

THE GOVERNMENT

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SOCIALIST REPUBLIC OF VIET NAM

Independence - Freedom - Happiness

Hanoi, January 15, 2018

DECREE

**GUIDELINES FOR THE LAW ON COMMERCE AND THE LAW ON FOREIGN TRADE
MANAGEMENT REGARDING SALE OF GOODS AND OTHER ACTIVITIES DIRECTLY
RELATED TO SALE OF GOODS OF FOREIGN INVESTORS AND FOREIGN-INVESTED
BUSINESS ENTITIES IN VIETNAM**

Pursuant to the Law on Government Organization dated June 19, 2015;

Pursuant to the Law on Commerce dated June 14, 2005;

Pursuant to the Law on Foreign Trade Management dated June 12, 2017;

Pursuant to the Law on Investment dated November 26, 2014;

Pursuant to the Law on the amendments to Article 6 and Appendix 4 on the list of conditional lines of business of the Law on Investment dated November 22, 2016;

At the request of the Minister of Industry and Trade;

The Government promulgates a Decree on guidelines for the Law on Commerce and the Law on Foreign Trade Management regarding sale of goods and other activities directly related to sale of goods of foreign investors and foreign-invested business entities in Vietnam.

Chapter I

GENERAL PROVISIONS

Article 1. Scope

The Decree provides guidelines for the Law on Commerce and the Law on Foreign Trade Management regarding sale of goods and other activities directly related to the sale of goods (hereinafter referred to as other related activities) of foreign investors and foreign-invested business entities in Vietnam.

Article 2. Regulated entities

This Decree applies to foreign investors and foreign-invested business entities, and other entities involved in the sale of goods and other related activities of foreign investors and foreign-invested business entities in Vietnam.

Article 3. Interpretation of terms

For the purposes of this Decree, these terms below shall be construed as follows:

1. Sale of goods and other related activities include:

- a) Exercising exportation right;
- b) Exercising importation right;
- c) Exercising distribution right;
- d) Providing commercial appraisal service;
- dd) Providing logistics services;
- e) Good rental, excluding finance lease;
- g) Providing commercial promotion services, excluding advertising services;
- h) Providing commercial intermediary services;
- i) Providing electronic commerce services;
- k) Providing bid-holding services.

2. Exportation right means the right to purchase goods in Vietnam for export, including the right to have one's name written in the export declaration in order to carry out, and take responsibility for, export-related procedures. The exportation right excludes the right to purchase goods from entities other than traders for export, unless otherwise provided for by Vietnamese law or treaties to which the Socialist Republic of Vietnam is a contracting party.

3. Importation right means the right to import goods from foreign countries into Vietnam for sale to traders that have the right to distribute those goods in Vietnam; the importation right includes the right to have one's name written in the import declaration in order to carry out, and take responsibility for, import-related procedures. The importation right excludes the right to establish, or participate in, a good distribution system in Vietnam, unless otherwise provided for by Vietnamese law or treaties to which the Socialist Republic of Vietnam is a contracting party.

4. Distribution refers to wholesaling, retailing, sale agencies, and franchising.

5. Distribution right means the right to directly conduct distribution activities.

6. Wholesaling involves selling goods to wholesalers, retailers, other organizations and traders; excluding retailing.
7. Retailing involving selling goods to individuals, households, other organizations for consumption purpose.
8. Retail outlet means the place where retailing is conducted.
9. Retail outlet other than the first retail outlet is the outlet established by the same foreign investor or foreign-invested entity that has already a retail outlet in Vietnam, or sharing the same name or brand name with at least a retail outlet established by a foreign-invested entity in Vietnam.
10. Convenience store is a retail outlet that sells fast-moving consumer goods, including: Food, beverages, over-the-counter drugs, functional foods and health products, cosmetics and other consumables.
11. Mini supermarket means a retail outlet with area less than 500 m² and classified as general supermarket as prescribed.
12. Shopping mall means an establishment offering a wide range of retail outlets and provides services, located centrally and continuously and in one or more interconnecting buildings.
13. Licensing agency refers to the agency which issuances the business license and permit for setting up a retail outlet prescribed in Clauses 1 and 2 Article 8 of this Decree.
14. E-commerce service refers to business that e-commerce service provider establishes an e-commerce website to provide a business environment for traders and other entities to carry out commercial promotion, selling merchandise or service delivery.
15. Database system refers to a database system in respect of sale of goods and other related activities of foreign investors and foreign-invested business entities in Vietnam on the website of Ministry of Industry and Trade: <http://www.moit.gov.vn>.
16. Financial documentation refers to one of the following documents: a letter of financial support which is an undertaking by a holding company or a financial institution giving comfort about financial support to be provided to subsidiary company or the customer; a financial capacity letter confirming the financial capacity of the foreign investor or foreign-invested business entity; or another document proving such financial capacity.
17. Retail outlet documentation refers to one of the following documents: Memorandum of understanding or premises lease agreement or a document justifying that the foreign-invested business entity has a right to utilize and use the premises to set up retail outlet; and other enclosed documents.

Article 4. Application of international treaties and relevant law provisions

1. A foreign investor or foreign-invested business entity engaging in sale of goods and other related activities shall comply with this Decree; in case of any discrepancy between the international treaty and this Decree, the international treaty shall prevail.

2. A foreign-invested business entity engaging in sale of goods and other related activities shall comply with this Decree and relevant laws and regulations.

Article 5. Issuance of business licenses and licenses for setting up a retail outlet

1. A business license to be issued to a foreign-invested business entity to:

a) Perform the retail distribution right, excluding goods prescribed in Point Clause 4 Article 9 of this Decree;

b) Perform importation right, wholesale distribution right prescribed in Point b Clause 4 Article 9 of this Decree;

c) Perform the retail distribution right as prescribed in Point Clause 4 Article 9 of this Decree;

d) Offer logistics services; other than sub-sectors of logistics for which Vietnam has committed to open its market as specified in international treaties to which Vietnam is a signatory.

dd) Good rental, excluding finance lease; other than lease of construction equipment with operators;

e) Provide commercial promotion services, excluding advertising services;

g) Provide commercial intermediary services;

h) Provide electronic commerce services;

i) Providing bid-holding services.

2. A license for establishment of retail outlet is issued to a foreign-invested business entity to set up a retail outlet.

3. A foreign-invested business entity is entitled to apply for a license for establishment of retail outlet after obtaining business license and retail outlet documentation.

4. If the first retail outlet is located in the same province and central-affiliated city (hereinafter referred to as province) with the headquarters, the foreign-invested business entity is entitled to apply for both a business license and a license for establishment of retail outlet. Documentation and procedures shall be done in accordance with Article 20 of this Decree.

5. A business entity prescribed in Points b and c Clause 1 Article 23 of the Law on Investment shall follow: Procedure for issuance of business license upon application for a business license;

or procedure for license for establishment of retail outlet upon application for a license for establishment of retail outlet as prescribed in this Decree.

6. A business entity having retail outlet(s) in Vietnam shall, upon receipt of stakes leading becoming a foreign-invested business entity or a business entity prescribed in Points b and c Clause 1 Article 23 of the Law on Investment, apply for both a business license and a license for establishment of retail outlet.

Documentation and procedures for a business license shall be done in accordance with Articles 12 and 13 of this Decree.

Documentation and procedure for a license for establishment of retail outlet which entitle a retail outlet to continue in operation as prescribed in Article 38 of this Decree.

Article 6. Exemption from business licensing

1. Apart from circumstances that a business license is required as prescribed in Clause 1 Article 5 of this Decree, a foreign-invested business entities or a business entity prescribed in Points b and c Clause 1 Article 23 of the Law on Investment is entitled to perform sale of goods and other related activities as prescribed in Clause 1 Article 3 of this Decree after registering them with relevant documentation prescribed in the Law on Investment and the Law on Enterprises.

2. If a foreign investor of a country or territory not acceding an international treaty to which Vietnam is a signatory and commits to give access to foreign service providers registers for performing sale of goods and other related activities prescribed in Clause 1 of this Article, the competent authority shall consult with The Ministry of Industry and Trade before issuing or modifying registration as prescribed in the Law on Investment and the Law on Enterprises.

Article 7. Sale of goods and other related activities

1. If a foreign-invested business entity meets the following conditions, it is entitled to export goods purchased in Vietnam; goods processed in Vietnam and goods legitimately imported in Vietnam to a foreign country or a separate customs zone:

a) The exports are not included in the lists of goods banned from export; the list of goods temporarily ceased from export; the list of goods not eligible for export as specified in international treaties to which Vietnam is a signatory;

b) In case of exports under the lists of goods to be exported with required licenses or certain conditions, the foreign-invested business entity shall obtain such licenses or meet such conditions as prescribed.

2. A foreign-invested business entity obtaining importation right is entitled to import goods from a foreign country or separate customs zone into Vietnam, subject to the terms and conditions below:

a) The imports are not included in the lists of goods banned from import; the list of goods temporarily ceased from import; the list of goods not eligible for import as specified in international treaties to which Vietnam is a signatory;

b) In case of imports under the lists of goods to be imported with required licenses or certain conditions, the foreign-invested business entity shall obtain such licenses or meet such conditions as prescribed.

3. Procedures for performing importation or exportation right shall be done in accordance with laws and regulations on export and import management.

4. A foreign-invested business entity obtaining retail or whole distribution right is entitled to wholesaling and retailing of goods produced in Vietnam and goods imported legitimately to Vietnam.

5. In case of lines of business with certain conditions, a foreign-invested business entity is entitled to perform such lines of business when meeting sufficient conditions as prescribed.

Article 8. Licensing agencies

1. Department of Industry and Trade of province where a foreign-invested business entity is headquartered shall issuance, reissuance, modifies, or revokes its business license.

2. Department of Industry and Trade of province where a retail outlet is located shall issuance, reissuance, modifies, renew or revoke its license for establishment of retail outlet.

3. A licensing agency shall consult with the Ministry of Industry and Trade and managing Ministry in any of the following cases:

a) Consulting with the Ministry of Industry and Trade and managing Ministry before issuing or modifying a business license related to the business prescribed in Point c Clause 1 Article 5 of this Decree;

b) Consulting with the Ministry of Industry and Trade before issuing or modifying a business license related to the business prescribed in Points b, d, dd, e, g, h, and i Clause 1 Article 5 of this Decree;

c) Consulting with the Ministry of Industry and Trade before issuing or modifying a license for establishment of retail outlet.

Chapter II

BUSINESS LICENSES

Article 9. Conditions for issuing business license

1. A foreign investor from a country or territory which has acceded to a treaty to which Vietnam is a signatory and under which Vietnam has committed to open its market for sale of goods and other related activities shall:

- a) Meet market access conditions prescribed in international treaties to which Vietnam is a signatory;
- b) Acquire a financial plan deemed qualified to apply for a business license;
- c) Incur no overdue tax in a case where it has been established in Vietnam for at least 1 year.

2. A foreign investor not from a country or territory which has acceded to a treaty to which Vietnam is a signatory shall:

a) Meet conditions prescribed in Points b and c Clause 1 of this Article;

b) Meet the criteria below:

- In accordance with special law;
- In conformity with the extent of competitiveness of domestic enterprises within the same sector;
- Employment creation for domestic workers;
- Potential and actual contribution to state budget.

3. In case of services for which Vietnam has not committed to open its market as specified in international treaties to which Vietnam is a signatory: Conditions prescribed in Clause 2 of this Article shall be met.

4. In case of goods for which Vietnam has not committed to open its market as specified in international treaties to which Vietnam is a signatory, including: Lubricants; rice; sugar; recorded items; books, newspapers and magazines

a) Conditions prescribed in Clause 2 of this Article shall be met;

b) In case of lubricants: Consider issuing importation right and wholesale distribution right to a foreign-invested business entity performing one of following activities:

- Manufacturing lubricants in Vietnam;
- Manufacturing or distributing machinery, equipment or goods using particular lubricants in Vietnam.

c) In case of rice; sugar; recorded items; books, newspapers and magazines: Consider issuing retail distribution right to a foreign-invested business entity having retail outlets in forms of supermarkets, mini supermarket, convenience stores to sell above goods.

Article 10. Bases for approving the issuance of business license

The Ministry of Industry and Trade and a managing Ministry shall base on the following to consider approving the issuance of a business license in case of circumstances prescribed in Clauses 2, 3 and 4 Article 9 of this Decree:

1. The conformity with sector development planning and strategies of the region or country.
2. Vietnamese market opening negotiation process.
3. Vietnamese market opening need.
4. Vietnam and foreign partner cooperation strategies.
5. Diplomatic relations, national security, social safety and order in case of foreign investors not from a country or territory which has acceded to a treaty to which Vietnam is a signatory.

Article 11. Contents and validity period of business license

1. Contents of a business license (form No. 11 of Appendix enclosed herewith).
 - a) Name, business identification number, address of headquarters and legal representative;
 - b) Controlling owners, capital contributors, founding shareholders;
 - c) Goods to be distributed;
 - d) Other related activities;
 - dd) Others.
2. Validity period of a business license
 - a) The validity period of a business license prescribed in Clauses 2, 3 and 4 Article 9 of this Decree is 5 years;
 - b) The validity period of a re-issued business license shall be as long as the remaining duration of the former business license.

Article 12. Application for business license

An application shall include:

1. An application form for a business license (form No. 01 of Appendix enclosed herewith).
2. A representation specifying:
 - a) Conditions for issuance of a business license as prescribed in Article 9 hereof;
 - b) Business plan: business activities and methods of doing business; presentation of business plan and market development; labor need; evaluation of the implications and socio-economic effectiveness of the business plan;
 - c) Financial plan: An income statement made on the basis of the last audited financial statement if the enterprise has been established in Vietnam for at least 1 year; representation of capital, sources of funds and fund raising plans; enclosed with other financial documents;
 - d) The sale of goods and other related activities and financial situation of the foreign-invested business entity which is determined until the application for a business license, in case of circumstance prescribed in Clause 6 Article 5 hereof.
3. A document justifying that the enterprise incurs no overdue tax issued by the tax authority.
4. Copies of: the business registration certificate; certificate of registration for sale of goods and other related activities (if any).

Article 13. Procedures for issuing business license

1. An application shall be submitted in person, by post, or via Internet (if available) to the licensing agency.
2. Number of application sets
 - In case of business prescribed in Point a Clause 1 Article 5 hereof: 1 set of application;
 - In case of business prescribed in Point b, d, dd, e, g, h and i Clause 1 Article 5 hereof: 2 sets of application;
 - In case of business prescribed in Point c Clause 1 Article 5 hereof: 3 sets of application.
3. Within 3 working days from the date on which the application is received, the licensing agency shall verify it and request necessary modifications if it is inadequate or unsatisfactory.
4. Within 10 working days from the date on which an adequate and satisfactory application is received, the licensing agency shall verify whether conditions prescribed in Article 9 hereof are satisfied:
 - a) In case where conditions are not satisfied, the licensing agency shall provide explanation in writing;

b) In case where conditions are satisfied:

- The licensing agency shall issuance a business license to do business prescribed in Point a Clause 1 Article 5 hereof; if the application is refused, it shall provide explanation in writing;

- The licensing agency shall forward the application and consultation with the Ministry of Industry and Trade and the managing Ministry as prescribed in Point a or b Clause 3 Article 8 hereof (form No. 09 of Appendix issued herewith).

5. Within 15 days from the date on which the application is received, the Ministry of Industry and Trade and the managing Ministry shall, according to Article 10 hereof, consider approving the issuance of a business license; if the application is refused, it shall provide explanation in writing (form No. 10 of Appendix issued herewith).

6. Within 3 working days from the date on which a notification of acceptance issued by the Ministry of Industry and Trade or managing Ministry is received, the licensing agency shall issuance a business license. If the application is refused by the Ministry of Industry and Trade or managing Ministry, the licensing agency shall provide explanation in writing.

Article 14. Changes to business license

A business license shall be modified upon the changes to information prescribed in Clause 1 Article 11 of this Decree.

Article 15. An application for changes to business license

An application shall include:

1. An application form for changes to business license (form No. 02 of Appendix enclosed herewith).

2. In case of any change to information prescribed in Point a Clause 1 Article 11 hereof, except for relocation of headquarters prescribed in Clause 1 Article 17 hereof: A copy of modified business registration certificate that records the change shall be required.

3. In case of any change to information prescribed in Points b, c, d and dd Clause 1 Article 11 hereof: Documents prescribed in Clauses 2, 3 and 4 Article 12 hereof shall be required.

Article 16. Procedures for changing to business license

1. An application shall be submitted within 10 working days from the date on which the modified business registration certificate is obtained as prescribed in Points a and b Clause 1 Article 11 hereof.

2. Procedures shall be done in accordance with Article 13 of this Decree.

3. Within 5 working days from the date on which the modified business license, the foreign-invested business entity shall return the former business license to the licensing agency.

Article 17. Reissuance of business license

A business license shall be re-issued in one of the following cases:

1. Relocating the headquarters from a province to another province.
2. The business license is lost or damaged.

Article 18. Application for reissuance of business license

An application shall include:

1. An application form for reissuance of a business license (form No. 03 of Appendix enclosed herewith);
2. A copy of business registration certificate in case of reissuance as prescribed in Clause 1 Article 17 hereof.

Article 19. Procedures for reissuance of business license

1. An application shall be submitted within 10 working days from the date on which the modified business registration certificate is obtained as prescribed in Clause 1 Article 17 hereof.
2. A set of application shall be submitted in person, by post, or via Internet (if available) to the licensing agency of province to which the headquarters is relocated.
3. Within 3 working days from the date on which the application is received, the licensing agency shall verify it and request necessary modifications if it is inadequate or unsatisfactory.
4. Within 5 working days from the date on which an adequate and satisfactory application is received, the licensing agency shall reissuance a business license; if the application is refused, it shall provide explanation in writing. In case of circumstance prescribed in Clause 1 Article 17 hereof, the licensing agency shall forward a copy of business license to the licensing agency of province from which the headquarters is relocated to update the database system.
5. Within 5 working days from the date on which the business license is re-issued, the foreign-invested business entity, in case of circumstance prescribed in Clause 1 Article 17 hereof, shall return the former business license to the licensing agency of province from which the headquarters is relocated.

Article 20. Application and procedures for issuance of both business license and license for establishment of retail outlet

1. An application shall include:

a) Documents prescribed in Article 12 and Clauses 1 and 2 Article 27 hereof;

b) Certificate of registration for project setting up retail outlets (if any).

2. Procedures for issuance of both business license and license for establishment of retail outlet shall be done in accordance with Articles 13 and 28 of this Decree.

Article 21. Rejection of issuing a business license

Apart from unsatisfactory circumstances prescribed in this Decree, the licensing agency shall also refuse the issuance of business license in any of the following:

1. The duration of project associated with sale of goods and other related activities expires.

2. The foreign-invested business entity applies for issuance of business license within 2 years from the day on which the former business license is revoked as prescribed in Clause 1 Article 43 of this Decree.

Chapter III

LICENSE FOR ESTABLISHMENT OF RETAIL OUTLET

Article 22. Conditions for setting up retail outlet

1. Setting up the first retail outlet

a) Acquire a financial plan for setting up retail outlet;

b) Incur no overdue tax in a case where it has been established in Vietnam for at least 1 year;

c) The location where the retail outlet is set up is conformable with the relevant planning in the relevant geographic market.

2. Setting up retail outlet other than the first retail outlet

a) In case of without requiring compliance with an economic needs test:

Conditions prescribed in Clause 1 of this Article shall be met.

b) In case of requiring compliance with an economic needs test:

- Conditions prescribed in Clause 1 of this Article shall be met;

- Economic needs test criteria prescribed in Clause 2 Article 23 of this Decree are fulfilled.

Article 23. Economic needs test (ENT)

1. Circumstances requiring compliance with ENT

Setting up a retail outlet other than the first retail outlet, unless such retail outlet is less than 500m² in size and located in a shopping mall and not classified as convenience store or mini supermarket.

2. ENT criteria

- a) The scale of relevant geographic market being affected by to-be-retail outlet*;
- b) The number of existing retail outlets in the relevant geographic market;
- c) Impact of the retail outlet on the market stability and operating activities of other retail outlets and traditional markets in the relevant geographic market;
- d) Impact of retail outlet on traffic density, environment hygiene, fire safety in the relevant geographic market;
- dd) Potential contribution of the retail outlet to the socio-economic development of the relevant geographic market, in particular:
 - Employment creation for domestic workers;
 - Potential contribution to the development and modernization of the retailing sector in the relevant geographic market;
 - Improvement of environment and living conditions of inhabitants in the relevant geographic market;
 - Potential and actual contribution to state budget.

Article 24. Economic needs test council (ENT council)

1. An ENT council shall be established by the People's Committee of province where the retail outlet is set up at the request of the licensing agency.

2. The ENT council is composed of: Representative(s) of the People's Committee of province or representative(s) of the agency authorized by the People's Committee of province to act as Chairman of ENT council; representative(s) of the Department of Industry and Trade, the Department of Planning and Investment and relevant agencies and organizations acting as ENT council members. If the retail outlet is located in a geographic area of ward, commune, or district-level town (hereinafter referred to as commune) bordering another province, the ENT council must have a representative of the People's Committee of bordering province.

3. The ENT council shall, in consideration of ENT criteria prescribed in Clause 2 Article 23 hereof, clarify the conformity or nonconformity of the retail outlet location in order for the Chairman of ENT council to whether approve or disapprove the setting up of the retail outlet at that location.

Article 25. Bases for approving the issuance of license for setting up retail outlet

The Ministry of Industry and Trade shall base on the following to consider approving the issuance of license for establishment of retail outlet:

1. A foreign investor from a country or territory which has acceded to a treaty to which Vietnam is a signatory and under which Vietnam has committed to open its market for sale of goods and other related activities shall: The conformity with sector development planning and strategies of the region or country.

2. A foreign investor not from a country or territory which has acceded to a treaty to which Vietnam is a signatory shall:

a) The conformity with sector development planning and strategies of the region or country;

b) Vietnam market opening negotiation process;

c) Vietnamese market opening need;

d) Vietnam and foreign partner cooperation strategies;

dd) Diplomatic relations, national security, social safety and order.

Article 26. Contents and validity period of license for establishment of retail outlet

1. Contents of a license for setting up retail outlet (form No. 12 of Appendix enclosed herewith)

a) Name, business identification number, address of headquarters;

b) Name and address of the retail outlet;

c) Type of retail outlet;

d) Scale of retail outlet;

dd) Others;

e) Validity period of the license,

2. Validity period of the license for establishment of retail outlet

- a) The validity period of a license for establishment of retail outlet shall be as long as the remaining duration of the certificate of registration for project setting up retail outlet. In case of absence of the certificate of registration for investment, the validity period of the license for establishment of retail outlet shall be as long as the duration as specified in the retail outlet documentation;
- b) The validity period of the re-issued license for establishment of retail outlet shall be as long as the remaining duration of the former license for establishment of retail outlet;
- c) The renewal period of license for establishment of retail outlet shall be specified in Point a of this Clause.

Article 27. Application for license for establishment of retail outlet

An application shall include:

1. An application form for license for setting up retail outlet (form No. 04 of Appendix enclosed herewith).
2. A representation specifying:
 - a) The location: Address of retail outlet; description of general area, relevant area and area for setting up retail outlet; representation of fulfillment of conditions prescribed in Point c Clause 1 Article 22 of this Decree; and enclosed retail outlet documentation;
 - b) Business plan at retail outlet: Presentation of business plan and market development; labor need; evaluation of the implications and socio-economic effectiveness of the business plan;
 - c) Financial plan for setting up retail outlet: An income statement made on the basis of the last audited financial statement if the enterprise has been established in Vietnam for at least 1 year; representation of capital, sources of funds and fund raising plans; enclosed with other financial documents.
3. A document justifying that the enterprise incurs no overdue tax issued by the tax authority.
4. Copies: Business registration certificate, certificate of registration for project setting up retail outlet (if any), business license.
5. A representation of ENT criteria prescribed in Points c, d and dd Clause 2 Article 23 hereof, in case of requiring compliance with ENT.

Article 28. Procedures for issuance of the first license for establishment of retail outlet, retail outlet other than the first retail outlet in case of without requiring compliance with ENT procedure

1. Two sets of application shall be submitted in person, by post, or via Internet (if available) to the licensing agency.

2. Within 3 working days from the date on which the application is received, the licensing agency shall verify it and request necessary modifications if it is inadequate or unsatisfactory.

3. Within 10 working days from the date on which an adequate and satisfactory application is received, the licensing agency shall verify whether conditions prescribed in Clause 1 Article 22 hereof are met:

a) In case where conditions are met, the licensing agency shall provide explanation in writing;

b) In case of fulfillment of conditions, the licensing agency shall forward the application and consultation with the Ministry of Industry and Trade and the managing Ministry as prescribed in Point c Clause 3 Article 8 hereof (form No. 09 of Appendix issued herewith).

4. Within 07 working days from the date on which the application is received, the Ministry of Industry and Trade and the managing Ministry shall, according to Article 25 hereof, consider approving the issuance of license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing (form No. 10 of Appendix issued herewith).

5. Within 3 working days from the date on which a notification of acceptance issued by the Ministry of Industry and Trade or managing Ministry is received, the licensing agency shall issuance a license for establishment of retail outlet. If the application is refused by the Ministry of Industry and Trade, the licensing agency shall provide explanation in writing.

Article 29. Procedures for issuance of the first license for establishment of retail outlet, retail outlet other than the first retail outlet in case of without requiring compliance with ENT procedure

1. Two sets of application shall be submitted in person, by post, or via Internet (if available) to the licensing agency.

2. Within 3 working days from the date on which the application is received, the licensing agency shall verify it and request necessary modifications if it is inadequate or unsatisfactory.

3. Within 05 working days from the date on which an adequate and satisfactory application is received, the licensing agency shall verify whether conditions prescribed in Clause 1 Article 22 hereof are met:

a) In case where conditions are met, the licensing agency shall provide explanation in writing;

b) In case of fulfillment of conditions, licensing agency shall propose to set up an ENT council as prescribed in Clauses 1 and 2 Article 24 hereof.

4. Within 7 working days from the date on which the proposal for establishment of ENT council, the People's Committee of province shall establish an ENT council.

5. Within 30 days from the date of establishment, ENT council shall evaluate the ENT criteria prescribed in Clause 2 Article 23 hereof in order for the Chairman of ENT council to give a conclusion.

6. Within 3 working days from the date on which the proposal of Chairman of ENT council is received:

a) If the conclusion is rejection, the licensing agency shall provide explanation in writing;

b) If the conclusion is approval, the licensing agency shall forward the application and consultation with the Ministry of Industry and Trade and the managing Ministry as prescribed in Point c Clause 3 Article 8 hereof (form No. 09 of Appendix issued herewith).

7. Within 10 working days from the date on which the application is received, the Ministry of Industry and Trade and the managing Ministry shall, according to Article 25 hereof, consider approving the issuance of license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing (form No. 10 of Appendix issued herewith).

8. Within 3 working days from the date on which a notification of acceptance issued by the Ministry of Industry and Trade or managing Ministry is received, the licensing agency shall issuance a license for establishment of retail outlet. If the application is refused by the Ministry of Industry and Trade, the licensing agency shall provide explanation in writing.

Article 30. Modification of license for establishment of retail outlet

A license for setting up retail outlet shall be modified upon the changes to information prescribed in Points a, b, c, d and dd Clause 1 Article 26 of this Decree.

Article 31. Application for modification of license for establishment of retail outlet

1. In case of any change to information prescribed in Points a, b and c Clause 1 Article 26 hereof, except for changing the type of retail outlet into convenience store, mini supermarket as prescribed in Clause 4 of this Article; except for change to the retail outlet area, the application includes:

a) An application form for modification of license for setting up retail outlet (form No. 05 of Appendix enclosed herewith);

b) In case of change to name or address of headquarters: Copy of modified business license that records the change;

c) In case of change to address of retail outlet: Copy of document certifying the change of address issued by a regulatory body of commune;

d) In case of reduction in retail outlet area: Relevant documents.

2. In case of increase in the first retail outlet area in the shopping mall; increase in the area of other than the first retail outlet, which is set up in a shopping mall and other than convenience store, mini supermarket, up to less than 500 m², the application concludes:

a) An application form for modification of license for setting up retail outlet (form No. 05 of Appendix enclosed herewith).

b) A representation specifying:

- The location: Address of retail outlet; description of general area, relevant area and area for setting up retail outlet; and enclosed retail outlet documentation;

- The latest income statement of retail outlet.

c) A document justifying that the enterprise incurs no overdue tax issued by the tax authority.

3. In case of increase in the first retail outlet area not in a shopping mall, the application includes:

a) Documents prescribed in Clause 2 of this Article;

b) A written explanation about the satisfaction of conditions set at Point c Clause 1, Article 22 of this Decree.

4. In case of increase in other retail outlet area and retail outlet other than the first retail outlet changing the type of convenience store or mini supermarket, the application includes:

- An application form for modification of license for setting up retail outlet (form No. 05 of Appendix enclosed herewith);

- The latest income statement of retail outlet;

- Documents prescribed in Clauses 2, 3 and 5 Article 27 hereof.

Article 32. Procedure for modification of license for establishment of retail outlet

1. An application shall be submitted within 10 working days from the date on which the business registration certificate recording the change is obtained as prescribed in Points a and b Clause 1 Article 26 hereof.

2. In case of circumstance prescribed in Clauses 1 and 2 Article 31 hereof:

a) One set of application shall be submitted in person, by post, or via Internet (if available) to the licensing agency;

b) Within 3 working days from the date on which the application is received, the licensing agency shall verify it and request necessary modifications if it is inadequate or unsatisfactory;

c) Within 5 working days from the date on which an adequate and satisfactory application is received, the licensing agency shall issuance a modified license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing.

3. In case of circumstance prescribed in Clauses 3 Article 31 hereof: Procedures shall be done in accordance with Article 28 of this Decree.

4. In case of circumstance prescribed in Clauses 4 Article 31 hereof: Procedures shall be done in accordance with Article 29 of this Decree.

5. Within 5 working days from the date on which the modified license for establishment of retail outlet, the foreign-invested business entity shall return the former license for establishment of retail outlet to the licensing agency.

Article 33. Reissuance of license for establishment of retail outlet

A license for establishment of retail outlet shall be re-issued if it is lost or damaged.

Article 34. Application for reissuance of license for establishment of retail outlet

An application form for reissuance of license for setting up retail outlet (form No. 06 of Appendix enclosed herewith).

Article 35. Procedure for reissuance of license for establishment of retail outlet

1. One set of application shall be submitted in person, by post, or via Internet (if available) to the licensing agency.

2. Within 5 working days from the date on which an adequate and satisfactory application is received, the licensing agency shall reissuance a license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing.

Article 36. Application for renewal of license for establishment of retail outlet

An application shall include:

1. An application form for renewal of license for setting up retail outlet (form No. 07 of Appendix enclosed herewith).

2. Documents prescribed in Clauses 2, 3 and 4 Article 27 hereof.

Article 37. Procedure for renewal of license for establishment of retail outlet

1. An application shall be submitted at least 30 days before the license for establishment of retail outlet expires.
2. One set of application shall be submitted in person, by post, or via Internet (if available) to the licensing agency.
3. Within 5 working days from the date on which the application is received, the licensing agency shall verify it and request necessary modifications if it is inadequate or unsatisfactory.
4. If an adequate and satisfactory application is received, the licensing agency shall renew a license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing.

Article 38. Application and procedure for issuance of license for establishment of retail outlet enabling retail outlet to continue in operation

1. An application shall include:

a) An application form for license for setting up retail outlet enabling retail outlet to continue in operation (form No. 08 of Appendix enclosed herewith).

b) A representation of retail outlet specifying:

- The location: Address of retail outlet; description of general area, relevant area and area for setting up retail outlet; representation of fulfillment of conditions prescribed in Point c Clause 1 Article 22 of this Decree; representation of criteria prescribed in Points c, d and dd Clause 2 Article 23 of this Decree, in case of application for license for establishment of retail outlet prescribed in Clause 1 Article 23 hereof; and enclosed retail outlet documentation;

- Business situation of retail outlet; business plan and market development; labor need; evaluation of the implications and socio-economic effectiveness of the business plan;

- Financial performance of retail outlet in consideration of the latest audited financial statement;

c) A consolidated financial performance of foreign-invested business entity in consideration of the latest audited financial statement; financial plan; and enclosed financial documents;

d) A document justifying that the enterprise incurs no overdue tax issued by the tax authority;

dd) Copies of: Business registration certificate, certificate of registration for project setting up retail outlet (if any), business license (if any).

2. Procedure

a) Two sets of application shall be submitted in person, by post, or via Internet (if available) to the Ministry of Industry and Trade within 30 days from the date on which the modified business registration certificate is received.

b) Within 3 working days from the date on which the application is received, the Ministry of Industry and Trade shall verify it and request necessary modifications if it is inadequate or unsatisfactory;

c) Within 15 days from the date on which the adequate and satisfactory application is received, the Ministry of Industry and Trade shall verify and forward it to the licensing agency of province where the retail outlet applying for continuing in operation is located;

d) Within 20 days from the date on which the application is received, the licensing agency shall verify the application and location of retail outlet and send a proposal for licensing to the Ministry of Industry and Trade (form No. 09 of Appendix issued herewith), if the proposal is approved, the Ministry of Industry and Trade shall provide explanation in writing;

dd) Within 15 working days from the date on which the application is received, the Ministry of Industry and Trade shall, according to the proposal of the licensing agency and Article 25 hereof, consider approving the issuance of license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing (form No. 10 of Appendix issued herewith);

e) Within 5 working days from the date on which the approval of the Ministry of Industry and Trade is received, the licensing agency shall issuance a license for establishment of retail outlet; if the application is refused, it shall provide explanation in writing.

Article 39. Refusal of issuance or renewal of license for establishment of retail outlet

Apart from unsatisfactory circumstances prescribed in this Decree, the licensing agency shall also refuse the issuance or renewal of license for establishment of retail outlet in any of the following:

1. The duration of project setting up retail outlet expires.
2. The foreign-invested business entity applies for issuance of license for establishment of retail outlet within 2 years from the day on which the former business license is revoked as prescribed in Clause 2 Article 43 of this Decree.

Chapter IV

REPORTING, SENDING AND KEEPING LICENSES AND INFORMATION DISCLOSURE

Article 40. Reporting

1. Reports of foreign-invested business entities

a) Annually, before January 31, a foreign-invested business entity shall send a report on sale of goods other related activities using form No. 13 of Appendix issued herewith.

b) The foreign-invested business entity shall report, provide documents and represent matters relating to sale of goods and other related activities, retail outlet operation at the request of competent authorities.

2. Reports of licensing agencies

Annually, before February 28, the licensing agency shall report the Ministry of Industry and Trade, managing Ministry (in case of issuing business license as prescribed in Point c Clause 4 Article 9 of this Decree) on issuance, reissuance, modification, and revocation of business license; issuance, reissuance, renewal, and revocation of license for establishment of retail outlet of a foreign-invested business entity; sale of goods and other related activities of foreign-invested business entity within its scope of management, using form No. 14 of Appendix issued herewith.

Article 41. Sending and keeping licenses and information disclosure

1. Each licensing agency shall send copies of business licenses to: the Ministry of Industry and Trade and managing Ministry (in case of circumstance prescribed in Point c Clause 4 Article 9 hereof), tax authorities, statistics agencies and relevant agencies of province where the foreign-invested business entity is headquartered (if necessary).

2. Each licensing agency shall send copies of licenses for setting up a retail outlet to: The Ministry of Industry and Trade, tax authorities, statistics agencies and relevant agencies of province where the retail outlet is located.

3. Within 15 days from the date of receipt of issuance, reissuance, modification, or revocation of business license; issuance, reissuance, modification, renewal, or revocation of license for establishment of retail outlet; decision on termination; decision on actions against administrative violations; or copy of document certifying suspension, continuity in operation ahead of schedule of the issuing authority of business registration certificate, licensing agency shall update them into the database system.

Chapter V

STATE MANAGEMENT AND ACTIONS AGAINST VIOLATIONS

Article 42. Actions against violations

Any foreign-invested business entity violating regulations and laws on sale of goods and other related activities and violating this Decree shall face, depending on the nature and severity of the violations, administrative penalties as prescribed by law.

Article 43. Revocation of business licenses and licenses for setting up a retail outlet

1. A business license shall be revoked in one of the following cases:

- a) The business registration certificate is revoked;
- b) The certificate of registration for sale of goods and other related activities is revoked;
- c) The declaration in the application for issuance, reissuance, or modification of business license is forged;
- d) Suspension of sale of goods and other related activities more than 12 months without any report to the licensing agency;
- dd) Violating periodical reporting as prescribed in Point a Clause 1 Article 40 hereof within 24 consecutive months;
- e) Failing to send reports, documents, and representation as prescribed in Point b Clause 1 Article 40 of this Decree after 3 months from the expiry date as required.

2. A license for establishment of retail outlet shall be revoked in one of the following cases:

- a) A certificate of registration for investment or equivalent document of the project setting up retail outlet, or the business license is revoked;
- b) The declaration in the application for issuance, reissuance, modification or renewal of business license is forged;
- c) After 12 months from the date on which the license for establishment of retail outlet is issued, the foreign-invested business entity neither obtains a required certificate of registration for investment nor reports it to the licensing agency;
- d) After 24 months from the date on which the license for establishment of retail outlet is issued, the foreign-invested business entity does not obtain a required certificate of registration for investment;
- dd) The retailing has been suspended more than 12 months without reporting it to the licensing agency;
- e) Violating periodical reporting as prescribed in Point a Clause 1 Article 40 hereof within 24 consecutive months;
- g) Failing to send reports, documents, and representation as prescribed in Point b Clause 1 Article 40 of this Decree after 3 months from the expiry date as required.

3. Revocation of business licenses and licenses for setting up a retail outlet

a) In case of circumstance prescribed in Point a Clause 1 Article 43, Point a Clause 2 Article 43 hereof:

The licensing agency shall issue a decision on revocation of business license or a decision on revocation of license for establishment of retail outlet (form No. 15 of Appendix issued herewith).

b) In case of circumstance prescribed in Point b Clause 1 Article 43 hereof

Within 30 days from the date on which the certificate of registration for investment or equivalent document of the project associated with sale of goods and other related activities is revoked, the foreign-invested business entity shall send a copy of the decision on revocation of certificate of registration for investment to the licensing agency.

In the event that the whole of objectives of the investment project having its certificate of registration for investment revoked associates with sale of goods and other related activities with a business license issued, the licensing agency shall revoke the business license.

In the event that a part of objectives of the investment project having its certificate of registration for investment revoked associates with sale of goods and other related activities with a business license issued, the licensing agency shall revoke such part in the business license.

c) If the declaration in the application for issuance, reissuance of business license; issuance, reissuance, or renewal of license for establishment of retail outlet is forged,

The licensing agency shall give a notice of violation and issue a decision on revocation of the issued or re-issued business license; a decision on revocation of the issued, re-issued, or renewed license for establishment of retail outlet.

d) If the declaration in the application for modification of business license or license for establishment of retail outlet is forged,

the licensing agency shall give a notice of violation and issue a decision on cancelation of the modified information in business license or license for establishment of retail outlet according to the forged information; restore the information in the former business license or license for establishment of retail outlet, and send a notification to competent authority as prescribed by law.

dd) In case of circumstances prescribed in Points d, dd, and e Clause 1 and Points c, d, dd, e and g Clause 2 Article 43 hereof

The licensing agency shall request the legal representative of the foreign-invested business entity in writing to make representation. After 15 days from the expiry date, if the representative does not come or come but give improper representation, the licensing agency issues a decision on revocation of business license or decision on revocation of license for establishment of retail outlet.

Article 44. Suspension of sale of goods and other related activities

1. A foreign-invested business entity is entitled to suspend sale of goods and other related activities within 12 months.

2. When the sale of goods and other related activities is suspended, the foreign-invested business entity shall have duties to:

a) Comply with law on suspension of business;

b) Send a copy of the document certifying the suspension or continuity in operation ahead of schedule of issuing authority within 10 working days to post it on the database system.

Article 45. Termination of sale of goods and other related activities

1. Circumstances of termination of sale of goods and other related activities:

a) The foreign-invested business entity terminates the sale of goods and other related activities;

b) The validity period of business license expires without applying for a new license; or the validity period of license for establishment of retail outlet expires without applying for renewal of license;

c) The validity period of business license expires without approving for the issuance of new license; or the validity period of license for establishment of retail outlet expires without approving for renewal of license;

d) Sale of goods and other related activities is terminated; business license or license for establishment of retail outlet is revoked as stipulated in Article 43 of this Decree.

2. Termination of sale of goods and other related activities shall be done as follows:

a) In case of circumstance prescribed in Points and b Clause 1 of this Article

Within 15 days from the decision on termination or 15 days before the expiry date of business license or license for establishment of retail outlet, the foreign-invested business entity send a notice of termination of sale of goods and other related activities, or notice of termination of retail outlet to the licensing agency.

Within 10 working days from the date on which the notice of termination is received, the licensing agency issues a decision on termination (using form No. 16 of Appendix issued herewith).

Within 5 working days from the date on which the decision on termination is received, the foreign-invested business entity shall return the original license to the licensing agency.

b) In case of circumstance prescribed in Point c Clause 1 of this Article

The business license or license for establishment of retail outlet of the foreign-invested business entity shall terminate from the send a notice of termination of sale of goods and other related activities, or notice of termination of retail outlet to the licensing agency.

c) In case of circumstance prescribed in Point d Clause 1 of this Article

The business license or license for establishment of retail outlet of the foreign-invested business entity shall terminate from the date as specified in the decision on revocation of business license or license for establishment of retail outlet. Within 5 working days from the date on which the decision on revocation of business license or license for establishment of retail outlet, the foreign-invested business entity shall return the original of business license or license for establishment of retail outlet to the licensing agency.

Chapter VI

IMPLEMENTATION

Article 46. Responsibilities of the Ministry of Industry and Trade

1. Publish commitments of Vietnam in international treaties on sale of goods and other related activities of foreign-invested business entities in Vietnam.
2. Take charge and cooperate with licensing agencies in creating the database system in terms of sale of goods and other related activities of foreign-invested business entity in Vietnam.
3. Take charge and cooperate with licensing agencies of ministries and local governments in supervising, inspecting and evaluating sale of goods and other related activities and setting up retail outlets of foreign investors and foreign-invested business entities in exceptional circumstances or at the requests of ministries and local governments.

Article 47. Responsibilities of the Ministry of Planning and Investment

1. Take charge and cooperate with the Ministry of Industry and Trade in reviewing, collecting, and posting conditions for business applicable to foreign investors and foreign-invested business entities in the sector of sale of goods and other related activities in the national business registration portal, national foreign investment portal.
2. Cooperate with the Ministry of Industry and Trade in supervising, inspecting and evaluating foreign investment in sale of goods and other related activities and setting up retail outlet.

Article 48. Responsibilities of the People's Committee of province

1. Carry out state management of sale of goods and other related activities of foreign investors and foreign-invested business entities in provinces.

2. Direct Departments of Industry and Trade, the Departments of Planning and Investment, and relevant agencies of provinces to inspect sale of goods and other related activities of foreign investors and foreign-invested business entities in necessary cases or carry out interdisciplinary inspection at the request of regulatory agencies.

3. Cooperate with ministries and agencies in carrying out state management of sale of goods and other related activities of foreign investors and foreign-invested business entities in provinces.

Article 49. Responsibilities of the Department of Industry and Trade

1. Issuance, reissuance, modify and revoke business licenses; issuance, reissuance, modify, renew, and revoke licenses for setting up a retail outlet.

2. Post and update information about business licenses, licenses for setting up a retail outlet, sale of goods and other related activities of foreign investors and foreign-invested business entities in the database system; and take actions against violations in provinces.

3. Carry out state management of sale of goods and other related activities and setting up retail outlets of foreign-invested business entities within their competence.

4. Supervise, inspect and evaluate sale of goods and other related activities and setting up retail outlets of foreign-invested business entities in provinces within their competence.

5. Take actions against violations of sale of goods and other related activities and setting up retail outlets of foreign-invested business entities in provinces within their competence.

Article 50. Transitional regulations

1. A foreign-invested business entity that has obtained a business registration certificate, certificate of investment registration or an equivalent document, business license, license for establishment of retail outlet to carry out sale of goods and other related activities before the effective date of this Decree shall keep operation as specified in the issued documents without applying for business license or license for establishment of retail outlet.

2. If a foreign-invested business entity that has not obtained a business license as prescribed in this Decree but obtained a business registration certificate, investment registration certificate or equivalent document indicating sale of goods and other related activities and must obtain a business license as prescribed in this Decree applies for modification prescribed in Clause 1 Article 11 of this Decree, the foreign-invested business entity shall follow the procedure as required in Articles 15 and 16 of this Decree. The licensing agency of business license shall record the information indicated in the former license and document new information.

3. If a foreign-invested business entity that has not obtained a license for establishment of retail outlet as prescribed in this Decree but obtained a business registration certificate, investment registration certificate or equivalent document indicating the establishment of a retail outlet and must obtain a license for establishment of retail outlet as prescribed in this Decree applies for

modification prescribed in Points a, b, c, d and dd Clause 1 Article 26 of this Decree, the foreign-invested business entity shall follow the procedure as required as prescribed in Articles 31 and 32 of this Decree. The licensing agency of license for establishment of retail outlet shall record the information indicated in the former license and document new information.

Article 51. Entry in force

1. This Decree comes into force as of January 15, 2018.
2. This Decree supersedes Decree No. 23/2007/ND-CP dated February 12, 2007 on guidelines for the Commercial Law regarding sale of goods and other related activities of foreign-invested enterprises in Vietnam.

Article 52. Implementation

Ministers, heads of ministerial-level agencies, heads of government-attached agencies, and presidents of provincial/municipal People's Committees shall implement this Decree./.

**ON BEHALF OF THE GOVERNMENT
PRIME MINISTER**

Nguyen Xuan Phuc

ENTERPRISE'S NAME

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

..., date (dd/mm/yyyy) ...

APPLICATION FOR BUSINESS LICENCE

Dear Department of Industry and Trade of province/city.....

I. Enterprise's details:

1. Enterprise's name:.....

Enterprise's ID code:.....

Main office's address:.....

Contact phone:..... Fax: Email: Website:.....

Enterprise's legal representative:.....

Enterprise Registration Certificate No.....initially issued by.....on (dd/mm/yyyy).....;
¹.....issued for modification on (dd/mm/yyyy).....

2. Charter capital (written in numbers; denominated in VND and equivalent value converted from a foreign currency unit):.....

.....

3. Amount of investment in commodity trading projects and other operations directly related to commodity sale and purchase (if any) (written in numbers; denominated in VND and equivalent value converted from a foreign currency unit):

.....

4. Business scope²:.....

5. Objectives of the investment project³:.....

6. Information about the project owner/stakeholder/founding shareholder⁴:

- The following section is intended for project owner/stakeholder/founding shareholder that is an organization:

+ Enterprise's name:..... Establishment registration address :.....

+ Contributed capital/share proportion:.....

+ Key industries/business sectors:.....

- The following section is intended for project owner/stakeholder/founding shareholder who is an individual:

+ Full name:..... Nationality:.....

+ Contributed capital/share proportion:.....

II. Contents of application for the business license for commodity sales and purchases, and other operations directly related thereto:

1. Carrying out commodity sales and purchases, and other operations directly related thereto (listing out specific business operations which are licensed as per Clause 1 Article 3 of this Decree):

-

2. Other recommendations (if any):

-

III. Enterprise's commitment:

1. Assuming legal liability for legitimacy, accuracy and authenticity of all information given in the Application and attached Application Package for Business License.

2. Strictly complying with Vietnamese law in force, regulations of the business license and instruments enforced by regulatory authorities./.

ENTERPRISE'S LEGAL REPRESENTATIVE

(Signature, full name and seal)

Attached documents:

- 1.;
- 2.;
- 3.;

¹ Specify the latest registration for modification.

² Specify business industries or sectors based on the National enterprise registration database.

³ Specify objectives of each project which are defined in the Investment Registration Certificate. Appendices are needed in case of multiple projects.

⁴ Appendices are needed in case of multiple members.

Form No. 13

ENTERPRISE'S NAME

THE SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

..., date (dd/mm/yyyy) ...

**REPORT ON COMMODITY SALES AND PURCHASES, AND OTHER OPERATIONS
DIRECTLY RELATED THERETO**

YEAR...

To: - Ministry of Industry and Trade¹...;
- Ministry²...;
- Department of Industry and Trade of province/city³....

Enterprise's name:.....

Enterprise's legal representative:.....

Main office's address:.....

Telephone No.:.....Fax:.....Email:.....Website (if any):.....

Business license No.:.....issued by.....on date (dd/mm/yyyy)⁴

Number of retailing establishments which have been licensed/are active nationwide⁵:
.....

I. REPORT ON IMPLEMENTATION OF THE BUSINESS LICENCE

1. Exercising the retailing distribution right without establishing any retailing establishment (if any)

Commodity group	Imported		Domestically purchased		Subtotal	
	Sales (million VND)	Compared to previous year (%)	Sales (million VND)	Compared to previous year (%)	Sales (million VND)	Compared to previous year (%)
	(1)		(2)		(1) + (2)	
1. Food						
2. Non-food						
3. ...						
Total						

2. Exercising the import right and commodity distribution right under the provisions of Point b Clause 4 Article 9 of the Decree No. 09/2018/ND-CP (if any)

Criteria	Quantity		Sales		Profit	
	Quantity (in unit)	Compared to previous year (%)	Sales (million VND)	Compared to previous year (%)	Profit (million VND)	Compared to previous year (%)
1. Import						
2. Domestic purchase						
Total						

3. Carrying out operations directly related to commodity sales and purchases⁶

a) Description of an operation.....

- Information about an operation/sector/key commodity:.....

- Sales:.....

-

Profit:.....

- Partner/major customer:.....

- Other information:.....

b) Description of operation.....

.....

II. REPORT ON IMPLEMENTATION OF THE LICENCE TO INCORPORATE RETAILING ESTABLISHMENT (IF ANY)

1. General overview of business outcome of retailing establishments

Province/city	Import		Domestic purchase		Sales		Profit	
	Sales (million VND)	Compared to previous year (%)	Sales (million VND)	Compared to previous year (%)	Sales (million VND)	Compared to previous year (%)	Profit (million VND)	Compared to previous year (%)
	(1)		(2)		(1) + (2)			
1. Province/city...								
- Retailing establishment No...								
- Retailing establishment No...								
Subtotal								
2. Province/city...								
- Retailing establishment No...								
...								
Subtotal								
3.								
Total								

2. Overview of business outcome of specific commodities and commodity groups of retailing establishments

a) Report on the business outcome of specific commodity groups

Commodity group	Imported	Domestically purchased
-----------------	----------	------------------------

	Sales (million VND)	Compared to previous year (%)	Sales (million VND)	Compared to previous year (%)
I. FOOD				
1. Province/city...				
- Retailing establishment No...				
- Retailing establishment No...				
...				
Subtotal				
2. Province/city...				
- Retailing establishment No...				
...				
Subtotal				
II. NON-FOOD				
1. Province/city...				
- Retailing establishment No...				
- Retailing establishment No...				
...				
Subtotal				
2. Province/city...				
- Retailing establishment No...				
...				
III. TOTAL				
1. Total for food				
2. Total for non-food				

b) Report on the business outcome of commodities in accordance with Point c Clause 4 Article 9 of the Decree No. 09/2018/ND-CP

Commodity description	Quantity (in unit)		Sales (million VND)	
	Reporting year	Compared to previous year (%)	Reporting year	Compared to previous year (%)
I. RICE				

1. Province/city...				
Retailing establishment No...				
Retailing establishment No...				
...				
Subtotal				
2. Province/city...				
...				
Subtotal				
II. SUGAR				
1. Province/city...				
Retailing establishment No...				
Retailing establishment No...				
...				
Subtotal				
2. Province/city				
...				
III. COMMODITY...				
IV. TOTAL
1. Total for rice				
2. Total for sugar				
3. Total for commodity...				

III. REPORT ON IMPLEMENTATION OF OBLIGATIONS TO THE STATE BUDGET⁷

No.	Indicator	Outcome (million VND)	Compared to previous year (%)
1	Revenue		
2	Before-tax profit		
3	Corporate income tax		
4	Other tax and financial obligations...		

The reporting enterprise shall be legally liable for legality, accuracy and authenticity of all information included in this report./.

ENTERPRISE'S LEGAL REPRESENTATIVE

(Signature, full name and seal)

¹ Send this to the Ministry of Industry and Trade if the enterprise performs operations referred to in Points b, c, d, dd, e, g, h and i Clause 5 of the Decree No. 09/2018/ND-CP.

² Send this to a sectoral ministry if the enterprise trades the commodities referred to in Point c Clause 4 Article 9 of the Decree No. 09/2018/ND-CP.

³ Send this to the Department of Industry and Trade which issues the business license and the license to incorporate retailing establishment.

⁴ Specify the latest updated business license.

⁵ Develop province/city-specific appendices including the following information: Ordinal numbers, names, addresses of retailing establishments; numbers and issue date of the license to incorporate retailing establishments.

⁶ Report on operations licensed in accordance with Points b, c, d, dd, e, g, h and i Clause 1 Article 5 of the Decree No. 09/2018/ND-CP.

⁷ Report on only indicators regarding commodity sales and purchases and other operations directly related thereto.