

VIETNAM: Acquisition of Business Legal, Tax and Practical Considerations

Monday 21st November 2011
Peninsular Excelsior Hotel, Singapore

It is probably the best time to take a serious look into acquisition of business in Vietnam – valuation of businesses / assets is low, and with extremely high cost of funding, many enterprises in Vietnam lack working capital for continuing operations and are eagerly seeking for foreign buyers or partners.

The opportunities for foreign investors to invest and offer financial support to resuscitate otherwise promising enterprises offer a window to capitalize on the growth potential of Vietnam when the economic situation improves.

The acquisition of business in Vietnam is however a daunting task given the emerging nature of the regulatory and tax framework surrounding mergers and acquisition activities.

This workshop aims to guide potential foreign direct investors in staging and implementing successful acquisitions. The speaker shall provide a no-nonsense and realistic assessment of the expectations and challenges in acquiring business and working with joint venture partners in Vietnam.

Hot Topics!

- The opportunities for acquiring distressed businesses and assets in Vietnam
- Acquisitions of companies / business in Vietnam – 5 important things you must know:
 - Information, information, information (or lack of it)
 - Restrictions / conditions for foreign investors

- Investment Certificate and scope of business
- Physical address and place of business
- Tax considerations
- Foreign investment – what is open, and what is not?
 - The process of applying for Investment Certificate
 - Vietnamese-owned versus foreign-owned enterprises – similarities and differences
- Law on investment and enterprise on business acquisitions
 - Scope of business and changes required to Investment Certificate – is it “business as usual”?
 - Procedures and timing of ownership transfers and payments
 - Review of enterprise charter and joint venture agreement
- Transfer of assets / business or acquisition of shares - which is preferred?
 - Investment law considerations
 - Capital assignment profits tax
 - VAT upon transfer of assets
 - Tax incentives – transferrable?
 - Liabilities and exclusions
- Management and control – legal representative, general director and chief accountant
- Legal and financial due diligence
 - The process
 - What to watch out for
 - Case study
- Shareholder’s loan to Vietnamese enterprises – can it be effectively repaid?
- Joint venture with Vietnamese partners
 - Expectations and aspirations
 - Cultural aspects and business practices
 - Case study

Who Should Attend

- CEO and Directors
- CFO, Financial controllers and accountants
- Corporate affairs and legal directors and managers

Speaker / Consultant

Lim Chor Ghee

CPA Aust, CA (M'sia), CIT (M'sia), AIB(USA)
MBA (UK), MIntS (Syd), MAdvBP(UNISA), BComm (Melb)

Chor Ghee is the Partner of VIETVALUES Audit and Consulting Group. He is involved in foreign direct investment advisory and cross-border tax planning. He has serviced many foreign companies for their business expansion into Vietnam.

Chor Ghee is regularly invited to speak at conferences and workshops on Vietnam investment and cross-border financial management and tax planning in Singapore, Hong Kong, Europe, Malaysia and Vietnam.

He was the Vice President for a multinational company listed in Hong Kong with turnover of more than USD1.5 billion in 2001 /2002. At that time, he managed the group's legal and corporate affairs for business operations in more than 15 countries. Earlier, he trained with international accounting firms - Coopers & Lybrand and Price Waterhouse.

He graduated with several master and bachelor degrees in accounting, business management, e-commerce and political science from Australia and United Kingdom. Chor Ghee is a member of several professional accountancy and taxation bodies and international business association in USA, Australia and Malaysia.

Supporting Organizations



VIETVALUES Audit and Consulting Group
(www.vietvalues.com)

VIETVALUES Audit & Consulting Group provides investment consulting, auditing, taxation, M&A, valuation / appraisal and accounting services. The Group has more than 200 professional staff in Ho Chi Minh City, Hanoi and 8 other offices throughout Vietnam.

Our engagement partners and consultants are accounting, finance and legal professionals who

are well-equipped to address your business needs in leveraging opportunities while meeting the challenges of operating in Vietnam.

We speak Vietnamese, English and Chinese, and service foreign and Vietnamese clients in the following areas.

- Audit and Assurance
- Tax Advisory and Compliance Services
- Accounting and Book-keeping
- FDI Advisory and Investment License Application
- Business acquisitions and valuations
- Construction audit and accounting

Vietvalues Audit and Consulting Co., Ltd becomes a member firm of Reanda International, and works closely with our member firms in Hong Kong, Japan and China for business acquisitions in Vietnam.



REANDA INTERNATIONAL
www.reanda-international.com

Reanda International is an international network of independent accounting and consulting firms, the China's first professional accounting network to collaborate with independent member firms from overseas countries and regions. These member firms provide assurance, tax consulting and specialist business advisory to privately held business and transnational conglomerates.

With more than 26 offices and over two thousands of dedicated professionals, Reanda International is one of the leading networks in the Asian Region.

The global dynamic business environment has become increasingly complex and the Asian Region has gaining their momentum over the decade. At Reanda International, the business enterprises will find competent specialists from the member firms to serve their businesses to penetrate this fast moving Asian business arena.

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

Registration Details

Early Birds! Pay by 11th Nov 2011

SGD 650 per person

10% discount for groups of 3

Normal Price

SGD 800 per person

10% discount for groups of 3

Event Consultants



Vinmas Resources Pte Ltd
(Reg No 200713333E)

10 Anson Road
#15-14 International Plaza, Singapore
079903

www.peligotraining.com

In Ho Chi Minh City:

Peligo Advanced Learning Co., Ltd

163 Tran Huy Lieu, Ward 8, District Phu
Nhuan, Ho Chi Minh City, Vietnam

Contact:

EC Tan (Mr)

+65 8193 9928 (Spore)

E-mail: events@peligotraining.com

In Vietnam:

+84 93321 3273 Anh Binh (Mr)

Notes:

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

Our Most Recent Workshops

- Vietnam International Tax Planning Masterclass
Wednesday 12th October 2011, Aston Kuningan Hotel, Jakarta
- International Tax Planning & Profit Repatriation Strategies for Cross Border Investment
Monday, 10th October 2011, Legend Hotel, Kuala Lumpur
- Effective Debt Collection in Vietnam – Strategies and Practice, 18th August 2011, Norfolk Hotel, **HCMC** (50+ pax)
- VIETNAM: International Tax Planning MasterClass
4 May 2011, Norfolk Hotel, **HCMC (60+ pax)**
4 July 2011, Mercure La Gare, **Hanoi**
- Corporate Management of Foreign Exchange Exposure
21 April 2011, Sheraton Hotel, **HCMC** (in collaboration with CFVG)
- VIETNAM: Trading and Distribution Market Entry Strategies, Investment Laws and Tax Planning
14 March 2011 Pullman **Bangkok**
18 March 2011 Legend Hotel, **Singapore**
- INVEST VIETNAM: Business Opportunities, Applying for Licenses to Set Up Business and Managing Business
17 January 2011, Legend Hotel, **Kuala Lumpur**
- VIETNAM - Investment Licensing, Company Set Up and Effective Management & Control,
22 October, 2010, Legend Hotel, **Kuala Lumpur**
19 August 2010, Peninsular Excelsior Hotel, **Singapore**
- VIETNAM: Foreign Contractors and Service Providers - Licensing and Business establishment, Tax Planning and Financial Management
29 June 2010, Peninsular Excelsior, **Singapore**
11 June 2010, Legend Hotel, **Kuala Lumpur**
- VIETNAM: Expand Your Retail & Distribution Channel, Market Entry Strategies, Investment Laws and Tax Planning
19 March 2010, Pullman Hotel, **Bangkok**
- VIETNAM: Accounting, Auditing and Tax Compliance for 2009 Year End Closing (Foreign Invested Enterprises)
1 March 2010, Legend Hotel, **Kuala Lumpur**

Sign Me Up! Registration Form

VIETNAM: Acquisition of Business Legal, Tax and Practical Considerations

Monday 21st November 2011
Peninsular Excelsior Hotel, Singapore

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

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

Company: _____

Address: _____

Telephone: _____ Fax: _____

Email: _____ Contact Person: _____

Payment / Terms & Conditions

- Payment methods:
Cheque issued to **VINMAS RESOURCES PTE LTD**
10 Anson Road, #15-14 International Plaza, Singapore 079903.
- **Direct bank-in: OCBC 629 184 607 001**
Please email the transfer slip to events@peligotraining.com.
- 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.