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First decree guiding the new Law on Enterprises issued

The first of the decrees guiding the new Law on Enterprises has finally been issued - Decree No. 78/2015/ND-CP dated 14 September ("*Decree 78*"). Decree 78 will become effective as of 1 November 2015 and deals with enterprise registration matters only.

Decree 78 outlines the procedures and documents required for registration of an enterprise (including foreign invested enterprises), as well as subsequent procedures for amendments to the enterprise registration.

Under Decree 78, in processing the registration application dossier, the registration authorities are not allowed to request any documents other than those set out in the Decree. Further, ministries and people's committees are also not permitted to impose any additional restrictions or conditions applicable within their management/locality. Any existing conditions or restrictions will become invalid from 1 November 2015.

In addition, Decree 78 also clarifies a number of issues in the Law on Enterprises such as:

1. any business activities which are currently not classified in the national economic system should still be permitted (to date where activities were not listed in the system, in practice they were often challenged and considered on a discretionary case-by-case basis). The Ministry of Planning and Investment shall consider and update the national economic system to include new business activities and requirements.
2. anyone can obtain information on other enterprises (e.g., business registration contents, legal status, financial statements and so on) via the national enterprise registration website (<https://dangkykinhdoanh.gov.vn>) or directly at the registration authorities (subject to a fee payment).
3. an enterprise may have as many corporate seals as it wishes (subject to notification to the registration authority), but all the seals must be in the same format and content.
4. the enterprise code indicated in the enterprise registration certificate also serves as the tax code.

Decree 78 re-confirms that existing enterprises can continue to operate in accordance with their issued licences (e.g., business registration certificate, investment licence, investment certificate) without the need to re-register unless they wish to.

Please contact one of our lawyers listed below, if you would like to discuss further on this topic.

