



LEGAL UPDATE

DRAFT PROPOSAL FOR THE LAW ON E-COMMERCE

The Ministry of Industry and Trade (“**MoIT**”) has proposed the Law on E-Commerce, which is scheduled to be presented to the National Assembly for consideration in October 2025, with anticipated approval at the National Assembly meeting in May 2026 (“**Proposed Law**”).

The Proposed Law aims to provide a clear and robust legal framework for e-commerce activities, forms of e-commerce operations, and the rights and obligations of entities participating in e-commerce. It will impact organizations and businesses engaged in commercial activities in Vietnam.

This update will highlight some significant points of the Proposed Law.

1. Standardizing e-commerce-related concepts

The Proposed Law provides definitions for key terms such as e-commerce activities, digital commerce, e-commerce website, platform operators, and intermediary e-commerce platform operators. This standardization helps align e-commerce regulations with the Law on Electronic Transactions and the Law on the Protection of Consumer Rights, making it easier for businesses and consumers to understand and comply with legal requirements.

2. Supplementing forms of e-commerce activities

The Proposed Law categorizes e-commerce activities into (i) e-commerce digital platforms and (ii) multi-service digital platforms. The government is expected to provide detailed regulations on the forms based on this classification. This supplementation ensures that emerging e-commerce models (cross-border e-commerce, foreign investor e-commerce activities, etc.) are adequately covered and regulated.

3. Defining the rights and obligations of e-commerce participants

The Proposed Law identifies the following key entities involved in e-commerce activities:

(i) Sellers on e-commerce digital platforms;

(ii) Operators of intermediary e-commerce digital platforms;

(iii) Operators of direct sales e-commerce digital platforms; and

(iv) Businesses and organizations providing e-commerce support services.

The rights and obligations of each entity are clearly defined, with particular emphasis on the identification and electronic verification of sellers on e-commerce platforms. This measure helps prevent unverified sellers from operating anonymously and assists competent authorities in enforcing laws against counterfeit product distribution, fraud and tax evasion.

4. Regulating electronic contract authentication services in e-commerce

Electronic contract authentication services involve third-party providers ensuring the integrity and storage of electronic documents during contract execution through the national electronic contract platform managed by the MoIT.

The Proposed Law outlines the conditions and licensing procedures for electronic contract authentication services. Compared to Decree 52/2013/ND-CP dated 16 May 2013 and Decree 85/2021/ND-CP dated 25 September 2021, it focuses more on integrating and synchronizing data with the national electronic contract platform, verifying contract signatories, and ensuring the security of service-providing information systems. This enhances transparency in commerce while reducing operational costs compared to traditional paper contracts.

5. Promoting green and sustainable e-commerce

The Proposed Law introduces provisions aimed at fostering green commerce to minimize environmental impact. According to the World Wildlife Fund, in 2024, the Vietnamese online shopping and food delivery markets used approximately 160,000 cardboard packages and 171,000 tons of primarily single-use plastic waste. In response, the Proposed Law prioritizes the development of



eco-friendly e-commerce infrastructure, encourages businesses to adopt green technologies, and raises consumer awareness of sustainable consumption practices. Additionally, penalties may be imposed for non-compliance with sustainability standards.

In conclusion, the Proposed Law seeks to bridge existing regulatory gaps and institutionalizes commitments to align with global standards. Its new provisions are expected to enhance transparency and foster a secure e-commerce environment, keeping pace with technological advancements and evolving market demands.

For more information, please contact:

Thang Nguyen / Managing Partner
thang.nguyen@acsvlegal.com

Mai Phan / Associate
mai.phan@acsvlegal.com