

VIETNAM INVESTMENT

Updates on New Investment / Enterprise Law (July 2015) Easier Market Entry and Effective Company Management

Hong Kong Thursday 8th October 2015

With the introduction of New Enterprise Law / New Investment Law taking effect from 1 July 2015, Vietnam continues swiftly along the road of economic liberalization. Many business sectors under Vietnam's WTO commitment also see local equity condition lifted at the end of 2014. And with AEC 2015 just around the corner and TPP not far in the horizon, we are witnessing the opening of a new floodgate of foreign investment into Vietnam!

The New Enterprise / Investment Law tackles significant inconsistencies and bottleneck existing in the old laws, and paved the way for a system of company administration and governance which is somewhat similar to that practiced in Singapore.

Key Points - New Enterprise Law / New Investment Law

- Clear definition of "foreign-invested" enterprises
- Simplification of application process for Investment Registration Certificate (IRC)
- Requirement of Enterprise Registration Certificate (ERC) for all enterprises
- Relaxation of including business lines / scope in the Enterprise Registration Certificate
- Informational contents of IRC and ERC, and reporting requirements (Registration versus Notification requirement clarified)
- Multiple company seals allowed
- Multiple legal representatives permitted
- Reduced quorum for MC meeting (LLC) / GMS (JSC)
- Reduced voting thresholds in members / shareholders' meeting

Business Implications

- M&A / Joint venture of Vietnamese enterprises up to 51% (Vietnamese) – 49% (Foreign) greatly facilitated
- Simpler investment registration processes and clearer compliance procedures facilitates easier start-up and administration
- Enhanced governance and internal control with multiple seals and legal representatives.

The speaker shall compare and contrast the provisions of the new laws versus the old laws, and provide a Hong Kong comparison of similar issues relating to company secretarial and administrative procedures.

Who Should Attend

- General Directors, CEOs and Directors of companies with Vietnamese operations
- CFO, Financial controllers and chief accountants
- Corporate affairs, legal and company secretarial officers

Speaker / Consultant

Lim Chor Ghee

General Director / CEO
Tricor Vietnam Co., Ltd



Based in Vietnam since 2007, Chor Ghee has supported many foreign companies in entering Vietnam through M&A and new investment licensing application, as well as providing taxation, financial management and business advisory support for multinational clients.

He has successfully developed an advisory and accountancy practice that has since March 2014 been merged into Tricor Vietnam Co., Ltd. Tricor Global is a global provider of integrated Business, Corporate and Investor Services.

Prior to starting his business ventures in Vietnam, Chor Ghee worked in professional practice and commerce. He started his accounting and advisory career with Coopers & Lybrand / Price Waterhouse in Kuala Lumpur from 1993-1996. He then joined Star Cruises Limited (Hong Kong-listed hospitality and leisure group) as an accountant and left as the Group's Vice President (Legal and Corporate Affairs) in 2002. During his tenure, he managed legal, taxation, and corporate affairs for the group's business operations that spanned more than 15 countries.

Professionally Chor Ghee is a member of the CPA Australia, Malaysian Institute of Accountants and Chartered Institute of Taxation. He holds several postgraduate academic qualifications from distinguished universities in Australia and UK.

Supporting Organizations



Tricor Group ("Tricor"), a member of The Bank of East Asia Group, is a global provider of integrated Business, Corporate and Investor Services. As a business enabler, Tricor provides outsourced expertise in corporate administration, compliance and business support functions that allows clients to concentrate on what they do best - Building Business.

Tricor Group comprises Tricor Services Limited and associated companies, which includes Tricor Vietnam Company Limited ("Tricor Vietnam"), a general management consultancy and advisory services company that has commenced operations in June 2014. Together with its strategic alliance partner, TSV Services Vietnam Company Limited, Tricor Vietnam offers one-stop compliance and advisory services in Vietnam.

Tricor professionals are experts in market entry, compliance services and advisory functions. Our specialists in Vietnam provide a comprehensive range of services including:

- Vietnam Market Entry & Business Advisory
- Investment Certificate licensing and company formation, corporate secretarial and administrative services
- Representative Office / Project Office set up and compliance support
- Advisory on loan registration and profit repatriation

- Accounting and book-keeping (IFRS and VAS)
- Tax advisory and compliance services
- Mobility and expatriation services (work permit, residence visa and expatriate tax planning)
- Payroll outsourcing and Human Resources Consulting
- Treasury management
- Financial and tax due diligence

Tricor Vietnam and its strategic alliance partner maintain offices in Ho Chi Minh City and Hanoi.

Tricor Group has built its reputation and professional expertise through the acquisition of certain practices from major international accounting and professional firms globally, as well as through organic growth and development.

Tricor Group's client portfolio includes substantial number of companies listed on the stock exchanges in Hong Kong, Singapore and Malaysia, including many Fortune 500 and other multinational companies operating across international markets.

Event Organizer 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 have 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.



Indochina Link derives its synergies from the alliance of regional business advisors, lawyers, accountants and entrepreneurs who are committed to intensifying business and investment link in the Indochina region.

Our alliance members are strong believers of further economic integration in the greater Mekong region. We see vast opportunities offered in this region of abundant natural resources and dynamic population

that complements the economic and financial clout of vibrant East Asian economies.

The alliance was incepted in Vietnam in 2007. We have organized many Indochina investment and “doing business” conferences and workshops in Singapore, Kuala Lumpur, Ho Chi Minh City, Jakarta and Bangkok. Indochina Link has spearheaded many study tours and business exchanges, and has worked with trade promotion institutions and professional bodies for exchanges in the region.

We publish “doing business” information, and with the growing cross border investment and M&A activities in Indochina, we offer business intelligence, market feasibility studies and market research reports. Working closely with our alliance members in Vietnam, Cambodia, Thailand and Laos, we also offer a full suite of professional services ranging from valuation, due diligence, structuring, tax planning and accounting.

Registration Details

Early Birds! Pay By 30th Sept 2015

HKD 2,300 per person
(10% discount for groups of 3)

Normal Price

HKD 2,800 per person
(10% discount for groups of 3)

(Half Day Workshop - Morning coffee / refreshment provided)

Event Consultants

Mr EC Tan



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#15-14 International Plaza
Singapore 079903

Notes:

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

Our Track Record

- Vietnam Investment - Easier Market Entry and Effective Company Management with New Investment / Enterprise Law (w.e.f July 2015)
Singapore – 31 August 2015
Kuala Lumpur – 31 July 2015
Bangkok – 5 June 2015
- VIETNAM - Market Access, Investment Regulations and Tax Updates
Singapore - Wed 15 April 2015
- VIETNAM – Attractive Business Sectors (Updates), Market Analysis, Market Entry Strategies and Managing Regulatory / Business Issues
Singapore - Thursday 30 October 2014
- VIETNAM - Doing Business and Tax Updates
Bangkok 30 May 2014
- VIETNAM – Acquiring Business and Investment Updates
Shanghai – 14 April 2014
- VIETNAM - Setting Up and Acquiring Businesses (with Tax Updates)
Singapore 14 March 2014
Kuala Lumpur 28 March 2014
- VIETNAM Investment and Tax Updates
Taipei ROC 30 October 2013
- VIETNAM - Acquisition and Structuring of Businesses
Kuala Lumpur 28 Aug 2013
Singapore 29 Aug 2013
- VIETNAM: Practical Strategies for Market Entry in Trading, Distribution and Retailing - Opportunities in Challenging Times
Singapore 28 May 2013
Kuala Lumpur 20 May 2013
- VIETNAM M&A – Acquiring Business: Due Diligence, Structuring and Valuation
Singapore 22 Oct 2012
Kuala Lumpur 23 Oct 2012

- Vietnam Investment Updates - Setting Up and Acquiring Business
23rd August 2012, Singapore
13th August 2012, Kuala Lumpur
- Trading and Distribution Business in Vietnam: Successful Strategies for Market Entry And Protecting Your Investment
16th July 2012, Ho Chi Minh City
- VIETNAM: Acquisition of Business-Legal, Tax and Practical Considerations
14th May 2012 Singapore
20th April 2012 Kuala Lumpur
13th March 2012 Ho Chi Minh City
- VIETNAM: Practical Strategies for Market Entry In Trading and Distribution
23rd April 2012 Bangkok
9th March 2012 Singapore
- VIETNAM: Acquisition of Business-Legal, Tax and Practical Considerations
21st November 2011 Singapore
23 November 2011 Kuala Lumpur
- Vietnam International Tax Planning Masterclass
12th October 2011 Jakarta

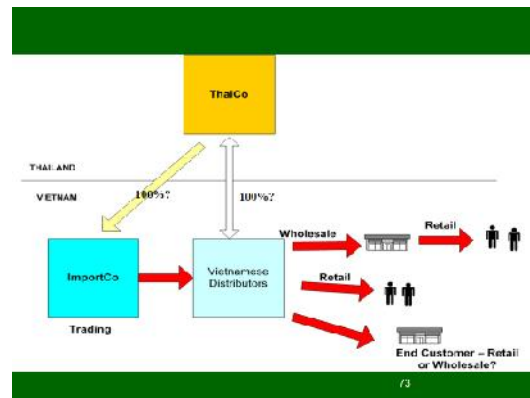
.....And many other workshops in the region on Vietnam investment since 2006.....

Other activities:

- In-house "Working and Living in Vietnam" induction workshops targeted at senior managers and managers of major multinational corporations
- High level forum on investing and doing business in Vietnam (legal, government, business practices and working culture) for major multinational corporations during its off-site meetings for its board of directors and senior management members
- Vietnam Business Tour from Malaysia / Taiwan – guided business tour for professional networking, business matching, industry visits, information brokering and investment consultancy
- Lead organizer for Multimedia Development Corporation (MDeC) for "MSC Malaysia Go Vietnam" Program in 2010 – professional networking and business matching, facilitated business tour and investment consultancy
- M&A facilitation seminars for Multimedia Development Corporation (MDeC) for MSC

companies investing overseas through acquisition

Featured case studies / slides in Vietnam workshops



Capital Structure

- Under Investment Law, NO minimum capital requirement. Capital requirement is based on policy directions for investment sectors
- Investment capital = Charter Capital + Loan Capital
 - Investment capital: The permitted size of the investment, capital and other funds (including loan) that the investor will use to carry out the project
 - Charter capital: "Paid Up" capital (committed capital)
 - Loan capital: = permitted but not committed
- Long term loan could not be incurred in excess of the stated loan capital (in the Investment Certificate)

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Investment Forms Available

- Representative Office
- Equity Joint Venture Company (Foreign % - Vietnamese %)
- 100% Foreign Owned Company (with trading scope)
- 100% Foreign Owned Company (with distribution scope)
- Add trading scope to existing Investment Certificate
- Add distribution scope to existing Investment Certificate
- Acquisition of equity in a company with trading / distribution license

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Sign Me Up!
Registration Form



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Easier Market Entry and Effective Company Management
Hong Kong Thursday 8th October 2015
Empire Hotel, Wan Chai, Hong Kong

	<u>Name</u>	<u>Email</u>	<u>Designation</u>
1.	_____	_____	_____
2.	_____	_____	_____
3.	_____	_____	_____

(10% discount applies to group of 3 or more)

Company: _____

Address: _____

Telephone: _____ **Fax:** _____

Email: _____ **Contact Person:** _____

Do you have an existing business operation in Vietnam? YES / NO

Payment / Terms & Conditions

Kindly remit to

INDOCHINA LINK PTE LTD

Oversea-Chinese Banking Corporation Limited, Singapore

SWIFT code: OCBCSGSG

Account No: 629 184 607 001

Please email the remittance slip to events@peligotraining.com for our records.

- Confirmation of attendance is subject to receipt of full payment. No cancellation will be allowed after confirmation, but substitutes are allowed. The management have right to change the date / venue of the event with notice to given in advance.

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0830 – 0900	Registration
0900 – 1030	<p>Setting Up Investment / Business</p> <ul style="list-style-type: none"> • Clear definition of “foreign-invested” enterprises • Simplification of application process for Investment Registration Certificate (IRC) • Requirement of Enterprise Registration Certificate (ERC) for all enterprises • Relaxation of including business lines / scope in the Enterprise Registration Certificate <p>Case study and discussions</p>
1030 - 1045	Coffee Break
1045 – 1230	<p>Governance and compliance</p> <ul style="list-style-type: none"> • Informational contents of IRC and ERC, and reporting requirements (Registration versus Notification requirement clarified) • Multiple company seals allowed • Multiple legal representatives permitted • Reduced quorum for MC meeting (LLC) / GMS (JSC) • Reduced voting thresholds in members / shareholders’ meeting <p>Case study and discussions</p>
Afternoon (230pm onwards)	Private Consultation Tricor Hong Kong office (Hopewell Centre) By prior appointment only