

# Vietnam E-Commerce Guide: A Market Entry Handbook for Foreign Investors

Understanding the opportunities  
and legal frameworks for entering  
Vietnam's E-Commerce market in 2025

Alitium

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# Introducing Alitium

Alitium is a comprehensive service provider offering consulting and business support solutions for foreign investors in Vietnam. We serve as a trusted partner, accompanying our clients throughout their investment journey and business development in key markets across the region, including Vietnam and, more recently, Singapore - a strategic financial and commercial hub in Asia.

We understand that in order to operate effectively and achieve sustainable growth, businesses need a solid legal and operational foundation. That is why Alitium delivers professional, flexible, and tailored solutions to meet the unique needs of each business model, helping our clients not only remain compliant with local regulations but also optimize their operations and build a strong reputation in competitive, fast-growing markets.

More than just a service provider, Alitium is a strategic partner committed to supporting the long-term growth of your business - in Vietnam and beyond.

## Publication Overview

The Vietnam E-Commerce Guide is a practical handbook developed to support foreign businesses seeking opportunities to enter Vietnam's rapidly growing digital economy. This guide offers an overview of the legal, tax, and regulatory framework governing E-Commerce activities in Vietnam.

It also highlights key considerations for market entry, including business model selection, licensing requirements, tax obligations, and cross-border compliance regulations.

Compiled by Alitium's team of experienced professionals in investment advisory, legal, and tax services, this guide serves as a valuable resource to help foreign enterprises gain clear insights and make informed decisions when approaching Vietnam's digital market.

In addition to covering legal and regulatory matters, the publication offers practical insights into the operational landscape, helping investors anticipate potential challenges and develop appropriate strategies. Whether you are exploring the market for the first time or planning to expand your digital operations in Vietnam, this guide is designed to equip you with essential knowledge - enabling you to navigate the market with confidence, avoid common pitfalls, and build a compliant, scalable E-Commerce business for the long term.

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# 1. E-Commerce in Vietnam: Context and Trends

## Vietnam E-Commerce Growth

**E-commerce Growth in Vietnam:** Vietnam's E-Commerce sector continues to expand rapidly, growing 18-25% annually according to the Ministry of Industry and Trade. In 2024, the market reached over USD 25 billion - a 20% increase from 2023 - accounting for roughly 9% of national retail and service revenue. In the first nine months of 2024 alone, E-Commerce revenue surpassed VND 227 trillion, up nearly 38% year-on-year, with Q3 contributing 37% of that total.

**Rise of Social Commerce and Cross-Border Trade:** Social commerce continues its growth as platforms like Facebook, Instagram, and TikTok integrate shopping features, offering consumers greater convenience and personalization. At the same time, cross-border E-Commerce is flourishing, with Vietnamese businesses leveraging platforms such as Amazon and Alibaba to expand globally and boost exports.

**Surge in Imported Goods:** Metric ([www.metric.vn](http://www.metric.vn)) reports a sharp increase in imported products via E-Commerce in 2024, with over 324 million items generating USD 568 million in revenue - up 38% and 43% year-on-year, respectively. This growth is fueled by improved logistics, favorable return policies, and competitive pricing. In 2025, revenue is expected to hit USD 15.5 billion, with product volume reaching 4.2 million units. The trend places pressure on domestic platforms and merchants to enhance product quality and pricing to remain competitive.

## E-Commerce Legal Overview

The sector is regulated by Decree No. 52/2013/ND-CP (amended by Decree No. 85/2021/ND-CP), Circular No. 47/2014/TT-BCT, and Circular No. 01/2022/TT-BCT, covering website registration, consumer protection, and data privacy. Drafting of new E-commerce laws are underway, aiming for stronger oversight and alignment with global standards. By 2030, Vietnam and ASEAN aim to establish a unified Digital Economy Framework, promoting sustainable growth through clearer regulations.

The government has introduced new E-Commerce taxation regulations under Decree 117, which take effect from July 1, 2025. These changes require E-Commerce platforms to take on greater responsibility in tax collection, aiming to streamline processes, improve transparency, and ensure compliance across the digital economy.

## Key Trends

Three prominent trends are shaping Vietnam's E-Commerce landscape:

**KOL/KOC Influence:** Key Opinion Leaders (KOLs) and Key Opinion Consumers (KOCs) wield significant influence over consumer behavior. Platforms like TikTok and Instagram leverage KOLs/KOCs to drive product discovery, with a great deal of Vietnamese consumers citing influencer recommendations as a key purchase factor. This trend amplifies marketing reach but raises concerns about transparency in sponsored content, prompting calls for stricter advertising regulations.

**Electronic Payment Methods:** The rise of digital payment solutions, such as mobile apps (e.g., MoMo, ZaloPay), bank cards, and payment gateways, has streamlined E-Commerce transactions. However, challenges like payment fraud and data breaches necessitate robust cybersecurity measures.

**Logistics Development:** Vietnam's logistics sector has expanded rapidly, with companies like Giao Hang Nhanh (GHN) and Giao Hang Tiet Kiem (GHTK) offering affordable, nationwide delivery. Same-day delivery is now standard in urban areas, while rural access is improving. This efficiency reduces costs for consumers and enables sellers to scale operations, reinforcing E-Commerce growth.

These trends converge to create a fertile environment for E-Commerce, but businesses must stay vigilant to comply with legal requirements and adapt to market dynamics.

## 2. Regulated Forms of E-Commerce Activities

In Vietnam's digital commerce landscape, E-Commerce platforms typically operate in two core formats: websites and mobile applications.

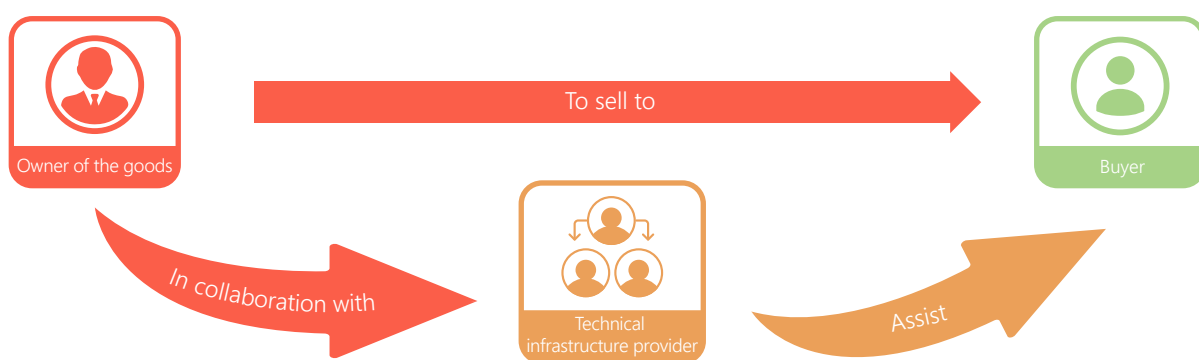
Within these formats, platforms are commonly classified into two main models:

- In-house Sales Platforms, where businesses use their own websites or apps to sell directly to consumers - offering full control over branding, pricing, and customer experience. In this category, a third party may be hired to provide technical infrastructure, logistics services, and other support services to facilitate their sales or service provision activities.
- E-Commerce services platform, where the owner of the platform provides a "digital environment" where multiple owners can independently carry out their commercial activities.

This dual-layered classification - by format and by business model - forms the foundation of Vietnam's regulatory and commercial approach to E-Commerce, governed by Decree No. 52/2013/ND-CP on E-Commerce and Circular No. 59/2015/TT-BCT on the management of E-Commerce activities via mobile applications.

Additionally, with the rise of social networks, the market has witnessed strong growth in social commerce with the integration of social media platforms and online shopping.

### In-House Sales platforms



*\* Summary diagram of participants in In-House Sale Platform operations*

To operate an In-House Sales Platform in Vietnam, the platform owner must register the website the relevant authorities in accordance with applicable laws. A key prerequisite for such notification is that the In-House Sales website must disclose complete and accurate information about its operations.

This includes, but is not limited to, details about the owner, product or service descriptions, delivery and transportation methods, and payment options. These disclosures not only ensure compliance with legal requirements but also serve important practical functions: They enable customers to make informed purchasing decisions, complete transactions online, and receive goods or services without visiting a physical store.

Further, transparent and comprehensive information benefits the overall shopping experience and fosters consumer trust. By fulfilling these obligations, platform owners can maintain lawful status, demonstrate good faith in business practices, and minimize the risk of administrative sanctions or other regulatory consequences.

### E-Commerce Service Websites/Mobile Apps

In this model, the website owner does not act as a seller, but instead provides and manages the necessary infrastructure, such as user accounts, product listings, payment systems, and customer support, facilitating transactions between sellers and buyers.

This model is similar to platforms like Amazon Marketplace, eBay, or Shopee, where the platform itself typically does not sell products (or only does so on a limited basis), but rather enables other businesses or individuals to do so.

Under Vietnamese regulations, E-Commerce service websites and applications are classified into three categories based on their core functions:

- E-Commerce marketplaces;
- Online promotion websites/applications; and
- Online auction websites/applications.

("E-Commerce Service Platform")

#### Online Promotion Websites/Applications

Online promotion websites/applications, such as Hotdeal, are platforms that primarily operate through the following methods:

- Selling vouchers for goods/services at discounted prices;
- Providing loyalty cards that allow buyers to access goods or services from a network of sellers at discounted rates or with additional benefits compared to purchasing directly from individual sellers;
- Other online promotional services as regulated by the Ministry of Industry and Trade.

Instead of selling products directly, these websites/applications focus on connecting customers with promotional programs from various sources, earning a commission on each transaction.

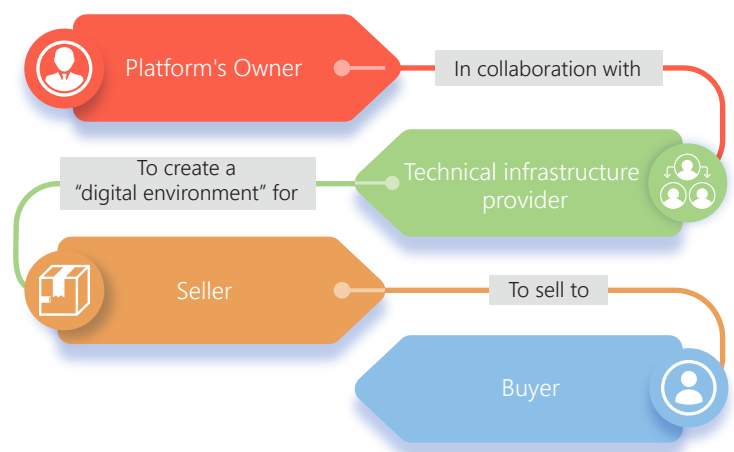
#### Online auction websites/applications

Online auction websites/applications, such as daugiaviet.vn (NALAF), are platforms that organize auction sessions, where buyers compete by placing bids to acquire goods or services. The platform owner establishes the technical infrastructure and transparent auction mechanisms (such as starting prices and auction duration) while overseeing the process to ensure fairness. Sellers utilize these platforms to sell assets, offering buyers attractive and competitive trading opportunities.

#### E-Commerce Marketplace

An E-Commerce marketplace is a dynamic online platform that enables multiple sellers (merchants, organizations, or individuals) to easily set up virtual storefronts and offer a diverse range of goods and services to buyers. Operators are free to develop the technical infrastructure of their website/application to accommodate as many sellers as possible.

*Summary of Parties in the Operation of an E-Commerce Service Platform*



The distinctive feature of shopping on an E-Commerce Marketplace is the ability to choose from multiple sellers, fostering competition in pricing and product offerings, which attracts both buyers and sellers. This drives the growth of E-Commerce Marketplaces, with their primary revenue coming from commission fees, acting as intermediaries rather than direct sellers. In contrast, In-House Sales Platforms, while simpler, limit competition and choices, making them more suitable for buyers seeking products from specific brands.



## 3. Market Entry

### Market Access Conditions for Foreign Investors

Vietnam's e-commerce market is widely regarded as both attractive and promising, not only for domestic enterprises but also for foreign investors. However, to operate legally, foreign investors must comply with specific market access conditions as prescribed under the prevailing legal framework.

#### In-House Sales Platform

According to Vietnam's commitments under the WTO, retail activities are committed to foreign investors from WTO member countries. As a result, foreign investors who establish an In-House Sales Platform to directly distributed their goods are allowed to establish a wholly foreign owned enterprise without restriction.

In relation to goods permitted in E-Commerce transactions, foreign investors must also observe Vietnam's regulations concerning import rights, distribution rights, and online retail activities. Foreign Invested Enterprises (FIE) must ensure that their registered business lines cover the relevant trading activities and that the goods in question are not among those restricted or prohibited for distribution by foreign investors, as stipulated under Vietnam's WTO commitments and domestic legislation.

The online retail of goods by foreign investors, particularly in the business-to-consumer (B2C) context, is classified as a conditional business line, potentially requiring additional licensing procedures. For instance, FIEs are generally required to obtain a business trading license under Decree No. 09/2018/ND-CP.

Foreign-invested enterprises engaging in this direct sales model must still comply with other legal requirements, including:

- Register their In-House Sales Platform to the Ministry of Industry and Trade, as required by Decree 52/2013/ND-CP;
- Comply with regulations on data privacy, consumer protection, and advertising, depending on the nature of the products and how the platform is operated;
- Ensure lawful handling of transactions, invoicing, and tax obligations.

### E-commerce Service Platforms

The provision of E-Commerce Service Platforms is not committed by Vietnam under WTO. However, it is classified as conditional business lines for foreign investors under Decree 31/2021/ND-CP. According to Decree 52/2013/ND-CP, amended by Decree 85/2021/ND-CP, foreign investors may provide E-commerce Service Platforms by establishing an enterprise, contributing capital, or acquiring shares or capital contributions in existing enterprises. There is no statutory foreign ownership cap specifically imposed on such activities. In principle, foreign investors may hold up to 100% ownership.

However, pursuant to Article 67c of Decree No.85/2021/ND-CP, if foreign investors control one or more enterprises in the list of five leading E-Commerce enterprises in Vietnam announced by the Ministry of Industry and Trade, they will be subject to the Ministry of Public Security's assessment of national security conditions.

A foreign investor is deemed to be in control of an enterprise if it: holds more than 50% of the charter capital or more than 50% of the voting shares; directly or indirectly decides the appointment, dismissal, or removal of members of the Board of Directors, the Chairman of the Members' Council, or the Director/General Director; and/or has the right to make decisions on key business matters, which may include: selecting technology platforms, determining business lines and geographical scope of operations, methods of capital mobilization, and the use of capital, etc.

In addition, compliance with other sector-specific regulations is required, including:

- Registration of E-Commerce Service Platform license in accordance with Decree No. 52/2013/ND-CP and Decree No. 85/2021/ND-CP;
- Obtainment of trading license for E-Commerce activities under Decree No.09/2018/ND-CP (for foreign-invested E-Commerce Service Platform).
- Storing users' data within the territory of Vietnam, pursuant to the Law on Cybersecurity 2018;
- Clearly defining the responsibilities of intermediary E-Commerce service providers with respect to goods, advertisements, and the protection of personal data, as stipulated in the Law on Protection of Consumer Rights 2023;

## Business Lines Applicable to Various Types of E-Commerce Activities

The registration of appropriate business lines is an important step to ensure legal compliance and alignment with the company's intended operations. Under current Vietnamese practice, enterprises often register the following types of business lines for E-commerce Activities:

Business lines	Remark
<b>4791</b> – Retail sale via mail order houses or via Internet	Applicable to In-House Sales Platforms
<b>6201</b> – Computer programming activities	Applicable where the enterprise self-develops software or social networking platforms or to businesses offering technical support services, maintenance, and operation of social network systems.
<b>6209</b> – Other information technology and computer service activities	
<b>6311</b> – Data processing, hosting and related activities	
<b>6312</b> – Web portals	Applicable to E-commerce Services Platforms, Social Commerce Platforms

The accurate selection of business lines enables regulatory authorities to assess the operational scope of an enterprise and serves as the basis for determining any applicable licensing or regulatory conditions.

In cases where a company operates under multiple models simultaneously, it may consider registering a combination of relevant business lines to ensure comprehensive coverage and compliance with applicable legal requirements.

## Cross-Border Supply

### Goods/Services trading into Vietnam

Foreign enterprises may also engage in cross-border trading by selling goods or services to Vietnamese consumers without establishing a commercial presence in Vietnam. Typical examples include merchants on Shopee Global, Amazon, or direct sales through their own websites. This activity is currently regulated under existing legal provisions, rather than a distinct E-Commerce law. Relevant legal obligations include:

- Tax obligations including declaration and payment of value-added tax (VAT) and corporate income tax (CIT) for revenues generated from international sales pursuant to the Law on Tax Administration No. 38/2019/QH14 and relevant tax regulations;
- Potential data privacy obligations, including requirements under the Law on Cybersecurity 2018, and Decree No. 13/2023/ND-CP, especially if collecting and processing personal data of Vietnamese users;
- Import duties and customs declaration, in the case of goods physically entering Vietnam. In this case, proper customs procedures must be followed, and applicable import taxes must be paid in accordance with Vietnamese customs laws.

### Foreign E-Commerce Services Platforms operations in Vietnam

Decree No. 52/2013/ND-CP (as amended by Decree No. 85/2021/ND-CP) on E-Commerce, which stipulates that entities operating E-Commerce Services Platforms as a website in Vietnam are required to register such platforms with the Ministry of Industry and Trade (MOIT). Importantly, Decree No. 85/2021/ND-CP also introduced requirements applicable to foreign entities operating cross-border E-Commerce Services Platforms that target the Vietnamese market. Specifically, a foreign E-Commerce Services Platform operator is required to either establish a representative office or appointing an authorized representative, and register with MOIT if any of the following criteria are met:

- The E-Commerce website is registered under a Vietnamese domain name (e.g., “.vn”);
- The website is displayed in the Vietnamese language;
- The website facilitates more than 100,000 transactions originating from Vietnam within a year.

Law on Tax Administration No. 38/2019/QH14 and Circular No. 80/2021/TT-BTC, also require foreign digital service providers, such as E-Commerce Service Platform generating revenue from Vietnamese users, to register for tax and fulfill obligations with the General Department of Taxation;



## 4. Social Media Integrated with E-Commerce

### Social Media Integrated with E-Commerce

Nowadays, many social media providers, such as Facebook and TikTok, have leveraged advanced technical infrastructure and a vast user base (76.2 million, accounting for 75.2% of Vietnam's population in 2025 – Report on Digital 2025: Vietnam) to transform social media platforms into spaces not only for connecting with friends but also for users to indulge in their passion for shopping. This has given rise to the concept of Social Commerce, a fusion of Social Media and E-Commerce ("**Social Commerce**").

According to Clause 15, Article 1 of Decree No. 85/2021/ND-CP, Social Commerce is also considered a form of an E-Commerce marketplace, provided it meets one of the following conditions:

- Allows the sellers to establish virtual storefronts to display or promote goods or services, with the sellers directly or indirectly paying fees for these activities;
- Permits sellers to create accounts to facilitate the process of concluding contracts with buyers, with sellers directly or indirectly paying fees for these activities;
- Features a dedicated buying and selling section that allows sellers to post listings for goods and services, with sellers directly or indirectly paying fees for these activities.

When establishing a Social Commerce, in addition to meeting the registration requirements for E-Commerce Service Platforms, investors must also obtain necessary permits, such as a Social Media Service Provision License.

### Market Entry

As previously discussed, Social Commerce is a combination of social networks and E-Commerce marketplace. Thus, the investor must comply with the regulations that are imposed on both social network and E-Commerce marketplace operations.

Under Decree No. 147/2024/ND-CP, a social network is an information system established on a website or online application platform, providing services and tools that allow service users to provide, exchange, interact, and share information with each other. Presently, neither Vietnam's WTO Commitments nor the Law on Investment 2020 explicitly permits foreign investors to establish wholly foreign-owned enterprises to provide social network services in Vietnam. This sector is a conditional business line under the Law on Investment 2020 (Section 128, Appendix IV).

Foreign investors seeking to provide social networking services providing activities that generate revenue in Vietnam must meet the following key requirements:

- Establish a company under Vietnamese law;
- Obtain a Social Network Service License or from the Ministry of Information and Communications (expected to be renamed);
- Register domain names for the service;
- Fulfill organizational, personnel, technical, and content management requirements;
- Store Vietnamese users' data in Vietnam per Decree No. 53/2022/ND-CP under the Cybersecurity Law 2018;
- Implement measures to control and prevent the spread of illegal content as required by authorities.

To operate a social commerce platform in Vietnam, after obtaining the Social Network Service License, the company must comply with the conditions and procedures imposed on E-Commerce Service Platform provider as mentioned in Section 5.

# 5. Statutory Process

## Notification/ Registration for E-Commerce activities

### Account Registration

To carry out the notification/registration procedures for E-Commerce websites/applications, Investors must first register an online account on the Ministry of Industry and Trade's website. The steps are as follows:

**Step 1:** Access the website <http://online.gov.vn/> to register for an account.

**Step 2:** Make adjustments if additional information is requested.

**Step 3:** Once the account is approved, the Investor uses the registered username and password to log in and proceed with the necessary procedures.

### Notification Process for In-House Sales Platforms

The notification process for an In-House Sales Platform is conducted entirely online. The processing time takes only 3–5 working days to receive the "Blue Checkmark Badge" from the Ministry of Industry and Trade.

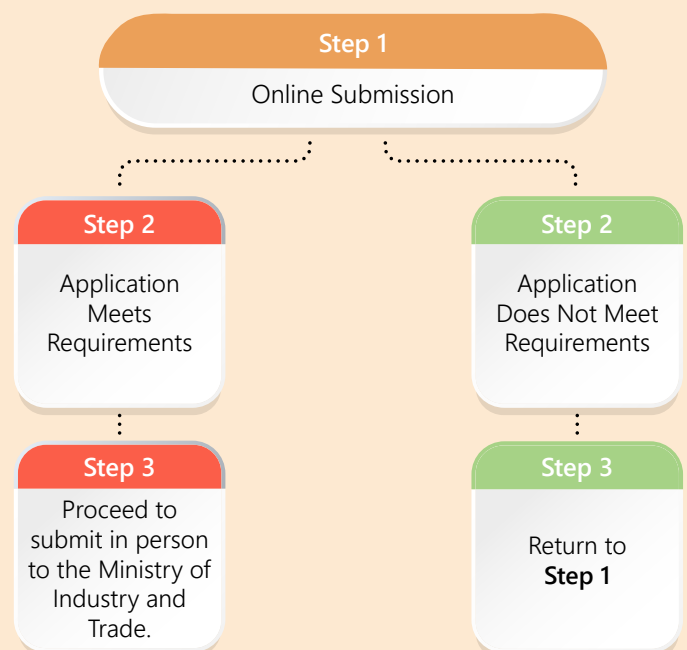


### Registration Process for E-Commerce Services Platform

Registering an E-Commerce Service Platform is a complex process that requires preparation of both technical infrastructure for the website (e.g., domain registration) and legal documentation from the Ministry of Industry and Trade. The registration dossier includes, but is not limited to, the following documents:

- Operational management regulations;
- Template service contract;
- General transaction terms;
- Mechanisms and timelines for handling violations of E-Commerce laws.

Due to the complexity of the documentation, the registration process for the E-Commerce Services Platform requires submission through both online and in-person methods. Within 7 working days from the submission of information on the online portal, the Ministry of Industry and Trade will respond in one of two scenarios as follows:



Investors should note that submitting documents in person to the Ministry of Industry and Trade does not guarantee approval. The issuance of the "Red Checkmark Badge" by the Ministry depends on the completeness and accuracy of the hard-copy application.



The processing time also varies based on the competence of the applicant and the number of revisions required.

Another critical obligation for owners of E-Commerce Services Platform is the annual activity report. This report must be submitted by January 15 each year, either online through the registered account or by mail to the Ministry of Industry and Trade.

# Obtaining a Trading License

## Trading License for Retail Activities

Under Vietnamese regulations, foreign-invested entities conducting retail sales of goods for consumption must obtain a trading license as prescribed under Decree No. 09/2018/NĐ-CP. This requirement applies to all forms of retail operations of foreign investors, including physical retail outlets, supermarkets, convenience stores, and is not limited to online retail or E-Commerce platforms. The trading license is to be obtained before seeking to register an E-Commerce website/platform.

Goods eligible under a trading license are those Vietnam has committed to market access in international treaties. For goods not yet their such commitments, including lubricants, rice, sugar, recorded media items, books, newspapers, and magazines, a retail trading license will only be granted to foreign-invested entities that already operate a physical retail outlet in the form of a supermarket, mini-mart, or convenience store, and only for retail at those existing locations.

## Trading License for E-Commerce Service Platform

Foreign-invested companies E-Commerce Services Platforms are required to obtain a trading license for covered E-Commerce Service Platform prior to commencing operations. While in the case of 100% locally owned E-Commerce Service Platform, this is not required.

## Conditions and Requirements

The issuance of a trading license is subject to several conditions, including:

- A financial plan outlining capital, funding sources, and supporting documents;
- No overdue tax liabilities (for entities operating in Vietnam for over one year);
- A retail location aligned with local planning regulations; and
- A business plan addressing market strategy, workforce needs, and expected socio-economic impact.

For retailed goods or services not covered under Vietnam's international commitments, and where the investor's home country lacks a relevant treaty with Vietnam, additional considerations include alignment with national development strategies, market access policies, and Vietnam's foreign cooperation objectives.

A trading license is valid for five years, and each company must ensure continued compliance with the above conditions and apply for a new license upon expiry. The standard processing time for the issuance of a trading license is 15 working days from the date of submission of a complete and valid application dossier.

## Report Regime

Foreign-invested entities engaged in retail activities or E-Commerce Service Platforms are required to submit an annual report on their operations by January 31 of each calendar year.

## License to Provide Social Network Services

### Process for Obtaining a License to Provide Social Network Services

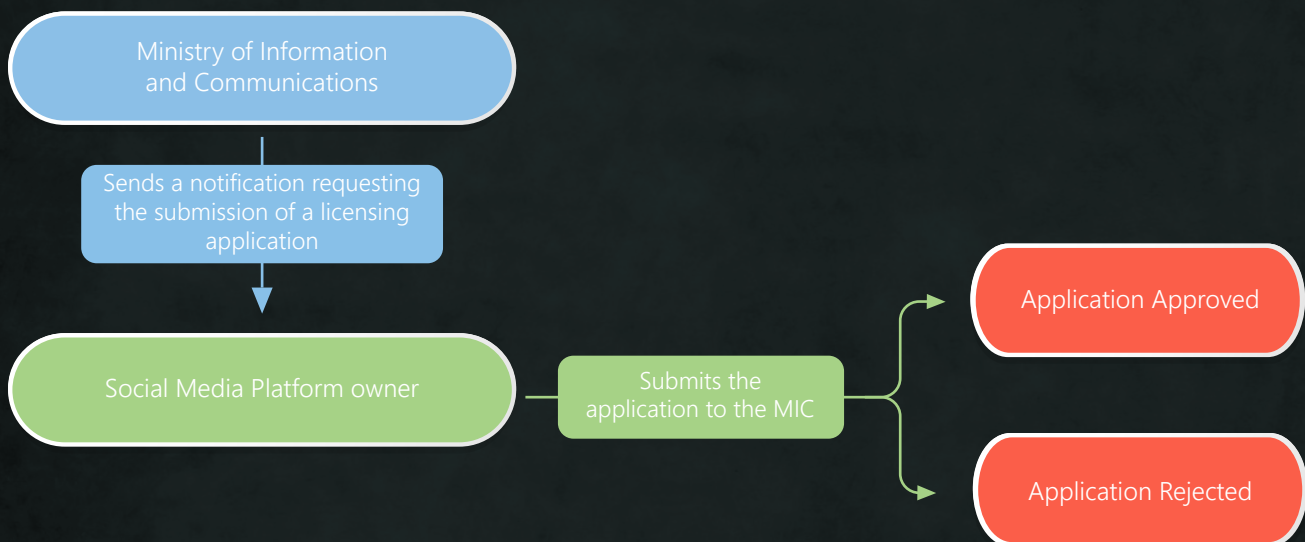
Currently, under Clause 1, Article 31 of Decree No. 147/2024/ND-CP, the process for obtaining a license to establish a social network typically begins when the Ministry of Information and Communications proactively issues a licensing notice to agencies, organizations, or enterprises that provide social media services ("owners"). Upon receiving this notice, the owner is required to submit a complete application dossier for a License to Provide Social Network Services within 60 days.

The application dossier for a License to Provide Social Network Services includes, but is not limited to, the following documents:

- Business Registration Certificate, Investment Registration Certificate;
- Operational proposal including key details: Detailed description of the service, homepage interface, human resource organization plan, etc.;
- Agreement on the provision and use of social network services;
- Screenshots/Scanned copies of the homepage interface and various sections of the social network.

The processing time generally takes about 25 days, excluding delays due to objective reasons (e.g., changes in legislation) or subjective factors (e.g., the perspective of the reviewing officer).

### Process for Obtaining a Social Media Service Provision License



Owners are also required to submit periodic reports annually by November 25 or ad-hoc reports upon request. These reports can be submitted either in person or online.



# Domain Name Registration

Domain names are considered national Internet resources and are subject to regulation under Vietnamese law. They represent a critical digital asset for enterprises engaged in E-Commerce, not only reflecting brand identity but also directly impacting the ability to access and retain customers online. Domain name registration must comply with legal provisions concerning telecommunications, information technology, and intellectual property rights.

Circular No. 24/2015/TT-BTTTT (from Article 5 to Article 18) provides regulations on the management and use of Internet resources, including the registration and use of ".vn" country-code domains and international domains.

Circular No. 21/2021/TT-BTTTT, which amends and supplements Circular No. 24/2015/TT-BTTTT, provides key provisions including:

- Registration of the country-code domain ".vn" must be conducted through domain name registrars licensed by the Vietnam Internet Network Information Center (VNNIC) - Ministry of Science and Technology. Enterprises may register domain names that reflect their organization's name, trademarks, or products and services to support their E-Commerce activities.
- Domain name users are responsible for maintaining the lawful status of their domains, ensuring that they do not violate legal prohibitions, public morals, or infringe intellectual property rights as regulated by the 2022 amended Intellectual Property Law.

Additionally, enterprises should pay attention to domain name protection from an intellectual property perspective, especially where the domain contains a registered trademark. In practice, domain disputes frequently arise when a party registers a domain identical or confusingly similar to a protected trademark. In such cases, enterprises may resolve disputes through the domain name dispute resolution mechanism administered by the (VNNIC) or initiate legal proceedings before competent courts under the Civil Code and Intellectual Property Law.





## 6. Taxation in E-Commerce activities

### E-Commerce-Related Tax Laws

E-Commerce activities are governed by multiple current tax regulations, including the Law on Tax Administration No. 38/2019/QH14, the Value Added Tax (VAT) Law, the Corporate Income Tax (CIT) Law, the Personal Income Tax (PIT) Law, Law on Export And Import Duty, as well as related implementing guidelines. Depending on the type of entity (enterprise or individual) and the mode of business operation (direct or through a platform), applicable taxes include Value Added Tax (VAT), Corporate Income Tax (CIT), or Personal Income Tax (PIT). Full compliance with tax obligations is essential for lawful operation and to mitigate legal risks such as administrative penalties, tax reassessments, or suspension of business activities.

Accordingly, tax obligations vary depending on the type of E-Commerce activities.

### E-Commerce Services Platforms

These platforms' owner do not sell goods/services themselves but provide the technical infrastructure for the sellers to do so. They are required to:

- Declare and pay tax from revenue from providing E-Commerce Service Platform.
- Coordinate with the tax authority to facilitate the tax declaration and payment obligations of sellers using the platform, including submitting. Periodical reports to the General Department of Taxation on the business activities of sellers using the platform, the reports shall include sellers name and tax identification number (TIN), contact address and phone number, revenue generated via the platform's ordering system.
- Withhold and remit taxes on behalf of sellers upon written request from the tax authorities, particularly in cases where sellers fail to fulfill their tax obligations in accordance with the law.

### In-House Sales Platforms

The onshore owner of In-House Sales Platforms are required to:

- Register for tax, declare and pay tax from goods and services trading revenue according to Law on Tax management.
- Ensure proper invoicing and e-invoice issuance in compliance with Decree No. 123/2020/ND-CP and Circular No. 78/2021/TT-BTC;
- Maintain accounting records and report taxable revenues from their online activities in Vietnam in accordance with the Law on Accounting.

For offshore In-House Sales Platforms in Vietnam without a commercial presence in the country, Clause 4 Article 42 the Law on Tax Administration 2019, foreign organizations and individuals conducting E-Commerce or digital-based business without a permanent establishment in Vietnam but earning income from Vietnamese consumers - are required to register, declare, and pay taxes in Vietnam either directly or via authorised parties.

Vietnam's National Assembly passed changes to Vietnam's Corporate Income Tax laws on 14 June 2025, deeming certain large enterprises selling into Vietnam to have a Permanent Establishment in Vietnam for tax compliance.

# State of E-Commerce Tax Management

As of 4 June 2025, the Ministry of Finance reported that total tax revenue from E-Commerce and the digital economy in the first five months of the year reached VND 74.4 trillion, a 55% increase compared to the same period in 2024. Of this amount, 158 foreign service providers registered, declared, and paid VND 5.7 trillion in taxes (an increase of 41%), while nearly 93,000 domestic organizations and individuals contributed a combined VND 67.6 trillion.

In response to the rapid growth of E-Commerce, the Ministry of Finance has strengthened public awareness efforts and advanced the legal framework. This includes requiring E-Commerce Platforms to withhold and remit taxes on behalf of individual and household sellers; mandating identity verification for users conducting livestream sales; and launching an electronic portal on 19 December 2024, to facilitate tax registration, filing, and payment for individuals and households engaging in online business.

Alongside efforts to support taxpayers, tax authorities have also intensified oversight of E-Commerce transactions. In 2024, nearly VND 1.4 trillion was collected in taxes arrears, following the review of over 40 billion E-Commerce transactions (according to Lao Dong Newspaper dated 4 April 2025). In the first five months of 2025 alone, tax authorities reviewed 164,661 taxpayers and recovered over VND 416 billion from enterprises (according to Hai Quan Online dated 4 June 2025).

Under Decree No. 117/2025/ND-CP, effective from 1 July 2025, owners of E-commerce Service Platforms with payment functions, or their authorized representatives, are required to withhold and remit value-added tax (VAT) and personal income tax (PIT) on behalf of household and individual sellers for each confirmed and paid order. Applicable tax rates for domestic sellers are 0.5%-2% PIT and 1%-5% VAT, and for foreign sellers are 1%-5% PIT and VAT. Tax declarations must be submitted monthly. For platforms without payment functions, the responsibility to declare and pay taxes remains with the sellers themselves.

In the coming period, Vietnam is expected to amend its legal framework to enhance the responsibilities of stakeholders further involved in E-Commerce transactions. Anticipated changes include requiring logistics service providers and owners of E-Commerce service platforms to share information about merchants operating on their platforms, another including livestream sellers and affiliate marketers.

Concurrently, regulatory authorities are also expected to:

- Strengthen sanctions against platforms violating E-Commerce regulations;
- Scrutiny, inspection and examination of organizations and individuals doing business on digital platforms;
- Closely monitor livestream selling activities on social media platforms;
- Strictly handle cases of tax evasion or non-compliance.

At the same time, anti-tax evasion efforts through inspections will continue to be reinforced to promptly detect and address tax fraud in the E-Commerce sector.

# 7. Case studies

## Success story

Shopee and Lazada are two foreign-invested E-Commerce marketplace that have played pivotal roles in shaping Vietnam's E-commerce landscape, though leveraging advanced technologies, embracing social commerce trends, and forming strong partnerships with local stakeholders.

Shopee has significantly influenced the market by integrating artificial intelligence into consumer-facing campaigns such as SkinCam, enhancing user experience and improving conversion rates. Capitalizing on the rising popularity of social commerce, Shopee has effectively used short-form videos and livestream shopping, engaging 36% of Vietnamese consumers in 2024, according to the Novaon Commerce report. Strategic promotions such as "11.11" and "12.12" have further expanded its user base. Shopee's compliance with local regulations and collaboration with domestic sellers have enabled it to serve both urban and rural markets, laying a strong foundation for long-term growth amid the sector's 30% annual growth rate from 2020 to 2024.

Meanwhile, Lazada has differentiated itself through a robust logistics infrastructure and strategic alliances. Its same-day delivery service in major cities has enhanced customer satisfaction and operational efficiency. Partnerships with digital payment providers such as MoMo and ZaloPay, along with brand collaborations across sectors, from fashion to electronics, have positioned Lazada to meet the growing demand for premium products. By maintaining regulatory compliance and prioritizing customer service, Lazada has built a loyal customer base and strong market credibility.

Together, Shopee and Lazada, with their complementary approaches, have become cornerstone platforms in Vietnam's rapidly evolving E-Commerce ecosystem.

## Noticeable Lesson

### Temu

Between October and November 2024, Temu gained traction among Vietnamese users despite not being legally registered to operate in Vietnam. This violated Decree No. 52/2013/ND-CP (amended by Decree No. 85/2021/ND-CP), which requires foreign E-Commerce providers to establish a representative office or appoint a local representative. Temu also failed to register and pay taxes as required under the Law on Tax Administration No. 38/2019/QH14.

As a result, Vietnamese authorities blocked the platform and suspended customs clearance of its goods. The Ministry of Industry and Trade requested customer notifications and compensation. Temu paused operations in Vietnam to complete the necessary legal procedures for compliance, and is yet to resume sales.

### TikTok

Despite its international origins, TikTok rapidly gained popularity in Vietnam with the launch of TikTok Shop, enabling users to buy and sell goods seamlessly while surfing social media. A standout feature is the ability to purchase products directly through engaging and diverse short promotional videos or so-called "reels".

However, as a major platform, TikTok has faced legal controversies for failing to fully comply with Vietnam's E-Commerce regulations. According to inspection conclusion No.08/KL-BTTTT, TikTok has not fulfilled the legal obligation imposed on E-Commerce marketplace, including:

- Not disclosing information about the application owner on the TikTok Shop homepage;
- Failing to fully store seller information as required during service registration;
- Not adequately inspecting or monitoring to ensure sellers provide product information on the E-Commerce marketplace in accordance with regulations.

Authorities have required TikTok to implement corrective measures to address these violations. Unlike Temu, TikTok continues to operate successfully in Vietnam.



# About Alitium

Alitium Professional Services is an experienced consultancy & advisory firm specialising in assisting foreign investors in navigating the complexities of the Vietnamese market. With a comprehensive suite of services, Alitium provides expert guidance on legal and licensing issues, corporate consulting, accounting, human resources, compliance, and taxation support. The firm prides itself on a unique blend of traditional values and innovative methodologies, ensuring precise and reliable solutions tailored to each client's needs. Alitium's team of seasoned professionals is committed to delivering excellence, leveraging deep local knowledge and global perspectives to help clients achieve success.

Alitium's core mission is to facilitate seamless market entry and sustainable business operations for foreign investors in Vietnam. The firm's legal and licensing services cover company incorporation, transactions, corporate agreements, and structuring, ensuring that businesses are set up correctly from the start. In addition, Alitium offers comprehensive corporate consulting and advisory services, including market entry strategy, due diligence, project planning, valuations, and corporate risk reviews. These services are designed to provide investors with a thorough understanding of the Vietnamese market landscape and to help them make informed decisions.

Accounting, HR, and compliance are critical areas where Alitium excels, offering ongoing support to ensure that clients meet all regulatory requirements. This includes data entry, financial reporting, risk management, and payroll services, all aimed at maintaining compliance and minimizing risks. Alitium's taxation support and advisory services are particularly noteworthy, providing technical and administrative assistance to manage tax risks and optimize tax liabilities. This long-term, strategic approach to taxation helps clients navigate the complexities of Vietnamese tax laws and ensures that they remain compliant while maximizing their financial outcomes.

One of Alitium's distinguishing features is its experience and commitment to understanding and addressing the specific needs of foreign investors. The firm recognizes that Vietnam's regulatory environment can be challenging for new market entrants, and it strives to provide clear, actionable advice that balances commercial objectives with legal compliance. This client-centric approach is underpinned by a deep appreciation of the cultural and economic context in which businesses operate in Vietnam.

Alitium places a strong emphasis on governance and compliance, understanding that these are critical components of successful business operations in Vietnam. The firm helps clients from around the globe to establish robust governance frameworks that protect against risks and ensure adherence to local laws and regulations. This commitment to high standards of governance not only supports legal compliance but also builds trust and credibility in the Vietnamese market.

## Our Key People



**Phuong Vo**  
**Managing Partner**

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Phuong is a registered lawyer in Vietnam, with more than 10 years professional experience advising foreign investors with their market entry and ongoing commercial and structural requirements in Vietnam. Prior to founding Alitium, Phuong directly lead a team of 20 lawyers focussing on supporting foreign-listed and multi-national investors.

Phuong's main practice areas have focussed on licensing, company establishment and structuring – particularly in difficult market access sectors in Vietnam for foreign investors.




**Matthew Lourey**  
**Chairman**


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Matthew is an Australian Chartered Accountant, with 20 years professional experience advising corporate investors in Vietnam.

Matthew was the founder of a significant professional services firm in Vietnam, and is known for his extensive knowledge and experience advising foreign investors to navigate and remain compliant with Vietnam's complex regulatory environment.

## Alitium

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