GUIDE TO ESTABLISHING
A FOREIGN OWNED COMPANY IN VIETNAM
(Updated April 2026)

Preparation and Documentation

Most sectors in Vietnam are open for foreign investors, however certain sectors have specific requirements and limitations. Determination of relevant laws and business lines will dictate documents required for initial setup.

> Required documents identifying foreign equity holders (investors) and addressing applicable market access conditions, together with a Vietnam registered address, an eligible resident legal representative, and access to initial capital should be in place at the outset of the application process.

Registration and Approval

(*) Foreign investors typically need to obtain these two core registrations. Under the Law on Investment 2025 and Decree No. 96/2026/ND-CP, foreign investors may establish an economic organisation prior to completing the IRC procedures, subject to applicable market access conditions and relevant guiding decrees and circulars.

1 - 2 Weeks*

ERC Application / Lodgement

The Enterprise Registration Certificate ("ERC") is evidence of the formal establishment of an entity in Vietnam, and details essential information on the company. The document forms a similar purpose to a certificate of incorporation in other jurisdictions. Once this has been approved and received, the company is established.

> Authority: Business Registration Division under the Provincial Department of Finance.

2 - 4 Weeks*

IRC Application / Lodgement

After the ERC is issued, foreign investors are required to complete the procedure for obtaining the Investment Registration Certificate ("IRC") within 12 months.

IRC is a statutory certificate recording a foreign investor's registered investment project information in Vietnam. The IRC application is akin to an investment proposal and serves as the basis for the competent authority to assess and approve the project's scope. Upon being granted the IRC, the economic organisation shall implement the investment project in accordance with the registered contents.

> Authority: Department of Finance or the Management Board of industrial parks, export-processing zones, hi-tech parks, or economic zones in the province where the investor implements its investment project.

Post Establishment Obligations

1 - 2 Weeks*

Obligations following ERC issuance include:

> Opening a bank account (Including Direct Investment Capital Account - "DICA")
> (Charter capital must be deposited into the DICA within 90 days from the ERC date)

> Tax Registration, VAT registration, Chief Accountant appointment

> Appointment of General Director

> Engraving of Company Stamp, Registration with Statistics Office

Sub-License Application(s)

Certain sectors or activities will require sub-license or similar post-establishment applications. These vary, and can include actions such as retail location registration, professional registrations with ministries/departments, and health and safety requirements for food & beverage outlets.

(*) Indicative timeframe for carrying out the procedures, subject to the review and approval of the competent authorities.

This guide is general in nature and should not be treated as specific advice. Depending on your investment plan, the key regulatory workstreams may be carried out in different sequences. Parties should seek their own professional advice on how to proceed in their particular circumstances.

linkedin.com/company/alitium
vietnam@alitium.com
youtube.com/@alitiumgroup
facebook.com/AlitiumGroup

Ho Chi Minh City
Level 5, L'Mak Signature Building
147 - 147bis Hai Ba Trung, Xuan Hoa Ward (District 3)
Ho Chi Minh City, Vietnam

Ha Noi
51 Phan Boi Chau, Cua Nam Ward (Hoan Kiem)
Hanoi, Vietnam

Alitium
www.alitium.com
Vietnam | Singapore | Malaysia

© Alitium Professional Services Company Limited, 2026