

09 July 2025

Capital Markets Supervision
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Dear Chief Executive Officer,
Dear Directors/Management Body,
Dear Company Secretary,

Re: Thematic Review on the Company Announcements of Public Listed Companies

This letter is being addressed to you in your capacity as the Chief Executive Officer, a Director, a member of the Management Body, and/or the Company Secretary responsible for and/or tasked with drafting and publishing company announcements on behalf of a Listed Company (hereinafter also referred to as an "issuer") with securities admitted to trading on a regulated market, falling within the supervisory remit of the Malta Financial Services Authority ("MFSA" or the "Authority").

1. Background

Transparency is essential for the fair and proper operation of financial markets, as it underpins trust between market participants, enhances investor confidence, and safeguards market integrity. When issuers disclose accurate and timely information, investors can make informed decisions, reducing the risk of misinformation and speculation. This helps to prevent market abuse and promotes accountability, ensuring that all stakeholders operate on a level playing field. Ultimately, transparency strengthens the credibility and resilience of financial markets, supporting their long-term stability and growth.

In this context, one key method through which listed companies can maintain transparency is **by issuing company announcements**. A company announcement refers to an official communication made by a listed company to the market, in compliance with its continuing obligations as an issuer. Company announcements shall provide relevant and valuable information, including information about specific actions or developments *inter alia* those relating to the issuer's operations, financial

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position, or governance. Thus, company announcements must be accurate, clear, and truthful; avoiding any promotional, unclear, irrelevant, or misleading content; and made without undue delay.

In Malta, these obligations are prescribed through the MFSA's Capital Markets Rules ("CMRs"), particularly Chapter 5, which outlines the minimum disclosure requirements for listed entities and transposes the requirements emanating from the Transparency Directive¹. CMR 5.16, provides minimum requirements for matters that require disclosure by way of a company announcement; however, the specified list of disclosures is not exhaustive, whereby **it is the responsibility of the issuer's Board of Directors to assess and determine what matters may require public disclosure.**²

2. Methodology

To effectively carry out its supervisory responsibilities, the Capital Markets Supervision adopts a variety of oversight methodologies, including but not limited to the following:

- Supervisory meetings;
- Desk-Based and Interactive examinations;
- Thematic reviews; and
- Circulars.

Together, these tools serve the Authority's objective of supervising the issuers' regulatory compliance, promoting market integrity, and protecting investor interests.

For the purposes of the observations put forward in this letter, the Authority carried out a **thematic review**. Thematic reviews are a valuable supervisory tool employed by the Authority to gain a deeper, more comprehensive understanding of specific risk areas, industry trends, or practices that affect multiple listed companies. Unlike assessments that focus solely on individual entities, thematic reviews adopt a topic-focused approach, conducting cross-cutting checks across several entities based on a pre-defined theme. This enables enforcers to scan broader segments of the market, allowing for the identification and understanding of emerging risks, adverse trends, or outlier behaviours. These reviews are particularly useful when addressing new

¹ Directive 2004/109/EC of the European Parliament and of the Council of 15 December 2004 on the harmonisation of transparency requirements in relation to information about issuers whose securities are admitted to trading on a regulated market and amending Directive 2001/34/EC.

² The Issuer is also responsible for ensuring adherence to the obligations set out under Article 17 of the Market Abuse Regulation (EU) No 596/2014, particularly those relating to the disclosure of inside information.



developments or trends with widespread relevance, facilitating a more informed supervisory approach. Additionally, thematic reviews allow for comparison against industry benchmarks, helping to highlight both best and poor practices among peers.

During 2024, the Authority conducted a thematic review with the objective of evaluating the quality, clarity, and timeliness of company announcements published by all publicly listed companies falling under its supervisory remit. At the time of the review, this included a total of 90 issuers with securities admitted to trading on a regulated market.

This assessment enabled the Authority to gauge the overall level of compliance among listed companies and to identify potentially recurring weaknesses, gaps, or inconsistencies in the way material information is being communicated to the market. Additionally, the review offered valuable insights into industry practices, trends in disclosure behaviour, and opportunities for reinforcing best practices in corporate transparency. The observations and outcomes from this assessment are further elaborated in **Section 3 'Key Findings'**, which highlights the Authority's observations and corresponding expectations with regards to specific areas that should be improved upon to improve transparency with the market.

3. Key Findings

i. Timeliness of Company Announcements

Observations

As part of the thematic review, the Authority focused on assessing the timeframe between the publication of company announcements regarding the approval of Annual or Interim reports and the actual approval dates of these reports.

The findings from this assessment revealed that, in 2024, **29% of issuers** had a relatively short window of **1 to 5 days** between the publication of the company announcement related to the approval of their Annual or Interim reports and the actual approval of those reports. Therefore, it appears that issuers could have been timelier in publishing the board meeting date wherein their financial reports were subject for approval, especially since this respective date may have been known to the issuer in advance. It is noted that this observation is also relevant for company announcements published in 2025 given that the board meeting dates for the approval of the 2024 Annual Financial Reports were published within a similar short window as in 2024.



In addition, the review revealed that certain issuers did not publish a company announcement on the corresponding approval date at all, thereby failing to inform the market about the scheduled board meetings for the approval of their Annual or Interim reports. This omission constitutes a potential breach of CMR 5.16.3, which outlines the requirement to communicate such information.

Authority's Expectations

The Authority understands that issuers are aware of certain key dates by the start of the financial year, albeit some of the dates being tentative. Cognisant that company announcements, particularly those related to financial reporting, are being published within relatively short timeframes prior to key events, the Authority encourages issuers to adopt the **publication of financial calendars prior to or at the beginning of the financial year, as a best practice.**

The introduction of financial calendars is expected to improve market preparedness by allowing investors, analysts, and other stakeholders to anticipate important corporate events, such as the publication of financial reports and the holding of annual general meetings, ahead of time.

While issuers are expected to make every effort to adhere to the announced dates, the Authority appreciates that there may be circumstances where the tentative dates may need to be revised due to unforeseen or unplanned circumstances. In this respect, issuers are expected to maintain an open and transparent dialogue with stakeholders and properly communicate any changes in dates by way of a company announcement.

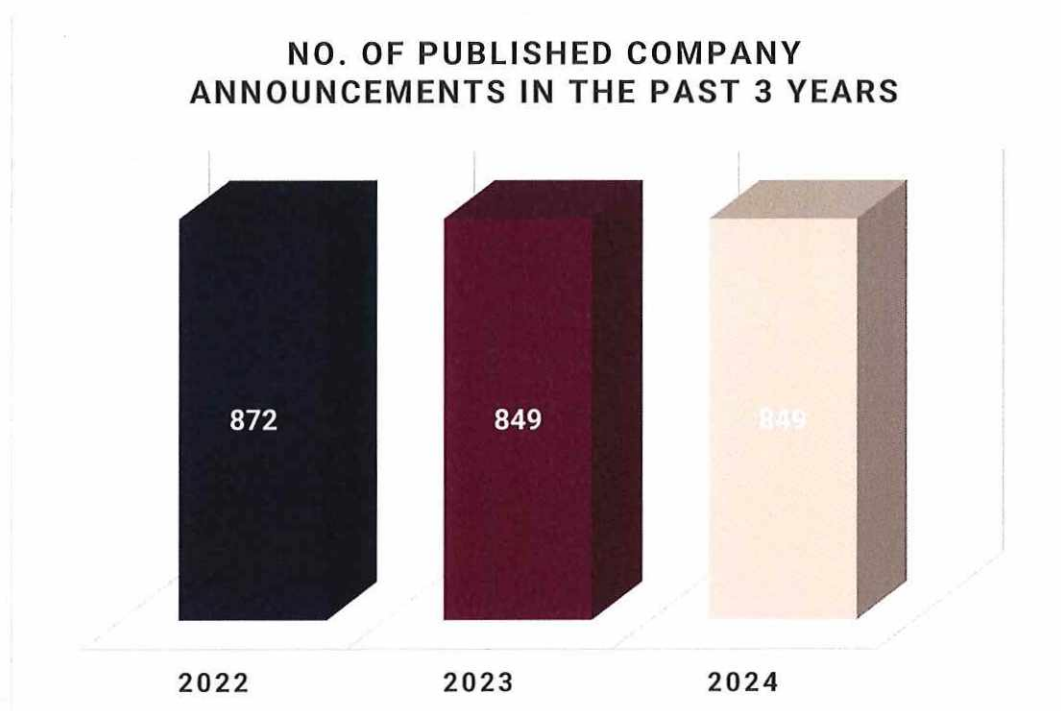
Regardless of the publication of financial calendars, issuers are expected to announce the board meeting date wherein financial statements are considered for approval **as soon as the respective fixed date is known and without undue delay.**



ii. Number of Published Company Announcements

Observations

The thematic review identified that, over the course of 2024, **Equity issuers** published an average of **12.94** company announcements, whereas **Bond issuers** published an average of **9.53** announcements. The discrepancy may be interpreted as reflecting the inherently different nature of equity and bond instruments. This is because, equity securities are often more sensitive to market developments, operational changes, and governance matters, which may necessitate more frequent disclosures to keep investors adequately informed.



Source: Authority's data

The figure presented above illustrates the number of company announcements issued between 2022 and 2024, providing a comparative view of the disclosure activity among listed companies. Over this timeframe, the market has seen a consistent increase in the number of listed issuers. However, despite this upward trend and in contrast to the Authority's expectations, the data does not reflect a corresponding increase in the frequency of company announcements being published. This gap indicates that issuers may have an opportunity to strengthen their communication strategies by delivering more consistent and timely updates to the market.

Authority's Expectations

The Authority notes that, in addition to the quality of the company announcements, the frequency of company announcements may be referred to as one of the metrics to assess an issuer's level of transparency. In this regard, the Authority encourages issuers to **provide more frequent and comprehensive updates to the market** aligned the object of company announcements prescribed by CMR 5.13. This proactive approach not only reinforces investor confidence but also aligns with the principles of timely and accurate market disclosure. Whilst the assessment of which information is to be published lies with the issuer's Board of Directors, the following non-exhaustive examples may be referred to for consideration:

- Issuers operating within the manufacturing sector might consider issuing quarterly operational updates, particularly if such updates also reflect the activities of a parent company acting as a guarantor. These disclosures can offer valuable insights into the issuer's ongoing performance and strategic direction;
- Beyond operational updates, issuers may enhance market engagement by communicating their participation in or organisation of investor conferences and industry events. Similarly, the publication of unaudited annual net sales figures can provide stakeholders with early indications of the company's financial performance, even ahead of full audited reports. It is essential that, when such unaudited figures are disclosed, the company announcement clearly states that the figures are unaudited;
- Issuers are also encouraged to inform the market about significant developments such as the launch of new products or services, milestones in research and development, or expansions into new markets;
- Issuer may communicate updates related to the company's sustainability initiatives, such as achievements in environmental goals or progress towards ESG targets, which can significantly enrich investor understanding and support stakeholder confidence in the issuer's long-term strategy; and
- Issuers may disclose information about confirmed credit arrangements or financing facilities that may have an impact on the company's liquidity and financial position can serve as valuable information to investors.



iii. Uploads of Scanned Company Announcements or Scanned AFRs

Observations

As part of the thematic review, an assessment was conducted to check the format of company announcements, in view that the respective format may impact the accessibility by stakeholders. In this regard, the Authority observed that some of the published information included scanned information or were published as scanned documents in their entirety.

The review identified that **14% of the issuers** either submitted a scanned company announcement or uploaded a scanned Annual Financial Report ("AFR") on their website.

Authority's Expectations

The Authority **strongly discourages** the practice of uploading scanned company announcements to the OAM as well as scanned AFRs to issuers' websites. This is because scanned documents, by their nature, are often not machine-readable and may lack critical features such as text-search functionality, hyperlinking, or accessible formatting, which are elements that are particularly important in today's digitally driven financial environment. As a result, the use of such formats can **significantly impair the accessibility and readability of financial information**, particularly for investors, analysts, regulators, and other market participants who depend on accurate, timely, and easily navigable disclosures to inform their decisions.

In this context, the Authority urges all issuers to ensure that their submissions and disclosures are presented in **fully accessible, digitally compliant formats**, and to avoid scanned uploads unless absolutely necessary.

iv. Interims, FASs and Guarantors' AFRs Annexed with the Company Announcement

Observations

The Thematic Review also evaluated whether Interim Financial Statements, Financial Analysis Summaries ("FASs") and Guarantors' AFRs were being appropriately attached to the corresponding company announcements, thereby ensuring ease of reference and continued accessibility for stakeholders.

The findings of the review identified that **11% of issuers** failed to include their 2024 Interim Financial Statements as an attachment to the corresponding company announcement. Moreover, the assessment also identified that several issuers did not



annex their 2024 FASs and Guarantors' AFRs to the relevant company announcements.

Authority's Expectations

The Authority strongly encourages issuers to **embed their Interim Financial Statements, FASs and Guarantors' AFRs directly** within the corresponding company announcement. This approach improves accessibility for investors, analysts, and other stakeholders by centralising key information in a single, easily retrievable location. It also helps to eliminate potential issues such as broken or outdated hyperlinks, an issue previously emphasised in the [Authority's circular dated 08 November 2018³](#).

v. Publication of Nomination for Directors

Observations

During the thematic review, the Authority conducted an assessment on the equity issuers' company announcements to determine whether they provided clear and timely information regarding the acceptance of director nominations. Specifically, the review aimed to verify whether these issuers issued a company announcement, or included in their published announcements, details on the deadlines for submitting director nominations, as well as the specific address or contact information to which such nominations should be sent.

The findings revealed that a significant **69% of the equity issuers** did not publish this information through a company announcement.

Authority's Expectations

The Authority recommends that all equity issuers publish a company announcement on the directors' nomination process. This company announcement should serve to notify shareholders that the issuer is accepting nominations for director positions.

Furthermore, the company announcement is expected to include clear and comprehensive information such as the deadline for submitting nominations, the procedures to be followed, and the relevant contact details for submission. Providing this information enhances transparency and enables shareholders to participate in the nomination process, evaluate potential candidates, and exercise their voting rights in an informed and timely manner.

³ MFSA Circular 12/18, Dissemination and Storage of Regulated Information, dated 08 November 2018.





4. Conclusion

This letter outlines the findings from the thematic review, aimed at improving listed companies' transparency and communication within the market. The findings focused on the use of company announcements, as the issuers' official communication tool, highlighting the Authority's expectations in relation to several key areas for improvement:

- the timely publication of information;
- the publication of financial calendars;
- the nature and frequency of company announcements;
- the accessibility of company announcements and other published information;
- the direct attachment of relevant documents to company announcements; and
- the publication of information on director nominations.

Issuers are expected to consider the findings detailed in this letter, as applicable. The Authority remains committed to overseeing and supporting the continued improvement of market practices and strongly encourages all issuers to take proactive steps in reassessing and refining their **market communication strategy**, including the effective use of company announcements.

5. Contacts

Should you have any queries in relation to the above, please do not hesitate to contact the Authority on transparency@mfsa.mt.

Yours Sincerely,
Malta Financial Services Authority



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