



FY2026 SEA TP Guide: Vietnam

Deloitte.

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Regulatory framework

Governing laws and guidelines	<ul style="list-style-type: none"> • Tax Law No. 38/2019/QH14 • Decree 132/2020/ND-CP • Decree No. 20/2025/ND-CP • Decree No. 122/2025/ND-CP
OECD alignment	<p>The Vietnamese Transfer Pricing (TP) regulations broadly rely on the content of the Organisation for Economic Co-operation and Development (OECD) TP Guidelines and the UN tax manual (but primarily on the OECD TP Guidelines).</p>



Documentation requirements

Type of requirement	<ul style="list-style-type: none"> • Annual compliance aligned with local TP regulations. • Includes Local File, Master File, and Country-by-Country (CbC) Reporting, if thresholds are met.
Threshold	<ul style="list-style-type: none"> • There are four exemptions from TP documentation (i.e., Local File, Master File, CbC Reporting, and TP Forms), as follows: <ul style="list-style-type: none"> – Exemption 1: The taxpayer is exempt from TP declaration in Parts III and IV of Appendix I and from preparing a TP documentation if all the following conditions are met: <ul style="list-style-type: none"> ◦ Only engaged in related party transactions with entities that pay Vietnamese CIT; ◦ The taxpayer and its related parties are subject to the same CIT tax rates; ◦ Neither the taxpayer nor its related parties are subject to Vietnamese CIT incentives. – Exemption 2: The taxpayer is exempt from preparing a TP documentation if both of the following conditions are met: <ul style="list-style-type: none"> ◦ Total sales are less than VND 50 billion ◦ Total value of related party transactions is less than VND 30 billion. – Exemption 3: The taxpayer is exempt from preparing a TP documentation (only for related party transactions under an APA) if both of the following conditions are met: <ul style="list-style-type: none"> ◦ The taxpayer has entered into an APA ◦ The taxpayer submitted an annual report in accordance with APA legislation.

Threshold	<ul style="list-style-type: none"> – Exemption 4: The taxpayer is exempt from preparing a TP documentation if all the following conditions are met: <ul style="list-style-type: none"> ◦ Performs business activities by exercising simple functions; ◦ Does not generate value or incur cost from the operation or use of intangible assets; ◦ Total net sales, financial income, and other income are less than VND 200 billion ◦ EBIT/net sales reached the following thresholds: distribution sector at least 5%, manufacturing sector at least 10%, and processing sector at least 15%. • If a taxpayer is an ultimate parent company (UPC) in Vietnam that generates at least VND 18,000 billion in global consolidated revenue, then such taxpayer must prepare a CbC report.
Deadline	<ul style="list-style-type: none"> • Local File & Master File: these should be prepared and made available by the last day of the third month after the financial year-end and submitted upon request. Under Decree 132, the deadline for providing TP documentation is as follows: <ul style="list-style-type: none"> – During a tax audit or inspection, the submission timeline follows the Inspection Law. However, the law does not provide a specific timeframe. Therefore, the taxpayer must provide documentation and supplemental information based on the inspection team’s request — typically within a very short deadline. – During the consultation period prior to a tax audit or inspection, the taxpayer must provide documentation and supplemental information within 30 working days from the date of receiving a written request from the tax authorities (which may be extended once, for no longer than 15 working days from the original expiry date, with valid reasons). • CbC Report: if the UPE is in Vietnam, the report is due within 12 months after the end of the financial year. If the UPE is overseas, the report must be submitted upon request by the tax authority. • CbC notification: Due by the end of the UPE's financial year.
Country-specific requirements	<ul style="list-style-type: none"> • Local File and Master File must be in Vietnamese. • From the tax year 2020, under the provision of Decree 132, the arm’s length range has been defined to be from the 35th to the 75th percentile of the range instead of the inter-quartile range.
Safe harbors	Safe harbors exist in Vietnam’s TP regulations as mentioned above.

Penalties

- Under current regulations, there are two time limits for imposition of penalties and additional assessment payments:
 - The time limit for imposing tax evasion that is not liable to criminal prosecution, understatement of tax payable, or overstatement of tax eligible for refund, remission, or cancellation is 5 years from the date the offense is committed. In such cases, the taxpayer must fully pay the outstanding tax, a penalty equal to 20% of the underdeclared amount, and late payment interest of 0.03% per day on the overdue amount.
 - After the 5-year time limit expires, no penalties will be imposed, but the taxpayer must pay the outstanding tax, the evaded tax, and any incorrectly reduced, exempted, or refunded tax, plus late payment interest accrued over the last 10 years preceding the date the offense is discovered. In other words, from year 6 to 10, the taxpayer must pay only the outstanding tax and the late payment interest, while the penalty is waived.
- Penalties for failure to submit may range from one to three times the amount of tax evaded.
- Fines ranging from VND 500,000 to VND 8,000,000 may be imposed on specific violations involving incorrect disclosures.
- Cautionary penalties may be imposed for late filing tax returns—from 1 to 5 days after the expiration of the prescribed time limits under mitigating circumstances. In other cases, fines ranging from VND 2,000,000 to VND 25,000,000 may be imposed for specified violations.
- There is no interest charged on penalties, but interest is applied to the tax due. In cases of late payment on fines for tax or invoice-related administrative violations, interest will be charged on the deferred fine at a rate of 0.03% per day.



Transfer pricing forms and reporting deadline

Type of requirement	<ul style="list-style-type: none"> • Annual compliance. • Forms: <ul style="list-style-type: none"> – TP Appendix I (information on related parties and related party transactions) – TP Appendix II (list of information required in Local File); TP Appendix III (list of information required in Master File); and or TP Appendix IV - Country-by- Country report for UPE in Vietnam.
Deadline	<p>Submitted as part of the tax return, which is by the last day of the third month after the financial year-end. For TP Appendix IV (only applicable for UPE in Vietnam), the deadline is 12 months after the financial year-end.</p>



Alternate dispute resolution

Advance pricing arrangements (APAs)	<ul style="list-style-type: none"> • APA regulations are available and may be unilateral, bilateral, or multilateral. • No rollback is available. • No filing fee for APAs.
Mutual agreement procedure (MAP)	<ul style="list-style-type: none"> • MAP is available. • The filing period is 3 years from the date of receipt of the first notice from tax authorities. • MAP requests do not suspend tax collections. • There is no stipulation on the time to resolve the MAP.



Other local peculiarities

Tax audits	<ul style="list-style-type: none"> • In Vietnam, high tax-risk taxpayers (including high-TP risk taxpayers) would be identified through the tax authority’s data analytics system. Every year, the list of high TP risk taxpayers will be compiled and proposed by the provincial Tax Departments to the central Tax Department. • Each tax audit case may involve TP matters, as tax officers have been trained in this area for many years. The targets of TP audits would be those that make losses for many consecutive years or have profit but significantly lower than the industry peers. Those taxpayers that have significant expenses for intra-group services or royalty payments would also be the targets for TP audits. • As part of the recent audit trend, for efficiency purposes, the tax departments would prioritize desk audit where the taxpayer’s data will be requested and reviewed at the tax department office. In case significant tax / TP issues are found, a field audit would be conducted. • The State Audit Office of Vietnam (SAV) has also started reviewing transfer pricing matters, but it does not audit taxpayers directly. Instead, it examines how provincial tax authorities have handled tax filings. During this process, taxpayers may be invited by the local tax authority to clarify specific points, based on SAV’s instructions. • Cooperation among various government agencies—such as the tax authority, customs, the Department of Science and Technology, and the Department of Information and Communications—has also increased. This allows for more coordinated reviews, particularly in cases involving complex transactions or inter-agency data sharing.
Secondary adjustments	<p>No stipulation</p>
Judicial precedents	<p>TP-related cases that proceed to court are still relatively rare in Vietnam, and most disputes are resolved at the tax audit or appeal stage. In recent years, a few tax litigation cases (including TP-related matters) have emerged, and their rulings may help taxpayers strengthen their defense or negotiate with authorities, particularly when arguments align with the court’s reasoning.</p>

Developments and rising issues

On 10 February 2025, the government issued Decree No. 20/2025/ND-CP, amending Decree No. 132/2020/ND-CP dated 05 November 2020, which provides guidance on tax compliance for enterprises having related party transactions. The decree, effective as of 27 March 2025, aims to provide a more transparent framework for tax compliance related to transfer pricing issues. It applies to the financial year 2024 onward.

On 11 June 2025, the Vietnamese Government issued Decree No. 122/2025/ND-CP (Decree 122), which introduces significant reforms in decentralization and delegation of authority for tax administration, including the APA process. Decree 122 removes the requirement for APA approval from the Government and Prime Minister, delegating full authority to the Minister of Finance to (i) approve APA negotiation plans, (ii) provide opinions, (iii) sign APAs, and (iv) determine their effective dates. This reform shortens the negotiation and approval timeline, aligning Vietnam more closely with international practices and improving responsiveness in bilateral APA discussions.

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