

Incorporation of Maltese Companies

Recent developments

As from 1998, Malta had its laws reviewed and were found to be compliant to the international standards laid down in the OECD and FATF recommendations as well as those of the EU, except in some minor areas.

One of the issues raised related to 'nominee companies' and the Maltese Government was requested to review the current system which had been the cornerstone of the 1988 offshore companies and trust legislation. A project has therefore been launched to phase out this nominee company regime. In fact, amendments have now taken effect deleting all references to nominees in other legislation such as the Companies Act and the Professional Secrecy Act.

In order to avoid a resulting regulatory vacuum, the MFSA decided to revise legislation to preserve and enhance, where appropriate, regulation of fiduciary services in line with the OECD's principles of increased transparency, improved exchange of information and non-discrimination, keeping in view also Malta's EU membership.

Maltese legislation does not encourage anonymity, nor one hundred per cent confidentiality (such as Switzerland), but attempts to strike a good balance between market needs and regulator and international compliance. Professional secrecy does not block regulatory requests nor requests under money laundering regulations.

Information Required for Setting up a Malta Company

A Malta Company may be set up using a Fiduciary Company duly authorised by the Malta Financial Services.

- Information / Documents Required in Respect of a Corporate Shareholder:-

- Certified copy of statute (or equivalent) of corporate shareholder
- Certified copy of Certificate of Registration (or equivalent) of corporate shareholder
- Copy of latest audited accounts
- Details of ultimate ownership structure of corporate shareholder
- Details of directors of corporate shareholder
- 2 bank references on corporate shareholder
- Resolution / Power of Attorney of the board of directors authorising the setting up of a Malta company
- Photocopy of passport of person(s) authorised to issue instructions to Fiduciary Company
- Brief details of business history and background of person(s) authorised to issue instructions to Fiduciary Company



- Information/ Documents Required in Respect of an Individual Shareholder

In respect of each shareholder

- Name and residential address details
- Details of place and date of birth
- Nationality
- Two bank references acceptable to us addressed to Fiduciary Company' confirming character and reputation
- Photocopy of passport
- Brief details of previous business history and background

- Requirements in respect of proposed Malta company

- Proposed name
- Description of intended activities
- Currency in which capital is to be demonstrated
- Estimate of turnover in first year of operation
- Remittance in foreign currency to cover share capital and formation costs
- Signature on Company Secretary Agreement – (if applicable)
- Table - Schedule of Costs

Registration fees payable to the Registrar of Companies are calculated on the basis of the company's authorised share capital as follows:

Authorised Capital	Registration Fee
Up To Lm2,000	Lm150
From Lm2,001 to Lm5,000	Lm150 + Lm10 for each Lm1,000 or part thereof
From Lm5,001 to Lm25,000	Lm180 + Lm5 for each Lm1,000 or part thereof
From 25,001 to Lm100,000	Lm280 + Lm5 for each Lm5,000 or part thereof
Over Lm100,001	Lm355 + Lm5 for each Lm5,000 or part thereof up to a maximum of Lm750



Annual fees payable to the Registrar of Companies are calculated on the basis of the company's authorised share capital as follows:

Authorised Capital	Annual Fee
	Lm
Up To Lm5,000	70
From Lm5,001 to Lm50,000	140
From Lm50,001 to Lm100,000	210
From Lm100,001 to Lm500,000	280
Over Lm500,000	420

The official rate issued by the Central Bank of Malta for the Euro has been fixed at Lm 1 = Euro 2.3294