

# SHAREHOLDERS' NEWS

Malta Association of Small Shareholders - MASS VO 0629

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## Editorjal

minn Tarcisio Barbara

Gheżież Azzjonisti,

Kif intom? Nispera li tinsabu tajbin bħalna. Waqt li qed nikteb dan l-editorjal, ahna l-azzjonisti ninsabu fl-aqwa tal-istagun tal-laqgħat generali annwali tal-kumpaniji u għaldaqstant, kif għedtilkom ix-xahar l-ieħor, ninsabu impenjati hafna, għax minbarra dawn il-laqgħat generali annwali, ahna jkollna laqgħat oħra ma' bordijiet u manigment ta' kumpaniji u awtoritajiet, u qegħdin inressqu numru sostanzjali ta' proposti favur l-investituri ż-żgħar.

Bħalissa s-suq kulhadd jaf kif inhu, u dan jidher ċar waqt il-laqgħat generali annwali tal-kumpaniji, il-għaliex hafna azzjonisti huma preokkupati mhux biss il-għaliex hemm kumpaniji li mhumiex jagħtu dividend, iżda l-aktar li qed tkidd lil dawn l-investituri hija li ma jistgħux ibiġġu l-ishma tagħhom jew parti minnhom, għax il-prezz tagħhom huwa baxx hafna u ovvjament jekk ibiġġu se jgarrbu t-telf. Ahna bħala MASS f'dawn il-laqgħat qegħdin nagħmlu hafna proposti biex forsi naraw is-suq jiċċaqlaq; fil-fatt, minbarra li qegħdin inqajmu diversi suggerimenti waqt il-laqgħat generali annwali tal-kumpaniji, qegħdin ukoll inressqu diversi proposti quddiem awtoritajiet oħra. Perezempju nhar l-Erbgħa 19 ta' Ġunju se ssir laqgħa importanti fil-Borża ta' Malta bit-titlu *Capital Markets Round Table* u din se ssir biex jaraw kif jistgħu jqajmu s-suq lokali. Minbarra l-MASS, se jkun hemm mistiedna diversi entitajiet fosthom: Avukati minn kumpaniji, *Stockbrokers*, MFSA, MBR, Finance Malta u ovvjament uffiċjali mill-Borża ta' Malta. Wara nittamaw li l-awtoritajiet jieħdu dawk il-miżuri mixtieqa, ħalli nerġgħu naraw is-suq lokali, b'mod speċjali fejn jidhlu l-ishma, jerga' jieħu r-ruħ.

Il-MASS ukoll talbet laqgħa mal-Prim Ministru biex niddiskutu diversi proposti sabiex intejbu s-suq lokali u fil-fatt għandna laqgħa skedata f'Kastilja nhar it-Tnejn 24 ta' Ġunju, fejn gējna infurmati li f'din il-laqgħa se jieħu sehem ukoll il-Ministru tal-Ekonomija Dr Silvio Schembri. Nittamaw li joħroġ il-gid minn dawn il-laqgħat.

Intant, dan huwa l-ħames magażin ta' din is-sena, bħas-soltu b'tagħrif u artikli interessanti. F'din in-*Newsletter*, numru 83 għal Mejju 2024, se ssibu l-**Editorjal** miktub minni Tarcisio Barbara, bħala Uffiċjal Relazzjonijiet Pubbliċi tal-MASS. Wara għandkom l-**Impenji tal-MASS**, miktub minni wkoll, fejn qed nirrapportaw l-impenji li kellha l-MASS fix-xahar ta' April 2024 u li ma kinux irrappurtati fil-ħarġa l-oħra. Fil-paġni li jmiss se ssibu **Żewġ Ittri li ntbagħtu lil Żewġ Kumpaniji**, minħabba li kienu se

### Disclaimer

L-artikli f'dan il-fuljett qed jiġu ppubblikati biss għal skop ta' informazzjoni u m'għandux jiġi interpretat bħala parir dwar investment, legali jew fiskali, jew bħala rakkomandazzjoni biex tixtri, tbigh, jew iżzomm xi sigurtà, strateġija ta' investment jew settur tas-suq. Investituri prospettivi huma dejjem imhegġa biex jikkonsultaw mal-Konsulent tal-Investment tagħhom qabel ma jagħmlu investment. Il-prestazzjoni tal-passat mhijiex garanzija ta' riżultati futuri, u l-valur tal-investimenti jista' jinżel kif ukoll jiżdied. Il-MASS ma taċċetta l-ebda responsabbiltà tkun xi tkun għal kwalunkwe spiża, telf jew danni li jirriżultaw minn, jew b'xi mod konness mal-użu ta' dawn l-artikli kollha jew xi parti minnhom.

### Indirizz

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Kulma jinkiteb f'dan il-fuljett  
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tal-Kumitat tal-MASS.

jagħmlu l-laqgħat ġenerali annwali tagħhom fl-istess ġurnata u kważi fl-istess hin; u magħhom ukoll se ssibu **Ir-Risposti** min-naħa tagħhom. Wara għandkom artiklu bl-Ingliż mis-Sur Edward Rizzo ta' Rizzo Farrugia Stockbrokers, bl-isem: **The AGM Season**. Fl-aħħar, f'paġna 15, issibu l-**Avviżi** tal-MASS.

Jalla, din id-darba wkoll, issibu din ir-rivista interessanti. Min-naħa tagħna nixtiequ nisimghu l-kummenti tagħkom. Nixtiequ ukoll f'isem sħabi niringrazzja lil numru kbir ta' membri li kitbulna jew ċemplulna biex jiringrazzjawna, kif ukoll tawna l-appoġġ kollu biex nibqgħu mexjin kif aħna. Min għandu xi artiklu li nistgħu nipubblikawh, jekk jogħġobkom għadduhulna. Niringrazzjakom ħafna tal-appoġġ u niringrazzja b'mod speċjali lill-*sponsors* kollha li tarawhom fil-lista **Companies Supporting the Malta Association of Small Shareholders (MASS)** fl-aħħar paġna. Inrodd ħajr ukoll f'isem il-MASS lill-kontributori kollha għal dan il-fuljett.



## Impenji tal-MASS April 2024

Minn Tarcisio Barbara

**Fit-8 ta' April 2024**, filgħaxija, jiena Tarcisio Barbara flimkien ma' xi membri mill-MASS, attendejna għal 'Moneybase Community Event' għand Calamatta Cuschieri, Birkirkara. Fil-bidu tal-laqgħa, is-Sur Sergio Bellizzi, *Head Distribution* ta' Calamatta Cuschieri, introduċa lill-kelliema kollha. Imbagħad is-Sur Ian Farrugia, *Chief Technical Officer*, tkellem fuq il-*platform online* Moneybase, kemm dik *desktop* għall-kompjuter, kif ukoll tal-*mobile*.



Warajh, is-Sur Jordan Portelli, *Chief Investment Officer*, ta' ħarsa lejn is-suq, kemm dak Ewropew, kif ukoll dak tal-Istati Uniti. Huwa tkellem ukoll fuq l-opportunitajiet li hemm tal-investimenti. Is-Sur Gareth Gauci, *Product Manager*, tkellem fuq ir-*roadmap* tal-Moneybase. Huwa ta lista ta' dak li ħareġ fuq din il-pjattaforma u fuq l-*app* il-ġdida li ħarġet. Min-naħa tagħhom, il-kelliema xtaqu jisimghu s-suggerimenti tagħna biex ikomplu jaġġornaw il-pjattaforma tal-Moneybase halli jibqgħu jaġġornawha matul din is-sena. Fl-aħħar saru xi mistoqsijiet u suggerimenti mill-membri preżenti.

**Fit-12 ta' April 2024**, filgħodu, jiena Tarcisio Barbara u Anthony Farrugia ġejna mistiedna fuq il-programm 'Minn Jum għal Jum' fuq Radju Malta FM, mill-prezentatriċi Theresa Gauci. Il-programm kien imxandar dirett mill-kumpless ta' TVM fi Gwardamanga. F'dan il-programm ta' 40 minuta, iddiskutejna diversi sugġetti u temi li tiltaqa' magħhom l-Assoċjazzjoni MASS, fosthom: min hija l-MASS; x'inhu r-rwol ta' din l-Assoċjazzjoni; meta twaqqfet; kemm għandha membri; membri fil-Kumitat, dwar laqgħat tal-Kumitat; organizzar ta' konferenzi fuq litteriżmu finanzjarju; pubblikazzjoni ta' *Newsletter* kull xahar b'aħbarijiet, u impenji tal-MASS kif ukoll xi artikli interessanti, u x'tagħmel il-MASS biex tiddefendi d-drittijiet tal-investituri.

Tkellimna fuq diversi miżuri li nixtiequ li jittiehdu mill-Awtoritajiet sabiex intejbu s-suq lokali. Tajna wkoll xi figuri fejn qabblna kif sejjer is-suq bħalissa meta mqabbel ma' xi snin ilu. Lejn l-aħħar tal-programm saru xi interventi mis-semmiegħa, fejn staqsew fuq it-taxxa tad-dividend, fuq IPO, *pension plan* u oħrajn. Fl-aħħar irringrazzajna lill-prezentatriċi, fejn xtaqna li 'l quddiem jerga' jkollna stedina għal programm ieħor.



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**Fis-17 ta' April 2024**, wara nofsinhar, kellna laqgħa ma' Direttur tal-Kumpanija IHI, fl-uffiċċji tal-Corinthia, il-Furjana. Min-naħa tal-MASS saru diversi suggerimenti biex tkompli tissaħħaħ ir-relazzjoni bejn il-kumpanija IHI u l-MASS. Id-diskussjoni kellha titkompla f'laqgħat oħrajn 'il quddiem.



**Fis-17 ta' April 2024**, wara nofsinhar, delegazzjoni ta' 5 persuni mill-Kumitat tal-MASS kellha laqgħa importanti maċ-Ċermen tal-Borża ta' Malta, is-Sur Joseph Portelli, flimkien mal-Uffiċjal Kap Eżekuttiv, is-Sur Simon Zammit.

Fl-introduzzjoni l-President tal-MASS, is-Sur Anthony Farrugia, tkellem fuq is-sitwazzjoni tas-suq lokali fil-Borża bħalissa; qal li 16 mit-33 kumpanija li hemm elenkati fuq il-Borża, il-prezz tagħhom fuq is-suq qiegħed jinbiegħ inqas mill-NAV (valur nett tal-assi). Tkellem ukoll fuq l-insistenza tal-MASS li għandu jsir *buy-back* fil-Bank BOV. Il-Borża taqbel ma' dan is-suggeriment. Is-Sur Farrugia kompli jtkellem fuq is-sitwazzjoni u qal li se nipproponu lill-Gvern biex idahħal is-sistema ISA li qed tintuża fir-Renju Unit, biex jitjeb is-suq tal-ishma. Din hija sistema ta' tnaqqis mit-taxxa lil dawk li jinvestu f'ishma.

Tkellimna wkoll fuq il-hatra tad-Diretturi fejn l-azzjonisti minoritarji qed jiġu mwarrba u kważi fl-ebda kumpanija ma għandhom direttur li jirrapprezentahom. Hawnhekk ukoll il-Borża taqbel mas-suggerimenti li qegħdin nagħmlu. Intqal ukoll li l-bonds fuq is-suq lokali m'għandhomx *ratings* kif ukoll *market maker* mhux se jkun possibbli li jkollna f'Malta, il-għaliex din is-sistema hija kkumplikata ħafna. Intqal ukoll li fuq is-suq lokali 33 fil-mija tal-ishma huma *free float*. Fil-Borża ta' Malta issa l-kumpaniji elenkati f'dawn l-aħħar disa' snin irdupjaw u telgħu għal 34 u għaldaqstant suppost hemm aktar opportunitajiet.

Iċ-Ċermen tal-Borża wiegħed li se jkompli jgħin lill-MASS. Ingħad ukoll li l-websajt tal-Borża ta' Malta se tkun iżjed *user friendly*, fejn se jkun hemm profili tal-kumpaniji elenkati kif ukoll se jkun hemm rapporti fuq l-istess kumpaniji. Min-naħa tal-MASS issuggerjna li għandu jsir reklam għall-MASS fuq din il-websajt tal-Borża, kif ukoll li nibdew niproduċu l-fuljett *Shareholders News* permezz ta' *pdf* fuq l-istess websajt. Xtaqna wkoll li jkun hemm id-*dividend yield* għal kull kumpanija fuq il-profil tagħha.








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Għamilna suġġeriment ukoll li bħalma hemm il-programm 'Flusek' fuq Net Television, għandu jkun hemm programm ieħor simili fuq l-istazzjon nazzjonali TVM, biex hekk jintlaħqu aktar nies. Issuġġerejna wkoll li fil-poloż tal-assigurazzjoni, għandu jsir aktar investiment fil-kumpaniji lokali.

Saret diskussjoni wkoll biex forsi jitnaqqsu l-ispejjeż marbutin max-xiri u bejgħ fuq il-Borża ta' Malta, speċjalment meta jkollok ishma li ma jinbigħux kollha. Ilkoll qbilna li l-poplu għandu bżonn aktar edukazzjoni finanzjarja u li għandna ninvestu aktar f'dawk il-kumpaniji li huma passivi u mhux li ma humiex likwidi. Min-naħa tal-Borża f'dawk il-ġranet bdew sistema ġdida fejn il-*bids* u l-*offers* bdew jidhru l-ewwel 5 biss u b'hekk prezzijiet redikoli li qed jagħmlu hsara lis-suq ma jibqgħux jidhru.

Min-naħa tal-MASS irringrazzajna lis-Sur Portelli u lis-Sur Zammit, kif ukoll lill-manigment u haddiema tal-Borża għall-għajnuna li qed insibu minghandhom u fl-aħħar qbilna li nibdew niltaqgħu għal laqgħa bħal din kull 6 xhur.

**Fis-17 ta' April 2024**, ukoll filgħaxija, saret it-87 konferenza tal-MASS fil-Borża ta' Malta, il-Belt Valletta. Is-suġġett kien: Prospett Ekonomiku (Economic Outlook) u l-kelliema mill-Malta Fiscal Advisory Council kienu s-Sinjuri: Gilmour Camilleri, Chief Economist, Kurt Davison, Senior Economist u Christian Xuereb, Senior Economist. F'din il-laqgħa l-kelliema tkellmu fuq ir-rwol ta' dan il-kunsill. Tkellmu wkoll fuq l-ekonomija u mill-aspett mikro-ekonomiku kif ukoll mill-aspett fiskali. Dawn it-taħditiet saru kollha bi preżentazzjonijiet viżivi.



**Fit-18 ta' April 2024**, filgħodu, saret il-Laqgħa Ġenerali Annwali tal-bank HSBC li nżammet fil-Lukanda Corinthia San Ġorġ, San Ġiljan. Iċ-Ċermen tal-bank, Dr John Bonello, għamel introduzzjoni qasira u warajh is-Segretarja tal-bank, is-Sa Paola Mamo, qrat l-avviż tal-laqgħa. Wara reġa' tkellem iċ-Ċermen fejn introduċa l-bord u dawk li kienu fil-*panel* uffiċjali. Qal li din se tkun l-aħħar laqgħa li se jmexxi wara 11-il sena Ċermen tal-Bank. Hawnhekk wassal diversi ringrazzjamenti fosthom lill-MASS u b'mod speċjali lill-Uffiċjal Kap Eżekuttiv tal-bank.

L-Uffiċjal Kap Eżekuttiv tal-bank, is-Sur Geoffrey Fichte, beda b'ringrazzjament liċ-Ċermen u tkellem fuq il-karriera tiegħu f'dawn is-snin u l-akkwisti li għamel il-bank. Imbagħad għadda biex jtkellem fuq il-prestazzjoni tal-bank għas-sena li għaddiet. Il-profit qabel it-taxxa żdied għal 141% u d-dividend kien l-oġhla fuq is-suq lokali. Waqt il-preżentazzjoni ntwera filmat fuq l-għajjuniet li jagħti l-bank lil diversi entitajiet u organizzazzjonijiet.

L-Uffiċjal Kap Finanzjarju, is-Sa Charlotte Cilia, għamlet preżentazzjoni dettaljata fuq il-kontijiet finanzjarji tal-bank għas-sena li għaddiet. Hija qalet li qed jingħata l-aħjar dividend f'dawn l-aħħar 10 snin u li kien ta' 0.15ċ gross.

Is-Sur Fichte għamel il-kummenti tal-konklużjoni, imbagħad Dr Bonello beda bit-48 laqgħa annwali formalment. Is-Sa Mamo qrat l-avviż tal-laqgħa u qrat id-9 riżoluzzjonijiet. Inqara r-rapport tal-Awdituri mis-Sur Norbert Vella minn *PricewaterhouseCoopers*. Hawnhekk jiena, Tarcisio Barbara f'isem il-MASS, ingħaqadt mas-Sur Fichte, fejn irringrazzajt lil Dr Bonello tas-servizz li ta f'dawn l-aħħar 11-il sena. Irringrazzajtu tal-kollaborazzjoni li kien hemm fi żmien mal-Assoċjazzjoni MASS. Ittamajt li nibqgħu għaddejjin b'din il-kollaborazzjoni flimkien ma' min se jiġi warajh. Awgurajt ukoll li din is-sena 2024 tkun tajba bħas-sena li għaddiet.

Fl-aħħar saru numru ta' mistoqsijiet u saru l-votazzjonijiet bil-wiri tal-idejn għal 7 riżoluzzjonijiet. Iż-żewġ riżoluzzjonijiet straordinarji saru b'vot bil-miktub. Fl-aħħarnett saret il-hatra tad-9 Diretturi nominati mingħajr ma saret elezzjoni.



**Fid-19 ta' April 2024**, filgħodu, il-President tal-MASS, Anthony Farrugia, kien mistieden mill-Borża ta' Malta għal seminar bit-titlu 'Kif se nqajmu s-Suq Lokali'. Għal dan is-seminar li sar fil-Borża ta' Malta, kienu mistiedna diversi Awtoritajiet fosthom: mill-Borża ta' Malta, minn *Finance Malta*, mill-MFSA, mill-MBR, kif ukoll minn numru ta' *Stockbrokers*. F'dan is-seminar saret enfasi kbira biex daww il-kumpaniji li jistgħu jagħmlu l-*buy-back*, jagħmluh, għax dan huwa mezz kif iċċaqlaq s-suq tal-ishma u sussegwentement il-prezz ikun jirrifletti kemm tiswa l-kumpanija.

**Fit-23 ta' April 2024**, wara nofsinhar, saret il-laqgħa ġenerali annwali tal-AX Real Estates fil-Hilltop Gardens, in-Naxxar. Is-Segretarju, Dr David Wain, beda billi qal li saret proposta s-sena l-oħra, biex il-laqgħa ssir bil-Malti. Huwa qal li fejn hu possibbli, il-laqgħa se ssir bil-Malti u minnufih introduċa lill-Uffiċjali tal-Kumpanija.



Imbagħad, iċ-Ċermen tal-kumpanija s-Sur Anġlu Xuereb, beda jindirizza t-3 Laqgħa Ġenerali Annwali. Qal li s-sena 2023 kienet sena ta' hidma kbira u saru diversi żviluppi. Huwa tkellem fuq il-proġett tal-Lukanda Odycey, bil-ħwienet tagħha u 6 pixxini. Hawnhekk ġejna muriġa ritratti ta' dawn l-iżviluppi. Kompla jgħid li issa jmiss il-proġett tal-lido. Wara għadda biex jitkellem fuq il-proġett tal-Verdala, li issa x-xogħol tiegħu huwa avanzat. Hawnhekk ukoll ġejna muriġa ritratti tax-xogħol li għaddej. Fl-aħħar nett huwa rringrazzja lill-Bord u lill-impjegati kollha tal-kumpanija.

L-Uffiċjal Kap Eżekuttiv, is-Sa Denise Xuereb għamlet il-messaġġ tagħha u tat ħarsa ġenerali lejn il-kumpanija, fejn qalet li s-sena l-oħra ngħataw 2 dividendi. Intqal ukoll li xi haġa importanti li ġrat reċentement, hija li għadhom kemm akkwistaw il-permessi biex itellgħu sular ieħor fuq il-Hilltop u b'hekk se jtkabbar, għax hemm domanda qawwija għal residenzi għall-anzjani.

L-Uffiċjal Kap Finanzjarju, is-Sur Joseph Borg, għamel preżentazzjoni tar-riżultati finanzjarji tal-kumpanija. Warajh, is-Segretarju spjega l-proċedura li se tintuża għal 5 riżoluzzjonijiet li kien se jkun hemm.

Fil-ħin tal-mistoqsijiet saru diversi suggerimenti: kemm fuq iż-żewġ dividendi interim, fuq l-iskont lill-



azzjonisti mill-istabbilimenti tagħhom u fuq xi *vouchers* li jistgħu jingħataw. Ir-riżoluzzjonijiet mill-1 sal-4 ġew approvati bil-wiri tal-idejn.

Il-5 riżoluzzjoni kienet tittratta l-elezzjoni tad-diretturi, biex il-votazzjoni ssir bil-miktub. Kien hemm sejha għan-nominazzjonijiet għal 3 postijiet u applikaw 4, fosthom jien, Tarcisio Barbara f'isem l-azzjonisti minoritarji. F'din il-votazzjoni jien ġejt bl-inqas voti u għalhekk ġejt eliminat. Hawnhekk tajjeb nikkomentaw li s-sena l-oħra fil-hatra tad-diretturi kien hemm vaganza mhix mimlija; issa din is-sena għax hareġ kandidat f'isem l-azzjonisti minoritarji, l-azzjonisti maġġoritarji għoġobhom joħorġu 3 persuni oħra, waħda minnhom tal-familja biex żgur ma jkunx hemm min qed jirrappreżenta l-investituri ż-żgħar. Tajjeb ngħidu li l-azzjonist maġġoritarju diġà kien appunta 5 diretturi bil-voti tiegħu. Hija hasra li kumpanija bħal din, ġdida fuq is-suq lokali, ma tatx iċ-ċans biex persuna tirrappreżenta l-azzjonisti minoritarji fuq il-bord biex hekk fuq il-bord ikun hemm aktar firxa ta' opinjonijiet u għaldaqstant il-kumpanija tkompli tissaħħaħ.

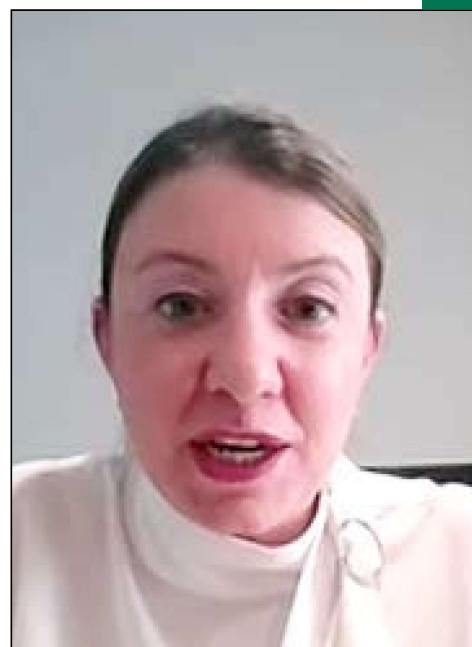
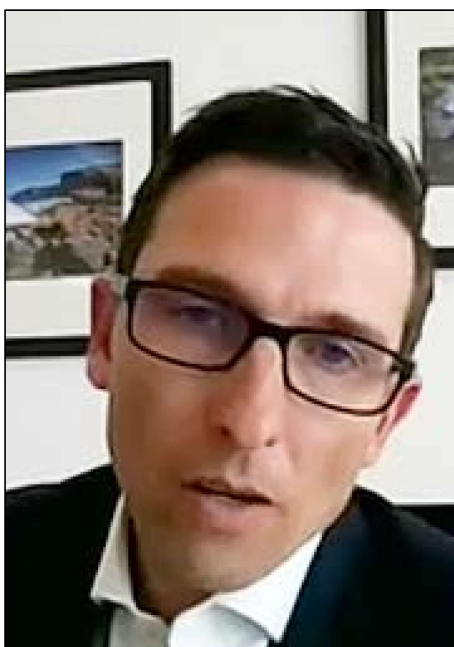
**Fil-24 ta' April 2024**, wara nofsinhar, saret laqgħa tas-sottokumitat tal-MASS, flimkien ma' xi investituri tal-bank BOV. Din il-laqgħa saret fil-Borża ta' Malta u s-suġġett kien il-Bank BOV.

Iddiskutejna diversi affarijiet fosthom: li l-Gvern għandu 25% tal-ishma tal-bank flimkien ma' 10% tal-Unicredit; l-NAV huwa €2.17, waqt li l-valur nominali huwa ta' €1. Tkellimna wkoll fuq il-kapital azzjonarju tal-bank, kif ukoll fuq ir-*retained earnings*. Fuq il-proposta tal-*buy-back*, iddiskutejna kif fl-2022 kien hemm inqas minn €6 miljun ta' negozju ta' ishma fuq il-Borża ta' Malta u jekk trid titressaq riżoluzzjoni fuq il-*buy-back*, din trid issir 46 ġurnata qabel il-laqgħa. Il-bank għandu 600 miljun sehem u għaldaqstant biex ittella' riżoluzzjoni jrid ikollok 5%, jiġifieri 30 miljun sehem. Tkellimna wkoll fuq il-politika tad-dividend u anke fuq dividend *interim*.

**Fil-25 ta' April 2024**, wara nofsinhar, saret laqgħa *online* rigward ir-riżultati tal-ewwel kwart tas-sena tal-Bank APS. Fil-messaġġ tal-introduzzjoni, l-Uffiċjal Kap Eżekuttiv tal-bank, is-Sur Marcell Cassar, tkellem fil-qosor fuq is-sitwazzjoni ġenerali tal-ekonomija, imbagħad beda jitkellem fuq x'inhu jagħmel il-bank bħalissa.

L-Uffiċjal Kap Finanzjarju, is-Sur Ronald Mizzi, għamel preżentazzjoni finanzjarja tal-ewwel tliet xhur tas-sena 2024. Huwa qal li s-self żdied bi €30 miljun għal €2,883 miljun. Is-self improduktiv (*non performing loans*) niżel bi €8 miljuni għal €58 miljun fi tliet xhur, li jiġu €24 miljun inqas mis-sena l-oħra. Kompla jgħid li qed isiru investimenti fuq xi fergħat tal-bank.

Is-Segretarja tal-Bord, Dr Graziella Bray, tkellmet bi preżentazzjoni fuq il-Laqgħa Ġenerali Annwali li kienet għad trid issir. Tat id-dettalji kollha fuq l-andament kollu tal-laqgħa u harsa lejn ir-riżoluzzjonijiet.



Wara saru diversi mistoqsijiet fosthom 2 min-naħa tal-MASS, li kienu:

1. Kif ġie kkalkulat il-prezz tad-dividend *scrip* ta' 55ċ?
2. Jekk jistgħux jagħtuna ħarsa 'l quddiem għall-kumpliment tas-sena?

Risposti

1. Għal din id-distribuzzjoni tad-dividend tal-iskript, il-prezz ta' attribuzzjoni kien iddeterminat fuq/madwar il-prezz tas-suq prevalenti, jiġifieri 55ċ, mingħajr ma kien miżjud skont. Ahna nemmnu bis-siħ fil-valur li dan il-prezz jippreżenta lill-azzjonisti, u rridu nappoġġjaw il-potenzjal tiegħu għal zieda.
2. Kif intqal fil-qosor fir-rimarki introdutturji tiegħi, qed niehdu diversi miżuri biex nindirizzaw il-pressjoni fuq il-margini tal-imgħax, u dawn diġà qed jibdeu; għalhekk għandna naraw titjib fil-kwarti li fadal. Ukoll, il-ħlas ECL tal-ewwel kwart mhux mistenni li jiġi ripetut. Qegħdin inħarsu wkoll lejn opportunitajiet ta' tkabbir f'sorsi oħra ta' dħul (mhux imgħax).

Is-Sur Cassar irrisponda numru sostanzjali ta' mistoqsijiet oħra u fl-aħħar ingħad li l-bank, jekk jibqa' profittabbli, jibqa' jingħata dividend regolari, kemm interim kif ukoll finali.

**Fid-29 ta' April 2024**, wara nofsinhar, saret il-Laqqgħa Ġenerali Annwali tal-kumpanija Convenience Shops u li saret fil-kumpless ta' Trident Estates ġewwa l-Imrieħel. Fil-bidu, iċ-Ċermen tal-kumpanija, is-Sur Benjamin Muscat, għamel introduzzjoni qasira, imbagħad is-Segretarju, Dr Richard Deschrijver, tkellem fuq il-proċedura tal-laqqgħa. Warajh iċ-Ċermen għamel il-messaġġ tiegħu għal-Laqqgħa Ġenerali Annwali. L-Uffiċjal Kap Eżekuttiv, ta l-messaġġ tiegħu ukoll fuq l-andament tal-kumpanija għas-sena li għaddiet, u ħarsa ġenerali għal quddiem.

Fl-aħħar kien hemm ir-riżoluzzjonijiet, li 8 minn 9 għaddew kollha. Is-6 riżoluzzjoni li kienet tittratta l-elezzjoni tad-diretturi, saret b'votazzjoni bil-miktub. Kien hemm sejha għan-nominazzjonijiet għal 8 postijiet u applikaw 7, fosthom jien Tarcisio Barbara f'isem l-azzjonisti minoritarji. F'din il-votazzjoni, minkejja li kelli numru kbir ta' voti, ma ġibtx 74% tal-voti kollha u 1, biex wieħed ikun elett Direttur u għalhekk ġejt eliminat minkejja li kien baqa' vaganza. Hawnhekk tajjeb nikkomentaw li bir-regolamenti



li għandha l-Kumpanija, hadd mill-azzjonisti minoritarji ma jista' jilhaq dawk il-figuri, jekk l-azzjonisti l-kbar ma jivvutawlewx. Hija hasra li kumpanija bħal din, għdida wkoll fuq is-suq lokali, ma tatx iċ-ċans biex persuna tirrappreżenta l-azzjonisti minoritarji fuq il-bord biex hekk fuq il-bord kien ikun hemm aktar firxa ta' opinjonijiet u kwalitajiet u għaldaqstant il-kumpanija tkompli tissahha.

Jiddispjaċina għall-fatt li dawn il-kumpaniji qed jiġu għand il-pubbliku ġenerali jitolbu l-flus biex jinvestu fil-kumpanija, imbagħad meta xi hadd ikun irid johroġ bhala direttur f'isem l-azzjonisti minoritarji, jagħlqulu l-bieb. Min-naħa tal-MASS, ahna qegħdin nagħmlu dak kollu possibbli bil-proposti li qegħdin inressqu, biex dawn il-prassi jinbidlu fil-futur, meta se jiġi emendat il-*Companies Act*. Bħalissa s-suq lokali kulhadd jaf kif inhu u dawn l-affarijiet li qed jiġru mhumiex qegħdin ikunu ta' għajjuna, u għaldaqstant l-Awtoritajiet għandhom jieħdu azzjoni.

**Fit-30 ta' April 2024**, filgħodu, saret il-Laqqha Ġenerali Annwali tal-kumpanija tal-Insurance, Mapfre, fil-Ballroom tal-Lukanda Phoenicia, il-Furjana. F'din il-laqqha l-Uffiċjal Kap Eżekuttiv, is-Sur Javier Moreno Gonzalez, għamel prezentazzjoni u diskors dettaljat fuq l-andament tas-sena l-oħra tal-kumpanija. Qal li l-qligħ qabel it-taxxa kien €24 miljun u l-qligħ wara t-taxxa kien €15.8 miljun. L-EPS (*earnings per share*) huwa 12.1ċ. Qal ukoll li kien hemm żieda fid-dividend. Il-kumpanija bħalissa għandha 302 impjegati minn 16-il nazzjon. Fl-aħħar ta' harsa 'l quddiem għall-futur, fejn qal li l-kumpanija se tikkrea prodotti godda, tikseb aktar effiċjenza u tagħmel l-affarijiet aktar malajr.

Fl-aħħar, iċ-Ċermen is-Sur Martin Galea, għadda għall-aġenda tal-laqqha u s-Segretarja, Dr. Daphne Sims Dodebier, grat il-5 rizzoluzzjonijiet u oħra ta' negozju speċjali. Waqt il-ħin tal-mistoqsijiet intqal li din is-sena huma hallsu l-oġhla dividend. Saru kummenti oħra, fosthom li l-laqqha fid-disgħa ta' filgħodu kienet kmieni wisq u għaldaqstant il-bord se jikkunsidra ħinijiet ahjar minhabba t-traffiku ta' filgħodu. Fl-aħħar nett saru r-rizzoluzzjonijiet li għaddew kollha.



## Letter to Lombard and MIDI

### To whom it may concern

We are currently receiving several complaints from shareholders, because some annual general meetings of companies listed on the Malta Stock Exchange are being held on the same day. This is creating a big problem for the same shareholders, as this is the only occasion for them to know how the company they have invested in, is doing financially. At the same time, during the AGM, they get a chance to raise questions and put forward suggestions to improve the company.

The MASS Association has been stressing on the fact that these meetings should not be held on the same day, and is therefore objecting with your company as the date of your annual general meeting will be clashing with three other general meetings of listed companies.

As you may know, today in our country we have a forum of the secretaries of the listed companies (CoSec Forum), where the secretaries of the listed companies can coordinate the dates and times of the annual general meetings. Therefore, we encourage you to enroll your company in this forum, to coordinate your AGM dates and thus avoid clashing with the AGM dates of other companies.

**If at all possible, at this late stage, we kindly encourage you to choose a date for your annual general meeting that does not coincide with the AGM of another company. As you are aware the AGM is specifically called for Shareholders to attend.**

Thank you

Regards

Tarcisio Barbara

P.R.O. MASS

99494878

MASS (Malta Association of Small Shareholders)

C/O Malta Stock Exchange Plc.

Garrison Chapel,

Castille Place,

Valletta VLT 1063

### Answer from Lombard

Dear Mr Barbara,

Thank you for your email. Your call with our CEO last week in this regard refers. While sensitive to your concerns, you will understand that when setting its AGM date, the Bank needs to consider



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various factors well in advance of the set date. Consequently, situations will arise wherein the AGMs of different companies may clash.

I have however been in touch with the MIDI Company Secretary and we are coordinating the times of our AGMs so as not to have a direct clash. We shall therefore see to move commencement of our AGM by an hour or so later than the usual time.

I thank you for your understanding and wish you a good afternoon.

Best regards,

Helena

**Dr Helena Said:**  
Chief Legal Officer & Company Secretary

Lombard Bank Malta p.l.c.

### Answer from MIDI

Dear Mr Barbara

Thank you for your email addressed to the CFO Mr Jesmond Micallef.

As you are aware, as early as the 5<sup>th</sup> April 2024 MIDI informed the market that it would be holding its 2024 AGM on the 27<sup>th</sup> June 2024. When the announcement was issued, no other annual general meetings had been announced as scheduled to be held on the same day. In the meantime, on the 26<sup>th</sup> April 2024, it was announced that 3 other listed entities would also be holding their annual general meeting on the 27<sup>th</sup> June 2024.

We appreciate the comments noted in your email and we fully appreciate that the annual general meeting is an important opportunity for shareholder engagement with the Company. Rest assured that the Company looks forward to this important event and would wish for the great majority of its shareholders to attend.

MIDI is in fact a paid-up member of the Company Secretaries' Forum to which you make reference and there is of course discussion on various matters common to the listed entities. However, unfortunately the scheduling of the annual general meeting dates depends on different factors particular to the needs of every listed entity (and which go beyond coordinating with other companies) including availability of Chairman and Directors, availability of venue and the most appropriate date for the particular company to have everything prepared in a timely manner for its annual general meeting following the announcement of the financial results.

Unfortunately, rescheduling of the MIDI AGM to another date is not possible for various reasons. However, despite MIDI having announced its AGM on the 5<sup>th</sup> April 2024 ahead of the other 3 companies, it will be rescheduling the time of its AGM to half an hour earlier than planned to make it

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easier for common shareholders to attend both the morning annual general meetings as well as MIDI's AGM and the other annual general meeting scheduled after MIDI's. The intention is for MIDI's AGM to commence at 1530 hours and it will be held at Corinthia St. George's Bay.

Whilst we thank you again, we trust that we can look forward to meeting MASS representatives, shareholders and yourself at the Annual General Meeting.

Yours sincerely

Catherine

Catherine Formosa

MIDI p.l.c. Company Secretary

**Dawk il-membri li qed jirċievu n-Newsletter bil-posta u jixtiequ jibdeu jirċevuha bl-imejl biss, jekk jogħġbokom informawna b'messaġġ jew mobajl: 99494878, jew inkella b'imejl: [tarcisio.barbara@mass.org.mt](mailto:tarcisio.barbara@mass.org.mt). **Grazzi.****

## The AGM Season

16 May 2024

*Edward Rizzo*

**Annual general meetings are the perfect forum for shareholders to air their grievances and to call for actions to improve shareholder value**

After the conclusion of the financial reporting season at the end of April, we have now entered the period when companies with a December financial year-end will be convening their annual general meeting (AGM).

The AGM season has already commenced and the numerous meetings taking place over the next few weeks will be the main focus across the capital market in Malta. Meanwhile, this will also coincide with the publication of financial analysis summaries by bond issuers, apart from the publication of annual financial statements by Simonds Farsons Cisk plc and Trident Estates plc taking place by the end of May since these companies have a January financial year-end.

AGMs are important events for companies and also for shareholders. They enable companies to communicate their vision, strategy and performance to shareholders and other stakeholders. On the other hand, these formal gatherings allow shareholders to exercise their rights, voice their opinions and possibly try to influence the company's decisions.

Although the local capital market has been in operation for over 30 years, it may be worth highlighting the importance of the AGM season and the key roles played by companies as well as shareholders.

Since local companies do not organise other shareholder meetings throughout the year (in certain countries, companies also have a Capital Markets Day providing an opportunity to create a better and deeper understanding of parts of the business and also discuss strategic initiatives in detail), this is the only forum that companies have to explain their strategy, vision and financial performance other than via company announcements.

Companies in Malta generally deliver a detailed presentation on their financial performance and key business highlights throughout the year, before proceeding with the formal part of the meeting related to the resolutions on the agenda. In most cases, the customary resolutions are typically presented, such as the approval of the financial statements, appointment of auditors, approval of any dividend recommendations, board members, etc.

Although an AGM formally approves the audited financial statements for the previous financial year, it would be good practice for all companies to also dedicate time to present some key highlights on the new financial year. After all, the AGM is normally held almost mid-way through the new financial year and shareholders should be more interested in gaining insight on current performance rather than on historical financials.

It would be also good practice for companies to issue a formal announcement after an AGM (apart from the customary announcement confirming approval of resolutions and the new board of directors) to update those shareholders not physically present at the meeting, and also the investing community, who may be contemplating an exposure to a company, by summarising the key highlights of proceedings including any discussions during question time.

**It would be good practice for all companies to also dedicate time to present some key highlights on the new financial year**

Shareholders play several crucial roles during an AGM that are fundamental to the governance and oversight of a company. Although most companies in Malta have large shareholders that have effective control, minority shareholders are also entitled to vote on the various resolutions presented at the AGM. Shareholders can indicate any concerns and grievances via the votes taken which can influence corporate governance practices and the strategic decisions made by the board.

One of the most important roles for shareholders is during the Q&A session. AGMs provide shareholders with a platform to ask questions directly to the board of directors and senior management team regarding the company's performance, its governance and future strategy. This serves as an important check on the board and management, ensuring transparency and accountability.

Unfortunately, the Q&A session during AGMs in Malta is not always very fruitful, with concerns mainly directed towards the use of the Maltese language during such proceedings or other trivial requests for certain companies to extend their shareholder loyalty programmes.

Instead, shareholders should focus on questioning companies how they are refining their strategies and navigating the inherent risks in their business, while positioning themselves to take advantage of potential opportunities in their core business areas.

Shareholders can also use AGMs to exercise their legal rights, such as proposing resolutions that are generally not part of the customary items on the agenda.

Internationally, some AGMs are dominated by activist shareholders that use the forum as an opportunity to express their concerns and ensure the alignment of interests between management and shareholders.

In Malta, we need minority shareholders to take on an activist role. Ideally, this would also be done by institutional investors who can exert added influence due to their significant shareholdings and fire power. It is clear that the main institutional investors in Malta are hardly ever present and, therefore, do not participate in AGMs. Institutional investors are key stakeholders in such meetings and their active participation, including during the Q&A session, is crucial for the oversight and strategic direction of companies.

Given the very weak investor sentiment that continues to prevail across Malta, with an increasing number of retail and institutional investors becoming increasingly frustrated at the low level of trading activity on the Malta Stock Exchange, the lack of responsiveness to a company's financial performance and, in certain instances, also the weak governance across some companies, the AGM season is the perfect forum for shareholders to air their grievances and call for actions to improve shareholder value.

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## KONFERENZA TAL-MASS - ĠUNJU

Data: L-Erbgħa 26 ta' Ġunju 2024 Ħin fis-18:00  
 Suġġett: Ewro Diġitali (Digital Euro)  
 Kelliem: Sur. A. Demarco, Deputat Gvernatur (Monetary Policy),  
 Bank Ċentrali ta' Malta.  
 Post: Borża ta' Malta, il-Belt Valletta (*Kafè fis-18:00 u l-laqgħa tibda fis-18:30*)

## KONFERENZA TAL-MASS - LULJU

Data: L-Erbgħa 17 ta' Lulju 2024 Ħin fis-18:00  
 Suġġett: Il-Funzjoni tal-MFSA (*Function of the MFSA*)  
 Kelliem: Dr Sarah Pulis, Head (Conduct Supervision), MFSA,  
 Post: Borża ta' Malta, il-Belt Valletta (*Kafè fis-18:00 u l-laqgħa tibda fis-18:30*)

## LAGĦQA ĠENERALI STRAORDINARJA TAL-MASS

Il-MASS beħsiebha torganizza Laqgħa Ġenerali Straordinarja sabiex temenda l-iStatut.

Hekk kif jispiċċa dan il-proċess qasir fil-laqgħa, beħsiebna li nużaw il-ħin li jibqa' biex niddiskutu flimkien diversi temi li jolqtu l-Investituri ż-Żgħar.

Data, Post, u Ħin jithabbru iżjed tard.



### MEMBERSHIP APPLICATION FORM (IKTEB B'ITTRI KBAR)

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Indirizz: \_\_\_\_\_

KODIĊI Postali: \_\_\_\_\_ ID: \_\_\_\_\_

Tel \_\_\_\_\_ Mowbajl \_\_\_\_\_ Imejl: \_\_\_\_\_

Qed nibgħat ċekk ta' € \_\_\_\_\_, f'isem il-Malta Association of Small Shareholders.

MASS C/O Malta Stock Exchange Plc. Garrison Chapel, Castille Place, Valletta VLT 1063

**Jien niddikjara li nimxi skont l-Istatut u l-aġġornamenti tiegħu.**

**Statut jinsab fuq il-Website tal-MASS**

FIRMA: \_\_\_\_\_ DATA: \_\_\_\_\_

**Il-ħlas għas-shubija:**  
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**Ħames snin – EUR 20.01**  
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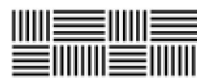


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