DAI TIN AUDITING COMPANY LIMITED

LEGAL NEWSLETTER
AUGUST 2026

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A. NEW LEGAL DOCUMENTS

1. Decree No. 273/2026/ND-CP of the Government on duty-free business

Issuing date: July 7, 2026

Effective date: August 21, 2026

On July 7, 2026, the Government issued Decree No. 273/2026/ND-CP on duty-free business, prescribing regulations on customs management, customs procedures, customs inspection, and customs supervision with respect to duty-free business activities.

The subjects governed by this Decree include: Persons exiting, transiting, or entering Vietnam; entities granted privileges and immunities in Vietnam; crew members working on vessels sailing international route; passengers on international flights to and from Vietnam; enterprises eligible for duty-free business in accordance with the law; customs authorities, customs officials; operators of seaports, international civil airports, and international railway stations; management boards of international land border checkpoint economic zones, and management units of international land border checkpoints; organizations whose rights and obligations related to duty-free business operations; and other state authorities involved in coordinating state management of duty-free business activities.

Goods sold in duty-free shops include: Goods temporarily imported from abroad, non-tariff zones, and bonded warehouses; and domestic goods permitted to be traded in accordance with Vietnamese law.

Goods temporarily imported from abroad, non-tariff zones, and bonded warehouses that are sold in duty-free shops shall not be included in the lists of goods prohibited from import and suspended from temporary import under regulations on foreign trade management and customs management of temporary import–re-export regime.

Domestic goods permitted to be traded in compliance with regulations and sold in duty-free shops shall not fall within the lists of goods prohibited from export and suspended from temporary export. In cases where the goods are subject to conditional export, such goods must satisfy all conditions prescribed by law.

Domestic goods permitted to be traded in accordance with Vietnamese law and sold in duty-free shops shall be subject to customs authorities' management and supervision based on the list of goods delivered to duty-free shops/duty-free goods warehouses notified by the duty-free business.

Goods sold in duty-free shops shall be stored in duty-free shops/duty-free goods warehouses of duty-free businesses.

This Decree shall take effect from August 21, 2026.

2. *Legal update of regulations on beneficial owners of enterprises*

Issuing date: July 23, 2026

Effective date: July 23, 2026

On July 23, 2026, the Government promulgated Decree No. 296/2026/ND-CP on amendments to Decree No. 168/2025/ND-CP on enterprise registration, which revises and supplements the regulations on beneficial owners of enterprises.

Accordingly, Decree No. 296/2026/ND-CP amending and supplementing regulations on beneficial owners of enterprises from July 23, 2026 provides in detail:

A beneficial owner of an enterprise having juridical person status is one or more individuals who, directly or indirectly, ultimately own or exercise effective control over the enterprise, excluding an individual representing state capital in the enterprise (hereinafter referred to as "beneficial owner of the enterprise").

The beneficial owner shall be one or more individuals identified as follows:

(1) An individual who, directly or indirectly, or both directly and indirectly, owns 25% or more of the charter capital or 25% or more of the total voting shares of the enterprise.

An indirect owner is an individual who owns 25% or more of the charter capital or 25% or more of the total voting shares of the enterprise through organizations or other legal arrangements.

Where a group of individuals having a family relationship as prescribed in Clause 22, Article 4 of the Law on Enterprises, or bound by a contract, jointly own, directly or indirectly, or both directly and indirectly, 25% or more of the charter capital or 25% or more of the total voting shares of the enterprise, the enterprise shall identify the individuals within such group as beneficial owners of the enterprise.

In the case of a partnership, all general partners are considered its beneficial owners regardless of their respective proportion of contributed charter capital or voting rights in the partnership.

(2) Where no individual meets the criteria under (1), or there is evidence that an individual identified under (1) is not the beneficial owner of the enterprise, the enterprise shall determine the beneficial owner through other methods prescribed by law or in practice. Control may be exercised through one or more of the following rights: The right to appoint, dismiss, or remove the majority or all members or the

chairperson of the Board of Directors, the majority or all members or the chairperson of the People's Council, the Director, or the General Director; the right to amend or supplement the enterprise's charter; the right to change the organizational structure; the right to decide on financial, investment, and operational policies of the enterprise; the right to reorganize or dissolve the enterprise.

(3) Where no individual satisfies the criteria set out in (1) and (2), the enterprise shall identify the individual with the highest managerial authority who is authorized to act on behalf of the enterprise, excluding individuals representing state capital in the enterprise, as its beneficial owner.

3. *Enterprises changing their names are allowed to continue using labels and packaging bearing former names within 12 months*

Issuing date: August 25, 2026

Effective date: August 25, 2026

Resolution No. 39/2026/NQ-CP of the Government, effective from August 25, 2026, established a transitional mechanism allowing enterprises to continue using goods labels and commercial packaging printed with their former names after changing their names.

According to Clause 2, Article 4 of Resolution No. 39/2026/NQ-CP, the labels and packaging bearing the former name that may continue to be used must be those in stock as of the date on which the enterprise is issued the Enterprise Registration Certificate recording the new name. Such labels and packaging must have been printed or manufactured prior to the date of issuance of the certificate.

Enterprises must maintain complete dossiers and documents evidence of the time of printing or manufacturing; the quantity of labels and packaging in stock; the continuity of the legal entity, and the entity responsible for the goods. The use of labels and packaging bearing the former name is required to ensure traceability of the goods, must not distort other mandatory information, and must not cause confusion regarding the responsible entity, origin, provenance, quality, or safety of the goods.

As stipulated under Clause 1, Article 4 of Resolution No. 39/2026/NQ-CP, the application of the transitional mechanism does not alter the rights, obligations, or legal responsibilities of the enterprise, nor does it exempt the enterprise from compliance with regulations on product and goods quality, consumer protection, and relevant specialized legislation.

Accordingly, the 12-month period constitutes the timeframe during which enterprises may use up the stock of labels and packaging bearing the former name, while completing the transition to the new name as prescribed.

B. LEGAL GUIDANCE

1. Decree No. 274/2026/ND-CP guiding the Law on Bidding regarding the selection of investors to implement business investment projects

On July 7, 2026, the Government promulgated Decree No. 274/2026/ND-CP guiding the Law on Bidding with respect to the selection of investors to implement business investment projects and the subjects entitled to incentives.

Accordingly, the subjects entitled to incentives and the levels of incentives are prescribed as follows:

- Investors proposing solutions applying advanced technology, high technology, environmentally friendly technology, or the best available techniques to minimize environmental pollution for projects classified as having a high risk of adverse environmental impact under regulations of the law on environmental protection shall be entitled to a 5% incentive in the evaluation of bid dossiers.

- Investors committing to technology transfer or engaging in high-tech activities with respect to high technologies and high-tech products included in the List of high technologies prioritized for investment and development and the List of high-tech products encouraged for development promulgated by the Prime Minister under regulations of the law on high technology, or included in the List of technologies encouraged for transfer under regulations of the law on technology transfer, or included in the List of strategic technologies under regulations of the law on high technology shall be entitled to a 2% incentive in the evaluation of bid dossiers.

- Investors that are science and technology enterprises; innovative start-up enterprises or organizations supporting innovative start-ups recognized by competent authorities; innovation centers; strategic technology enterprises, high-tech enterprises, enterprises producing high-tech products, high-tech incubators, or incubators of high-tech enterprises under regulations of the law on high technology shall be entitled to a 5% incentive in the evaluation of bid dossiers.

- Foreign investors committing to transfer technology to domestic investors or partners shall be entitled to a 2% incentive in the evaluation of bid dossiers. When participating in bidding, investors must submit documents evidencing solutions applying advanced technology, high technology, environmentally friendly technology, best available techniques, lawful rights to use technology under the law on high technology, technology transfer, environmental protection, and other relevant laws to enjoy the above incentives.

2. *Official Letter No. 10311/NBI-QLDN1 on personal income tax policy*

On August 7, 2026, Ninh Binh Provincial Tax Office issued Official Letter No. 10311/NBI-QLDN1 regarding personal income tax policy.

- Regarding wages and overtime pay

Where a company operates in the electronics sector, the total overtime hours of employees must not exceed 300 hours per year. Overtime wages and salaries are exempt from personal income tax (PIT) only if the overtime work fully complies with the conditions and time limits prescribed by labor law; any portion not meeting such requirements must be included in taxable income for PIT. Specifically:

+ Where an employee works overtime exceeding 40 hours in a given month, the wages and salaries corresponding to the overtime hours exceeding 40 are not exempt from PIT and must be included in taxable income for that month.

+ Where an employee has not exceeded 40 overtime hours in a month but the cumulative overtime hours in the year have reached the limit of 300 hours/year as permitted under Clause 3, Article 107 of the Labor Code, then the wages and salaries corresponding to the overtime hours exceeding that limit are not exempt from PIT.

+ Where in a given month an employee works overtime exceeding 40 hours/month but the total overtime hours in the year have not yet exceeded 300 hours/year, the wages and salaries corresponding to the overtime hours exceeding 40 hours/month are still not exempt from PIT..

+ Where an employee exceeds both the limit of 40 hours/month and the limit of 300 hours/year at the same time, taxable income is determined based on the actual overtime hours from the point at which one of the limits prescribed by labor law is no longer satisfied.

- Regarding night work pay

Wages and salaries for night work in compliance with labor law are exempt from PIT; any payments exceeding the statutory level must be included in taxable income. Accordingly, where a company pays employees for night work at 35% of the wage used as the calculation basis as stipulated, then the portion corresponding to 30% as determined under Article 56 of Decree No. 145/2020/ND-CP dated December 14, 2020 of the Government is exempt from PIT; any payment exceeding the statutory level must be included in the employee's taxable income.

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C. ADDITIONAL POINTS

1. *Official Letter No. 20516/CHQ-GSQL/2026 issued by the Department of Customs on overseas processing*

In cases where an enterprise exports raw materials for the production of products processed abroad, and such products are sold in foreign markets without being re-imported into Vietnam, the enterprise shall carry out procedures for change of use purpose in accordance with Clause 5, Article 25 of Decree No. 08/2015/ND-CP as amended and supplemented by Decree No. 167/2025/ND-CP, and Article 21 of Circular No. 38/2015/TT-BTC as amended and supplemented by Circular No. 39/2018/TT-BTC and Circular No. 121/2025/TT-BTC, and shall declare under type code A42.

2. *Official Letter No. 20601/CHQ-GSQL/2026 on imported goods bearing the ® symbol*

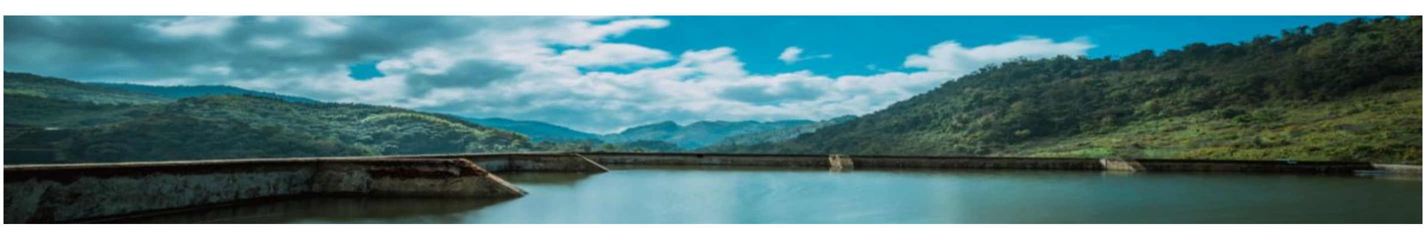
On August 19, 2026, the Department of Customs issued Official Letter No. 20601/CHQ-GSQL/2026 on imported goods bearing the ® symbol.

With respect to issues raised by enterprises concerning imported goods bearing the ® symbol of goods or product packaging, the Department of Customs provides guidance to regional Sub-Departments of Customs as follows:

- Customs authorities shall not automatically determine that imported goods are counterfeit trademark goods solely on the basis that the goods bear the ® symbol where the trademark on the goods or packaging has not been protected in Vietnam.

- In cases where imported goods or packaging bear the ® symbol but the trademark on the goods or packaging has not been protected in Vietnam, the customs declarant must provide a written undertaking to the customs authority to affix supplementary labels on the goods or commercial packaging in accordance with regulations, including truthful information regarding the trademark protection status in Vietnam.

Customs authorities shall examine the written undertaking of the customs declarant and carry out customs clearance procedures for the goods if there are no other violations against regulations on the consignment as prescribed by law.



Dai Tin Auditing Company Limited is a professional auditing and financial consulting organization, providing high quality services including: auditing, accounting, financial consulting, investment consulting, M&A consulting, tax consulting and training.

Dai Tin Auditing Company Limited was established and is operated by a team of founders and dedicated experts in auditing, accounting, finance, and management with many years of experience holding managerial positions in leading companies both domestically and internationally. This enables Dai Tin to build a high-caliber workforce and provide clients with services tailored to Vietnam while still meeting international quality standards.

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