human Resources & Development Unit

This report reflects the role of the HR Unit within the MBR and demonstrates ongoing commitment to attract, develop and retain a talented workforce. The MBR offers several incentives for our employees and during 2024 we focused on further improving benefits to enhance their well-being.

The HR Unit will remain dedicated to support employees to achieve the MBR's objectives through offering further training opportunities and exploring new incentives to sustain the skills development, motivation and job satisfaction within our workforce.

Internal Appointments

During 2024, 25 internal staff members were appointed to a higher grade as a result of various filling of vacancies exercises.

Training

154 different employees attended at least one training event. Total of hours of training carried out in 2024 was 2,600 hours.

Self-Development Scheme

During 2024, there were 13 new applications under the Self-Development Scheme, whereby staff members receive financial support to further their studies in areas related with their respective roles. During the period under review, 8 employees concluded studies leading to the Higher Diploma in Business Management, BA in Management, Certificate in Management, Masters of Law, Diploma in Anti-Money Laundering & Compliance, Masters in Business Administration, ICA Diploma in Anti-Money Laundering and Diploma in Business & Management. As at end of 2024, 13 employees were undergoing studies under the scheme. Studies varied in accordance with roles, including MSc in Management, Masters in Training and HRM, Postgraduate Diploma in Laws, ACCA Qualification, ICA Diploma in Anti-Money Laundering, Diploma in IT and Computing, Diploma in Human Resource Management, Diploma in Law and MSc in Project Management



ABELA'S DESCRIZIONE DI MALTA

The 573 page *Della Descrittione di Malta sola nel mare siciliano con le sue antichita, ed altre notitie* by Giovanni Francesco Abela, is the earliest known work on the history of the Maltese Islands, including also various illustrations and a map. It was published in 1647 by Paolo Bonacota at the newly introduced printing press of the Order of St John.

Teleworking

During 2024, 14 staff members worked for up to 10 hours per week under the MBR Teleworking Policy.

Working from Home

During 2024, 124 employees benefitted from the Work from Home policy whereby each employee may work from home for one day per week. In this respect, employees worked for more than 21,290 hours from home, equivalent to more than 2,507 days of work.

Reduced-Hours Working Schedule

In 2024, 21 staff members worked on a reduced weekly working schedule either to take care of children or to take care of elderly dependent relatives living in the same household.

Staff Handbook

During 2024, the HR Unit made proposals to the Board of Management to consider amending the MBR Staff Handbook, outlining the working conditions. During the year, the Board approved a number of amendments to the Staff Handbook. Several benefits such as an increase in study leave, an increase in loyalty, an increase in bereavement leave, improved overtime rates for Grades 6 to 8 and the Work from Home Policy, were updated. The MBR's Code of Conduct Regulations was also revised. Moreover, the MBR staff handbook included the much-awaited revision of the MBR structure and salaries after tough negotiations.

KSU and MCAST Freshers Week

In October 2024, the MBR participated again in the KSU Freshers Week at the University of Malta and at MCAST, whereby HR personnel and other staff members coming from different academic backgrounds provided details on careers within the MBR and on the MBR's Internship Programme intended for students. These events were a huge success in terms of response from students showing interest to pursue their internship with the MBR.

Students' Internship Programme

During 2024, the MBR continued supporting students at the University and MCAST undergoing Accounting, Legal, Compliance, Marketing and ICT studies by engaging them on a definite basis for a number of hours per week, under its Internship Programme or Apprenticeship Agreements of the respective institutes. Students have the opportunity to understand the real world of legal and finance by having a hands-on practice on specific tasks within different sections. At the end of their course of studies, these students also have the opportunity to apply for indefinite job opportunities within the MBR.

International Affairs, Research and Communications Unit

Team Building Events

The MBR Corporate Team Building event was held on the 3rd May 2024, whereby all employees were divided into 14 competitive teams with each team having a mix of employees coming from different grades and units. The challenge was to prepare a Commercial Film and afterwards all employees were entertained with a Music Bingo activity while having lunch.

During 2024, the MBR also continued supporting financially team building events at unit or cluster levels. The MBR supports and promotes a healthy working environment for its staff and believes that team is an important dynamic unit working together to achieve success in accomplishment of its organisational goals. Team leaders used this tool during 2024 to consolidate the team and in recognition of a particular accomplishment by the team.

Human Resources Information System (HRIS)

During the 2024 the HR Unit has been discussing about ways to upgrade in the HRIS system and is in the testing phase to ensure that employees are provided an improved tool to access to their respective employment information.

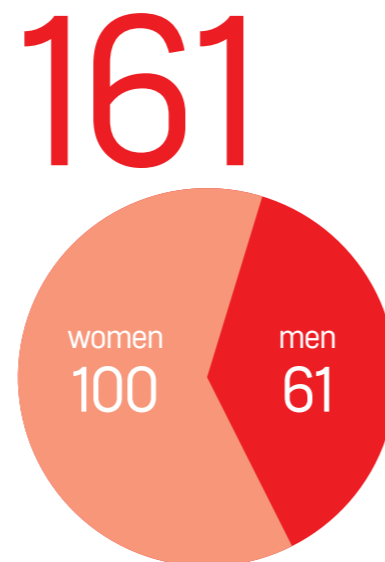
Health and Safety

During the year, the HR continued with its training on health and safety matters to newly recruited staff during the induction programme. Training was also provided to the Emergency Response Team whereby preparation and implementation of the fire drill/evacuation exercises were carried out. Furthermore, several senior staff members were invited to attend a Mental Health First Aid Course to have the necessary knowledge to identify and support staff members who are suffering from mental health issues.

Performance Management

The performance of all employees is formally assessed at mid-year and at end-of-year against targets (KPIs) set to each employee at the beginning of the calendar year or once an employee is recruited or promoted to a higher role. These assessments were carried on the Performance Management module on the HRIS. These assessments complement an informal appraisal process that is undertaken throughout the year in respect of each and every member of staff. The performance management process features a mechanism for rewarding employees through an annual salary review. ■

Total Employees in HR Unit



There are also 21 students



THE MBR ARCHIVES

The MBR has actively communicated its initiatives and progress through its corporate website, social media channels, media releases, and newsletters. These efforts aim to reach the industry, practitioners, and the public effectively. This communication strategy aligns with MBR's recent initiatives, which are transforming operational practices and advancing its digitalisation vision. However, these changes also present a significant challenge - to instill a mindset shift to support and guide stakeholders through the adaptation process.

This unit takes great pride in having played a pivotal role in facilitating communication with stakeholders and the industry at every level.

Accredited Seminars, Workshops and Training

In 2023, the MBR ensured to pursue the sharing of information and knowledge tools. It organised training seminars which saw over 900 attendees. Subjects focused on were:

- Incorporation of Companies
- Innovative Rules on Business Insolvency
- Launch of New System
- Abuse of Legal Powers
- Voluntary Liquidation of Commercial Partnerships and Companies
- Specialised Course for Insolvency Practitioners

Specialised Course for Insolvency Practitioners

The Unit supported the Insolvency and Receivership Service in organising and delivering the first ever intensive accreditation course for Insolvency Practitioners. An informative outreach was undertaken with interested stakeholders and professionals active in the sector, with the aim to provide the tools to encourage businesses to seek restructuring solutions and to instil a sense of entrepreneurial spirit. Thirteen participants were duly accredited as authorised Insolvency Practitioners in Malta during a graduation event held at the MBR's The Link Conference Centre.

Online Submission of Annual Accounts

In this regard, the MBR would like to thank the Malta Institute of Accountants for its support in providing the CPE accreditation to our participants. Such seminars proved to be a great opportunity for practitioners to build a closer relation with the registry, understand challenges encountered and identify means of improvement.

A particular workshop was that entitled *Further Collaboration With CSPs*, during which APIs were discussed and explored. This workshop

proved beneficial for practitioners to share their views and interest in the possibility to provide APIs to subject persons. Following a thorough analysis of the outcome of this workshop, the MBR paved the way to start offering APIs aimed at enhancing collaboration and digital services for Subject Persons.

In addition, to strengthen relationships with stakeholders, the MBR ensured strong collaboration with various entities. To this end, a training seminar was organised for members of the Malta Police Force to enhance cooperation between both parties in investigations. Moreover, it pursued strengthening the strong relation with the Malta Chamber of Commerce by organising the 4th edition of SME Week entitled Business Empowerment. This collaboration between the MBR and The Malta Chamber of Commerce, Enterprise and Industry has resulted in improved communication and initiatives aimed at enhancing the MBR's services to the local business community.

BAROS Transition

Up until the launch of the MBR's new online system BAROS, this unit ensured to strengthen its existent collaboration with stakeholders and build strong bridges of communication with practitioners and the industry. During the transition to the new online system, it was crucial for practitioners to stay informed about the changes and facilitate a seamless adaptation process.

23 newsletters were sent to our subscribers which resulted in a significant increase of subscriptions due to the exclusive announcements provided. It is clear that this niche of subscribers will be strengthened in the long run as exclusive material and information continues to be shared.

This was evident in the immediate reaction of practitioners to apply to our Corporate Users Accounts, Authorised Users and to acquire the Digital Signature. Such changes which brought about an overhaul in the way of doing things had to be communicated continuously.

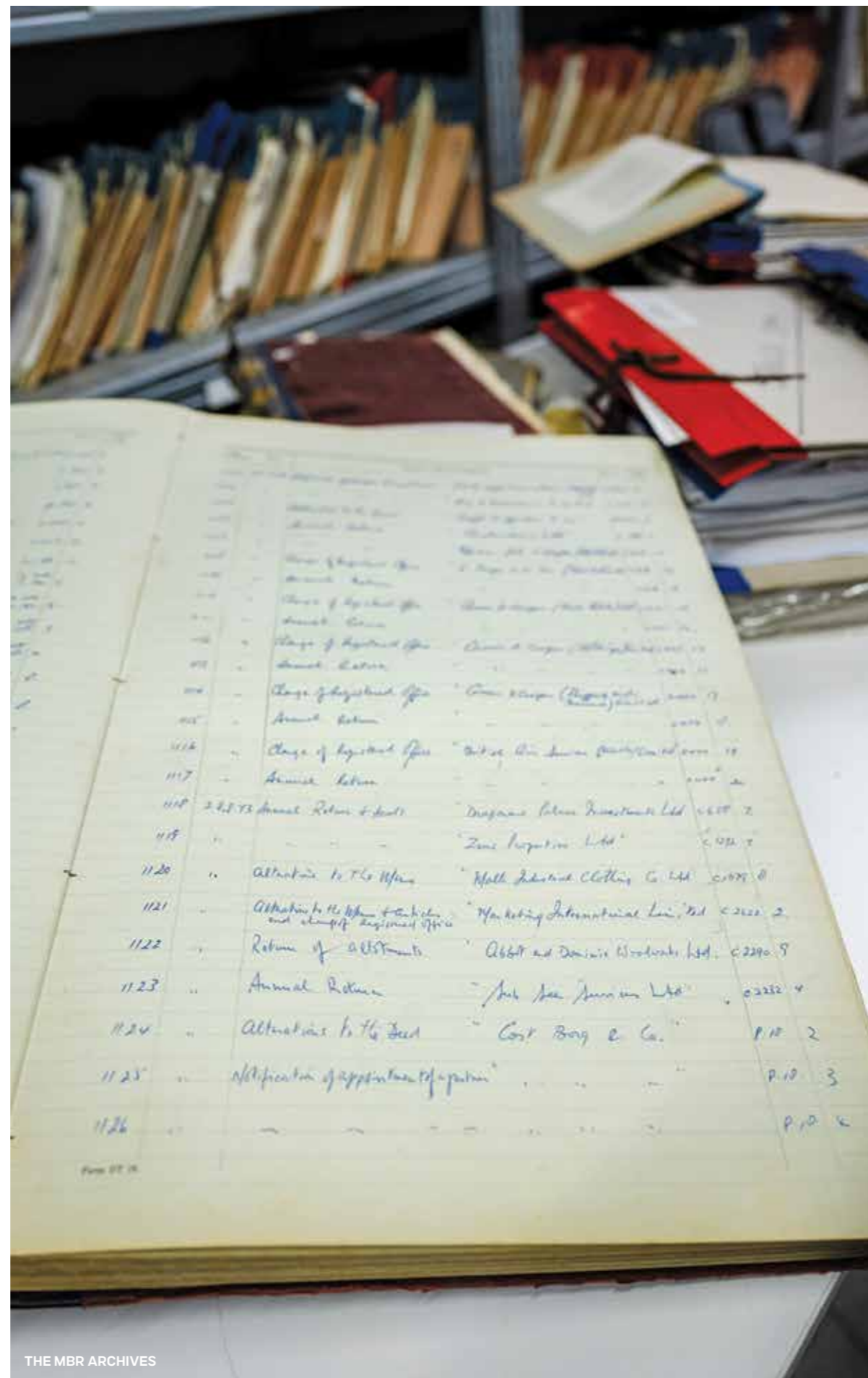
The official launch of the BAROS in the presence of the Minister for the Economy, Enterprise, and Strategic Projects Silvio Schembri showcased how the industry warmly welcomed such changes and was quick to adapt to them. More importantly, the industry is forthcoming in being part of the MBR's vision.

Responsible use of the Digital Signature Campaign

BAROS introduced new digital features to enhance efficiency, including the implementation of digital signatures in compliance with the e-IDAS European Directive. To promote the responsible use of digital signatures, an educational campaign was conducted in collaboration with the Office of the Information and Data Protection Commissioner. As part of the campaign, a promotional video aired on the national station, highlighting the importance of safeguarding personal information related to digital signatures and encouraging users to always protect their personal data.

Educational Visits and Outreach

During this year, the MBR had the pleasure to welcome MCAST students reading for a degree in Business Enterprise. Students familiarised themselves with the MBR's operations, units, employment opportunities



THE MBR ARCHIVES

and had hands-on experience on the work done by the entity. Another group of students were the Accounts Advanced from De la Salle College to whom the MBR showcased its work through an interactive activity and offered conversations with employees for those who wish to pursue a career with the MBR.

The MBR serves as an ideal stepping stone for students to kick start their career. The MBR's presence at the University of Malta and MCAST Freshers' Weeks proved beneficial in bridging to this segment and used this opportunity to explain the apprenticeship and internship schemes offered. This generated significant interest amongst students and resulted in their familiarisation with the entity and what it offers, to which several students participated in a quiz organised on site at both events.

Servicing our clients

The Reception Team plays a pivotal role in the communication infrastructure, ensuring a smooth flow of information and enabling effective interactions. To maintain this standard, the Reception Team must stay updated on internal developments and industry changes. To support this, ongoing training was provided to ensure that clients receive exceptional service. In 2024, the Reception Team handled over 16,000 calls - averaging more than 300 calls per week. Moreover, constant training was provided to our receptionists to keep abreast with internal changes as well as to garner further technical knowledge when servicing clients.

Internationalisation

The successful Malta Corporate Registers Forum General Conference underscored the MBR's active role in sharing its expertise with the hosting country. The MBR proudly collaborated with the Corporate Registers Forum and host country Qatar, offering valuable support in organising the conference, shaping the agenda, marketing and addressing visa requirements to ensure attendees were well-informed about host country procedures. This assistance was enriched by the MBR's own experiences and insights.

During the conference, the MBR moderated a panel discussion featuring local and international entities, focusing on the global AML legal framework. Additionally, Malta's membership and active engagement solidified its reputation as a leading authority on the Beneficial Owner Register. It is with great pride that we announce Malta's selection as the host for the next Corporate Registers Forum Beneficial Owner Working Group, scheduled for the coming year.

Documenting History

2024 marked a pivotal year in the history of the Companies Law. As part of its research endeavors, our team embarked on an in-depth analysis of existing records, reaching out to former registrars and, for the first time, celebrating and documenting the evolution of this significant legal framework that underpins Malta's economy.

This extraordinary journey allowed us to access original documents of immense historical value. Among these were records of the first and second registered companies, Societas Europea, the European Economic

Interest Grouping, SICAVs, CIS, the first registered shipping company, the first overseas partnership, the first offshore company, the first branch, company profiles and the principal registry for companies. These invaluable documents reflect the remarkable progress Malta has achieved as a nation in building a resilient and forward-looking legal infrastructure. Apart from such documents, the public exhibition also included the equipment and displayed the Kalamazoo, the original ledger apparatus on which companies were registered.

Inspired by these historic documents, the unit curated an exhibition entitled 60 Years of Company Law, 180 Years of History. This event garnered significant interest from stakeholders, clients and the wider community, culminating in a visit by the President of Malta, Dr. Myriam Spiteri Debono, in December. This initiative not only illuminated the evolution of company law in Malta but also emphasised the importance of preserving and celebrating the milestones that have shaped our nation's economic and legal framework.

However, the journey did not end there. The unit took an additional step to visually document these achievements. For the first time, past and current registrars, along with academics, were invited to come together to share their experiences and insights into the development of the Companies Act as we know it today. We extend our heartfelt gratitude to Dr. David Fabri, Former Head of the Department of Commercial Law at the University of Malta, and former registrars Dr. Anton Bartolo, Mr. Joe Caruana and Mr. Joe Farrugia for their invaluable contributions.

Furthermore, this initiative was enriched by the significant coordination and input of employees who have been part of the entity for over 25 years. We would like to thank our esteemed colleagues Ms. Natalie Farrugia and Mr. Nicholas Magri, for sharing their profound experiences, which added depth and context to our efforts.

This anniversary offered a unique opportunity to delve into unexplored territory, documenting and researching the history of Malta's thriving corporate sector. It also provided a sense of fulfilment as we reflected on the transition from the reliance on paper to the digital era we embrace today. This exploration not only celebrated our past but also underscored the journey that has brought us to the forefront of innovation and progress.

The MBR has demonstrated exceptional dedication to fostering communication, education, collaboration and innovation throughout 2023 and 2024. Through its strategic initiatives, the MBR has strengthened its connection with industry stakeholders, practitioners and the public while spearheading significant advancements in digitalisation and operational efficiency.

The MBR's commitment to knowledge-sharing was evident in the organisation of numerous accredited seminars and workshops, which empowered practitioners with insights into evolving legal and operational frameworks. Its focus on seamless digital transformation, exemplified by the successful launch of BAROS and the promotion of responsible digital signature usage, reflects the Registry's forward-thinking approach and its ability to adapt to the changing needs of its users.

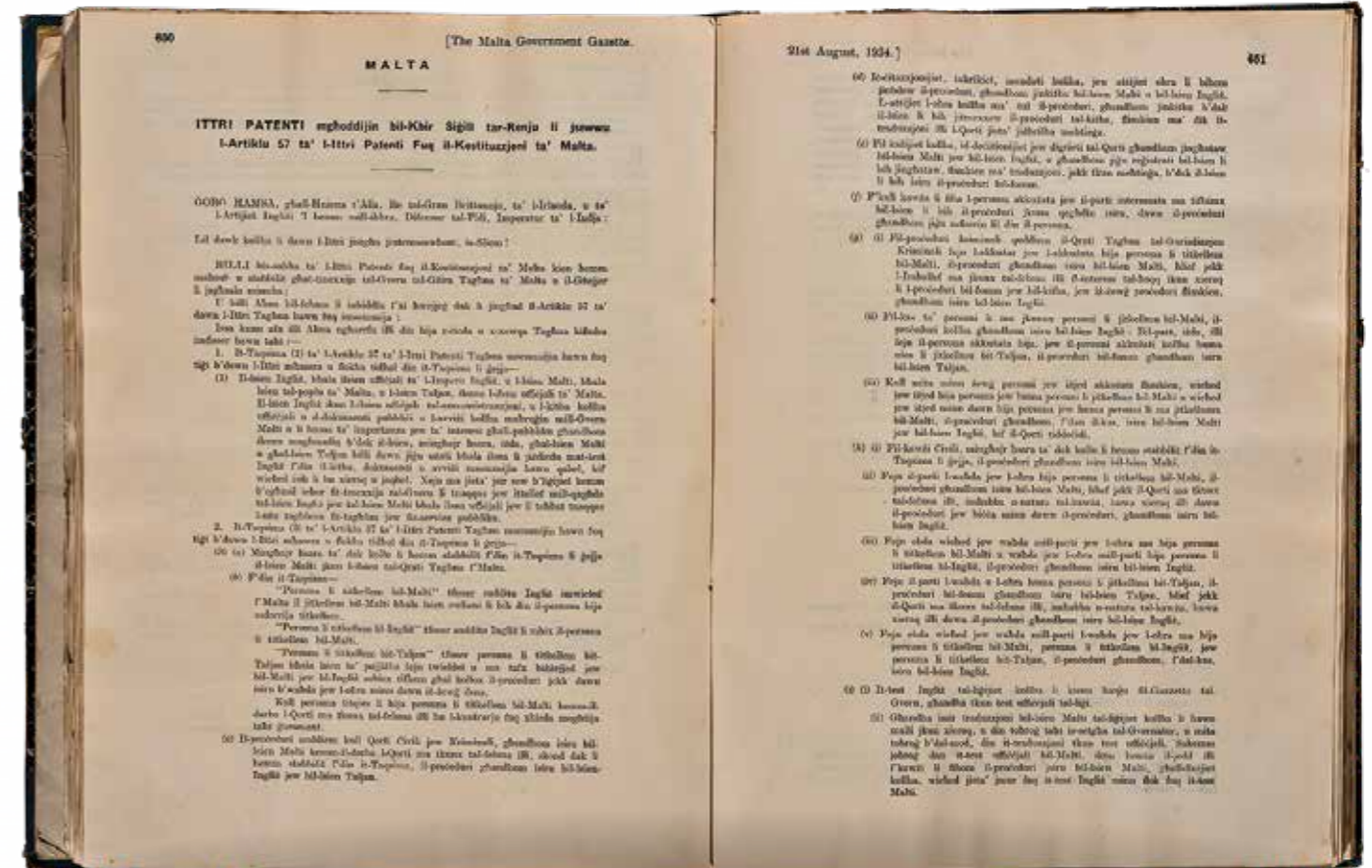
Furthermore, the MBR's international involvement, including its role in the Corporate Registers Forum and the announcement of hosting the Corporate Registers Forum Beneficial Owner Working Group, highlights Malta's growing prominence on the global stage. Through these efforts,

the MBR has reinforced its reputation as a key player in international corporate governance and AML compliance.

The celebration of Malta's corporate history and the Companies Act through an exhibition and archival research underscores the MBR's appreciation for its heritage. By documenting milestones and acknowledging the contributions of past and present professionals, the MBR not only preserved its rich legacy but also inspired future advancements.

From engaging with students and enhancing client servicing, to collaborating with key stakeholders and hosting educational campaigns, the MBR has consistently prioritised inclusivity and innovation. The accomplishments of this Unit are a testament to its pivotal role in ensuring the Registry's mission aligns with Malta's broader economic and legal objectives.

As the MBR continues its journey, it remains steadfast in its vision to empower businesses, foster collaboration and embrace technological progress, ensuring a dynamic and resilient corporate landscape for Malta.



GOVERNMENT GAZETTE DECLARATION ON THE MALTESE LANGUAGE

The Malta Government Gazette, published by the Department of Information, is to this day the official journal that publishes government notices, legislation, and other important information, serving also as the official authorised version of the laws of Malta. Since 2015, it has been published in a digital format, with limited printed copies for archival purposes. The 21st August 1934 edition carried an important declaration recognising Maltese, together with English and Italian, as one of the three official languages of Malta.

Information & Communication Technologies Unit

In 2024 the ICT Unit concentrated on modernising processes and ensuring the provision of reliable services. The unit is tasked with developing and delivering infrastructure and digital services, following industry standards and methodologies to the MBR, government entities and the public. The ICT Unit is made up of experts in service management, information systems, infrastructure and cybersecurity.

A major initiative during the year was the BAROS, which included updates to various statutory forms and business processes. These improvements made the online system more accessible and required companies to submit their Financial Statements through BAROS. This move supports the MBR's goal of becoming paperless, streamlining processing times and assisting companies and practitioners in submitting documents efficiently. In the coming months, the MBR plans to expand the mandatory submissions through BAROS, including Company Registrations and statutory forms for dissolutions. The ICT Unit is also exploring the possible use of AI within the system to help the Registry Unit with document review and processing.

Another ongoing project which is connected to BAROS is the Beneficial Owner Register Interconnection System, (BORIS). BORIS is a central online portal where EU member state registers are all connected to share cross-border beneficial ownership information between competent authorities and other entities.

In March, the MBR held a workshop with industry stakeholders and began developing API packages for integration with subject persons' systems. These APIs will enhance interoperability, allowing businesses to interact smoothly with the MBR through machine-to-machine integration. This initiative motivates businesses to evaluate their IT systems and leverage data from the register more efficiently.

The ICT Unit also played a vital role in organising and hosting events at The Link, the MBR's newly opened conference facility. Featuring cutting-edge audiovisual systems, high-speed internet, and video conferencing tools, The Link provides a top-notch experience for both in-person and virtual attendees.



THE MBR'S KALAMAZOO

Central Data
Repository Bidders

7

ICT Support
Mailbox replies

38,400

ICT Support
calls serviced

1,663

Additionally, the Business Portal project aims to streamline processes for users to start or close a business, manage taxes, handle licenses, and apply for incentives, all through a single platform. This initiative involves collaboration with entities like the Malta Taxation and Customs Authority (MTCA) and JobsPlus to connect various systems and business processes into one seamless platform.

After conducting a preliminary market consultation for the CDR solution, the ICT Unit has drafted the tender and is now in the evaluation phase. The CDR aims to create a central due diligence data repository, simplifying the KYC process for legal entities. This trusted digital platform will enhance identity verification and monitoring, giving Malta a competitive edge in due diligence services.

Looking forward, the ICT Unit is dedicated in continuing its efforts to enhance service delivery, refine online systems and ensure full compliance with industry standards and regulations. The ICT Unit's focus will continue adopting innovative technologies and strategies that will drive further efficiency, streamline processes and provide even greater value to the MBR's stakeholders. Our ongoing commitment to modernisation and continuous improvement will ensure that the MBR stays at the forefront of digital transformation, meeting the evolving needs of businesses and government entities alike. ■

The Malta Business Registry's Proactivity



Opportunities in Superyachts 11th Annual Conference

The MBR took part in the 11th Annual Opportunities in Superyachts Conference through a panel discussion focused on enhancing the Ease of Doing Business in Malta within the yachting industry. With the participation of key stakeholders, the discussion highlighted opportunities for greater synergy and collaboration, while emphasising the importance of digitalisation in a rapidly evolving landscape.

The panel featured insights from Dr. Marthese Portelli, CEO of the Malta Chamber of Commerce, and Dr. Matthew Attard, President of the Malta Maritime Law Association, both of whom shared their expert perspectives on the topic. The session was moderated by Annalise Zammit, COO and Deputy Registrar of the MBR.



The MBR Entrepreneurial Spirit Award

The MBR's COO Ms Annalise Zammit presented the MBR Entrepreneurial Spirit Award during the 35th edition of the JA Malta Finals and Awards Night.

Ms Zammit explained that encouraging an entrepreneurial mindset is enshrined in MBR's own mission and vision. This has been evident in the recent regulatory changes that aid businesses to take a leap forward in establishing their business with peace of mind.



Parliament Cabinet with the theme "Ekonomija"

In April, we had the pleasure to welcome a Cabinet Meeting at the MBR's The Link Conference Facility. The meeting also included the participation of guest individuals who in one way or another, contribute to our country's economic sector.

Prime Minister Robert Abela accompanied by the Minister for the Economy, Enterprise and Strategic Projects Silvio Schembri, later met with MBR employees.

It was during this meeting that it was announced how preparations were underway on the issuance of a call for tender for the development of the Central Data Repository aimed at reducing excessive bureaucracy and facilitating Malta's economy.



Public Service Expo 2024

The MBR participated in the Public Service Expo 2024, providing an opportunity to showcase its role, functions and the wide range of services it offers. The event also served as a platform for the MBR to highlight its digital initiatives, emphasising their impact on both the public and the industry.



TechXpo Malta & Startup Festival

The MBR's participation at the TechXpo Malta & Startup Festival in October 2024 was marked with a commitment to foster an entrepreneurial spirit with peace of mind. The fourth edition of the festival served as a pivotal platform to inspire and lead startup ventures towards success. The MBR showcased its work and services as well as shared insights on the responsibilities of someone running a company. Moreover, it showcased the MBR's proactiveness in embracing digitalisation and adopting digital initiatives that facilitate day-to-day operations.

Attendees were provided with further insights from industry leading speakers, gaining profound inspiration to fuel their entrepreneurial endeavours.



University of Malta and MCAST Freshers' Week 2024

The MBR actively engaged with students during the University of Malta and MCAST Freshers' Weeks. This outreach initiative was aimed at introducing students to the MBR, its services and the career opportunities it offers, including internships and student placement programmes. As part of the activities, students participated in an MBR-themed quiz, with the winner receiving the opportunity to visit the MBR premises and gain firsthand insight into its operations.





Financial Capability Conference

The MBR's CEO and Registrar Dr Geraldine Spiteri Lucas participated in a panel discussion during the Financial Capability Conference organised by JA Malta Foundation.

This panel discussion delved into the matter of financial literacy and Equipping Students for the Future.



Corporate Registers Forum Qatar 2024

The MBR ensures to strengthen its presence on the international fora. In a panel discussion entitled 'Navigating International Regulatory Framework' during the Qatar Corporate Register Forum Annual Conference, the MBR's CEO and Registrar Dr Geraldine Spiteri Lucas highlighted the importance of international collaboration in regulatory practices, particularly as registries adapt to new challenges and opportunities presented by technological advancements and changing economic conditions.

Mr Andrew Schembri, Head of Compliance at the Malta Business Registry, moderated a panel discussion focusing on AML framework across the globe with the participation of Mr Ulf Krause from Bundesanzeiger Verlag GmbH, Germany, Mr Adel Chouari, Tunisian Business Registry and Dr Jean Paul Cassar, Financial Intelligence Analysis Unit.

The MBR's presence at this conference highlighted the collaborative spirit and shared commitment among international corporate registries to address contemporary challenges in business registration systems.

Our CEO and Registrar delivered the opening speech during the 3rd day of the Qatar Corporate Registers Forum Annual Conference. Furthermore, as the Chair of the Beneficial Ownership Working Group, Dr Spiteri Lucas announced that this group will be meeting in Malta next year.





SME Week 2024 – Business Empowerment

The collaboration between the MBR and The Malta Chamber of Commerce, Enterprise and Industry has resulted in improved communication and initiatives aimed at enhancing the MBR's services to the local business community.

The MBR in collaboration with The Malta Chamber held a conference as part of SME Week 2024 under the auspices of the Ministry for the Economy, Enterprise and Strategic Projects entitled Business Empowerment which delved into recent projects by the MBR that strongly boosted digitalisation particularly through the launch of BAROS.

This event commemorated the 60th Anniversary of Malta's Companies Act, which has evolved with EU directives and digitalisation over time. This milestone was celebrated with a documentary featuring past registrars, academics, and MBR employees who have contributed to its development.

The MBR Annual Christmas Bake Sale in aid of I-Istrina

MBR's yearly heart of gold, the Annual Christmas Bake Sale in aid of I-Istrina was organised with the participation of all employees.

It was of great pleasure to welcome Her Excellency President of Malta Dr Myriam Spiteri Debono to our premises who visited all entities hosted in our premises.



Aliquantulum exhilivatus memorans caritativam diu compo-
sitam quondam mei majoris Petri de caxaro philosophi
poete et oratoris cuiusdam dictum fuit unfla per
mlam Caxaro dno propaga ite amantur muphe te
tra mufa avat quon lingua melica int oratio

Didan il cada ye gieni tale mth adidnam
Aoyis fil gneri uole mfab fo homocum
Calb mehandhe chakim soltau vi le mule
Biz igamur rimintat betragu mar siale
fon baycan al garca nel fi tirag mngoh
Nula vi wargia mivil deyem fil bonhar il bah

Huakit hi miramnti lili Zonen nibruj
mactatit mballim me Bital tafal mard
fon timaxt msib il gebel sib tafal mard
wacht hi miramnti

Huakit hi miramnti Gigit hi li sison
mactatit mballim ma kante ligit
fon timaxt msib il gebel sib tafal mard
Huakit hi miramnti lili Zonen nibruj
Hunt ucabit hi miramnti vargia ibnie
biddilhe into il niken illi xcuthe
Am ibidill il niken ibidul il vntre
haleo lirach val col cober sira
Hemne ard boyda gemo ard soute a havya
Hactra m mbedann beme tid mure tannir

IL-KANTILENA

Il-Kantilena, a poem dating back to the 15th century around the 1470s, is the oldest known literary text in Maltese. It is attributed to Pietru Caxaro and was written down by his nephew Brandano in his notarial register dated from December 1533 to May 1563. It was discovered in 1966 by historians Godfrey Wettinger and Fr. Mikiel Fsadni O.P. The Kantilena is preserved at the Notarial Archives. (NRA, R175/1, Notary Brandano Caxaro 1533-1536)

Social Committee

The Social Committee's primary role is to enhance the social atmosphere at work. It leads charity initiatives, plans staff activities and fosters collaboration, all aimed at building a sense of community among employees. All proceeds are donated to charity. The Social Committee's activities during 2024 included:

- Valentine's Day
- Women's Day
- Employees Appreciation Day -
- Pizza Days
- Summer Party
- Hot Dog Day
- Pink October
- Movember
- December - Christmas Bake Sale in aid of L-Istrina

During 2024 the MBR upheld its Corporate Social Responsibility by supporting the following initiatives

- LifeCycle Foundation Malta
- Hospice Malta
- Fondazzjoni Teatrali Silvio Fleri
- Karl Vella Foundation
- L-Istrina

SILVER MEDAL TO MALTESE PATRIOTS

The French period in Malta kicked off on the 6th of June 1798 when the French fleet was sighted off the coast of Gozo, with landings starting on the morning of 10 June at St. Paul's Bay, St. Julian's, Marsaxlokk and around Ramla Bay on Gozo. However the French era was not to last. The Maltese, unhappy with French rule, rose in rebellion against the French garrison which retreated to Valletta and the Three Cities, effectively ending up being besieged and blockaded by the Maltese for over two years. The Maltese requested British support and the French garrison eventually surrendered in 1800, with Malta becoming a British protectorate and initiating 164 years of British rule. This silver medal, inscribed with the words *Malta ai suoi Difensori 1800* (Malta to its Defenders 1800), was awarded to Paolo Borg, a medical doctor from Birkirkara.



Annual Report and Financial Statements For the Year Ended 31 December 2024

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Registrar's Statement Report

For the Year Ended 31 December 2024

The Registrar presents the report and the audited financial statements of the Malta Business Registry for the year ended 31 December 2024.

Principal Activities

The Malta Business Registry (MBR) is an agency set up by the Malta Business Registry (Establishment as an Agency) Order (S.L. 595.27), which regulates its functions and duties as applied within the remit of the Companies Act, Chapter 386 of the Laws of Malta. The MBR is responsible for the registration of all commercial partnerships and for a portal maintained by the Registrar of Companies making public all information required to be filed by commercial partnerships in terms of the Companies Act. In addition to this the MBR is also responsible for the registration of the Foundations and Associations in terms of the Second Schedule of the Civil Code. The MBR is also responsible for the register on beneficial owners of commercial partnerships, foundations, associations and other organisations. The MBR also conducts onsite inspections on companies in order to verify that the beneficial owners disclosed to the Registrar of Companies is accurate, current and up to date.

Establishment of the Registry and review of the business

The Registry is established under the terms of Subsidiary Legislation 595.27. Management hereby reports a surplus of €8,234,091 for the financial year 2024 (2023: €8,867,322)

Events after Balance Sheet Date

No significant events have occurred after the balance sheet date which require mention in this report.

Results and surplus funds

The statement of comprehensive income is set out on page 6. The surplus funds for the financial year paid to Government, in terms of the Public Administration Act amount to €11,000,000 (2023: €10,000,000).

Registrar's Responsibilities

For the Year Ended 31 December 2024

In preparing the financial statements the Registrar is responsible for;

- ensuring that the financial statements have been drawn up in accordance with International Financial Reporting Standards as adopted by the EU and the Public Administration Act
- selecting and applying appropriate accounting policies.
- making accounting estimates that are reasonable in the circumstances;
- ensuring that the financial statements are prepared on the going concern basis unless it is inappropriate to presume that the Registry will continue in operation as a going concern

The Registrar is also responsible for designing, implementing and maintaining internal control as the Registrar determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and that comply with the Public Administration Act and Financial Administration and Audit Act. The Registrar is also responsible for safeguarding the assets of the Registry and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Access to information published on the Registry's website is available in other countries and jurisdictions, where legislation governing the preparation and dissemination of financial statements may differ from requirements or practice in Malta.

Auditors

During the year, the Registry appointed Borg Galea Audit Limited as its external auditors.

Borg Galea Audit Limited, Certified Public Accountants and Registered Auditors, have expressed their willingness to continue in office and a resolution for their reappointment will be proposed.

Approved by and signed on behalf of the Malta Business Registry on 09 April 2025:



Geraldine Spiteri Lucas
Registrar/Chief Executive Officer



Annalise Zammit
Deputy Registrar/Chief Operations Officer

Registered Address:

Malta Business Registry
AM Business Centre, Triq il Labour, Zejtun ZTN 2401 - Malta

Independent Auditors' Report

To the Stakeholders of Malta Business Registry
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of MALTA BUSINESS REGISTRY set out on pages 6 - 21 which comprise the statement of financial position as at 31 December 2024, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and of its financial performance for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union and have been properly prepared in accordance with the requirements of the Public Administration Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Registry in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in accordance with the Accountancy Profession (Code of Ethics for Warrant Holders) Directive issued in terms of the Accountancy Profession Act (Cap. 281) in Malta, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Registrar is responsible for the other information. The other information comprises the Registrar's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If based on the work we have performed concluded that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Registrar

The Registrar is responsible for the preparation of the financial statements that give a true and fair view in accordance with IFRS as adopted for the EU, and the requirements of the Subsidiary Legislation 595.27 and the Public Administration Act and for such internal control as the Registrar determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Registrar is responsible for assessing the Registry's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Registrar is intended to liquidate the Registry or to cease operations, or has no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Registry's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Registrar.
- Conclude on the appropriateness of the Registrar's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Registry's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Registry to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Independent Auditors' Report (continued)

To the Stakeholders of Malta Business Registry
Report on the Audit of the Financial Statements

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We have nothing to report to you in respect of these responsibilities.

Other Matters

Previous auditors

The financial statements of the Registry for the year ended 31 December 2023, were audited by another auditor who expressed an unmodified opinion on those statements on 10 April 2024.

Use of this report

Our report, including the opinions, has been prepared for and only for the Registry's stakeholders as a body in accordance with Public Administration Act and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior written consent.



Mr. Nathaniel Borg
for and on behalf of
Borg Galea Audit Limited
Certified Public Accountants and Registered Auditors
09 April 2025

Statement of Comprehensive Income

For the Year Ended 31 December 2024

	Note	2024 €	2023 €
Revenue	10.	17,419,142	17,300,668
Operating expenses	11.	(9,830,791)	(8,645,114)
Operating surplus		7,588,351	8,655,554
Other income	13.	1,076,354	841,375
Finance income	14.	147,666	25,875
Finance costs	15.	(578,281)	(655,481)
Surplus for the year - total comprehensive income		8,234,090	8,867,323

The notes on pages 83 to 95 form an integral part of these financial statements.

Statement of Financial Position

For the Year Ended 31 December 2024

	Note	2024 €	2023 €
ASSETS			
Non current assets			
Property, plant and equipment	4.	5,246,596	6,479,038
Right of use assets	8.	12,178,378	13,781,158
Total non current assets		17,424,974	20,260,196
Current assets			
Trade and other receivables	5.	2,746,649	3,553,708
Cash and cash equivalents	6.	12,129,186	12,323,311
Cash held on behalf of third parties	6.	6,152,180	4,255,314
Total current assets		21,028,015	20,132,333
TOTAL ASSETS		38,452,989	40,392,529

EQUITY AND LIABILITIES

Capital and reserves

Staff support fund reserve	9.	18,546	13,798
Reserve fund		15,969,085	18,739,744

Total equity		15,987,631	18,753,542
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Liabilities

Non current liabilities

Lease liability	8.	13,190,235	15,030,283
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Current liabilities

Lease liability	8.	1,800,245	1,122,450
Trade and other payables	7.	7,474,878	5,486,254
Total current liabilities		9,275,123	6,608,704

Total liabilities		22,465,358	21,638,987
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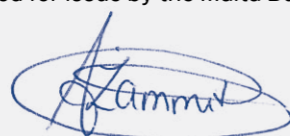
TOTAL EQUITY AND LIABILITIES		38,452,989	40,392,529
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The notes on pages 83 to 95 form an integral part of these financial statements.

These financial statements on pages 6 to 21 were authorised for issue by the Malta Business Registry on 09 April 2025 and were signed on its behalf by:



Geraldine Spiteri Lucas
Registrar/Chief Executive Officer



Annalise Zammit
Deputy Registrar/Chief Operations Officer

Statement of Changes in Equity

For the Year Ended 31 December 2024

	Staff support reserve €	Reserve fund €	Total Equity €
Balance as at 01 January 2024	13,798	18,739,744	18,753,542
Comprehensive income			
Appropriation from income statement	-	8,234,090	8,234,090
Transfer to staff support reserve	4,748	(4,748)	-
Total comprehensive income for the year	4,748	8,229,342	8,234,090
Transactions with stakeholders			
Surplus allocated to Government	-	(11,000,000)	(11,000,000)
Total transactions with stakeholders	-	(11,000,000)	(11,000,000)
Balance as at 31 December 2024	18,546	15,969,086	15,987,632

	Staff support reserve €	Reserve fund €	Total Equity €
Balance as at 01 January 2023	9,783	19,876,436	19,886,219
Comprehensive income			
Appropriation from income statement	-	8,867,323	8,867,323
Transfer to staff support reserve	4,015	(4,015)	-
Total comprehensive income for the year	4,015	8,863,308	8,867,323
Transactions with stakeholders			
Surplus allocated to Government	-	(10,000,000)	(10,000,000)
Total transactions with stakeholders	-	(10,000,000)	(10,000,000)
Balance at 31 December 2023	13,798	18,739,744	18,753,542

The notes on pages 83 to 95 form an integral part of these financial statements.

Statement of Cash Flows

For the Year Ended 31 December 2024

	Note	2024 €	2023 €
Cash from operating activities:			
Cash generated from operations	17.	13,345,029	15,074,988
Interest and other income received		1,224,020	867,250
Net cash flows from operating activities		14,569,049	15,942,238
Cash flows from investing activities:			
Purchase of property, plant and equipment	4.	(125,772)	(420,065)
Net cash flows used in investing activities		(125,772)	(420,065)
Cash flows from financing activities:			
Payments to Government	19.	(11,000,000)	(10,000,000)
Capital repayments of lease liabilities	8.	(1,740,536)	(1,679,641)
Net cash flows in financing activities		(12,740,536)	(11,679,641)
Net movement in cash and cash equivalents		1,702,741	3,842,532
Cash and cash equivalents at beginning of year		16,578,625	12,736,093
Cash and cash equivalents at end of year	6.	18,281,366	16,578,625

The notes on pages 83 to 95 form an integral part of these financial statements.

Notes to the Financial Statements

For the Year Ended 31 December 2024

1. General Notes

a. Basis of preparation

I. Statement of compliance

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU and the requirements of Public Administration Act. They have been prepared under the historical cost convention. The preparation of financial statements in conformity with IFRSs as adopted by the EU requires the use of certain accounting estimates. It also requires the registrar to exercise judgement in the process of applying the Registry's accounting policies (see Note 3 – Critical accounting estimates and judgements).

II. Functional and presentation currency

The financial statements are presented in euro (€), which is the Company's functional currency.

Transactions denominated in foreign currencies are converted to the functional currency at the rates of exchange ruling on the dates on which the transactions first qualify for recognition. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the period, adjusted for effective interest and payments during the period, and the amortised cost in foreign currency translated at the exchange rate at the end of the period. Foreign currency differences arising on retranslation are recognised in profit or loss.

III. Use of estimates and assumptions

The preparation of financial statements in conformity with International Financial Reporting Standards as adopted by the EU requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

IV. Standards, interpretations and amendments to published standards effective in 2024

In 2024, the Registry adopted new standards, amendments and interpretations to existing standards that are mandatory for the Registry's accounting year beginning on 1 January 2024. The adoption of these revisions to the requirements of IFRSs as adopted by the EU did not result in substantial changes to the Registry's accounting policies impacting the financial performance and position.

V. New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2024 reporting periods and have not been early adopted by the Registry. These standards are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

2. Significant Accounting Policies

a. Property, plant and equipment

I. Value Method

Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset and any other costs directly attributable to bringing the assets to a working condition for their intended use, and the costs of dismantling and removing the items and restoring the site on which they are located.

II. Depreciation

Depreciation is charged to the statement of comprehensive income on a straight line basis over the estimated useful lives of items of property, plant and equipment, and major components are accounted for separately. Land is not depreciated. The estimated useful lives are as follows:

Building Improvements	10%
Furniture, fixtures and fittings	20%
Equipment	20%

Gains and losses on the disposal or retirement of an item of property, plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount at the date of disposal. The gains or losses are recognised in the statement of comprehensive income as other operating income or other operating costs, respectively.

b. Trade and other receivables

I. Trade and other receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are classified as current assets. If not, they are presented as non current assets. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less loss allowance.

II. Provision for impairment

The Registry assesses on a forward looking basis the expected credit losses associated with its debt instruments carried at amortised cost and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk. For trade receivables, the Registry applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

c. Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at face value. In the statement of cash flows, cash and cash equivalents include cash in hand, deposits held at call together with short term, highly liquid investments that are readily convertible into known amounts of cash, and which are subject to an insignificant risk of change in value.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

d. Impairment

I. Non financial Assets

The carrying amount of the Company's non financial assets, other than investment property, are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists then the asset's recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash generating unit exceeds its recoverable amount. A cash generating unit is the smallest identifiable group that generates cash flows that largely are independent from other assets and groups. Impairment losses are recognised in profit or loss.

The recoverable amount of an asset or cash generating unit is the greater of its value in use and its fair value less cost to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

II. Financial Assets

A financial asset is considered to be impaired if objective evidence indicates that one or more events have had a negative effect on the estimated future cash flows of that asset. An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount, and the present value of the estimated future cash flows discounted at the original effective interest rate. An impairment loss in respect of an available for sale financial asset is calculated by reference to its current fair value.

Individually significant financial assets are tested for impairment on an individual basis. The remaining financial assets are assessed collectively in groups that share similar credit risk circumstances.

All impairment losses are recognised in profit or loss. Any cumulative loss in respect of an available for sale financial asset recognised previously in equity is transferred to profit or loss.

An impairment loss is reversed if the reversal can be related objectively to an event occurring after the impairment loss was recognised. For financial assets measured at cost and available for sale financial assets that are debt securities, the reversal is recognised in profit or loss. For available for sale financial assets that are equity securities, the reversal is recognised directly in equity.

e. Trade and other payables

Trade payables comprise obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non current liabilities.

Trade and other payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

f. Leases

The Registry leases various vehicles and office spaces. Rental contracts are typically made for fixed periods ranging from 5 to 15 years. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

Leases are recognised as a right of use asset including a corresponding liability at the date at which the leased asset is available for use by the Registry.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities comprise the net present value of the fixed lease payments (including in substance fixed payments), and less any lease incentives receivable.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Registry, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right of use asset in a similar economic environment with similar terms, security and conditions.

To determine the incremental borrowing rate, the Registry where possible uses recent third party financing received by the individual lessee as a starting point, adjusted to reflect changes in financing conditions since third party financing was received.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of liability for each period. Lease payments due within twelve months are classified as current, if not they are presented as non current liabilities.

Right of use assets are measured at cost comprising the amount of the initial measurement of lease liability.

Right of use assets are generally depreciated over the lease term on a straight line basis.

Payments associated with short term leases of vehicles and land are recognised on a straight line basis as an expense in profit or loss. Short term leases are leases with a lease term of 12 months or less.

g. Provisions

Provisions for legal claims are recognised when the Registry has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount has been reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

h. Revenue recognition

The Registry recognises revenue when the amount of revenue can be reliably measured, when it is probable that future economic benefits will flow to the entity.

Income derived is recognised when payment is received which, in view of the profile of companies including dormant and defunct companies, is determined by the Registry to be the point in time when there is a probability that the economic benefits associated with the revenue will flow to the entity. Fees and penalties and similar income due but not paid, are not accounted for, and are not recognised.

i. Financial Risk Management

I. Financial Risk Factors

The Registry's activities potentially expose it to a variety of financial risks namely market risk, credit risk and liquidity risk. The Registry's risk management is coordinated by the registrar and focuses on actively securing the Registry's short to medium term cash flows by minimising the exposure to financial markets.

The most significant financial risks that the Registry is exposed to are described below.

II. Market Risk

The registrar does not consider that the Registry is exposed to significant market risk in view of the assets held.

III. Credit Risk

The Registry's exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below. The Registry's exposures to credit risk as at the end of the reporting periods are analysed as follows

	2024	2023
	€	€
Trade and other receivables	945,558	1,759,988
Cash and cash equivalents	18,281,366	16,578,625
	19,226,924	18,338,613

The Registry employs a comprehensive credit assessment framework to evaluate the creditworthiness of its customers. This framework incorporates an analysis of financial standing, historical payment behaviour, and other relevant criteria. Stringent policies are implemented to ensure that service offerings are extended exclusively to customers demonstrating an appropriate credit profile. The Registry conducts regular monitoring of its receivables portfolio to identify and account for collection losses, which are an inherent aspect of its receivables management, based on historical data and experience.

The Registry's receivables, classified as non impaired financial assets, primarily consist of transactions with customers who have maintained a consistent payment history without recent defaults. Management has determined that the likelihood of losses arising from non performance by these customers is minimal. It should be noted that the Registry's financial assets are unsecured and not supported by collateral.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

As of 31 December 2024, impaired trade receivables amounted to €2,395 (2023: €424,436), with corresponding impairment provisions fully aligned with these amounts. Provisions for impairment may be reversed in instances where customers demonstrate improved financial circumstances and resume compliance with repayment obligations. The Registry does not hold collateral as security against impaired assets.

With respect to cash and cash equivalents, credit risk is considered negligible, as these are held with reputable financial institutions and counterparties of high standing.

IV. Liquidity Risk

The Registry is exposed to liquidity risk concerning its ability to meet future obligations tied to its financial liabilities, which primarily consist of trade and other payables (refer to Note 7). Effective liquidity risk management involves maintaining adequate cash reserves and secured credit facilities to ensure sufficient funding is available to fulfill the Registry's financial commitments.

To mitigate liquidity risk, the Registry conducts regular reviews of projected cash flows and has determined that no additional financing facilities are anticipated to be required within the next 12 months. The Registry's liquidity risk is considered immaterial, given the alignment of cash inflows and outflows associated with the expected maturities of its financial instruments.

j. Capital Risk Management

The Registry's equity, as presented in the statement of financial position, represents its reserve fund. The primary objectives of the Registry in managing capital are to ensure the entity's ongoing ability to operate as a going concern, thereby delivering returns and benefits to stakeholders, and to maintain an optimal capital structure to minimise the cost of capital.

Given the nature of the Registry's operations and its financial standing, the Registrar has assessed the capital level as at the end of the reporting period and determined it to be sufficient.

k. Fair values of financial instruments

At 31 December 2024 and 2023 the carrying amounts of cash at bank, receivables, payables and accrued expenses reflected in the financial statements are reasonable estimates of fair value in view of the nature of these instruments or the relatively short period of time between the origination of the instruments and their expected realisation.

3. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and based on historical experience and other factors including expectations of future events that are believed to be reasonable under the circumstances.

In the opinion of the registrar, the accounting estimates and judgements made in the course of preparing these financial statements are not difficult, subjective or complex to a degree which would warrant their description as critical in terms of the requirements of IAS 1.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

4. Property, plant and equipment

31 December 2024

	Building Improvements	Furniture, fixtures and fittings	Equipment	Total
Cost				
Opening balance	8,424,800	1,430,555	2,348,844	12,204,199
Additions	22,188	53,144	50,440	125,772
Balance at 31 December 2024	8,446,988	1,483,699	2,399,284	12,329,971
Depreciation and impairment losses				
Opening balance	(3,016,297)	(966,678)	(1,742,186)	(5,725,161)
Depreciation	(841,882)	(182,884)	(333,448)	(1,358,214)
	(3,858,179)	(1,149,562)	(2,075,634)	(7,083,375)
Balance at 31 December 2024	(3,858,179)	(1,149,562)	(2,075,634)	(7,083,375)
At 31 December 2024	4,588,809	334,137	323,650	5,246,596

31 December 2023

Cost				
Opening balance	8,253,588	1,344,610	2,189,520	11,787,718
Additions	171,212	85,945	162,908	420,065
Disposals	-	-	(3,584)	(3,584)
Balance at 31 December 2023	8,424,800	1,430,555	2,348,844	12,204,199
Depreciation and impairment losses				
Opening balance	(2,180,799)	(684,592)	(1,283,003)	(4,148,394)
Depreciation	(835,498)	(292,086)	(461,693)	(1,589,277)
Depreciation released on disposal	-	-	2,510	2,510
Balance at 31 December 2023	(3,016,297)	(976,678)	(1,742,186)	(5,735,161)
At 31 December 2023	5,408,503	453,877	606,658	6,469,038

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

5. Trade and other receivables

	2024	2023
	€	€
Trade and other receivables (Note i)	945,841	1,759,988
Prepayments	1,800,808	1,793,720
Total	2,746,649	3,553,708

Note i: The trade and other receivables are shown net of allowance on trade and other receivables of €2,395 (2023: €424,436).

6. Cash and cash equivalents

For the purposes of the statement of cash flows, cash and cash equivalents comprise the following:

	2024	2023
	€	€
Cash and cash equivalents	12,129,186	12,323,311
Cash held on behalf of third parties	6,152,180	4,255,314
Total cash and cash equivalents	18,281,366	16,578,625

Cash equivalents is composed of treasury bills with a maturity of 3 months earning an average interest rate of 2.9% as at end of 2024.

Cash balances held on behalf of third parties consists of balances with:

	2024	2023
	€	€
Central Bank of Malta	261,065	328,610
Bank of Valletta	5,891,115	3,926,704
	6,152,180	4,255,314

The balances held on behalf of third parties are reflected in Note 7 within "Other payables". Cash held at the Central Bank of Malta include amounts pertaining to defunct companies. The amounts held in Bank of Valletta include amounts held on behalf of companies in liquidation, whereby the court has appointed the Official Receiver to administer such companies.

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

7. Trade and other payables

	2024	2023
	€	€
Trade payables	366,659	519,910
Accruals	515,638	378,616
Deferred income	10,333	17,933
Other payables (Note i)	6,582,248	4,569,795
Total	7,474,878	5,486,254

Note i: Other payables include amounts held on behalf of third parties (Note 6)

8. Right of use assets and lease liabilities

This note provides information for leases where the company is a lessee.

(i) Amounts recognised in the statement of financial position.

The statement of financial position shows the following amounts relating to leases:

	2024	2023
	€	€
Right of use assets		
Vehicles	-	39
Offices	12,178,378	13,781,119
	12,178,378	13,781,158

	2024	2023
	€	€
Lease Liabilities		
Non current	13,190,235	15,030,283
Current	1,800,245	1,122,450
	14,990,480	16,152,733

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

(ii) Amounts recognised in the statement of comprehensive income.

The statement of comprehensive income shows the following amounts relating to leases:

	2024	2023
	€	€
Depreciation charge of right of use of assets		
Vehicles	39	14,390
Offices (gross of sub lease contribution)	1,602,741	1,381,075
	1,602,780	1,395,465
Interest expense on lease liabilities	578,281	655,481

During 2024, the Registry subleased parts of its property to other Government agencies for a contribution of €976,652 (2023: €753,751) which is netted against the lease depreciation in accordance with IFRS.

9. Staff support reserve

The staff support reserve has been created to set aside reserves to support employees in need at the opportune time.

10. Revenue

Income represents fees and penalties in line with charges prescribed by legislation. Fluctuations from one year to another may represent income claimed in previous years given that revenue is accounted for upon receipt of payment.

11. Operating expenses

	2024	2023
	€	€
(Decrease) in loss allowance on trade and other receivables	(440,032)	(183)
Cleaning services	136,611	140,912
Depreciation on right of use assets	1,602,780	1,395,465
Other expenses	723,073	736,023
Professional and consultancy fees	106,223	124,881
Repairs and maintenance	236,741	224,499
Salaries, wages and employee benefits	5,011,927	3,807,861
Security services	98,858	93,896
IT expenses	996,275	542,483
Depreciation of property, plant and equipment	1,358,335	1,579,277
Total	9,830,791	8,645,114

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

a. Auditor's fees

Fees charged by the auditor for the statutory audit amounting to €6,490 (2023: €11,653) inclusive of value added tax.

12. Wages and Salaries

a. Wages and Salaries

Payroll costs for the year comprise of the following:

	2024	2023
	€	€
Wages and salaries	6,502,079	4,982,501
Social security costs	272,530	230,428
Other staff costs	194,367	183,865
Recharged to other government entities	(1,957,049)	(1,588,933)
Total	5,011,927	3,807,861

b. Average number of employees

The average number of persons employed by the Registry during the year:

	2024	2023
Managerial	110	102
Administration	37	39
Total	147	141

13. Other income

	2024	2023
	€	€
Rental income from sublease agreements (Note i)	976,652	753,751
Other income	99,702	87,624
Total	1,076,354	841,375

Note i: The entire rental income is derived from sublease agreements with Government related entities (Note 19).

14. Finance income

	2024	2023
	€	€
Interest income from treasury bills and bank	147,666	25,875

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

15. Finance costs

	2024	2023
	€	€
Interest expense on lease liabilities (Note 8)	578,281	655,481

16. Taxation

Legal Notice 144 of 2018 (para 14) exempts the Malta Business Registry from any liability to pay income taxes.

17. Cash generated from operations

Reconciliation of operating surplus generated from operations:

	2024	2023
	€	€
Operating surplus	7,588,351	8,655,554
Adjustments for:		
Depreciation of property, plant and equipment	1,358,214	1,579,277
Depreciation of right of use of assets	1,602,780	1,395,465
Decrease in allowance on trade receivables	(421,861)	(183)
Loss on disposal of assets	-	1,075
Changes in working capital:		
Trade and other receivables	1,228,920	(665,816)
Trade and other payables	1,988,625	4,109,616
	13,345,029	15,074,988

18. Commitments

Commitments for expenditure not provided for in these financial statements as at the statement of financial position date were as follows:

	2024	2023
	€	€
Contracted but not provided for	145,736	641,727

Notes to the Financial Statements (continued)

For the Year Ended 31 December 2024

19. Related party transactions

Except for transactions disclosed or referred to previously, the following significant transactions, which were carried out principally with related entities, have a material effect on the operating results and financial position of the Registry:

	2024	2023
	€	€
Surplus allocated to Government	11,000,000	10,000,000
Rental income from sublease agreements	976,652	753,751

20. Events after the end of the reporting period

There were no material events after the reporting period that would impact the fair presentation of the financial statements.

21. Comparative figures

a. Reclassified to conform with current year

Certain comparative figures have been reclassified to conform with the current year's financial statements presentation.

22. Statutory information

The Malta Business Registry is the single companies' registrar in Malta established under Subsidiary Legislation 595.27 and reports to the Maltese Parliament

Acronyms & Abbreviations

AI	Artificial Intelligence	ICT	Information and Communications Technology
AIMS	Authority for Integrity in Maltese Sport	IFRS	International Financial Reporting Standards
AML	Anti Money Laundering	IMU	Intelligence Management Unit
APIs	Application Programming Interfaces	ISA	International Standards on Auditing
BAROS	Business Automation Register Online System	IT	Information Technology
BO	Beneficial Owner	JEFSI	Joint Economic Financial Sanctions Implementation Task Force
BORIS	Beneficial Owner Register Interconnection System	KPIs	Key Performance Indicators
CDR	Central Data Repository	KYC	Know Your Customer
CEO	Chief Executive Officer	LPA	Legal Person Association
CFT	Combating the Financing of Terrorism	LPF	Legal Person Foundation
COO	Chief Operations Officer	MIA	The Malta Institute of Accountants
CSRD	Corporate Sustainability Reporting Directive	MBR	Malta Business Registry
DoC	Department of Contracts	MLRO	Money Laundering Reporting Officer
e-IDAS	Electronic Identification, Authentication and Trust Services	MoU	Memorandum of Understanding
EEIG	European Economic Interest Grouping	NCC	National Coordinating Committee
EU	European Union	PCC	Protected Cell Company
FATF	Financial Action Task Force	PFLP	Private Foundation Legal Person
FIAU	Financial Intelligence Analysis Unit	SE	Statute for European Companies
HR	Human Resources	SICAVs	Investment Companies with Variable Share Capital
HRIS	Human Resources Information Systems	TFS	Targeted Financial Sanctions
		UNCITRAL	United Nations Commission on International Trade Law



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