

NEW REGULATIONS ON E-COMMERCE ACTIVITIES UNDER THE LAW ON E-COMMERCE 2025 AND DECREE 248/2026/ND-CP, EFFECTIVE FROM 1 JULY 2026



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INTRODUCTION:

The Law on E-commerce 2025 was enacted to complete the legal framework in response to the rapid growth of the digital economy, giving rise to new business models and cross-border transactions involving diverse participants in terms of the entities involved and complex in nature. The Law on E-commerce 2025 and Decree 248/2026/ND-CP ("**Decree 248**") implementing the Law, both effective from 1 July 2026, unify and complete the legal framework on e-commerce, which was previously governed by subordinate legislation, namely Decree 52/2013/ND-CP, as amended by Decree 85/2021/ND-CP, Decree 146/2025/ND-CP and Resolution 66.16/2026/NQ-CP which most recently amended the dossier requirements for e-commerce notification/registration (collectively, "**Decree 52**"). Notably, Decree 248 sets out in detail the scope of e-commerce platforms subject to notification or registration procedures, the corresponding processes and procedures, and the new compliance requirements applicable to entities involved in e-commerce activities.

Significantly, all e-commerce websites and applications that have already obtained confirmation of notification or registration under Decree 52 will have only one year (until the end of 30 June 2027) to amend and supplement their notification and registration dossiers in accordance with the new regulations. The article below is intended to help enterprises that manage and operate e-commerce platforms update the new key changes

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and complete the notification and registration procedures for e-commerce platforms under the applicable regulations.

1. CLASSIFICATION OF E-COMMERCE PLATFORMS AND CASES SUBJECT TO NOTIFICATION/REGISTRATION

The Law on E-commerce 2025 adopts a new regulatory approach and a more comprehensive method for classifying e-commerce platforms based on the platform's mode of operation, participating entities and business model than under the previous regulations.

Decree 52 previously divided e-commerce platforms into e-commerce sales websites, sales applications, websites/applications providing e-commerce services, e-commerce marketplaces, online promotion websites, online auction websites and so forth, in order to determine which platforms had to conduct notification or registration procedures with the competent authority. Under the new regulations, these terms have been consolidated into the single concept of an "*e-commerce platform*" — any digital platform established to conduct e-commerce activities — and are classified according to the nature of their operations into: (1) direct-sales e-commerce platforms, corresponding to direct-sales websites and applications; (2) intermediary e-commerce platforms, corresponding to websites/applications providing e-commerce services; (3) e-commerce social networks; and (4) integrated e-commerce platforms.

Under Decree 248, the notification procedure applies only to domestic direct-sales e-commerce platforms with an online ordering function (previously referred to as e-commerce sales websites or sales applications with an online ordering function). For domestic e-commerce platforms falling within groups (2), (3) and (4) above, the platform operators must conduct the registration procedure and obtain confirmation from the Ministry of Industry and Trade before commencing operation.

For foreign e-commerce platforms conducting e-commerce activities in Vietnam, the registration procedure is mandatory only in the following cases:

- Registration prior to operating in Vietnam, where the platform offers a Vietnamese-language interface option or uses a ".vn" domain name; or

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- Registration within 60 (sixty) days from the date on which the platform reaches the threshold of 100,000 (one hundred thousand) or more transactions with purchasers in Vietnam within 01 (one) year from 01 January of the calendar year.

Accordingly, the scope of platforms now required to register is no longer confined to traditional models such as e-commerce marketplaces, online auction websites or online promotion websites. Instead, Decree 248 adopts an open approach covering all commercial activities carried out on a platform. Under the Commercial Law, these are all profit-making activities, including the sale and purchase of goods, provision of services, investment, trade promotion and other profit-making activities conducted on platforms.

Enterprises may review e-commerce platforms whose notifications or registrations have been confirmed, together with their classifications, through the Ministry of Industry and Trade's E-commerce Activity Management System at: <http://online.gov.vn/>.

2. CONDITIONS ON THE MANAGEMENT AND OPERATION OF E-COMMERCE PLATFORMS

Each type of e-commerce platform must satisfy management and operational requirements that are more stringent than those under the previous regulations. These requirements must be satisfied before the platform commences operation, specifically as follows:

No.	Type of platform	Conditions on management and operation
Group of e-commerce platforms operated by domestic organizations and individuals		
Group 1	Direct-sales e-commerce platforms with an online ordering function	• Notify the Provincial People's Committee and obtain confirmation of the notification; and • File a supplementary notification upon any material change to the platform.
Group 2	Intermediary e-commerce platforms, e-commerce social networks, integrated e-commerce platforms	• Register with the Ministry of Industry and Trade and obtain confirmation of the registration; and • File a supplementary registration upon any material change to the platform.

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No.	Type of platform	Conditions on management and operation
2.1	<u>without</u> an online ordering function, and integrated e-commerce platforms	• Have dedicated personnel in charge of managing e-commerce activities; and • Have an e-commerce operation scheme as prescribed.
2.2	<u>with</u> an online ordering function or a livestream selling function	• Satisfy the same conditions as Group 2.1 above; and • Have a mechanism to manage the holding of funds, reconciliation, payment and withdrawal of funds by sellers, where the platform has an online ordering function or a livestream selling function and the platform operator holds sellers' funds arising from transactions on the platform.
Group of e-commerce platforms operated by foreign organizations and individuals		
Group 1	Direct-sales e-commerce platforms with an online ordering function conducting e-commerce activities in Vietnam	• Register with the Ministry of Industry and Trade and obtain confirmation of the registration before commencing operation, or within 60 days of reaching the threshold of 100,000 transactions within 1 year; and • File a supplementary registration upon any material change to the platform.
Group 2	Intermediary e-commerce platforms, e-commerce social networks, integrated e-commerce platforms conducting e-commerce activities in Vietnam	• Register with the Ministry of Industry and Trade and obtain confirmation of the registration before commencing operation, or within 60 days of reaching the threshold of 100,000 transactions within 1 year; and • File a supplementary registration upon any material change to the platform.
2.1	<u>without</u> an online ordering function	• Have an e-commerce operation scheme; and • The authorized representative of the platform operator must be an individual residing in Vietnam or a legal entity established under the laws of Vietnam.

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No.	Type of platform	Conditions on management and operation
2.2	with an online ordering function, and integrated e-commerce platforms	• Satisfy conditions similar to those applicable to Group 2 under the group of platforms operated by domestic organizations and individuals above; • <u>Place an escrow deposit of not less than VND 20 billion</u> at a commercial bank in Vietnam or a foreign bank branch in Vietnam, which must be maintained throughout the period during which the platform conducts e-commerce activities in Vietnam; and • The person responsible for the e-commerce activities of the legal entity designated by the platform operator in Vietnam must be an individual residing in Vietnam.

3. CERTAIN ESSENTIAL CHANGES

3.1. Escrow deposit requirement for foreign e-commerce platforms

Foreign intermediary e-commerce platforms with an online ordering function, foreign e-commerce social networks with an online ordering function, and foreign integrated e-commerce platforms conducting e-commerce activities in Vietnam must, in addition to registering their operations, place an escrow deposit at a commercial bank in Vietnam or a foreign bank branch in Vietnam.

The minimum escrow amount is VND 20 billion, which is blocked throughout the platform's period of operation and may only be withdrawn or used with the written approval of the Ministry of Industry and Trade. The escrowed amount may be used solely to secure the performance of obligations to compensate consumers in Vietnam under legally effective judgments or decisions of a court or an arbitration body; to comply with decisions imposing administrative sanctions in respect of e-commerce activities; and to fulfil tax obligations towards the State of Vietnam.

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Decree 248 prescribes the procedures for withdrawing the escrow deposit, handling the escrowed amount, releasing the escrow deposit and supplementing the escrow deposit, which the organization or individual operating the e-commerce platform must comply with in order to avoid termination of its operating registration by the Ministry of Industry and Trade.

3.2. Market access conditions for foreign investors in the e-commerce sector

Decree 248 provides that the market access conditions for foreign investors in the e-commerce sector continue to be limited to establishing an economic organization or investing through capital contributions, share purchases or purchases of capital contributions in enterprises operating in the e-commerce sector under the Law on Investment. However, the provisions governing cases that require an appraisal opinion of the Ministry of Public Security on national security now require the e-commerce platform operator to determine whether it falls within the relevant category, rather than making this dependent on the list of the five leading enterprises in the e-commerce services market previously published by the Ministry of Industry and Trade.

Specifically, a foreign investor that controls an organization operating an intermediary e-commerce platform, an e-commerce social network or an integrated e-commerce platform that qualifies as a large digital platform under the law on protection of consumer rights (a platform with at least 3,000,000 user accounts annually, or an intermediary platform with users accounting for 3% or more of the population, in Vietnam) must obtain an appraisal opinion of the Ministry of Public Security on national security. For these purposes, whether a foreign investor controls an organization operating an intermediary e-commerce platform, a social network conducting e-commerce activities or an integrated e-commerce platform is determined not only by reference to its ownership of more than 50% of the charter capital or more than 50% of the voting shares of the organization, but is also extended to include:

- An investor that has the power, directly or indirectly, to appoint, dismiss or remove a majority or all the members of the board of management, the chairman of the members' council, the director or the general director of the organization;
- An investor that has the right to decide on material matters in the business operations of the organization, including the selection of the technology platform and the form of business organization; the selection of business lines, geographical

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areas and business modes; decisions to adjust the scale and business lines; and the selection of the forms and methods of mobilizing, allocating and using the business capital of that organization.

3.3. Electronic authentication of the identities of sellers, livestream sellers and affiliate marketers

The accounts of sellers, livestream sellers and affiliate marketers must be linked to and authenticated through an electronic identification account in accordance with Decree 320/2026/ND-CP amending Decree 69/2024/ND-CP on electronic identification and authentication (effective from 28 September 2026), and must also comply with the relevant e-commerce regulations on electronic authentication of those accounts.

Under Decree 248, the following operators must electronically authenticate sellers' identities before allowing them to sell goods or services: (i) operators of intermediary e-commerce platforms; (ii) operators of e-commerce social networks that provide online communication functions and integrate tools for notifying confirmation of contract formation; and (iii) operators of integrated e-commerce platforms that qualify as large digital platforms. Decree 248 also specifies the information required to be authenticated in respect of sellers who are domestic or foreign individuals or organizations.

For operators of e-commerce platforms that provide livestream selling functions, the platform operator is responsible for authenticating the identity of livestream sellers before they engage in livestream selling activities. The platform's livestream selling operating rules must clearly specify the applicable subjects, procedures and instructions for livestream sellers to carry out electronic identification and authentication. In addition, organizations and individuals providing affiliate marketing services are responsible for electronically authenticating the identities of affiliate marketers in accordance with the laws on electronic identification and authentication. Where a livestream seller or affiliate marketer is a foreign national, the Law on E-commerce 2025 permits their identity to be authenticated using lawful identification documents.

3.4. Responsibilities for handling violations on e-commerce platforms

The Law on E-commerce 2025 and Decree 248 require e-commerce platform operators to receive and resolve feedback, requests and complaints from users. In particular, operators of intermediary e-commerce platforms and operators of e-commerce social

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networks that provide online ordering functions and qualify as large digital platforms must establish an online system on the platform for receiving and resolving feedback, requests and complaints. These operators must also implement measures to review, issue warnings and automatically remove content concerning goods and services that violate the law, as well as prevent repeated violations on the platform. It should be noted that the entire violation-handling process of the platforms must be logged to enable users to track the progress of the resolution and ensure that the relevant data can be retrieved when transaction participants or competent authorities request the provision of information in accordance with the law.

In addition to the responsibilities of e-commerce platform operators to handle and prevent violations on their platforms, Article 21 of Decree 248 also sets out coordination responsibilities for other relevant entities. Accordingly, depending on the circumstances, such entities may be required to coordinate in preventing violations, removing information, suspending or terminating services where a violation occurs. Relevant entities include: (i) operators of e-commerce platforms integrated into an integrated e-commerce platform; (ii) organizations providing technical infrastructure services; (iii) organizations providing logistics services supporting e-commerce activities; (iv) organizations providing payment and payment intermediary services; and (v) legal entities authorized in Vietnam.

3.5. Notification/registration procedures

Notification and registration procedures for e-commerce platforms must be carried out entirely through the National Public Service Portal.

Under the new regulations, the time limit for confirming a notification remains 03 working days, whereas the time limit for confirming a registration has been extended from 03 working days to 07 working days. At the same time, the competent authority will respond by confirming the dossier, requesting clarification of information or terminating the dossier within the prescribed time limits and in accordance with the prescribed procedures for all types of notification and registration dossiers.

4. TRANSITIONAL PROVISIONS

Under Article 53 of Decree 248, e-commerce platforms (websites and applications) whose notification or registration was confirmed before 1 July 2026 may continue to operate in

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accordance with the confirmed contents until 30 June 2027. During this period, platform operators must complete the procedures to amend and supplement their confirmed dossiers in accordance with the new regulations.

5. CONCLUSION

The Law on E-Commerce 2025 and Decree 248 establish a more specific and comprehensive framework governing the notification and registration obligations for e-commerce platforms, and significantly change platform classifications, management and operational requirements, and applicable procedures.

During the transitional period, when updating dossiers previously notified or registered under the applicable regulations, enterprises should proactively review the legal status of their platforms and prepare an appropriate dossier preparation timeline to ensure compliance with the new requirements and minimize disruption to their e-commerce operations in Vietnam.

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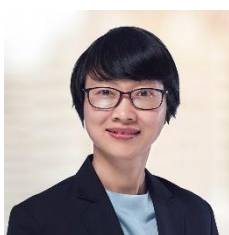


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Chúng tôi giữ quyền sửa đổi, tạm ngừng hoặc ngừng vĩnh viễn hoạt động của bản tin này hoặc bất kỳ phần nào của bản tin mà không thông báo trước. Chúng tôi không chịu bất kỳ trách nhiệm nào về các sửa đổi, tạm ngừng hoặc ngừng vĩnh viễn hoạt động của bản tin này.

Nếu bạn có vấn đề nào cần tư vấn, hãy liên hệ với chúng tôi hoặc yêu cầu luật sư của bạn tư vấn về vấn đề đó cho bạn.

Tất cả các quyền, bao gồm cả quyền sở hữu, quyền tác giả, quyền liên quan và các quyền sở hữu công nghiệp đối với nội dung thông tin, thiết kế, trình bày mỹ thuật của bản tin này thuộc chúng tôi và được bảo vệ theo Luật Sở hữu Trí tuệ Việt nam, các hiệp định, hiệp ước quốc tế mà Việt nam đã ký kết.

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