

Technical Update

23 June 2026

LAW ON E-COMMERCE 2025

Vietnam's e-commerce market continues to experience strong growth, reaching an estimated size of USD 38.5 billion in 2025 with a growth rate of 21%.¹ This development not only creates a new transactional channel but also fundamentally transforms the way the market operates and connects. As business activities increasingly shift to the digital environment, the assumptions underlying traditional commercial law are gradually becoming outdated. Meanwhile, the current legal framework governing e-commerce, primarily established under Decree No. 52/2013/ND-CP on e-commerce ("**Decree 52**"), as amended and supplemented by Decree No. 85/2021/ND-CP, has revealed certain limitations. In the context where e-commerce is identified as one of the pioneering sectors of the digital economy², the Law on Electronic Commerce No. 122/2025/QH15, which takes effect from 1 July 2026 ("**Law on E-Commerce 2025**") has been enacted to further improve the legal framework for commercial activities in the digital environment, address regulatory requirements for emerging business models, and lay the foundation for sustainable development.

Some notable highlights of the Law on E-commerce 2025 are as follows:

1. Strengthening the responsibilities and compliance obligations of stakeholders participating in e-commerce platforms, including

- *Enhancing the responsibilities of e-commerce platforms in ensuring transparency and protecting user data*

The Law on E-commerce 2025 significantly expands the responsibilities of e-commerce platform operators in managing information and protecting user data. Accordingly, in addition to traditional disclosure obligations such as terms and conditions of transactions, operating regulations, and seller information, e-commerce platforms are also required to publicly disclose their personal data protection policies and ensure that the collection and use of data comply with relevant laws.³

It should be noted that the Law on Personal Data Protection 2025 requires that the processing of personal data must be based on the valid consent of data subjects.⁴ This means that e-commerce platforms must not only review their privacy policies and user consent mechanisms, but also establish systems to manage, store, and demonstrate the collection of users' consent when processing personal data. This constitutes a new compliance requirement that may directly impact user interface design, account registration processes, marketing activities, and data governance of e-commerce platforms.

- *Enhancing obligations in respect of content control and seller verification applicable to intermediary e-commerce platforms⁵*

1 Vietnam E-Commerce Association (VECOM) (2026), Vietnam E-Commerce Index Report 2026: [click here to read more](#)

2 Decision No. 1568/QĐ BCT (2025) on the Master Plan for National E Commerce Development for the period 2026–2030

3 Article 11.1 Law on E Commerce 2025; guided by Article 5 of the Draft Decree detailing certain provisions of the Law on E-commerce (draft dated 13 April 2026)

4 Articles 9 and 11, Law on Personal Data Protection 2025

5 Article 17, Law on E-Commerce 2025

As compared with the previous Decree No. 52, the Law on E-Commerce 2025 imposes more proactive duties upon e-commerce platforms to oversee and regulate commercial activities conducted on their systems. In particular:

- E-commerce platforms shall be required to carry out electronic identity verification of sellers, and to verify identification information as well as payment account details, prior to permitting such sellers to engage in commercial activities on the platform;
 - Operators of e-commerce platforms shall be required to implement measures for the review and automated removal of information on goods and services that are in violation of applicable laws;
 - To implement content moderation mechanisms in respect of information on goods and services generated by sellers prior to permitting their display on the e-commerce platform, for the purpose of preventing the trading of prohibited goods and services, counterfeit goods, goods infringing intellectual property rights, smuggled goods, and goods of unknown origin or provenance.
- *Establishment of the first comprehensive legal framework governing livestream sale and affiliate marketing activities*
 - With respect to livestream activities, e-commerce platforms shall be required to promulgate specific internal regulations for the management thereof, establish mechanisms for verifying the identity of livestream hosts, and implement tools for receiving and handling consumer complaints. Concurrently, livestream hosts shall bear responsibility for the content of product representations and shall be prohibited from providing misleading information regarding the uses, quality, origin, or promotional offers of such products.⁶
 - With respect to affiliate marketing activities, the Law on E-Commerce 2025 imposes obligations relating to identification and electronic verification prior to permitting participation. It further requires the monitoring of promotional activities and mandates the removal of affiliate links in respect of products that are in violation of applicable laws.⁷

2. Strengthening regulatory and supervisory mechanisms applicable to cross-border e-commerce activities

Prior to the promulgation of the Law on E-Commerce 2025, Decree No. 52 did not provide a comprehensive regulatory framework for foreign e-commerce platforms supplying services to Vietnamese consumers without maintaining a commercial presence in Vietnam. This regulatory gap gave rise to an inconsistency in state management. While domestic e-commerce platforms were required to fully comply with obligations relating to registration, information disclosure, cooperation with inspection authorities, handling of violations, and consumer protection, many foreign e-commerce platforms were able to access the Vietnamese market without being subject to equivalent regulatory constraints. This disparity not only created challenges for competent authorities in identifying responsible entities in the event of violations, but also raised concerns as to the level playing field in the competitive environment. To address these issues, the Law on E-Commerce 2025 introduces several regulatory conditions. However, it does not impose a uniform level of regulation across all e-commerce platforms; instead, it adopts a differentiated approach based on the nature of the platform's operations and the extent of its involvement in transaction processes. Specifically:

⁶ Article 24 Law on E-Commerce 2025

⁷ Article 25, 26 Law on E-Commerce 2025

- In respect of foreign e-commerce platforms engaging in direct business activities and providing online ordering functionalities, the platform operator shall be required to appoint an authorized legal entity in Vietnam prior to (i) enabling the platform to display the Vietnamese language as an interface option, (ii) using the Vietnamese country code top-level domain “.vn”, or (iii) reaching a prescribed transaction threshold with buyers located in Vietnam.⁸
- In respect of intermediary e-commerce platforms that do not provide online ordering functionalities, as well as social networking platforms engaging in e-commerce activities without such functionalities, the platform operator shall be required to appoint an authorized representative in Vietnam prior to (i) offering Vietnamese as a display language option or using the Vietnamese country code top-level domain “.vn”, and (ii) satisfying the applicable conditions relating to the management and operation of the e-commerce platform.⁹
- In respect of intermediary e-commerce platforms with online ordering functionalities, social networking platforms engaging in e-commerce activities with such functionalities, and integrated e-commerce platforms, the Law requires the establishment of a legal entity in Vietnam prior to (i) the platform offering Vietnamese as a display language option, (ii) the use of the Vietnamese country code top-level domain “.vn”, or (iii) upon reaching a prescribed transaction threshold with buyers located in Vietnam¹⁰. However, where international treaties to which Vietnam is a contracting party contain commitments prohibiting the imposition of a requirement to establish a local legal entity, operators of intermediary e-commerce platforms with online ordering functionalities, social networking platforms engaging in e-commerce activities with such functionalities, and integrated e-commerce platforms may be exempted from such establishment requirement, provided that they shall comply with the following¹¹:
 - (i) Appointing an authorized legal entity in Vietnam;
 - (ii) Maintaining a security deposit at a commercial bank in Vietnam or a branch of a foreign bank in Vietnam for the purposes of compensating consumer damages and fulfilling financial obligations to the State;
 - (iii) Complying with the applicable conditions governing the management and operation of e-commerce platforms.

Further details regarding transaction thresholds applicable to buyers in Vietnam; conditions for the management and operation of e-commerce platforms; requirements relating to the security deposit; and the competence, order and procedures for registration, amendment, supplementation, and termination of registration of foreign e-commerce platforms conducting e-commerce activities in Vietnam remain subject to further guidance to be promulgated by the Government.

3. Business compliance requirements

The amendments introduced under the Law on E-Commerce 2025 will have a direct impact on the majority of stakeholders engaged in e-commerce activities, thereby requiring enterprises to review and recalibrate their operations in alignment with an appropriate business model. In particular:

⁸ Article 27.2 Law on E-Commerce 2025

⁹ Article 27.3 Law on E-Commerce 2025

¹⁰ Article 27.4 Law on E-Commerce 2025

¹¹ Article 27.5 Law on E-Commerce 2025

- For enterprises operating e-commerce platforms, it is necessary to conduct a comprehensive review and upgrade of their compliance governance frameworks, including mechanisms for information disclosure, seller verification, user data governance, transaction data retention, and content control on e-commerce platforms. This requirement arises from the fact that the Law on E-Commerce 2025 has significantly expanded the responsibilities of e-commerce platform operators, which are no longer confined to the role of intermediaries providing technological infrastructure, but have shifted towards a proactive governance model. Under this model, e-commerce platforms are required to actively participate in the prevention, detection, and handling of unlawful acts arising on their systems. Accordingly, enterprises operating e-commerce platforms may be required to allocate additional resources to content moderation systems, internal governance processes, and compliance risk management mechanisms.
- For enterprises conducting the sale of goods and services on e-commerce platforms, it is advisable to review their sales processes, product documentation, advertising policies, and complaint handling mechanisms in order to ensure compliance with new requirements relating to information verification, disclosure of product origin and quality, retention of supporting documents, and cooperation in the protection of consumer rights. Compared to the previous framework, obligations concerning transparency of product information and traceability of responsibility in online transactions have been more stringently regulated, thereby increasing compliance requirements for sellers in the digital environment.
- For enterprises utilizing livestreaming or affiliate marketing as sales channels on e-commerce platforms, it is necessary to establish mechanisms for controlling advertising content, implement procedures for verifying product information prior to promotion, and review cooperation arrangements in order to mitigate risks arising from misleading advertising or the provision of deceptive information to consumers.
- For foreign enterprises operating e-commerce platforms targeting the Vietnamese market, it is necessary to reassess their current operating models to determine newly applicable obligations concerning registration, appointment of authorized representatives, or the establishment of a legal entity in Vietnam. This represents one of the most significant changes under the Law on E-Commerce 2025, reflecting a policy shift toward enhanced regulation of cross-border e-commerce activities and ensuring a level playing field in legal obligations between domestic and foreign enterprises participating in the Vietnamese market.

Contact us

Email: info@kpmg.com.vn

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