

## VIETNAM: Expand Your Retail & Distribution Channel Market Entry Strategies, Investment Laws and Tax Planning

Friday 19<sup>th</sup> March 2010  
Pullman Hotel, Bangkok

### Opportunities (and Challenges) for the Distribution Sector in Vietnam

Vietnam is one of the most exciting investment destinations for retail and distribution sector in the region. Having topped A.T. Kearney's annual list of most attractive emerging market retail destinations in 2008, many foreign players in retail and distribution have entered Vietnam with market liberalization under Vietnam's WTO commitments. Since late 2009, many established foreign retail players have secured 100% foreign-owned investment certificate / license.

Challenges remain - unpredictable policies and implementation in the retail / distribution sector at the local level, bureaucratic hurdles, onerous tax compliance procedures. At the same time, the Vietnamese economy is sizzling to recovery in 2010, with many large retail and distribution players entering the market to capitalize on the 86 million-strong market. Late comers will likely face stiff competition in the next 2-3 years.

What are the relevant laws and regulations for various market entry strategies? What are the controlled industries and product categories? Could foreigners actually set up a 100%-owned distribution company? Is joint venture structure workable, and what are the strategic risks for using a Vietnamese proxy? For companies that wish to conduct direct trade without setting up a corporate entity in Vietnam, what would be the limitation? Would a representative office work?

And what are the opportunities available for the multilevel marketing and direct selling companies, and the requirements for establishing the business in Vietnam?

Foreigners also face challenges in Vietnamese accounting management, complying with taxation and profit repatriation. With the scarcity of experienced English-speaking accountants made more challenging by the complexities and unpredictability of Vietnamese tax and foreign

exchange policy, running foul of Vietnamese taxes and regulatory compliance can be a potential nightmare for foreign investors.

#### Who Should Attend

- CEO and COO
- Directors, business owners and professionals
- Business development / sales and marketing directors and managers
- CFO, Financial controllers and managers
- Corporate affairs and legal directors and managers
- Advisors and consultants

#### Hot Topics!

- Case study – what work and what don't in structuring distribution / retail investment
- Vietnam Investment and Enterprise Law and WTO commitments for the retail and distribution sectors
- Market entry strategies for retail and distribution – structuring your investment
- Economics Needs Test for more than one retail outlets – how to apply successfully?
- Operating through 100% Vietnamese proxy – opportunities and how to protect your investment
- Representative office – what would be the limitation?
- Importing goods into Vietnam – licensing, product registration and typical challenges
- Regulations on direct sales / multilevel marketing and e-commerce
- Corporate tax planning and compliance
- VAT and custom duties
- Accounting and financial management
- Profit repatriation strategies

**Peligo Training Solutions Sdn Bhd (670106-K)**

In association with: PLG Management Consultants Company Limited, 230 Thosapol Land Bldg II  
9th Floor, Rachadapisek Road, Huaykwang, Bangkok 10320, Thailand

## Speakers / Consultants

### Mr. John Yue



John practices in the Corporate and Commercial area with focus on FDI, mergers & acquisitions. He counsels clients on all aspects of investing and operating businesses in Vietnam, including market entry, choice of investment structures, company formation, regulatory compliance, restructuring, and commercial transactions.

Prior to joining DNH Law, John served as a senior counsel to a leading Vietnamese law firm, and worked both as an attorney and in-house in Silicon Valley since 1994.

John was admitted into the State Bar of California, USA, and is a registered foreign lawyer in Vietnam. He graduated with a Master of Intellectual Property with the Franklin Pierce Law Centre, New Hampshire in 1988 and a JD with Golden Gate University School of Law, San Francisco.

John speaks English, Chinese and fluent Vietnamese.

### Mr Lim Chor Ghee



Chor Ghee is a Partner of VIETVALUES Audit and Consulting Group, Vietnam and has serviced many foreign companies for their business expansion into Vietnam. His roles in the accounting firm of more than 170 professional staff include foreign direct investment advisory, tax planning and compliance, and outsourced accounting services.

Before venturing to Vietnam, he was the Vice President for a multinational company listed in Hong Kong with turnover of more than USD1.5 billion in 2001 /2002. At that time, he managed the group's legal and corporate affairs for business operations in more than 15 countries. Earlier, he trained with international accounting firms Coopers & Lybrand and Price Waterhouse.

He graduated with several master and bachelor degrees in accounting, business management, e-commerce and political science, and is a member of several professional accountancy bodies in Australia and Malaysia.

### Mr Kevin Lam



Kevin has more than 15 years of international tax and business advisory experience in public accounting and commerce within the region. His regional involvements included attachments with two of the Big-4 accounting firms Malaysia, Singapore, Vietnam and Papua New Guinea.

Prior to joining VIETVALUES Audit and Consulting Group, he spent the last two years with one of the Big-4 accounting firms in Vietnam where he handled major multinational clients.

He has extensive experience in international tax advisory and corporate tax planning, transfer pricing and tax due diligence.

Kevin is a member of the Malaysian Institute of Certified Public Accountants.

## Supporting Organizations



PLG MANAGEMENT CONSULTANTS COMPANY LIMITED. is a business advisory firm established in 1993 by four partners. We provide professional consulting services to corporate entities seeking services and advice related to accounting, tax, legal and managerial practices and issues in Thailand.

Formed in 1996, PLP Auditing Office is a certified public accounting firm offering financial audit and review services. As our foreign client base was growing at a rapid rate over the years, in July 1999, we joined the MSI Global Alliance(MSI). MSI is one of the world's leading international alliances of independent legal and accounting firms, with over 250 member firms in 100 countries. This is to ensure that we are strategically allied with professional partners and colleagues at a global level.

In June 2001, our group became an official member of the Thai Chamber of Commerce.

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### **VIETVALUES Audit and Consulting Group ([www.vietvalues.com](http://www.vietvalues.com))**

VIETVALUES Group provides investment consulting, auditing, taxation, M&A, valuation / appraisal and accounting services. The Group has more than 150 professional staff in Ho Chi Minh City and 7 other offices throughout Vietnam.

Our engagement partners and consultants are accounting, finance and legal professionals who are well-equipped to address your business needs in leveraging opportunities while meeting the challenges of operating in Vietnam.

We speak Vietnamese, English and Chinese, and service foreign and Vietnamese clients in the following areas.

- Audit and Assurance
- Tax Advisory and Compliance Services
- Accounting and Book-keeping
- FDI Advisory and Investment License Application
- M&A and Business Valuations
- Construction audit and accounting



DNH Law ([www.dnhlaw.com](http://www.dnhlaw.com)) is an independent commercial law firm in Ho Chi Minh City, Vietnam. We offer a full range of legal services and representation combining both the skills and experience of local and international attorneys. We distinguish ourselves by engaging clients in the following manners: clear thinking, responsive, and dedication.

We strive to perform work with international quality and integrity at competitive rates. We are able to support transactions in multilingual

languages including English, Vietnamese, and Chinese. We also have worked with and established close relationship with law firms in the U.S., Taiwan, and Malaysia. Clients are able to gain access to our professional network to further their business interests worldwide.

We excel at assisting our clients in investment; setting up, running or restructuring their businesses and resolving legal challenges in Vietnam.



### **PELIGO Advanced Learning Academy**

A regional alliance of conference organizers and training companies that brings to you strategic financial and business management programs aimed at equipping professionals with global managerial skills. Our event producers are university graduates with many years of experience in putting together contemporary conference and workshop topics for highly targeted audience. We invite expert speakers who are practicing consultants, senior corporate executives and distinguished academics with extensive experience in the areas of cross border financial management, international tax planning, corporate finance, strategic management and applied accounting. Over the years, we have received the continuous support from our clients and sponsors that include major public listed and multinational companies, large enterprises, government bodies and established consulting firms in the region.

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## Registration Details

**Early Birds! Pay By 8<sup>th</sup> March 2010**

**THB 8,500 per person**

*(10% discount for groups of 3)*

**Normal Price**

**THB 9,800 per person**

*(10% discount for groups of 3)*

**Clients of**

**VIETVALUES<sup>®</sup> and PL Group**

**THB 6,000 per person**

*Note: Price excludes 7% GST*

## Event Consultants

### In Thailand:

**Ms Wei Zhang**

**PLG Management Consultants Co., Ltd**

230 Thosapol Land Bldg II, 9th Floor,

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Tel : **(662) 274 0090 - 5 Ext 311**

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Email : [weizhang@plconsult.com](mailto:weizhang@plconsult.com)

### In Ho Chi Minh City:

**Mr EC Tan**

**Peligo Advanced Learning Co., Ltd**

153 De Tham, Co Giang Ward, District 1,

Ho Chi Minh City, Vietnam

**HP: +84 93805 9753**

E-mail: [events@peligotraining.com](mailto:events@peligotraining.com)

### Notes:

Confirmation of attendance is subject to receipt of full payment. No cancellation will be entertained after confirmation, but substitutes are allowed.

## Sign Me Up!

**VIETNAM: Expand Your Sales & Distribution Channel**

**Market Entry Strategies, Investment Laws and Tax Planning**

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**Pullman Hotel, Bangkok**

Participants

1)

2)

3)

Company:

Address:

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**Organized by:**

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<b>0830 - 0900</b>	Registration
<b>0900 - 1030</b>	<ul style="list-style-type: none"> <li>• Case study – what work and what don't in structuring distribution / retail investment</li> <li>• Vietnam Investment and Enterprise Law and WTO commitments for the retail and distribution sectors</li> <li>• Market entry strategies for retail and distribution – structuring your investment</li> </ul>
<b>1030 – 1050</b>	<b>Coffee break</b>
<b>1050 – 1300</b>	<ul style="list-style-type: none"> <li>• Operating through 100% Vietnamese proxy – how to protect your investment</li> <li>• Representative office – what would be the limitation?</li> <li>• Economics Needs Test: Opening beyond the first retail outlet</li> <li>• Importing goods into Vietnam – licensing, product registration and typical challenges</li> </ul>
<b>1300 - 1400</b>	<b>Lunch</b>
<b>1400 - 1530</b>	<ul style="list-style-type: none"> <li>• Regulations on direct sales / multilevel marketing and e-commerce</li> <li>• Case study – Accounting and financial management in the distribution sector</li> <li>• Corporate tax planning and compliance for the retail and distribution sector</li> </ul>
<b>1530 – 1550</b>	<b>Coffee break</b>
<b>1550 – 1700</b>	<ul style="list-style-type: none"> <li>• Profit repatriation strategies</li> <li>• VAT planning and custom duties</li> <li>• Avoiding pitfalls in financial management</li> </ul>