

Vietnam Retail Guide: A Market Entry Handbook for Foreign Investors

Understanding the requirements and processes for establishing a retail business in Vietnam in 2025

Alitium

www.alitium.com

Retail Establishment Milestones

01 Investment Approval

- M&A Approval
- IRC
- Investment Approval

02 Licensing / Company Establishment

- ERC

03 Trading Licence

04 Retail Outlet License

- ENT

05 E-commerce License

06 Location

Table Of Contents

Overview of Vietnam's Retail Landscape	4
Site Selection	7
Licensing and Regulatory Framework	8
Economic Needs Test (ENT)	9
Market Entry Process Diagram	10
Market Entry and Human Resources Management Strategy	11
Taxation and Financial Compliance	12
Risk Management and Challenges	13
Practical Lessons and Future Outlook	14
Food and Beverage Trading	15

Overview of Vietnam's Retail Landscape

1. Introduction

Vietnam's continued development and growth has supported its standing as one of the leading retail markets in Asia, driven by rapid economic growth, a rising middle class, and increasing consumer spending. The country's retail sector has undergone significant transformation, supported by urbanization, digitalization, and evolving consumer preferences. As Vietnam further integrates into the global economy, it presents numerous opportunities for foreign investors seeking to access more retail opportunities. This handbook provides guidance for investors looking to navigate the complexities of Vietnam's retail landscape.

Overview of Vietnam's Retail Market

Vietnam's retail sector has witnessed remarkable expansion over the past decade, supported by strong domestic demand and a favorable regulatory environment. The market is characterized by a mix of traditional retail formats, such as wet markets and small independent stores, alongside a rapidly growing modern retail segment, including shopping malls, supermarkets, convenience stores, and e-commerce platforms. The rise of digital retailing, driven by increased internet penetration and smartphone usage, has further reshaped consumer behavior and business strategies.

The retail industry's growth is underpinned by key factors such as a young and tech-savvy population, increasing disposable incomes, and a shift towards organized retail. Major international and domestic retailers have been expanding their presence, leveraging Vietnam's strategic location and trade agreements that facilitate cross-border commerce. Despite these positive developments, investors must also navigate challenges such as regulatory complexities, competition, and evolving consumer expectations.

Why Invest in Vietnam?

Vietnam offers an attractive investment destination for foreign retailers due to its robust economic fundamentals, strategic position in the Asia-Pacific region, and commitment to trade liberalization. Several key factors make Vietnam a compelling market for retail investment:

Strong Economic Growth: Vietnam consistently achieves high GDP growth rates, averaging around 6-7% annually, making it one of the fastest-growing economies in the region.

Favorable Demographics: With a population exceeding 100 million, over half of whom are under 35, Vietnam presents a large and youthful consumer base eager for modern retail experiences.

Growing Middle Class: Rising incomes and urbanization have led to increased purchasing power, driving demand for high-quality products and international brands.

Trade Agreements and Market Access: Vietnam is a member of multiple free trade agreements (FTAs), including the Comprehensive and Progressive Agreement for Trans-Pacific Partnership (CPTPP) and the EU-Vietnam Free Trade Agreement (EVFTA), which provide preferential access to key global markets.



Government Support and Business Environment: Vietnam has introduced reforms to enhance ease of doing business, encourage foreign direct investment (FDI), and streamline administrative procedures.

Understanding Vietnam's economic landscape is crucial for investors evaluating the retail sector. The following key indicators highlight the country's economic strength and potential:

Foreign Direct Investment (FDI): Vietnam attracts significant FDI inflows, particularly in retail, manufacturing, and technology sectors.

Urbanization Rate: Rapid urban development fuels demand for modern retail infrastructure and lifestyle-oriented shopping experiences.

Digital Economy Growth: The expansion of e-commerce and digital payments underscores Vietnam's shift towards a more connected and technologically advanced retail ecosystem.

These economic indicators, combined with Vietnam's commitment to modernization and global integration, reinforce its position as an attractive destination for retail investment. As investors explore opportunities in this thriving market, a thorough understanding of Vietnam's retail strategic entry approaches will be essential for long-term success.

2. Understanding Vietnam's Retail Landscape

Market Segments and Consumer Trends

Vietnam's retail market consists of diverse segments catering to different consumer preferences and income levels, including traditional wet markets, modern trade (supermarkets, hypermarkets), convenience stores, shopping malls, and e-commerce platforms.. The key segments include:

Traditional Retail: Comprising wet markets, mom-and-pop stores, and independent retailers, this segment continues to serve a large portion of the population, particularly in rural and suburban areas.

Modern Trade: Includes supermarkets, hypermarkets, shopping malls, and convenience stores. This segment has been expanding rapidly, offering consumers a more structured shopping experience with a wider range of products and international brands.

Luxury and Premium Retail: Driven by an expanding middle and upper class, luxury malls and high-end brand stores are becoming more prominent in major cities such as Ho Chi Minh City and Hanoi.

E-commerce and Online Shopping: With increasing internet penetration and smartphone usage, online shopping has gained significant traction, offering convenience and competitive pricing to a tech-savvy consumer base.

Consumer behavior is evolving, with a rising preference for branded goods, healthier food options, and sustainable products. Young consumers, particularly Generation Z and Millennials, are influencing retail trends by prioritizing digital engagement, personalized shopping experiences, and ethical consumption.



Key Participants in the Retail Industry

Vietnam's retail landscape is highly competitive, with both domestic and international participants vying for market share. The competition within the industry continues to intensify, with retailers investing in omnichannel strategies, store expansions, and digital marketing to strengthen their positions.

E-commerce and Digital Transformation

The digital revolution is reshaping Vietnam's retail sector, with e-commerce experiencing exponential growth. Several factors contribute to this transformation:

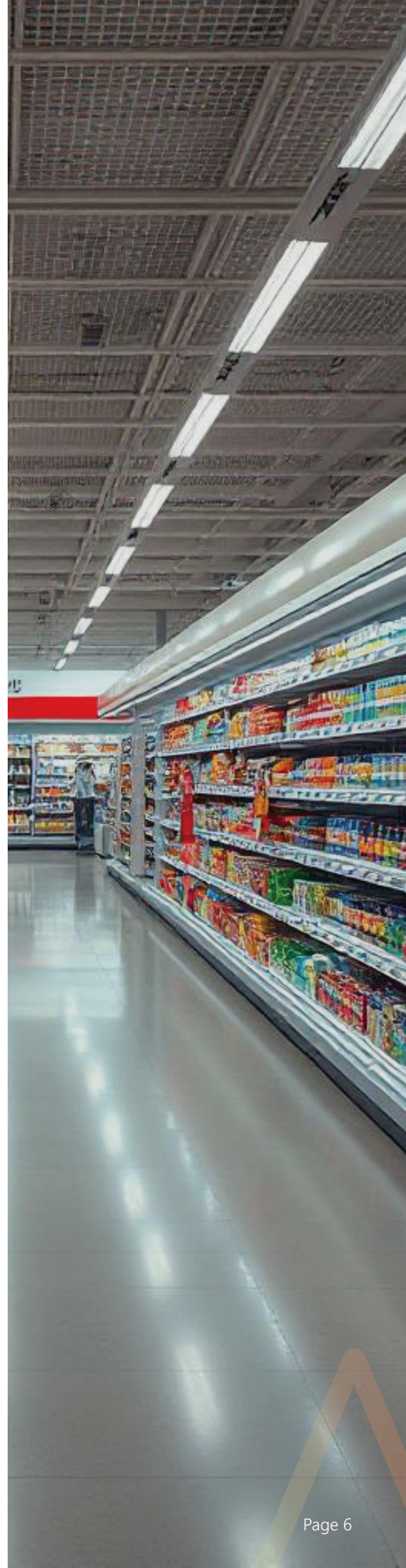
Rising Internet and Smartphone Usage: With over 70% of the population having internet access, consumers are increasingly turning to online platforms for their shopping needs.

Growth of Digital Payments: The adoption of e-wallets such as MoMo, ZaloPay, and VNPAY is making online transactions more convenient, reducing reliance on cash.

Social Commerce and Live Streaming: Retailers are leveraging social media platforms such as Facebook, TikTok, and Instagram to engage with consumers through live selling and influencer marketing.

Logistics and Last-Mile Delivery Innovations: Companies are enhancing their logistics infrastructure to offer faster and more reliable delivery services, improving the overall customer experience.

As digitalization continues to advance, businesses must adapt to emerging trends and technological innovations to remain competitive in Vietnam's rapidly evolving retail market.



Site Selection

To support the continued market growth, Vietnam's government has implemented various incentive policies to attract foreign investors. The expansion of modern retail models, such as shopping malls, supermarkets, and e-commerce, presents numerous opportunities for international businesses.

Selecting the optimal location for retail operations in Vietnam requires the careful consideration of strategic factors, balancing market accessibility, consumer demographics, competition levels, and infrastructure.

Strategic Considerations

Choosing the right location plays a crucial role in the success of a retail business. Investors should consider factors such as foot traffic, purchasing power, accessibility, and competition before deciding on a business location.

Proximity to Key Retail Hubs

Northern Vietnam: Hanoi, Bac Ninh, and Hai Phong have high populations and strong economies. City centers suit premium brands, while suburbs are ideal for supermarkets and convenience stores. Proximity to China benefits logistics.

Southern Vietnam: Ho Chi Minh City & Binh Duong are vibrant with a young, tech-savvy population. International brands and shopping malls thrive, with strong potential for e-commerce logistics.

Central Vietnam: Da Nang and Nha Trang attract tourists, making them ideal for fashion retail, F&B, and hospitality. Lower rental costs and rising middle-class spending boost growth.

Infrastructure and Consumer Accessibility

Transportation & Connectivity

Areas near metro stations in Hanoi and Ho Chi Minh City are prime retail locations due to convenient transportation. Airports and tourist hubs offer significant opportunities for duty-free stores and tourism-focused retail.

Demographics & Consumer Behavior

A young, tech-savvy population drives demand for online shopping and fashion. The growing middle class expands the market for international and premium brands. The rapid growth of e-commerce requires seamless integration between physical stores and online platforms.

Land and Investment

Retail investors have various location options, including shopping malls, standalone stores, mixed-use complexes, and e-commerce distribution centers. Each model comes with its own advantages and challenges.

Retail Location Options

Shopping malls & retail centers: High foot traffic, ideal for luxury brands, fashion, electronics, and F&B. High cost but strong brand-building potential.

Streetfront & standalone stores: Easy customer access, suitable for specialty shops, cafés, and restaurants. Requires careful location research.

Residential areas & suburbs: High demand for supermarkets and convenience stores. Lower costs with long-term growth potential.

E-commerce & warehousing: Rapid growth, requiring logistics hubs near cities and integration with Shopee, Lazada, and TikTok Shop.

Zoning & Legal Considerations

Vietnam has strict urban planning laws, and foreign investors must ensure the retail store locations comply with local zoning regulations.

Foreign-invested retail businesses in Vietnam may be subject to the Economic Needs Test (ENT), particularly when opening a second or subsequent retail outlet. While exemptions exist, investors should carefully assess your applicability and compliance requirements.

Establishing a retail business in Vietnam offers many advantages, but selecting the right location - whether in shopping malls, busy commercial streets, or well-connected areas - maximizes customer reach and brand growth. Strong infrastructure and a growing middle class ensure stable consumer demand.

Vietnam also promotes sustainable retail, requiring businesses to comply with environmental regulations and adopt green solutions. Companies that embrace these practices not only operate smoothly but also build credibility and long-term competitive advantages.

Licensing and Regulatory Framework

The licensing process for retail businesses in Vietnam can be complex but manageable with proper guidance. Vietnam has specific licensing requirements depending on the type of retail activity and whether the business is foreign-invested.

The Vietnamese domestic economy continues to grow and is considered by many as one of the leading growth markets in Southeast Asia and globally. Accordingly, Vietnam has continued to attract foreign investors invest and expand their business, and tap into the growing market.

In general, the retail sector in Vietnam is open to foreign investors under the country's legal framework, except for goods listed on the negative list. However, foreign-invested retail businesses must go through a multi-step process, including obtaining investment approval (which may include Investment Registration Certificate or both Investment Decision Approval and Investment Registration Certificate) before registering the legal entity, unlike domestic companies that have fewer procedural requirements.

Since the retail sector influences consumer safety and market stability, foreign retailers in Vietnam must comply with various regulations. These include business licensing, consumer protection laws, product labeling requirements, and specific standards for food safety and pharmaceuticals. Compliance with these regulations helps align retail operations with Vietnam's broader goals for sustainable and responsible market growth.

Business Structures Available for Foreign Investors

Foreign investors can establish various types of businesses in Vietnam, including:

Wholly Foreign-Owned Enterprises (WFOE): This structure allows full ownership and control, offering greater flexibility but requiring compliance with all local laws and regulations.

Joint Ventures with Local Partners: This model can help foreign investors navigate regulatory barriers and benefit from local market knowledge while requiring shared ownership.

Licensing and Registration Procedures

Investors must navigate the legal processes required to register a business, obtain relevant permits, and comply with Vietnamese laws. Key steps include:

1. Investment Policy Decision/Investment Policy Approval (IPD)

The **Investment Policy Decision** applies to: Large retail projects, such as shopping malls, supermarket chains, or projects with foreign investment. Smaller businesses or projects that do not fall under the above categories may not require an IPD.

Steps in the Investment Policy Decision:

1. **Submission of proposal.**
2. **Assessment.**
3. **Consultation.**
4. **Issuance of decision.**

2. Investment Registration Certificate (IRC)

The **IRC** is mandatory for all foreign investors. It specifies the investment project, capital structure, and operational timeline. The key steps for obtaining an IRC include:

1. Submission of required documents (business plan, project scope, and financial commitments) to the **Department of Planning and Investment (DPI)**.
2. The investment procedure, including IPD and IRC issuance, typically takes 45 days. The IPD, handled by the provincial People's Committee, drives most of this timeline, with the IRC issued within 5 working days post-IPD. Projects under the Prime Minister or National Assembly have a longer IPD process.

3. Enterprise Registration Certificate (ERC)

Once the IRC is obtained, the company must register as a legal entity in Vietnam. The **ERC** outlines the company's legal status and business lines. Investors need to:

1. Submit the company charter, ownership structure, and other documents.
2. Receipt of the ERC within 3–5 business days after submission.

4. Sub-Licenses

Trading License: Generally mandatory for foreign directly invested companies and deemed foreign invested companies

Retail Outlet Establishment License: Generally mandatory for directly foreign invested company and deemed foreign invested companies.

5. Sector-Specific Regulations

Certain industries such as pharmaceuticals, food, cosmetics, and alcohol have specific regulations. Businesses must comply with food safety standards, labeling requirements, and quality inspections.

Economic Needs Test (ENT)

Opening a retail outlet in Vietnam requires dealing with requirements including the Economic Needs Test (ENT). Certain investors may be able to avoid ENT due to trade deals like the CPTPP, while others must comply. The regulations also shift based on store size, location, and local impact. Here's a guide to help you understand.

What's the Economic Needs Test (ENT)?

The ENT is a process Vietnam uses to determine if a new retail outlet "fits" the local economy. It is required for foreign investors opening any store beyond their first outlet, unless the new outlet is under 500 square meters, inside a shopping mall, and not a convenience store or mini-supermarket. The idea is to protect local businesses and keep markets balanced.

The ENT checks specific criteria:

Market Size: How big the local area is and how the store will affect it.

Existing Stores: How many retail outlets are already there.

Market Stability: Whether the new store will damage local shops or traditional markets.

Traffic and Environment: Its impact on roads, sanitation, and fire safety.

Economic Benefits: How it helps the area, like creating jobs, modernizing retail, improving living conditions, or adding to the state budget.

Local authorities, led by a provincial People's Committee, form an ENT Council to review these points. The council includes reps from the Department of Industry and Trade, the Department of Finance, and other related agencies. If the store's location borders another province or city, that area's officials join too. After studying the criteria, the council's chair decides in writing whether the store is approved or not.

Who Needs the ENT - and Who Doesn't?

The ENT applies to most foreign investors opening their second store or beyond - unless they qualify for an exemption. For example:

Size Exception: No ENT is needed if the store is under 500 square meters, in a mall, and not a convenience store or mini-mart.

Trade Deals: some trade agreements waive the ENT. For example, under the CPTPP, which Vietnam joined with countries like Japan, Singapore, Canada, and Australia, investors from these nations have skipped the ENT for additional stores since January 2024. A Japanese retailer, for instance, can open multiple outlets hassle-free. Similarly, the EVFTA will eliminate the ENT for EU investors starting August 2025.

How Size and Location Affect the Rules

The regulations hinge on two factors: store size and where it's built.

Size: Stores under 500 square meters in shopping malls (not convenience stores or mini-marts) avoid the ENT. Bigger stores - over 500 square meters - usually require it unless you're exempt by an arrangement like CPTPP.

Location: Rules are tougher in crowded cities like Hanoi or Ho Chi Minh City, where officials watch market saturation closely. Rural areas might approve stores faster to boost growth, but poor roads or facilities can complicate things. If your store's spot borders another province, both areas' councils weigh in.

Local policies add more layers. Some places might block stores to protect quiet zones, while others might invite you to spark development.

Who Runs the ENT Process?

The ENT Council, set up by the provincial People's Committee where the store will be, handles the review. The council's chair - either a provincial official or someone they appoint - leads it. Members come from key departments including Industry and Trade, Finance, and others tied to the project. They will look into the ENT criteria and recommend approval or rejection based on how the store fits the area's needs.

Tips for Investors

To succeed in Vietnam's retail market:

- Use Exemptions: CPTPP/EVFTA investors should leverage their ENT-free status. Others should look for any trade deals that help.
- Go Small: A store under 500 square meters in a mall skips the ENT - perfect for testing the market.
- A business with a well-planned structure can explore strategies to overcome ENT requirements
- Pick the Right Spot: Rural areas might be easier to enter, but balance that with logistics. Busy cities need stronger plans to pass the ENT.

Takeaways

Vietnam's retail opportunities are significant, but the ENT and other rules can trip investors up. Although required for most foreign investors beyond their first store - checking market fit, stability, and benefits. Exempt was by size or deals like CPTPP/EVFTA exist. Location and local councils play big roles too.

Market Entry Process Diagram



Market Entry Strategies

Joint Ventures vs. Wholly Foreign-Owned Enterprises

Investors can either enter the market independently or partner with local firms. Each approach has its advantages and challenges in terms of control, investment capital, and regulatory requirements.

Wholly Foreign-Owned Enterprises (WFOEs) offer **full control** over operations and branding but require **higher investment** and a **longer market adaptation period**.

Regulatory compliance, including retail licensing and local approvals, can also be more complex.

Joint Ventures (JVs) provide **faster market access** by leveraging a local partner's **knowledge, network, and regulatory familiarity**. However, JVs may involve challenges in terms of **profit-sharing, decision-making authority, and brand consistency**.

Franchising and Licensing Models

Franchising has gained popularity, allowing foreign brands to expand with reduced risk. Licensing models are also an option for companies seeking a local presence without full ownership. Before granting franchises, foreign franchisors must register with the Ministry of Industry and Trade (MOIT).

Mergers and Acquisitions

Acquiring existing retail businesses provides a faster route to market entry and helps navigate regulatory hurdles efficiently.

Labour and Staffing Requirements

Vietnam's labour market is a key attraction for the retail sector, offering both lower costs and a young, educated workforce. However, foreign investors must navigate several regulations.

Labour Contracts and Compliance

Vietnam's Labour Code requires formal employment contracts for all retail employees, covering salary, working hours, social insurance, and benefits. Retail businesses must comply with key regulations:

- **Minimum wage:** Varies by region. For example, as of 2024, the minimum wage in Hanoi and Ho Chi Minh City is around VND 4.68 million per month.
- **Working hours:** Standard retail hours may vary but employees typically work up to 48 hours per week, with overtime requiring approval and compensation.
- **Social insurance:** Employers must contribute to social insurance (17.5% of salary), health insurance (3%), and unemployment insurance (1%).

Hiring Foreign Employees

In Vietnam's retail sector, the demand for foreign workers is not as high as in manufacturing or technology. However, they may still be required for senior management, brand specialists, or roles requiring international expertise.

If a retail business intends to hire foreign employees, it must comply with work permit regulations, including:

- Proving that the position cannot be filled by a local candidate.
- Meeting the qualification and experience requirements set by Vietnamese regulations.

That said, most retail jobs in Vietnam are filled by local workers, especially in sales, store management, and logistics positions.

Training and Skill Development

Although Vietnam has a young workforce, retail businesses may need to invest in on-the-job training or partner with vocational schools to enhance customer service and sales skills. For specialized roles, collaboration with training institutes can help develop expertise in merchandising, store management, and digital retail operations.

Taxation and Financial Compliance

Understanding Vietnam's financial compliance and tax landscape is crucial for a successful operation. Vietnam has a structurally simple corporate tax system, but companies must ensure they remain compliant with both national and local tax regulations. The technicalities to the tax systems can introduce risks and compliance problems for investors.

Corporate Income Tax (CIT)

The base Corporate Income Tax (CIT) in Vietnam is 20%.
Taxable income: Includes revenue from sales, services, and other business operations after deducting allowable expenses

Special Consumption Tax (SCT)

If a retail business sells products such as alcohol, tobacco, or automobiles, Special Consumption Tax (SCT) applies at varying rates. Compliance with SCT regulations is essential to ensure legal operations and avoid tax risks.

Customs and Duties

Retail businesses importing goods must comply with customs duties and related regulations. Vietnam offers import tax exemptions or reductions for certain products, especially those serving the modern retail sector, provided they meet specific regulatory requirements.

Value-Added Tax (VAT)

Most retail goods and services in Vietnam are subject to a standard VAT rate of 10%. However, certain essential items such as food, pharmaceuticals, and educational services may be subject to a lower tax rate or exemptions. Retail businesses must comply with tax reporting and payment regulations to ensure legal compliance.

Transfer Pricing Regulations

Vietnam has implemented comprehensive transfer pricing rules for transactions between related parties. Companies must maintain robust documentation of transfer pricing policies and submit regular reports to avoid penalties.



Risk Management and Challenges

While Vietnam presents lucrative opportunities for foreign investors in the retail sector, it also poses several risks that must be carefully managed. Understanding these challenges and implementing effective risk mitigation strategies is crucial for long-term success.

Common Pitfalls for Foreign Investors

Regulatory and Legal Complexities: Foreign businesses often face difficulties in navigating Vietnam's regulatory environment, including licensing procedures, investment restrictions, and compliance requirements. Don't fight the system and the authority, just follow the process that is advisory.

Market Entry Barriers: Establishing a retail presence requires careful planning, as factors such as local competition, supply chain management, and consumer behavior can impact business performance.

Cultural and Consumer Behavior Differences: Foreign brands may struggle to adapt to local preferences, pricing expectations, and brand loyalty dynamics.

Real Estate and Location Challenges: Securing prime retail locations can be costly and competitive, affecting expansion plans.

Operational and Logistical Issues: Managing supply chains, local partnerships, and human resources can present challenges, particularly for newcomers to the market.

Strategies for Mitigation

Thorough Market Research and Due Diligence: Conducting comprehensive market analysis and feasibility studies before entering the market helps mitigate risks.

Legal and Compliance Planning: Working with local legal experts and regulatory consultants ensures adherence to investment and business laws.

Flexible Business Strategies: Adopting an adaptive approach allows businesses to respond effectively to policy changes, economic fluctuations, and consumer trends.

Technology and Digital Adaptation: Leveraging e-commerce, digital payments, and data analytics enhances business efficiency and customer engagement.

Risk Diversification and Contingency Planning: Developing risk management frameworks and contingency plans helps businesses navigate uncertainties and sustain long-term growth.

Case Studies and Success Stories

Vietnam's retail market has attracted several high-profile international brands that have successfully established their presence in the country. By analyzing their market entry strategies, challenges, and key success factors, investors can gain valuable insights into what it takes to thrive in this dynamic sector.

Notable Foreign Retail Brands in Vietnam

AEON Group (Japan): AEON has successfully expanded in Vietnam by leveraging its expertise in large-format retailing, adapting to local consumer preferences, and investing in omnichannel retail strategies.

Lotte Mart (South Korea): Lotte has built a strong presence through its department stores and hypermarkets, focusing on high-quality products and customer experience.

Central Retail (Thailand): With an extensive network of shopping malls and supermarkets, Central Retail has strategically positioned itself as a leader in Vietnam's retail sector.

Uniqlo (Japan): Uniqlo has gained popularity through its strong brand presence, affordable and functional fashion, and aggressive expansion strategy across major cities.

Zara (Spain): Zara's fast-fashion model has resonated with Vietnamese consumers, particularly in urban areas, by offering trendy, high-quality apparel with rapid inventory turnover.

Lessons Learned from Market Leaders

Local Adaptation: Successful brands have tailored their offerings to Vietnamese consumer preferences, such as product variety, pricing, and marketing strategies.

Strategic Partnerships: Many foreign retailers have partnered with local businesses to navigate regulatory challenges and enhance supply chain efficiency.

Investment in E-commerce: The shift towards digital retailing has been a key factor in the success of major brands, with significant investment in online platforms and logistics.

Consumer-Centric Strategies Understanding customer behavior and preferences has enabled leading retailers to build strong brand loyalty and customer engagement.



Future Outlook

Vietnam's retail market presents a wealth of opportunities for foreign investors, backed by a growing consumer base, favorable economic conditions, and rapid digital transformation. However, navigating this landscape requires a deep understanding of local market dynamics, regulatory requirements, and evolving consumer trends.

Key Takeaways for Investors

Vietnam's retail industry is undergoing significant modernization, with increasing urbanization and digital adoption driving market expansion.

Foreign investors must navigate regulatory complexities, competition, and evolving consumer expectations to establish a successful presence.

The e-commerce boom presents a major opportunity, requiring businesses to invest in digital capabilities and omnichannel strategies.

Strategic partnerships with local firms can enhance market entry success and operational efficiency.

Predictions for Vietnam's Retail Market

Continued Growth of E-commerce:

Online shopping and digital payments will play an increasingly dominant role in the retail landscape.

Sustainability and Ethical Consumption:

Consumers will demand more eco-friendly products and responsible business practices from retailers.

Expansion of International Brands:

More global retailers will enter the market, intensifying competition and raising industry standards.

Advancements in Retail Technology:

AI, data analytics, and automation will further enhance customer experiences and operational efficiency.

Food & Beverage (Restaurants, Cafe's, etc) Why they are different?

The food and beverage (F&B) industry has significant differences compared to other retail sectors when establishing a company in Vietnam. Below are the key distinctions and related requirements:

No Requirement for a Trading License

Unlike the retail sector, F&B businesses do not need a Trading License when opening restaurants, coffee shops, or fast-food chains. This simplifies the business registration process for F&B companies.

Location-Related Licensing Requirements

Instead of a Trading License, F&B businesses must comply with strict regulations regarding business locations and food safety, including:

- **Certificate of food safety compliance**
- **Alcohol business license**
- **Fire prevention and firefighting certificate**
- **Environmental permit**

E-Commerce Operations May Require a Business License

If an F&B business only serves customers on-site, a Business License is not required. However, if the company wants to operate its own e-commerce activities (e.g., a website or ordering app without third-party platforms like GrabFood or Baemin), it may need:

E-commerce website registration certificate (if selling online).

E-commerce business license (if operating an online marketplace or intermediary platform).

Process of Establishing an F&B Business

Although a Trading License is not required, F&B businesses still need to follow basic steps for company establishment:

Register the business (establishing an LLC or JSC).

Register the appropriate business sector (food service industry classification).

Obtain relevant licenses related to food safety, fire prevention, and environmental protection (depending on the business model).

Register for necessary permits if engaging in e-commerce activities.

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
phuong.vo@alitium.com

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
mlourey@alitium.com


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

 Level 5, L'Mak Signature Building
147 Hai Ba Trung, District 3
Ho Chi Minh City
Vietnam

 +84 (28) 3535 6460


 vietnam@alitium.com


This publication is intended a general overview, and not intended to be comprehensive or to be relied upon as professional advice. Although every effort has been made to ensure accuracy of the information disclosed, Alitium disclaims all responsible for any party that relies upon the contents.


(c) Alitium Professional Services Company Limited, 2025


Visit our website here:



 vietnam@alitium.com

 [linkedin.com/company/alitium](https://www.linkedin.com/company/alitium)

 [youtube.com/@AlitiumVietnam](https://www.youtube.com/@AlitiumVietnam)

 [facebook.com/AlitiumVietnam](https://www.facebook.com/AlitiumVietnam)

Alitium

www.alitium.com