

Personal Data Protection

Guiding protection of personal data

- ❑ On April 17, 2023, the Government of Vietnam issued Decree 13/2023/ND-CP (“Decree 13”) on personal data protection, which will take effect from July 1, 2023. Before Decree 13, regulations on the protection of personal information were provided through multiple normative documents. Decree 13 is set to be the first official legal framework directly governing the protection of personal data, laying the groundwork for future introduction of a new law on personal data.
- ❑ Beyond domestic and foreign enterprises/individuals in Vietnam, Decree 13 also applies to any overseas enterprises if they collect the personal data of Vietnamese citizens by any means and/or transfer it abroad for their data processing, regardless of whether these activities are conducted within Vietnamese territory. This Decree covers the relationship between employers and employees, customers, and all service providers, including banks, foreign bank branches, etc.
- ❑ Inheriting the spirit of the EU General Data Protection Regulation (GDPR), Decree 13 introduces new definitions for terms such as personal data (including general and sensitive personal data), data subject, data controller, data processor, data controller cum processor, and stipulates the rights and obligations of each party related to data processing. As such, personal data should be handled in accordance with transparency, purpose, limited data collection, accuracy, integrity, security, and accountability.
- ❑ The data subject’s consent is required when collecting personal data, except in the five cases where consent is not required, as specified in Article 17 of Decree 13. Full, partial, or conditional consent must be expressed clearly (silence is not considered consent). Controller/controller cum processor of personal data must notify data subjects with detailed information about data processing as prescribed in Article 13 of this Decree, such as types of data, purposes, methods of data processing, parties related to data processing, timing of data processing, and unintended consequences of data processing (“Notified Contents”).
- ❑ Under Decree 13 and as guided by the Ministry of Public Security, individuals/entities collecting personal data before July 1, 2023, are not required to obtain consent from data subjects again. However, if the mandatory Notified Contents have yet to be disclosed to the data subjects, the

notification obligation will be triggered as of July 1.

- ❑ Decree 13 acknowledges eleven rights of data subjects, including the rights to withdraw consent and to object to data processing at any time. Once the data subject exercises such rights, their relevant personal data must be deleted within 72 hours unless the data cannot be deleted by law.
- ❑ Notably, all controller, processor and controller cum processor of personal data are required to prepare impact assessment on personal data processing. If they further transfer Vietnamese citizens' personal data overseas, Decree 13 requires a relevant dossier on the impact assessment of such transfer, and it must be made available for inspection at all times. The Ministry of Public Security (MPS) has the right to inspect the outbound transfer of data and may request to stop transferring personal data abroad if it is non-compliant with the provisions of the decree.
- ❑ An authentic copy of the impact assessment on data processing and data outbound transferring must be sent to the MPS within 60 days from the date of processing of personal data. Applying this new regulation, for those who have been processing/outbound transferring personal data, the obligation of submitting report to MPS shall be triggered as of July 1, 2023. In other words, the deadline for submission of these dossiers to MPS by current data controller/processor/controller cum processor shall be no later than August 30, 2023.
- ❑ Decree 13 will further require organizations and individuals to promulgate or amend their internal processes for personal data protection in accordance with the new requirements to ensure their network security systems are adequate. Violations of the regulations on protecting personal data may result in disciplinary action, administrative penalties, or criminal prosecution, depending on the severity of the violation.

Import & Export

New regulation on the origin management of imported and exported goods

- ❑ The Ministry of Finance recently issued Circular 33/2023/TT-BTC (“Circular 33”) regulating the determination of the origin of exported and imported goods. Circular 33 shall take effect as of

July 15, 2023, and replaces certain circulars on the same management procedure.

- ❑ Specifically, Circular 33 provides specific provisions on dossiers, inspections of origin pre-determination, declaration and submission of documents certifying the origin of exported and imported goods, procedures and contents of inspection, and identification and verification of the origin of traded goods.
- ❑ Compared to previous regulations on the procedures and documents to be included in the dossiers, Circular 33 introduces clear changes related to the application for pre-determination of origin. The new circular also supplements a form for submitting dossiers to the General Department of Customs in case the electronic customs data processing system is not available or fails, which minimizes delay in the customs declarants' import and export activities.
- ❑ In addition, Circular 33 specifies the cases in which the customs declarant shall submit a document certifying the origin of goods to the customs office. For imported goods that enjoy special preferential tax rates, the customs declarant must submit the certificate at the time of customs clearance. If no proof of origin is available, the imported goods must be cleared according to the preferential or normal tax rates.
- ❑ Regarding the origin of goods, the Ministry of Finance also issued Circular No. 36/2023/TT-BTC (“**Circular 36**”) on fees for issuance of certificates of origin (C/O) collection, transfer, and use thereof, which shall take effect as of July 21.

Guidance on application of import and export duties

- ❑ The Government promulgated Decree 26/2023/ND-CP (“**Decree 26**”) on the schedule of export tariffs, schedule of preferential import tariffs, tariff nomenclature, and fixed duties, mixed duties, out-of-quota import duties, effective July 15, 2023. On the same date, Decision No. 15/2023/QĐ-TTg (“**Decision 15**”) on the application of ordinary import duties, issued by the Prime Minister, will also come into force.
- ❑ Decree 26 and Decision 15 promulgate schedules of import and export tariffs for specific goods in Appendixes promulgated thereto.

Finance & Banking

Guidance for trading corporate bonds

- ❑ On May 17, 2023, the Ministry of Finance issued Circular No. 30/2023/TT-BTC (“Circular 30”), which sets out the grounds for the formation and operation of the privately placed corporate bonds transaction system, starting from July 1, 2023.
- ❑ According to Decree 153/2020/ND-CP on the private placement of corporate bonds on the domestic market and placement of bonds on the international market (“Decree 153”), privately placed bonds must be transacted via a separated system under the Hanoi Stock Exchange (HNX). Circular 30 now specifies this principle by setting out detailed regulations and mechanism for implementation, such as follows:
 - In principle, registering and depositing privately placed corporate bonds with the Vietnam Securities Depository and Clearing Corporation (VSDC) is mandatory for transaction purposes. Transactions shall be initiated and processed via the transaction system of HNX, while transaction payment and management of bond ownership shall be monitored via VSDC.
 - The registration, depository, transactions and cancelation of transactions, exercise of rights, and transfer of ownership rights for privately placed corporate bonds shall be implemented in accordance with current regulations on securities together with specific rules to be set out by HNX and VSDC.
 - Transaction price of corporate bonds shall be determined via the “put-through trading” method. Buyer and seller shall discuss and agree on the transaction price via the electronic method on the HNX system or agree privately in advance and report to HNX to process the transaction.

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