

LEGAL NEWSLETTER - SEPTEMBER 2025

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A - NEW GOVERNMENT DOCUMENTS



On August 15, 2025, the Government issued Decree No. 225/2025/NĐ-CP amending decrees guiding the Law on Bidding regarding investor selection.

Projects subject to investor appointment

Accordingly, projects subject to investor appointment are stipulated in Clause 2a, Article 34 of the 2023 Law on Bidding, including:

- Projects proposed by an investor who owns or has the right to use technologies on the list of strategic technologies and strategic technology products in accordance with the laws on science, technology and innovation, and high technology;
- Projects requiring continued selection of the investor who had previously deployed digital infrastructure or digital platforms to ensure technical compatibility, synchronization, and connectivity;
- Projects that need to be expedited to promote socio-economic development and safeguard national interests as proposed by investors, including:
 - + Projects that must be implemented to immediately prevent, promptly remedy, or address consequences caused by natural disasters, fires, unexpected accidents, incidents, catastrophes, or other force majeure events;
 - + Nationally important projects subject to investor appointment as prescribed in a Resolution of the National Assembly;
 - + Projects falling under cases of investor appointment as prescribed by specialized laws governing specific sectors or fields;
 - + Projects requiring expedited progress to serve national or provincial-level anniversaries and events;
 - + Projects involving land reclamation from the sea to create socio-economic development momentum for localities, as directed in a Resolution of the Provincial/City Party Committee, written conclusions of the Provincial/City Standing Committee, or a Resolution of the Provincial People's Council;
 - + Urban development projects under the TOD (Transit-Oriented Development) model within the scope of national railway projects as prescribed by the Railway Law.

Each year, the competent authority must report on the implementation of projects carried out by appointed investors, ensuring they meet requirements on progress, quality, and efficiency. These reports must be submitted to the Ministry of Finance for consolidation and



On August 15, 2025, the Government issued Decree No. 226/2025/NĐ-CP amending and supplementing a number of provisions of decrees detailing the implementation of the Land Law, including revisions to regulations on construction investment costs for land valuation.

Construction investment costs for land valuation

Accordingly, construction investment costs for land valuation under Decree No. 71/2024/NĐ-CP, as amended and supplemented by Decree No. 226/2025/NĐ-CP, include:

- Costs of constructing works and project items (including contingency costs for price slippage), such as technical infrastructure works, architectural works, and other construction works under the approved planning of the project;
- Costs of constructing temporary and auxiliary works serving construction; costs of demolishing construction works not within the scope of clearance and resettlement demolition already determined in compensation, support, and resettlement expenses;
- Equipment costs (including related taxes);
- Project management costs;
- Construction investment consultancy costs;
- Costs of site leveling, mine clearance, geological surveys, fees and charges for construction procedures, construction insurance during the building period, and other reasonable and lawful costs under the Construction Law that directly contribute to generating project revenue, to be selected by the land valuation organization for each specific project and proposed to the Land Valuation Appraisal Council for consideration and decision.

In cases where construction investment unit costs are applied, they shall comply with regulations under the Construction Law on unit investment costs for construction works.

For land valuation of sea reclamation projects or reclamation components within investment projects, in addition to the reclamation costs already approved by the competent state authority, construction investment costs as provided above (that have not yet been included in the approved reclamation project or component) shall also be taken into account.

For land plots or areas subject to valuation for housing development projects for sale, or for sale combined with lease, where land use rights are transferred in the form of subdivision and land plot sales, housing construction costs shall not be included in construction investment costs.



On August 26, 2025, the Government issued Decree No. 233/2025/NĐ-CP on financial mechanisms for social insurance, unemployment insurance, and health insurance; and on funding for the organization and operation of these insurance schemes.

Regulations on financial mechanisms for social insurance, unemployment insurance, and health insurance

The decree provides regulations on the collection of social insurance, unemployment insurance, and health insurance contributions as follows:

[1] Provincial and district social insurance agencies, and organizations supporting the expansion of participants shall collect contributions to social insurance, unemployment insurance, and health insurance through contribution collection accounts and transfer them to consolidated payment accounts in accordance with the guidance of Vietnam Social Security (VSS).

[2] For Military Social Insurance and People's Public Security Social Insurance:

- Collect contributions from participants as prescribed by laws on social insurance, unemployment insurance, and health insurance.
- On a monthly basis, Military Social Insurance and People's Public Security Social Insurance shall transfer collected contributions to social insurance and unemployment insurance into VSS's consolidated payment account. Health insurance contributions shall be transferred quarterly as provided under the Health Insurance Law.

[3] Amounts collected from handling acts of late payment or evasion of contributions to social insurance, unemployment insurance, and health insurance shall be determined in accordance with the relevant laws.



[4] Upon receiving contributions from employers, the directly managing social insurance agency shall allocate funds as follows:

- Fully collect contributions to social insurance, unemployment insurance, and health insurance, including late payment/evasion handling amounts, for employees eligible for social insurance benefits or those terminating labor/employment contracts, in order to promptly settle benefits as prescribed by law (if any).
- The remaining amounts shall be allocated in the following order:
 - + Fully collect health insurance contributions and related late payment/evasion handling amounts (if any);
 - + Fully collect unemployment insurance contributions and related late payment/evasion handling amounts (if any);
 - + Collect social insurance contributions and late payment/evasion handling amounts (if any) into component funds in the following order: sickness and maternity fund; occupational accident and occupational disease fund; retirement and survivorship fund.

[5] Amounts collected from handling acts of late payment or evasion of contributions shall be settled separately by social insurance agencies, Military Social Insurance, and People's Public Security Social Insurance with VSS. VSS shall consolidate and allocate as follows:

- Late payment/evasion handling amounts for social insurance shall be added to the component funds in the priority order specified in Point b, Clause 4, Article 7 of Decree No. 233/2025;
- Late payment/evasion handling amounts for health insurance shall be added to the health insurance reserve fund;
- Late payment/evasion handling amounts for unemployment insurance shall be added to the unemployment insurance fund.



On August 18, 2025, the Government issued Decree No. 228/2025/NĐ-CP on administrative penalties in the field of independent auditing.

Regulations on penalties for violations relating to the management and use of Auditor Certificates

(1) A fine ranging from VND 10,000,000 to VND 20,000,000 shall be imposed on individuals committing any of the following acts:

- Erasing, altering, or modifying the contents of an Auditor Certificate;
- Allowing organizations or individuals outside their current employer to rent, borrow, or use their Auditor Certificate for audit practice registration;

or

- Registering to practice auditing at an enterprise where they are not actually employed under a full-time labor contract.

(2) A fine ranging from VND 30,000,000 to VND 40,000,000 shall be imposed on enterprises that rent, borrow, or use the Auditor Certificate of a person who is not employed or not employed full-time at the enterprise for audit practice registration.

(3) A fine ranging from VND 40,000,000 to VND 60,000,000 shall be imposed for forging Auditor Certificates where the violation does not yet constitute criminal liability under the 2015 Penal Code.





(4) Additional sanctions:

- Confiscation of exhibits and means used in administrative violations under Point a, Clause 1 and Clause 3, Article 9 of Decree No. 228/2025;
- Revocation of the Certificate of Audit Practice Registration for a period of 12 to 24 months from the effective date of the sanctioning decision for practicing auditors committing violations under Point b, Clause 1, Article 9 of Decree No. 228/2025.

(5) Remedial measures:

- Reimbursement of illegal gains obtained from violations specified under Points b and c, Clause 1 and Clause 3, Article 9 of Decree No. 228/2025 to the state budget;
- Surrender of forged, erased, or altered Auditor Certificates to the competent authority that issued them, in accordance with violations under Point a, Clause 1 and Clause 3, Article 9 of Decree No. 228/2025;
- Return of the Certificate of Audit Practice Registration to the issuing authority in cases of violations specified under Points b and c, Clause 1 and Clause 2, Article 9 of Decree No. 228/2025.

B - OFFICIAL LETTERS PROVIDING GUIDANCE & RESPONSES



On July 30, 2025, the Tax Department issued Official Letter No. 2821/CT-CS on the registration of dependents.

Accordingly, individuals may register their dependents to receive personal income tax (PIT) deductions for dependents. When a taxpayer registers dependents for family circumstance-based deductions, the tax authority will issue a tax identification number (TIN) for each dependent (if they do not already have one) and establish the taxpayer–dependent relationship in the tax administration system for the deduction period, based on the information declared in the dependent registration form at the income-paying organization.

A taxpayer only needs to register and submit supporting documents for each dependent once for the entire period during which the deduction is applied. However, when changing workplaces, since there is no information-sharing mechanism between different income-paying organizations, the new employer has no basis to apply dependent deductions for the taxpayer. Therefore, the taxpayer must re-register dependents at the new workplace to be eligible for deductions in the relevant tax declaration period within the year. Currently, the Ministry of Finance is drafting a new Personal Income Tax Law and a new Tax Administration Law. The tax authority is developing and operating a centralized electronic database to store and retrieve dependent deduction information via tax identification numbers or personal identification numbers. Hence, the tax authority acknowledges taxpayers’ feedback and will consider it in proposals for amending tax policies and tax administration regulations.



On August 6, 2025, the Tax Department issued Official Letter No. 2994/CT-CS on personal income tax (PIT) policies applicable to taxpayers suffering from serious illnesses.

Accordingly, individuals with serious illnesses are entitled to the following PIT incentives:

Exclusion from taxable income: Financial support provided by employers for medical treatment of the employee's serious illness shall not be included in taxable income. The deductible amount is based on actual hospital expenses supported by receipts, but not exceeding the employee's hospital costs after deducting insurance payments (if any).

Tax reduction: The PIT payable shall be reduced within the total amount of PIT liability on all income subject to PIT under the Law. The annual reduction is determined based on the extent of loss, capped at the total annual PIT payable. Taxpayers suffering from serious illnesses are entitled to PIT reductions for all tax years in which medical expenses for the illness arise.

Family circumstance-based deductions: Taxpayers are entitled to deduct VND 132 million/year from their salary/wage income before PIT calculation for themselves, and VND 4.4 million/month per dependent. The more dependents a taxpayer has, the higher the deduction.





On August 4, 2025, the Tax Department issued Official Letter No. 2915/CT-CS on tax policies.

Accordingly, Vietnamese citizens emigrating abroad, overseas Vietnamese, and foreigners preparing to leave Vietnam who still owe overdue tax payments and have not fulfilled their tax obligations shall be subject to exit suspension. The regulation does not set a specific threshold for the amount or duration of outstanding tax debt in order to ensure full recovery of state budget revenues, as such individuals may not return to Vietnam after leaving.

Periodically, tax authorities continue to apply measures to urge tax debt collection, such as phone calls, text messages, emails, or sending tax debt notices to taxpayers using the contact information they registered with the tax office. If the reported tax debt amount is incorrect, taxpayers may contact the tax authority for review, reconciliation, and adjustment of the figures.

For cases of exit suspension, tax authorities carry out careful review, reconciliation, and verification of the taxpayer's actual obligations before issuing an official Exit Suspension Notice to the immigration management authority.



On August 7, 2025, the Tax Department issued Official Letter No. 3005/CT-CS on tax policy.

In cases where the State Audit does not directly audit a taxpayer but conducts an audit at the tax administration authority, and the audit report contains recommendations relating to the taxpayer's tax obligations, the State Audit shall send an excerpt of such recommendations to the taxpayer for implementation.

The tax authority is responsible for organizing the enforcement of the State Audit's recommendations. If the taxpayer disagrees with the determined tax obligations, they may submit a written request to the tax authority and the State Audit to review the tax obligations in question.

Based on the taxpayer's request, the State Audit shall take the lead, in coordination with the tax authority, to accurately determine the taxpayer's tax obligations and shall bear responsibility in accordance with the law.

On August 7, 2025, the Tax Department issued Official Letter No. 3012/CT-CS regarding the issuance of invoices on a case-by-case basis.

In cases where a taxpayer is subject to enforcement measures suspending the use of invoices but submits a written request to use invoices in order to secure funds for paying workers' salaries and covering expenses necessary to maintain continuous business operations, the tax authority may permit the taxpayer to use invoices on a case-by-case basis. This is conditional upon the taxpayer immediately paying at least 18% of the revenue stated on the issued invoice into the state budget, as prescribed in Point đ, Clause 4, Article 34 of Decree No. 126/2020/NĐ-CP, to ensure compliance with the order of payment for tax, late payment interest, and fines. Tax declaration for real estate transfer activities shall be carried out in accordance with Clause 10, Article 1 of Decree No. 70/2025/NĐ-CP and Point b, Clause 1, Article 11 of Decree No. 126/2020/NĐ-CP.

On August 13, 2025, the Tax Department issued Official Letter No. 3153/CT-NVT in response to proposals related to tax administration.

Regarding the request for guidance on input invoices for inventory goods arising before June 1, 2025, for business households: Business households paying tax under the declaration method must comply with accounting, invoicing, and documentation requirements.

Business households paying tax under the presumptive (lump-sum) method, using single-use invoices, or operating in border markets, border-gate markets, or markets within border-gate economic zones in Vietnam must retain invoices, documents, contracts, and records proving the legality of goods and services when requesting the issuance of invoices per occurrence, or present them upon request by competent state authorities.

The tax authority recommends that business households retain purchase invoices and supporting documents to provide to competent authorities upon request, thereby ensuring legal origin, traceability, and ownership in compliance with the law.



On August 13, 2025, the Tax Department issued Official Letter No. 3138/CT-CS on tax policies, as follows:

In cases where the tax authority directly determines and assesses import duty, businesses are allowed to include such import duty in deductible expenses when calculating corporate income tax (CIT). For input value-added tax (VAT) on imported goods, if all conditions for input VAT deduction are met, the business is entitled to deduct such input VAT.

On August 13, 2025, the Tax Department issued Official Letter No. 3145/CT-CS on tax policies, as follows:

In cases where both the branch and the business location are dependent accounting units of the same parent company, if the branch terminates operations to be converted into a business location, and the business location receives goods and materials from the branch, such transfer is not considered as a purchase, sale, or liquidation transaction. Accordingly, the branch shall issue an internal transfer order for the goods and materials, accompanied by documentation proving the origin of the assets, and is not required to issue an invoice.

On August 8, 2025, the Tax Department issued Official Letter No. 3037/CT-CS regarding invoices, with the following provisions:

As a general principle, in cases of transportation service business, the invoice must indicate the license plate number of the transport vehicle and the travel route (departure point – destination).

Currently, Vietnam has participated in and signed international treaties (agreements) in the field of international transportation, aiming to harmonize laws, facilitate trade, and protect the rights of relevant parties. These agreements cover road, sea, air transport, and multimodal transport.

Accordingly, for international routes, in cases where international treaties (agreements) on road waybills, bills of lading, air waybills, and multimodal transport documents provide forms and related information regarding goods, consignors, consignees, and carriers that differ from current domestic legal regulations, the applicable provisions shall follow the international treaties and conventions to which Vietnam is a party.



On August 14, 2025, the Tax Department issued Official Letter No. 3170/CT-CS on resource tax, as follows:

For natural resources that are extracted but not sold directly and must undergo production or processing before being sold, the taxable resource output is determined by converting the volume of finished products sold during the period into equivalent natural resource volume, based on the standard resource consumption rate per unit of product.

In cases where the product sold is an industrial product, the conversion is based on the standard resource consumption rate per unit of the industrial product sold. The determination of whether the post-processing product qualifies as an industrial product falls under the authority of the competent specialized state management ministry.

The taxable price of natural resources is the unit selling price of the extracted natural resource by the organization or individual (exclusive of value-added tax), but it must not be lower than the resource tax assessment price set by the provincial People's Committee. If the actual selling price is lower than the price set by the provincial People's Committee, the resource tax shall be calculated based on the price prescribed by the provincial People's Committee.



On August 21, 2025, the Tax Department issued Official Letter No. 3332/CT-CS on tax declaration for the transfer of leased land use rights, as follows:

Enterprises that transfer leased land use rights (where land rent is paid in a lump sum for the entire lease term) must classify income from such activity as income from real estate transfer activities. Income from real estate transfer must be separately determined and is not eligible for corporate income tax (CIT) incentives.

In cases where the transfer price of land use rights stated in the real estate transfer or purchase contract is lower than the land price specified in the land price list issued by the People's Committee of the province or centrally-run city at the time of signing the real estate transfer contract, the taxable value shall be based on the land price prescribed by the People's Committee of the province or centrally-run city at the time of signing the real estate transfer contract.

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