

The European Wholesale Securities Market (EWSM)

The EWSM delivers service excellence to international market participants as well as process efficiency, a price promise and a highly professional regulatory regime.

Malta is now offering the possibility for the listing of wholesale securities. The European Wholesale Securities Market (EWSM) is a new EU-regulated market for wholesale debt, asset-backed and derivative securities dedicated to the needs of arrangers and issuers of wholesale debt products. Combining the strengths of two reputable European exchanges, the EWSM is a joint venture with the Irish Stock Exchange (ISE) and the Malta Stock Exchange (MSE), creating one truly European market designed to meet international debt issuer requirements. The EWSM is approved as an EU-regulated market under MiFID as considered a Recognised Stock Exchange under the UK Income Tax Act, 2007.

As the listing authority, the MFSA approves prospectuses for securities to be admitted to the EWSM under the Prospectus Directive, as well as the on-going requirements of issuers under the Transparency Directive. The MFSA adopts a pragmatic market-oriented approach to prospectus review and approval, including guaranteed review times of three business days for initial submission and two business days for subsequent drafts of prospectuses.

The guidelines provide for the appointment of a Listing Agent for the admission process to ensure smooth and timely interaction between issuers and arrangers on the one hand and the MFSA and EWSM on the other with respect to regulatory requirements. The MFSA-approved Agent may be a body, corporate, partnership or firm incorporated or established in the EEA and be independent of any Issuer, or related service provider, to which it provides listing agent services.

Five Reasons to List on EWSM

1

EU Access

The EWSM offers access to European financial services markets

2

Publicity

Listing on an international exchange helps to publicise the securities offering

3

Credibility

Listing highlights a recognised exchange's seal of approval

4

Tax exemption

Withholding tax exemption applies to securities listed on an EU-recognised stock exchange, while quoted Eurobonds benefit from an exemption from withholding tax on interest payments.

5

Investor Requirements

Many investment portfolios stipulate a requirement to invest in listed securities





Niche Markets

- Insurance Securitisation: regulations for Reinsurance SPVs are in force. Regulations for Reinsurance SPVs to be set up as Securitisation Cell Companies (SCCs) have also recently been published.
- Debt linked to life settlement policies: policies have already been developed by the MFSA
- Environmentally driven finance: debt linked to renewable and green infrastructure
- Intellectual Property: IP-based structures
- Finance for Transportation Projects: Shipping and aircraft finance, Malta has developed legislation for aircraft registration, maintenance etc. and has the third largest shipping register in the world
- Project bonds: reflecting the move from loan financing of projects to financing of projects through the capital markets

Potential Roles for Malta-Based Firms

- Issuer
- Originator / Arranger
- Trustee
- Custodian
- Investor
- Legal / Accounting / Tax Advisor

Simple Transparent Pricing

Fees for Non-Programme Admissions: The following fee structure applies to an issuer wishing to list securities on the EWSM under a stand-alone prospectus document.

- Registration of prospectus document and admission to listing: €1,500

For each class of security listed, the following processing fees apply:

- First tranche of an application (e.g. Class A): €500
- All subsequent tranches under the same application: €250/tranche

Annual fee (payable in advance) €2,000

Fees for Programme

Admissions: The following fee structure applies to an issuer wishing to list securities on the EWSM as part of a multi-issuance programme.

- Registration of base prospectus: €1,500
- Registration of programme updates: €1,500
- Registration of prospectus supplement: €1,000
- Registration of Series or Drawdown Prospectus and admission to listing: €1,500

For each class of security listed, the following processing fees apply:

- First tranche (e.g. Class A): €500
- All subsequent tranches under the same application: €250/tranche

Programme annual fee (payable in advance): €2,000