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L.N. 202 of 2017.

COMPANIES ACT
(CAP. 386)

Companies Act (System of Interconnection of Registers) Regulations, 2017

IN EXERCISE of the powers conferred by article 425(1)(m) of the Companies Act, the Minister responsible for Finance has made the following regulations:-

Citation and Scope.

1. (1) The title of these regulations is Companies Act (System of Interconnection of Registers) Regulations, 2017.

(2) The purpose of these regulations is to implement Directive 2012/17/EU of European Parliament and of the Council of 13 June 2012 amending Council Directive 89/666/EEC and Directives 2005/56/EC and 2009/101/EC of the European Parliament and of the Council as regards the interconnection of central, commercial and companies registers, and they shall be interpreted and applied accordingly.

Interpretation.

2. In these regulations, unless the context otherwise requires:

"Act" means the Companies Act; and Cap. 386.

"Member States" means a Member State of the European Union and includes an EEA State.

Information to be made publicly available.

3. (1) The Registrar shall make publicly available the electronic copies of the documents which he is required to retain and register in terms of article 401(1)(d) of the Act as well as the particulars of each company through the system of interconnection of registers.

(2) The documents and particulars referred to in sub-regulation (1) will be available in a standard message format and will be accessible by electronic means while ensuring that the minimum standards for the security of data transmission are respected.

(3) The following particulars shall be made available free of charge:

(a) the name and legal form of the company;

(b) the registered office of the company and the Member State where it is registered; and

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(c) the registration number of the company.

(4) The Registrar may charge a fee for the provision, through the system of interconnection of registers, of documents and other particulars referred to in sub-regulation (1) which fee shall not exceed the administrative costs thereof.

Information on the opening and termination of any winding up or insolvency proceedings.

4. (1) Information on the opening and termination of any winding up or insolvency proceedings of a company and on the striking off of the name of a company shall be made available without delay and free of charge through the register of the company through the system of interconnection of registers.

(2) In the case of a company registered in another Member State which has established a branch or place of business within Malta and in respect of which the Registrar has registered the documents mentioned in article 385 of the Act (the oversea company), the Registrar shall, through the system of interconnection of registers, ensure receipt without delay of the information referred to in sub-regulation (1) regarding the oversea company.

Oversea companies constituted or incorporated in another Member State.

5. The Registrar shall make publicly available through the system of interconnection of registers the documents and particulars mentioned in article 385 (1), 387 and 399A of the Act.

Cross-border mergers of limited liability companies.

6. (1) Where a Maltese merging company is the company resulting from the merger, and the cross-border merger has taken effect, the Registrar shall notify through the system of interconnection of registers without delay the register or registers of the foreign merging companies that the merger has taken effect.

(2) Where the Registrar is notified through the system of interconnection of registers that a cross-border merger has taken effect and the Maltese merging company is a company being acquired, the Registrar shall strike off the name of the Maltese merging company from the register.

Unique company identifier.

7. (1) The Registrar shall ensure that in order to facilitate the communication between registers through the system of interconnection of registers a unique identifier shall be assigned to each company registered in Malta and each oversea company constituted or incorporated in another Member State which has established a branch or place of business in Malta in terms of Part XI of the Act.

(2) The unique identifier shall comprise the letter MT and the registration number assigned to the company or to the oversea

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company in the register of commercial partnerships in Malta, and in the case of an oversea company the identifier shall also include elements to identify the Member State of the domestic register of origin.

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