

Investment Services in Malta

Fund Services



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Why Malta?

Some Key data

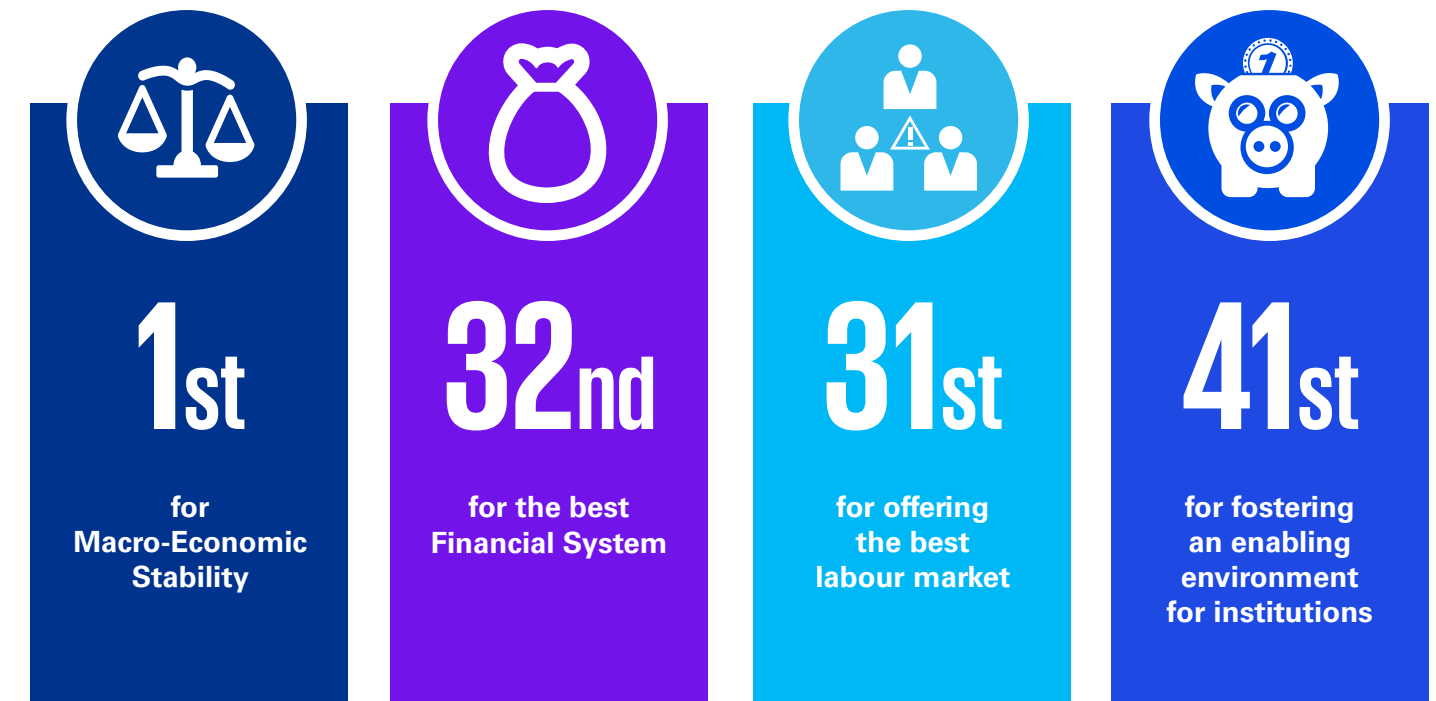


- Malta became the smallest member state in the EU in May 2004, and joined the Euro Zone in 2008.
- GDP per capita is at 85% of the EU average, at €25,306 (December 2020).
- Malta was relatively unscathed during the years following the financial crisis of 2008, and stabilised by 2012.
- Malta has one of the highest figures of sunshine hours in Europe with an average of 3,000 per year.
- English widely spoken and written in Malta, and is the principal language for education and business.

Factors contributing to Malta's competitive advantage



- Robust legal and regulatory environment with a legislative framework in line with EU Directives. Malta is fundamentally a civil law jurisdiction, however business legislation is principally based upon English law principles.
- Malta boasts a high level of education with graduates representing a cross-section of the various disciplines related to financial services. Specific training in financial services is offered at various post-secondary and tertiary education levels. The accounting profession is well-established on the island. Accountants are either university graduates or in possession of a certified accountant qualification such as ACCA.
- A flexible and proactive regulator that is very approachable, business-minded and robust.
- An ever-growing supply of high-quality office space for rent at cheaper prices than Western Europe.
- Malta's development as an international financial centre is reflected in the range of financial services available. Complementing the traditional retail functions, banks are increasingly offering private and investment banking, project finance, syndicated loans, treasury, custody and depositary services. Malta also hosts a number of institutions specialising in trade-related products such as structured trade finance, factoring and forfeiting.
- Major international accountancy firms, including the Big 4 firms, are present on the island. Legal firms tend to be local, though most form part of international legal networks. Many professionals in both areas pursue studies and training overseas.
- Maltese standard time is one hour ahead of Greenwich Mean Time (GMT) and six hours ahead of US Eastern Standard Time (EST) so business runs smoothly with the international community.
- International Financial Reporting Standards, as adopted by the EU, are entrenched in company legislation and applicable since 1997, so there are no local GAAP requirements to deal with.
- A very competitive tax system, also for expatriates, and an extensive and growing double taxation treaty network.
- No restrictions on the granting of work permits for EU and EEA nationals.



(World Economic Forum's Global Competitiveness Report 2019)

Malta's overall competitiveness ranking is 38 out of 141 countries reviewed.



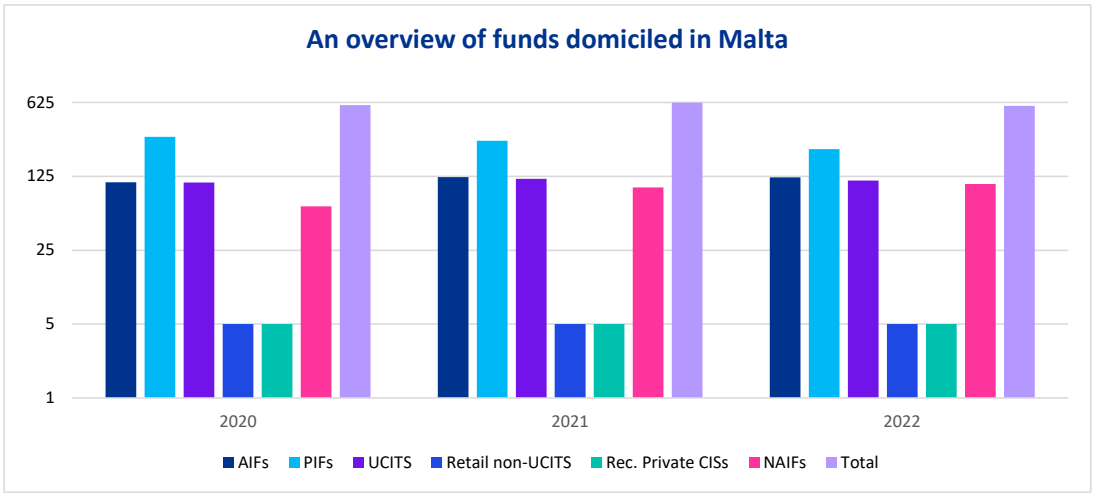
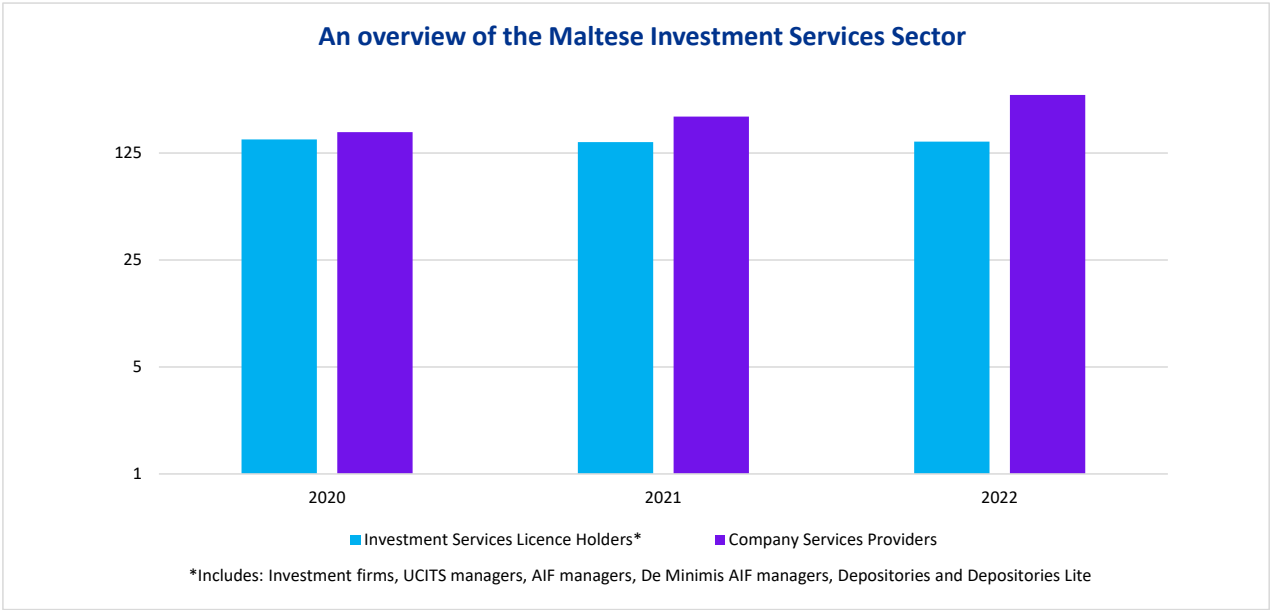
World Economic Forum

The Global Competitiveness Report, compiled by the World Economic Forum's centre for Global Competitiveness and Performance, provides an analysis of the strengths and weaknesses of countries, related to national competitiveness using the Global Competitiveness Index as the main methodology. Competitiveness is defined as "the set of institutions, policies, and factors that determine the level of productivity of a country" and is gauged on 12 pillars.



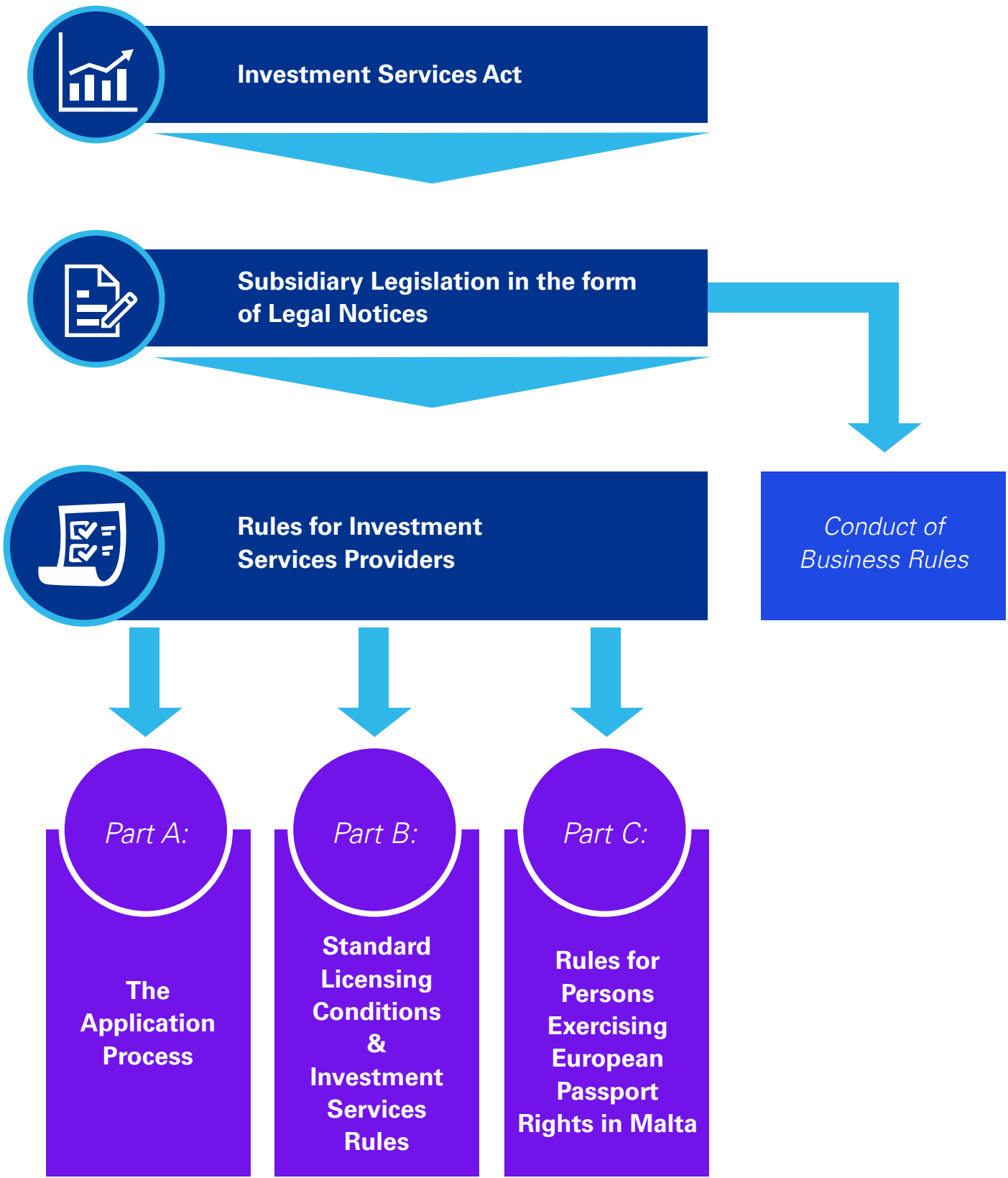
Investment Services: The Local Scene

The Malta Financial Services Authority (MFSA) is the single regulator for the financial services sector in Malta. The Securities and Markets Supervision Function authorises and supervises activities in the investment services sector, comprising collective investment schemes and their service providers including asset managers, depositaries and fund administrators, investment firms, trading venues, central securities depositaries, central counterparties and benchmark administrators. It also regulates and oversees trading activity within capital markets. Applications for the admissibility to listing of financial instruments on regulated markets are vetted in terms of the prospectus and transparency regulatory regimes.



Source: Malta Financial Services Authority

The local investment services legislative and regulatory framework



The Investment Services Act ('ISA'), 1994 stipulates that no person shall provide investment services without issuance on a MFSA licence respective to their intentions. These services are listed within the First and Second Schedules annexed to the ISA.

Services falling within the scope of the ISA include:

Reception and transmission of orders



Execution of orders



Dealing on own account



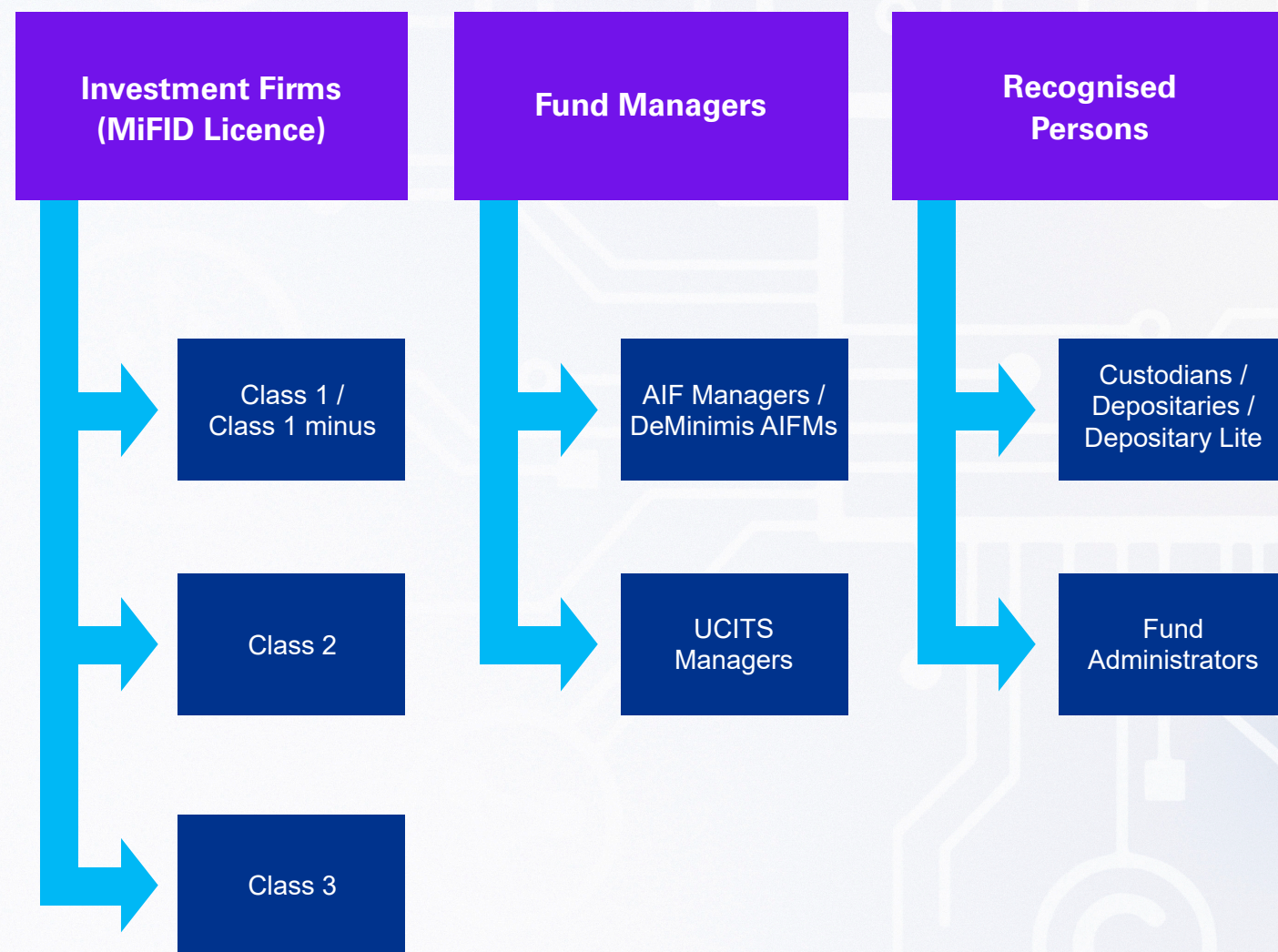
Management of Investments or providing Investment advice



The new licensing framework

During Summer of 2021, the MFSA announced some changes made to the old categorisation process applicable to Investment Service Licence Holders ('ISLHs'). This was fundamentally driven by the implementation of the Investment Firms Regulation ("IFR") and Directive, where Investment Firms now fall under different classification rules. The MFSA, subsequently notified the industry with updates performed in its rulebooks and the removal of the old nomenclature referring to 'Categories' for ISLHs. The new classes of licence type are now being classified according to Licence Type namely; Investment Firm, AIF Manager, De Minimis AIFM, UCITS Management Company, Custodians, Depositary, or Depositary Lite.

New licence types for Investment Services Licence Holders applicable from Summer 2021:



Source: Malta Financial Services Authority

The application and licensing process

It is normal practice for licence applications to be discussed with the MFSA before formal submission of the application documents. The supporting documents to be attached to the application include the following:

- Comprehensive business profile, including a detailed business plan
- Supporting board resolution
- Financial Resources Statement
- Audited accounts (where applicable)
- Projected three-year financial statements
- Auditor's confirmation
- Memorandum and Articles of Association
- Auditors' declaration to accept appointment
- Auditor's opinion on the Statement of Financial Resources
- Individual questionnaires on key personnel of the company
- Copy of representation agreements
- Insurance policies (where applicable)
- Personal questionnaire
- Detailed shareholding structure
- Evidence substantiating the competence of the proposed individuals
- IT questionnaire (where applicable)

When considering whether to grant or refuse an Investment Services Licence, the MFSA must take account of:

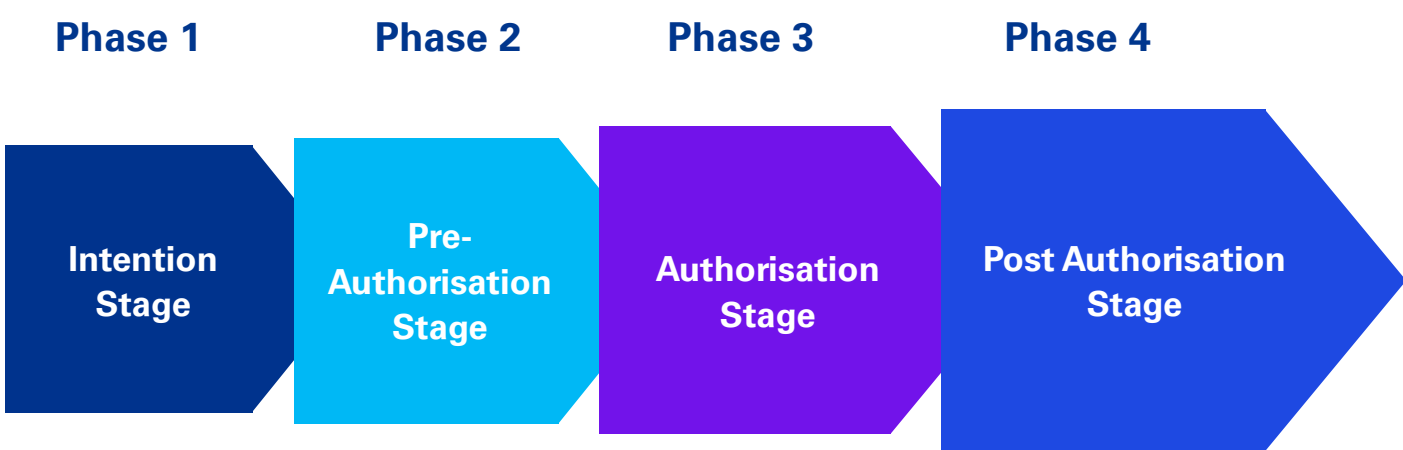
- The degree of protection to the investors.
- The protection of the reputation of Malta, taking into consideration Malta's international commitments.
- The promotion of competition and choice.

When considering whether to grant or refuse an Investment Services Licence, the MFSA must take account of:

- Integrity;
- Competence; and
- Solvency.

As part of the licensing process, the Applicant will be asked to identify an individual who will be designated as a Compliance Officer once operations have commenced.

Additionally the Applicant must appoint a Money Laundering Reporting Officer as per Regulation 15 of the Prevention of Money Laundering Regulations and Funding or Terrorism Regulations ('PMLFTR') This person can be the same as the Compliance Officer. The Applicant must formally propose these Officers to MFSA in which the MFSA will then confirm such duties with the proposed.



Source: Malta Financial Services Authority

Phase 1:

- Initial meeting with the MFSA Authorisation Unit
- Communication of the applicant's intended activities to the regulator
- Preliminary indication by the regulator to move to the second stage

Phase 2:

- Submission of documents in draft form to the MFSA Authorisation Unit
- Fit and proper tests carried out by MFSA on the applicant
- MFSA feedback on documents
- Provision of replies to MFSA queries by applicant
- Completion of review of the application and all documents to the satisfaction of the MFSA
- MFSA will issue its 'in principle' approval subject to licence conditions
- Applicant to finalize all outstanding matters and submit full applicant in final format

Phase 3:

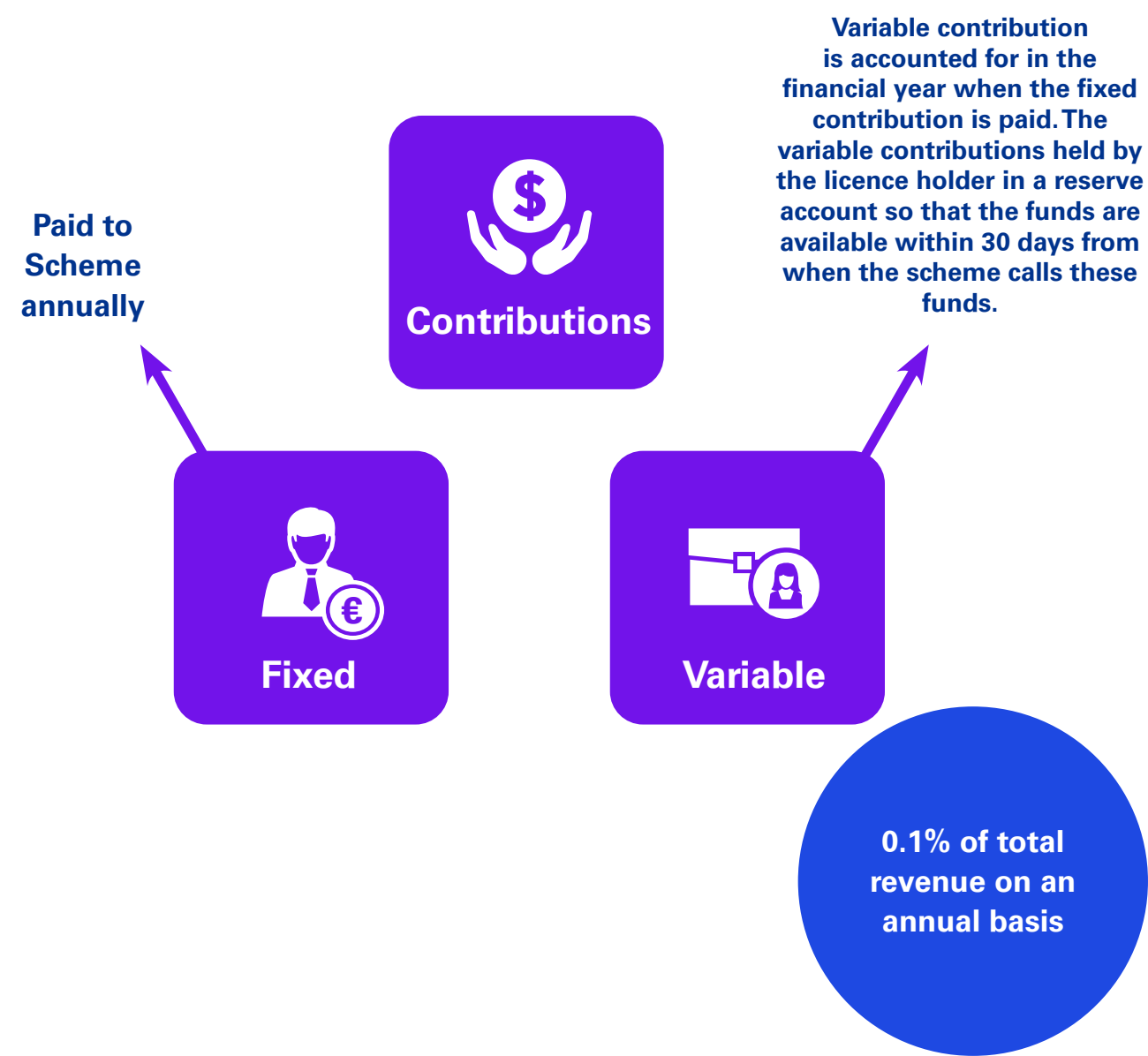
- Registration of company establishing the institution requesting a licence
- Issue of official licence

Phase 4:

- Applicant to satisfy all post licensing matters prior to formal commencement of business
- Ongoing supervision by the Securities & Markets Supervision Unit

Investor Compensation Scheme

- The obligation to make contributions to the Scheme is triggered by the existence of an investment services licence, and independently of whether investment services activities are actually being carried out by the licence holder.
- The Scheme serves as a protection fund for customers of failed investment services licencees.
- Compensation paid only if a licensed investment services firm is unable or likely to be unable to pay claims against it.



Recognised Fund Administrators

Any person who provides Licence Holders in Malta administration services which do not themselves constitute a licensable activity under the ISA shall require MFSA's recognition. Fund Administration Services include:

| | | | |
|----------------------------------|-------------------------------|-------------------------------------|----------------------|
| Preparation of NAV | Fund Accounting | Payment of Bills | Compliance Reporting |
| Reconciliations | Preparation of Contract Notes | Preparation of Financial Statements | Registrar |
| Pricing the Investment Portfolio | Transfer of Agency | Performance Reporting | |

The application process to be followed by an Applicant for Recognition is also structured over three phases:

| | | |
|---|--|--|
| Preparatory Preliminary meeting with the regulator Submission of draft Application Form and supporting documents MFSA reviews draft submission and conducts 'fit and proper' checks | Pre-recognition In principle' approval issued Applicant finalises any outstanding matters and submits Application Form and documents in final format Applicant Recognised once all pre-recognition issues are resolved | Post-Recognition / Pre-Commencement of Business Applicant may be required to satisfy certain post-recognition matters prior to formal commencement of business |
|---|--|--|

A request for Recognition should be supported by the following:

| | | |
|---|---|---|
| Completed Application Form | Completed PQs for Directors, Qualifying Shareholders, Compliance Officer and MLRO | Copy of most recent audited accounts or, for new entities, three-year financial projections |
| Business plan | Address of premises in Malta | Organisational structure |
| Constitution documents of Applicant and any Qualifying corporate shareholders | Directors' / General Partners' resolution confirming intention to apply | Memorandums & Articles of Association |

Other Relevant information

Professional Indemnity Insurance

Investment Service Licence Holders are required to maintain a Professional Indemnity Insurance ('PII') cover or have additional own funds which are appropriate to cover potential liability risks arising from professional negligence. The requirements vary according to the firm's licence type and activity and shall inform the MFSA with the set arrangements accordingly.

Adverts

Regulated Persons as defined in the MFSA's Conduct of Business Rulebook are allowed to issue their own advertisements, provided that the requirements set out in the Rulebook are satisfied. In a nutshell, guidance pivots on the statement that 'advertisements and Information shall be fair, clear and not misleading whilst being clearly identifiable as such.'

Standard Licensing Conditions

On an on-going basis, Licence Holders shall comply with the Standard Licensing Conditions ('SLCs'), as prescribed by the MFSA. SLCs protect investors by requiring that the Licence Holder acts honestly, fairly and with due skill, care, diligence and integrity in the best interest of the customer. The SLCs deal with general obligations, conduct of business (internal audit, risk management, client classification, safeguarding of clients' assets, etc.), disclosure requirements for information to clients including marketing communications, outsourcing, and transaction reporting.

Conduct of Business Rules

With effect from December 2017, the MFSA issued a Conduct of Business Rule regulatory handbook, which is applicable to all Regulated Persons, except to Affiliate insurance companies and to pure re-insurance companies. Amongst the requirements of this ruleset are areas such as marketing provisions, disclosure of information, and disclosure of services.

European Passporting Rights

Maltese licensed financial services institutions may exercise the right to passport to other EU and EEA states either by way of the freedom of establishment in another member state or via the freedom to provide services

Rules for Investment Service Providers

With effect from January 2018, the MFSA issued a handbook outlining Investment Services Rules for Investment Services Providers. This ruleset is applicable to Investment Services licence holders, who provide services in terms MIFID.

Passporting under freedom of establishment (establishment of a branch)

- The Maltese investment services entity intending to establish a branch outside Malta shall give the MFSA notice of its intention to do so. Together with this notice, the applicant must also submit a business plan in the form of a 'Programme of Operations' outlining its intended corporate and commercial strategies, organisational structure, systems and controls, and details of any tied agents. A financial forecast statement for profit and loss and cash flow (both over a 12-month period) must also be submitted.
- The MFSA is to give notice to the foreign regulator of the institution's desire to passport within 3 months of receiving the original request from the institution.
- The Maltese Financial Services Authority may commence activity in the other jurisdiction either upon receipt of notice from the regulatory authority in the other jurisdiction of the applicable provisions by which the branch must abide; or after the elapse of two months from the date on which the MFSA has given its consent notice to the regulator in the other jurisdiction and there has been no receipt of any communication from the European regulatory authority. The institution is to abide with the regulatory requirements of the country in which it is establishing the branch.

Passporting under freedom of services (provision of services)

- The Maltese investment services entity intending to provide services outside Malta shall give the MFSA a notice of intention.
- The MFSA is to give notice to the foreign regulator of the institution's desire to passport within 1 month of receiving the original request from the institution.
- The institution may commence services on receiving the consent notice from the MFSA and shall abide by any general good provisions the foreign authority may stipulate thereof.



Schedule of Fees

| | Application/ Notification Fee | Annual Supervisory Fee | |
|--|----------------------------------|--|--|
| Investment Services Licences | | | |
| Licence holders authorised to receive and transmit orders in relation to one or more instruments and, or provide investment advice and, or place instruments without a firm commitment basis but not to hold or control clients' money or customers' assets | €2,500 | For revenue up to €50,000 Further tranches of €50,000 up to a maximum of €1,000,000 | €2,000 €350 per tranche or part thereof |
| Licence holders authorised to receive and transmit orders, and, or provide investment advice in relation to one or more instruments and, or place instruments without a firm commitment basis solely for professional clients and, or eligible counterparties but not to hold or control clients' money or customers' assets | €3,000 | For revenue up to €50,000 Further tranches of €50,000 up to a maximum of €1,000,000 | €2,750 €350 per tranche or part thereof |
| Licence holders authorised to provide any investment service and to hold or control clients' money or customers' assets, but not to operate a multilateral trading facility or deal for their own account or underwrite or place instruments on a firm commitment basis | €5,000 | For revenue up to €250,000 Further tranches of €250,000 up to a maximum of €5,000,000 | €4,500 €400 per tranche or part thereof |
| Licence holders authorised to provide any investment service and to hold or control clients' money or customers' assets | €7,000 | For revenue up to €250,000 Further tranches of €250,000 up to a maximum of €5,000,000 | €6,000 €400 per tranche or part thereof |
| Licence holders authorised to act as Depositary | €17,000 | | €15,000 |
| Licence holders authorised to act as Depositary Lite | €7,500 | | €5,000 |
| Recognised Fund Administrators (RFA) | | | |
| RFA | €3,000 | N/A | €1,500 |

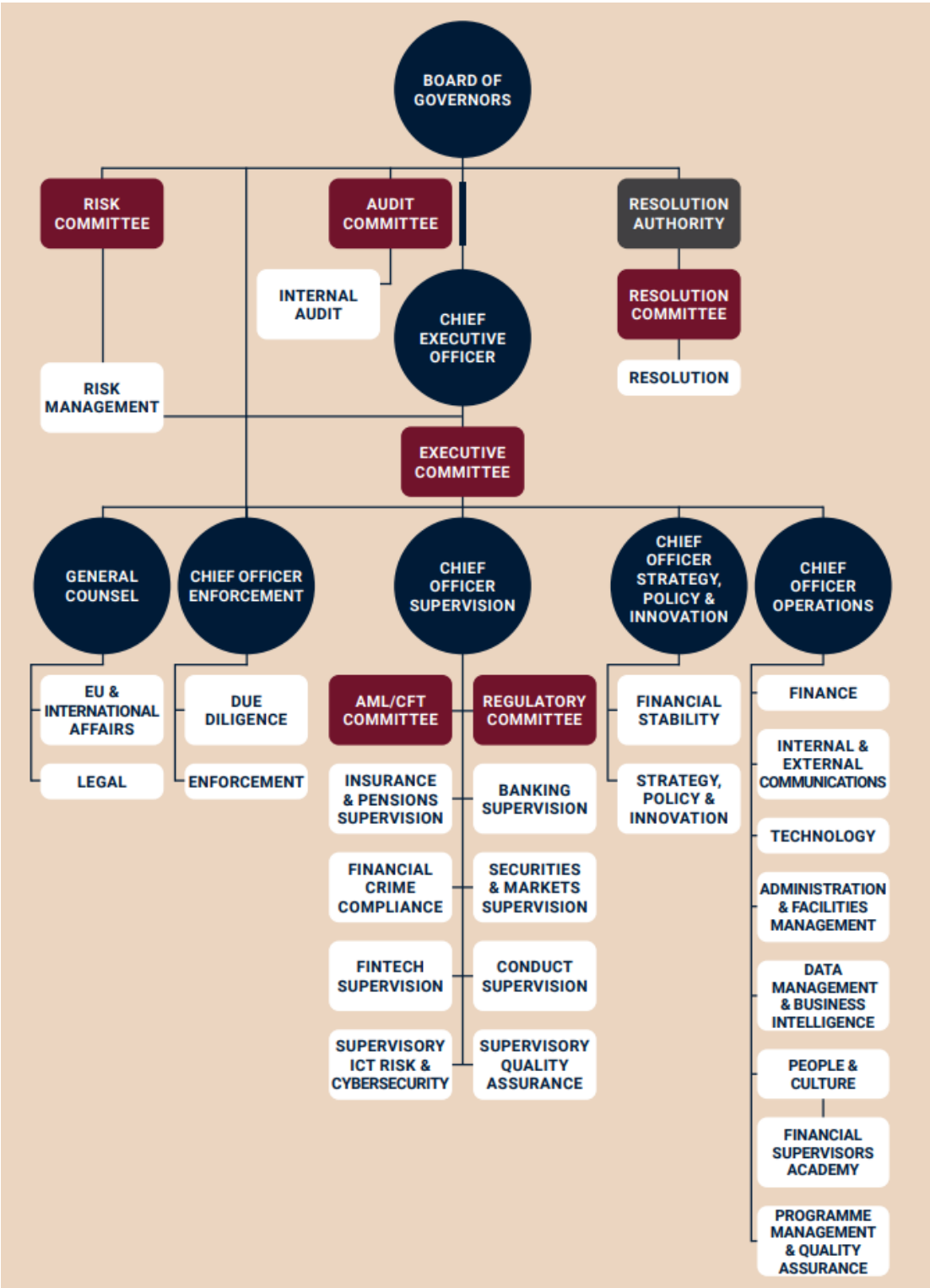
The Malta Financial Services Authority

The Malta Financial Services Authority (MFSA) is the single regulator for financial services in Malta. As the single regulator of financial services in Malta, the MFSA’s remit extends to all areas of financial services activity, including credit institutions, financial and electronic money institutions, securities and investment services companies, trading venues, insurance companies, pension schemes, trustees, and company services providers, as well as persons authorised under the virtual financial assets framework.

- The licensing process is personalised
- Regulation is business-friendly and mindful of business needs
- Business oriented and efficient at transposing all potentially beneficial discretionary clauses in EU Directives
- The regulator is extremely conscious of reputational risk
- Supervision is risk based and minimally intrusive
- Several institutions in Malta choose to target “niche” segments of the market
- The MFSA is open to new business models
- The MFSA is dynamic, approachable, and business orientated



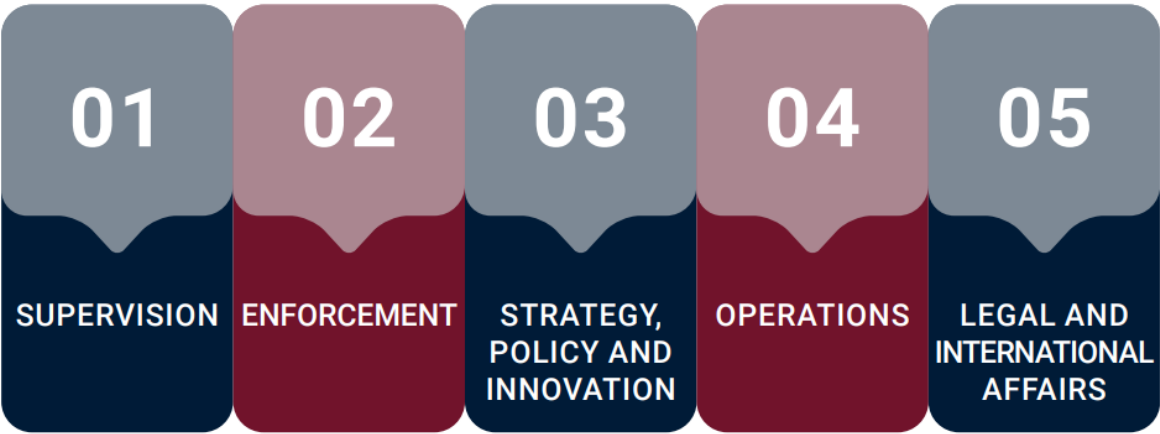
MFSA Organisation Chart



Source: The MFSA Annual Report 2021

Directorates

The MFSA delivers its supervisory mandate through the concerted effort of a team of professionals which – as at end 2021 – amounted to 401 full-time equivalents. The Authority operates through five directorates, each of which addresses core functional areas:



There are also three functions which operate independently of the directorates:

- **INTERNAL AUDIT**
- **RESOLUTION**
- **RISK MANAGEMENT**

Source: The MFSA Annual Report 2021





Taxation for Investment Services Companies

- Investment Services Companies incorporated and tax resident in Malta are subject to Malta's general system of taxation, subject to tax in Malta on world-wide income, including chargeable capital gains at the standard corporate tax rate of 35%, subject to relief by ordinary credit method for foreign tax suffered.
- A fundamental pillar of Malta's general tax system is the full imputation system which includes a tax refund system. This system completely eliminates the economic double taxation of company profits whereby shareholders, wherever resident, in receipt of dividends, are entitled to a tax credit equal to the tax borne by the distributing company on the profits out of which the dividends are paid. Since the tax rate of 35% applicable to companies is the highest tax rate in Malta, shareholders do not suffer any additional tax on the receipt of dividends.
- In addition, upon a dividend distribution of taxed profits, the shareholders of a company registered in Malta (i.e. a company resident in Malta or a non-resident company with a branch in Malta) are eligible to claim a partial tax refund of the Malta tax charge paid by the distributing company on the distributed profits. The applicable tax refund for shareholders of investment services companies is generally 6/7ths of the 35% tax, resulting in an effective rate of tax on distributed taxable profits of a maximum of 5%.
- The tax refund system, which has been formally approved by the EU Commission and Code of Conduct group, extends to both resident and non-resident shareholders, and applies to all taxed profits derived from local and foreign sources, with the exclusion of profits derived directly or indirectly from immovable property situated in Malta.
- Tax consolidation rules grant the option for a group of companies (as defined) to be treated as a tax unit upon complying with certain requirements. This tax grouping enables a cash flow benefit when compared to the current operation of the partial shareholder tax refund mentioned above in that the 35% tax need not be paid and then partially reclaimed; instead the tax group is taxed at the effective tax rate.
- Furthermore, Malta enables the option to avail of a Notional Interest Deduction (NID), a deemed interest deduction against a company's chargeable income, calculated at approximately 7% of risk capital in the company, where risk capital includes share capital, share premium, reserves, interest free loans and other items shown as equity in the financial statements. Depending on the amount of risk capital of the company and the chargeable income for the year, the effective tax rate of the company may be reduced to as low as 3.5%.

Other Tax matters

- Participation Exemption: Dividends and gains derived from qualifying participations are fully exempt from tax.
- Capital Gains: The transfer of shares in a resident company by a non-resident beneficial owner is exempt from tax, provided there are no interests in immovable property.
- Stamp duty: No transfer taxes like stamp duty on share transfers by non-residents involving international business companies.
- Capital taxes: Malta has no net worth net or similar taxes on capital.
- Withholding Taxes: Malta does not impose any withholding taxes on interest, royalties, dividends and proceeds from liquidation.
- Double taxation agreements (DTAs): Successive Maltese governments have sought to conclude DTAs with important trading partners, as well as with emerging countries. The over 80-strong treaty network is expected to grow further in the coming years.
- Malta is compliant with international tax standards:
 - Malta is a member of the OECD Base Erosion and Profit Shifting (BEPS) Inclusive Framework and is fully co-operative in the international initiative against tax evasion. Malta fully applies EU law and all OECD initiatives on combatting tax evasion, including the directives on mutual assistance between tax authorities, automatic exchange of information, beneficial ownership register, as well as the exchange of tax rulings and advance pricing arrangements in the transfer pricing field.
 - Malta was also an early adopter of the Common Reporting Standard and Country-by-Country reporting obligations.
 - Malta has effectively implemented the requirements of the OECD BEPS standards into its tax system through the transposition of the EU tax directives (various anti-tax avoidance measures have been transposed into Maltese tax law through the Anti-Tax Avoidance Directive and updates to the Directive on Administrative Cooperation (such as the mandatory disclosure rules for tax intermediaries and tax payers), as well as through the adoption of international instruments, including the Multilateral Instrument to Implement Tax Treaty Related Measures to Prevent Base Erosion and Profit Shifting.
 - With respect to the taxation of the digital economy, Malta has aligned with international consensus on a Two-Pillar Solution to Address the Tax Challenges Arising from the Digitalisation of the Economy. As to distributed ledger and innovative technologies, Malta has, since 2018, developed a robust regulatory and tax framework based on investor protection and market integrity.

Expatriates working in Malta are only taxable on Maltese source income and capital gains. Foreign source income which is not received in or remitted to Malta is not subject to tax in Malta.

15% flat rate of tax for Highly Qualified Expatriates:

Expatriates employed in the most senior positions of financial services companies licensed or recognised by the MFSA may benefit from a beneficial flat rate of tax of 15% on their employment income for a maximum period of five years for EEA and Swiss nationals and four years for third country nationals. The minimum annual amount which may be taxable at 15% is €86,938 for 2021. Any qualifying income above €5,000,000 is not subject to tax in Malta.

Conditions to be satisfied:

Hold an eligible office, which includes, inter alia, the position of:

| | | |
|---------------------------------|---|--|
| CEO, CRO, CFO, COO, CTO, CCO | Portfolio Manager, CIO, Senior Trader or Trader, Senior Analyst, Actuarial Professional, Chief Underwriting Officer, Chief Insurance Technical Officer | Head of Marketing, Head of Investor Relations |
|---------------------------------|---|--|

Employment contract in terms of Maltese law and relating to the exercise of genuine and effective work for the employer.

Possession of professional qualifications proven to MFSA’s satisfaction.

MFSA is satisfied that the individual performs activities of an eligible office.

MFSA is satisfied that the expatriate:

- (i) receives sufficient stable and regular resources;
- (ii) resides in a “comparable” accommodation meeting general health and safety standards;
- (iii) possesses a valid travel document;
- (iv) possesses sickness insurance; and
- (v) is not domiciled in Malta.



Appendices

Appendix 1:

Comparison between Fund Jurisdictions



Comparison of Malta with other Fund Jurisdictions

| | Malta | Ireland | Luxembourg |
|-------------------------------------|-------|---------|------------|
| Number of recognised administrators | 21 | 20+ | 166 |
| Number of Depositories | 12 | 20+ | 93 |
| Number of law firms | 63 | 81 | 91 |
| Number of audit firms | 70 | 71 | 59 |



Comparing Malta with other jurisdictions - Taxation

Applicable Taxes at Fund level

Malta:

- Exempt from Income and capital gains for non- prescribed funds
- No withholding tax on Distributions made to foreign investors

Stamp Duty Applicability: No stamp duty payable on the transfer of securities by/to a fund licensed under the Malta Financial Services Act

Ireland:

- Income and capital gains – Exempt
- Distributions made to non- resident or exempt Irish resident investors – No withholding tax
- No net asset tax

Stamp Duty Applicability: duty payable on issue / transfer / redemption / repurchase of fund units or on transfer of non-Irish stocks / marketable securities

Luxembourg:

- Income and capital gains – Exempt depending on the type of fund
- Distributions made to investors – No withholding tax
- Annual subscription tax between 0.01 % and 0.05% of Net Asset Value and a fixed fee on capital duty of €1,250, unless exempt

Stamp Duty Applicability: No stamp duty or capital duty

Double
taxation
treaties

84

73

84

Appendix 2:

Living in Malta



The Maltese Climate

The Maltese islands enjoy a pleasant, temperate climate, characterised by long, dry summers, with cooling sea breezes, followed by short, wet winters. Temperatures rarely dip below 5 degrees centigrade in winter, while summer peak temperatures hover around the low thirties. Snow is unheard of and outdoor activities are possible throughout the year.

- The Maltese islands benefit from 3,000 hours of sunshine during the year.
- Annual rainfall is quite low, with an average of 700mm of rain annually



Cultural and social life



Albeit a tiny country, Malta's location at the centre of the Mediterranean has endowed it with a rich cultural heritage one would normally expect to find in much larger, more historically dominant states. The various empires and cultures which colonised the island all left their mark, resulting in a vibrant, eclectic mix just waiting to be discovered by visitors. Enhanced by the country's compact size and the mild climate, opportunities for leisure activities are varied and numerous. From scuba diving, rock climbing and various other outdoor sports for the more adventurous, to a wide range of cultural activities such as concerts, theatre productions and outdoor festivals spread throughout the calendar, there is little time for one to get bored in this small, but vibrant island state.

Education

Malta has a well-established educational system, based on the UK model, a reflection of the many years spent as part of the British Empire. Nowadays, one finds a mixture of state and private schools, providing qualifications up to post-graduate level, all fully recognised on an international level. International students fit in seamlessly into a system geared to meeting their needs.



Health Care

Based on the British National Health Service model, the system in Malta is further boosted by a strong element of private health care for those who choose to go down this route. The overall quality of care is of the highest order and foreign residents draw comfort from the fact that all health care workers are very fluent in English, ensuring that communication between provider and patient is very straightforward.



Transport



Domestically the country is served by an extensive road network, covering all parts of the island, with a regular ferry service to the neighbouring island of Gozo. Most Maltese are private car owners although a reliable public transport service consisting of buses and taxis means that car ownership is not strictly necessary. Indeed, most foreign residents staying in Malta for relatively short periods make use of the public transport option. Internationally, regular, daily flights to important European and Middle-Eastern hubs as well as fast ferry services to mainland Europe mean that one is never more than a few hours away from one's destination. Cargo services, both inbound and outbound, are catered for by an extensive network of both air and sea routes which connect the island to the rest of the world via its airport and the Malta Freeport, which is the third largest in the Mediterranean, handling in excess of 3 million units per annum.

Safety

Malta is one of the safest countries worldwide, having been recently ranked as the seventh safest small country globally. It is a country where one's children can still go off with their friends for a day at the beach without any undue concerns on the part of their guardians. Violent, random crime is a rarity, leading to noticeably diminished levels of tension.



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