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BAN QUẢN LÝ KHU CHẾ XUẤT ĐÀ NẴNG
DANANG EXPORT PROCESSING ZONE AUTHORITY
DEPZA

HƯỚNG DẪN
THỦ TỤC LẬP HỒ SƠ THÀNH LẬP XÍ NGHIỆP
TRONG KHU CHẾ XUẤT ĐÀ NẴNG

GUIDANCE
ON PROCEDURE TO COMPILE A DOSSIER ON
THE ENTERPRISE ESTABLISHMENT
IN THE DANANG EXPORT PROCESSING ZONE



Danang, May 24th 1995 .

GENERAL INSTRUCTIONS

ON THE PROCESS OF INVESTMENT IN THE DANANG EXPORT PROCESSING ZONE

1. The investment process in the Danang Export Processing Zone is a process in which all procedures concerning an investment project are processed and served in the manner of " one stop ". Investors and other concerning Parties apply for investment approval, implement issued Investment License, contact for business and solve all the affairs related to the Danang Export Processing Zone and Export Processing Enterprises ... are concentrates for settlement at one governmental organ of the Danang Export Processing Zone, it is the Danang Export Processing Zone Authority (DEPZA).

2. One principle which governs the entire process of project assessment, issuance of an Investment License is to be simplified, utilized the administrative procedures, documentation. The application - processing time applied in this Investment Process is in accordance with the duration as regulated in Decree 191 / CP of Dec. 28th 1994 by the Government, saving efforts, time and expenditure for the Investors.

3. The investment process consists of 2 stages :

- 1st stage : Pre - investment licensing.
- 2nd stage : Post - investment licensing.

* 1st stage : Investors need to follow 2 basic procedures

- To fill up the form of *Registration of Investment Intent*, to receive all *Application for Investment Approval* and other guideline documents at the Danang E.P.Z Authority office. Investors have to hold preliminary agreements with the MASSDA Joint Venture Corp. upon land leasing and pay deposit for this leasing.

DANANG EXPORT PROCESSING ZONE AUTHORITY
DEPZA

GUIDANCE

**ON APPLICATION FOR APPROVAL OF INVESTMENT LICENSE
IN THE DANANG EXPORT PROCESSING ZONE**

I. General instructions :

In order to establish an enterprise within the Export Processing Zone, after having agreed with the Massada Joint Venture Company, any investor has to compile a project dossier as the forms regulated and submitting them to the Danang Export Processing Zone Authority - DEPZA.

The project dossier for investing in the Danang Export Processing Zone consists of an application for establishment of an export processing enterprise and other documentation attached to the following applications :

1. Submitting an application for establishment of an enterprise in the Danang Export Processing Zone (form 001 - DEPZA) attached to the following documentation :

- 8 annexes (forms from 001/01 to 001/08)
- Agreement in principle on land lease, on purchase or rent of factory buildings signed with the Massda Joint Venture Company.
- Company's business license.
- Company's charter .
- Company's balance sheet of the previous year and profit - loss statement .
- Joint venture contract (if a joint venture is proposed)
- Charter of the applying enterprise (joint venture or 100% foreign owned capital)
- Preliminary Report on Environmental Impact Assessment .

2. Notes :

The project dossier consisting of the above - mentioned application and enclosed documentation is made in 10 copies in Vietnamese and 10 in English for submission to the Danang Export Processing Zone Authority .

The investor- applicant must pay the Authority a project assessment fee equivalent to the sum of 0.01% (a one hundredth of a percent) of the total invested capital (not exceeding USD 10,000 in maximum) on the submission point of time .The

DANANG EXPORT PROCESSING ZONE AUTHORITY
DEPZA

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- 2nd stage :

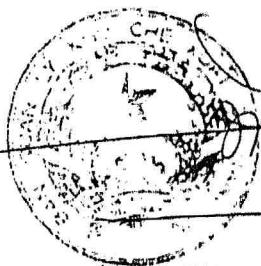
Upon licensing, Investors have to implement necessary procedures in order to establish the status of juridical person sufficiently for the Enterprise pursuant to Vietnamese laws such as engraving the stamps of the Enterprise, noticing of the Enterprise establishment, opening Bank accounts ...), registering the Enterprise, proceeding the Investment License (i.e., employee recruitment, applying for Construction License and for Import - Export License of machinery, equipment, raw materials and others for the formation of the Export Processing Enterprise.

4. In the course of implementing this Process, Investors must abide by Degree No : 322 / HDBT of Oct. 18th 1991 by the Council of Ministers (currently the Government) and Circular No : 1126 / HTDT - PC of Aug. 20th 1992 by the State Committee for Co-operation and Investment on guideline to implement the Regulations on E.P.Zs in Vietnam and other concerning legal documents. There may be new occurrences (if any) Investors should contact with the Danang E.P.Z Authority directly for settlement finding.

5. During the course of this Investment Process, Investors are responsible for paying concerning fees and charges raised in the implementation of the Process for the Danang E.P.Z Authority (as regulates in Regulations No 86 / NV - BQL dated Feb. 17th 1995 on the regime of receipt, payment and administration of fees by the Danang Export Processing Zone Authority).

6. The Danang E.P.Z Authority is welcome any opinions from Investors, the MASSDA J.V Corp. and other concerning officials that make this Investment Process completed, more scientific and proper. Please contribute such opinions to the Danang E.P.Z Authority office.

THE DANANG EXPORT PROCESSING ZONE AUTHORITY
Chairman



NGUYEN DANG LAM

fee shall not be refunded regardless of whether the applying project would be granted an investment license or not .

- Within a month as of the date of receipt of the official application for investment in the Danang Export Processing Zone, the Danang Export Processing Zone Authority will assess it and the result then will be notified to the investor-applicant of the issuance of a business license or not (refer to Decision N 1590/HDBT dated Nov.6th 1992 on the assessment regime of foreign investment project in EPZ)

In respect of projects subject to the approving by the Primer Minister of the Government, within 5 days as of the date of receipt of the official application, Danang Export Processing Zone Authority shall complete the forwarding of the applying dossier to the SCCI for assessment .

- Within 15 days as of the date of receipt of the official application, the Danang Export Processing Zone Authority may require the investor- applicant to supplement the other necessary documentation and the time for the investor-applicant to carry out such requirement shall be exclusive from the above one month. In case later than a month as of the receipt date of the application , the investor-applicant fails to reply in writing, the investment project dossier shall be considered as being invalid.

- In case the applying project dossier is not endorsed by the Authority, within 5 days as of the date on which the Authority informs the investor-applicant of the result, the Massada Joint Venture Company will be liable to refund the investor-applicant's deposit in full and without interest .

II. Detailed guidance on application of establishment of an Export Processing Enterprise : (form 001-DEPZA) .

1. The main contents of an application consist of :

Part I : Particulars on the applicant :

Applicant is required to specify the identification of the company wishing to invest in the EPZ and the representative thereof to submit the application .

a. Particulars on the representative of the applying company including 6 items : name and surname, date of birth, nationality, passport, position and permanent address.

b. Particulars on the applying company including 7 items : name of the company, name and surname of the company's leaders, address, operational scope, business operation, financial capacity, name of banks and bank accounts .

Part II : Particulars on the export processing enterprise proposed to be established :

Applicant is required to specify the nature, characteristics of an export processing enterprise proposed to be established in the EPZ. The contents consist of 8 items as follows :

a. Name and form of the export processing enterprise : specify 1 out of 3 forms : 100% foreign owned capital, joint venture, contractual business co-operation. Should the 2 latter be chose, the Vietnamese partner(s) has to be identified.

b. Location the enterprise proposed to be located : specifying whether it is located inside or outside the EPZ (but entitled to EPZ status). In case it would be located outside the EPZ, the location must be specified .

c. Main targets of the enterprise's activities : specify types of activities (manufacture or service provision to production; to export) and specification .

d. business-production plan in the initial 3 years : specify name and type of the product , quantity, estimate of consumption rate and markets, export proportion .

e. Estimation of total invested capital and structure of investment capital : take into account that the minimum of total invested capital must not be less than USD 1 million, clearly separating total invested capital, legal capital, supplying resource, capital contribution proportion from 2 parties. Note to write down these particulars on the attached annexes .

f. Main technology line : specify the technology line for production and processing including layouts, drawings, explanations .

g. Technology transfer : a contract for technology transfer and its patent need to be included.

h. Land area wanted to be leased : specify the estimate of total land area to be used in the EPZ including main area and subordinate one. The land surface and lots location plan drawn by the Massada Joint Venture Company should be referred to) State demand of rent or purchase of factory buildings, self-constructing...

Part III : Production demands :

Consisting of demands of labour, raw materials, electricity, water, telephone...filling up the items of the forms and attached annexes.

Part IV : Progress rate of the project implementation

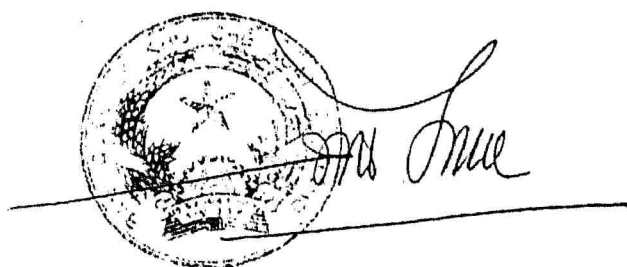
Specify kinds of work need to be done, beginning and completion time counting from the date on which the license is granted .

Part V : Operational time :

provisions on EPZ enterprise stipulated in the Regulations on the EPZs and other related documents .

- Preliminary Report on Environmental Impact Assessment.

THE DANANG EXPORT PROCESSING ZONE AUTHORITY
CHAIRMAN

The image shows a circular official seal of the Danang Export Processing Zone Authority. The seal features a five-pointed star in the center, surrounded by a ring of text in Vietnamese. Overlaid on the seal is a handwritten signature in black ink, which appears to read 'Đ. M. Lam'. A horizontal line is drawn across the bottom of the seal and the signature.

NGUYEN DANG LAM

As for an export processing enterprise, the operational time does not exceed 50 years, may be extended if need be.

Part VI : Environmental protection :

It is the very important part an investor is required to specify the kind of pollution, degree of pollutable occurrence and preventive measures to be at environmental protection . Investor fills up a form of Preliminary Report on Environmental Impact Assessment.

Part VII : Expenditure and profit .

State an estimate of costs for operations, based on that a statement of profit loss calculation in the first 3 years can be made.

Part VIII : Petition for preferential treatment and benefit.

Based on the incentive policies towards export processing enterprises stipulated in legal documents and on the concrete conditions of a project, investors may petition the Authority for reasonable preferential treatment and benefit.

Part IX : Commitments :

Applicant undertakes to declare truly and shall be responsible for the statement thereof .

2. Documentation attached to the main application form :

- 8 annexes (form 001 / DEPZA 01 - 001 / DEPZA 08) :

- + Annex 001/01 : Estimate of invested capital distribution .
- + Annex 001/02 : Estimate of output and consumption.
- + Annex 001/03 : List of equipment, machinery bought in Vietnam .
- + Annex 001/04 : List of equipment, machinery imported from abroad.
- + Annex 001/05 : List of raw materials imported.(For the first 3 years)
- + Annex 001/06 : List of raw materials bought in Vietnam.(For the first 3 years)
- + Annex 001/07 : Details on need of electricity .
- + Annex 001/08 : Details on need of water .

- An agreement in principle on land lease, rent or purchase of factory buildings : as agreed between the applicant and the Massada Joint Venture Company.

- A joint venture contract (if being a joint venture with a Vietnam partner , Based on the form of J.V issued by the SCCI .

- A charter of the proposed Export Processing Enterprise : based on the form issued by the SCCI for an enterprise with foreign invested capital and in pursuance of

THE PROCESS OF INVESTMENT IN THE DANANG EXPORT PROCESSING ZONE

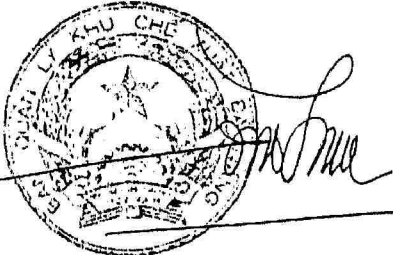
Stages	Process	Units in Charge	Remarks
PRE - INVESTMENT LICENSE ISSUED			
1	1. Investor meets Danang Export Processing Zone Authority. 2. Investor researches and has found an opportunity to invest in the Danang Export Processing Zone.	EPZ Authority	
	2. Fill in an investment registration paper (2 copies) 3. The Investor requests a dossier on an Export Processing Enterprise establishment. It consists of : - 1 General instructions. - 1 Form of application for an Export Processing Enterprise establishment in the Danang EPZ. - 8 Forms of attached annex (including lists of goods, materials...requirement for import and export.) - 1 Form of guide on the Export Processing Enterprise's Charter compilation. - 1 Form of Preliminary Report on Environmental Impact Assessment.	EPZ Authority	EPZ Authority relays 1 copy of investment registration to Marketing Dept. of MASSDA Corp.
2	1. Sign a land lease agreement (or purchase standard factory building), deposit 10 % of total land rental or 1 year rental (or money for standard factory building purchase)	MASSDA Corp.	
	2. The investor submits an application for an Export Processing Enterprise establishment.	EPZ Authority	Dossier, application compiled in 10 copies in Vietnamese and 10 in English
3	1. Consider an application dossier for investment. Should the dossier be : - approved : carry out the following stages - rejected : the deposit without interest is refunded to the Investor.	Project Evaluation Council of EPZ Authority	- Notice : accepted and grant an Investment License - Notice : rejected and MASSDA Corp. refunds the deposit.
	2. Upon an investment acknowledgement , should the investor withdraw the application for investment, the deposit is not refunded .		
4	1. The investor signs a Land Lease after receiving an Investment License (within 30 days). 2. Pay further 40 % of total land rental (or 2 years rental)	MASSDA Corp.	The lease form provided by MASSDA Corp.
5	1. The Investor occupies the rental land 2. Pay 50 % of the remaining rental	MASSDA Corp.	Within 3 months as of the date of signing the Lease

POST - INVESTMENT LICENSE ISSUED

6	<p>To fulfil the following procedures (to be taken in an order decided by the Investors):</p> <ol style="list-style-type: none"> 1. Applying for hiring the temporary office and registering its address 2. Applying for stamp engraving and register the Enterprise's stamp. 3. Opening bank accounts 4. Announcing on newspaper continuously for 5 days. The announcement should include the following details: + Name and address of the EPZ Enterprise + Date, reference number of the Investment Licence and duration of the EPZ Enterprise + Total invested capital and the legal capital. + Business production lines + Authorised representative(s) to the Vietnamese Legality. 5. Registering the Enterprise's accounting system. 6. Registering the Enterprise's fixed asset depreciation rates. 7. Selecting insurance contracts 8. Recruiting employment. 	<ul style="list-style-type: none"> - EPZ Authority - EPZ Authority - Vietnamese newspapers : + People Daily + Quangnam - Danang Daily - EPZ Authority - EPZ Authority - EPZ Authority - EPZ Authority 	<p>Form regulated by the Ministry of Internal Affairs</p> <p>- EPZ Bao Viet Insurance Co.</p>
7	<ol style="list-style-type: none"> 1. To compile and submit to the EPZ Authority the list of all goods and materials to be imported for the capital construction of the Enterprise, trial and official production. 	<ul style="list-style-type: none"> - EPZ Authority 	<ul style="list-style-type: none"> - Forms regulated by the Ministry of Trade and Customs office. - Second - hand equipment should be declared in details: year of production, origin , original price, and accounting value (after depreciation) etc...
8	<ol style="list-style-type: none"> 1. To apply for Construction Licence. Application forms shall include: - Approved design of the building (with interpreted blue print) - One copy of the Investment Licence. - Soil survey - A layout of fire prevention and fighting. - The design contract and other relevant papers. - Land lease contract with MASSDA Corp. 	<ul style="list-style-type: none"> - EPZ Authority 	<ul style="list-style-type: none"> - DEPZA and the Construction Service of QN - DN province work in collaboration to approve the factory designs - Construction Licence shall be granted by DEPZA
9	<ol style="list-style-type: none"> 1. To proceed the implementation process (after receiving the Construction Licence) by : - Signing the construction contract - Submitting notice of construction commencement. - Applying for EPZ passes for the working labour force. - Installing machines (after or at the time of construction) 	<ul style="list-style-type: none"> - EPZ Authority 	<ul style="list-style-type: none"> - With the Architectural and construction organisations.

10	<p>1. To evaluate the construction works. In case the construction works are accepted, the Investors shall to :</p> <ul style="list-style-type: none"> - Submit documents of the construction to the National Bureau Archives . - Register the operation of the evaluated construction . <p>2. Investor must conduct a Detailed Report on Environmental Impact Assessment.</p>	<p>- EPZ Authority</p> <p>- EPZ Authority</p>	<p>-The EPZ Authority shall organise the Evaluation Committee.</p> <p>- This Report must be drawn up with the support from the Dept.of Environment</p>
11	<p>1. To provide overall examination for the project works and issue an Operation Licence (labour safety measures , environmental protection .etc.)</p>	<p>The Examination Committee .</p>	<p>DEPZA shall organise a Committee for overall examination and grant Operation Licence (if approved)</p>

FOR THE DANANG E. P. Z AUTHORITY
CHAIRMAN



NGUYEN DANG LAM

REGISTRATION OF INVESTMENT INTENT

N^o: / ĐKĐT
Date: / / 199..

To: Mr. Chairman
The Danang Export Processing Zone Authority .

- My full name :
- Date of Birth :
- Nationality :
- Passport :

As a legal Representative of Company :
Position in the Company :
Contact add :
Tel : Fax :

Upon perusal of the laws concerning Export Processing Zones in Vietnam and visiting the Danang Export Processing Zone, I would like to register the investment intent of our Company to the Danang Export Processing Zone Authority as follows :

- Name and brief description of the Project activities :

- Total invested capital : USD

- Form of investment :
* Joint venture :
* 100% foreign owned capital :
* Contractual business :

☐
☐
☐

- Land for lease : m²
- Quantity of Vietnamese employment : persons

I would like to propose to Mr. Chairman the certain following matters concerning our Project :

- 1.
- 2.
- 3.

We suggest that Mr. Chairman could pay your consideration and support us to continue proceeding the procedures for obtaining the Investment License operating in the Danang Export Processing Zone .

Thanks for your consideration .

The Register

**APPLICATION FOR ESTABLISHMENT OF ENTERPRISE
IN THE DANANG EXPORT PROCESSING ZONE**

No: / BQL

To : Mr. Chairman of the Danang Export Processing Zone Authority .

- Pursuant to the Law on Foreign Investment in Vietnam approved by the National Assembly of the Socialist Republic of Vietnam dated December 29, 1987, and the Law on Amendment and Addition of a Number of Articles of the law on Foreign Investment in Vietnam approved by the National Assembly of the Socialist Republic of Vietnam dated June 30, 1990 and December 23, 1992 and other related legal documents ;

- Pursuant to the Regulations on the Export Processing Zone issued in conjunction with Decree No : 322 / HDBT dated October 18, 1991 of the Council of Ministers (the Government currently) of the Socialist Republic of Vietnam .

We, the undersigned, make this application for the establishment of Enterprise in the Danang Export processing Zone with the main following contents :

I. DETAILS ON THE APPLICANT(S) :

- 1) Full name :
 - Date of birth :
 - Nationality :
 - Passport No :
 . Date of issue :
 . Place of issue :
 - Position in the Company :
 - Permanent address :

- 2) Representing the Company :
 - Full names of the Company leading members :
 . Managing General Director :
 . Four largest share - holders of the Company (if any) :

(Please give details on each person following the contents of the applicant(s) mentioned above)

- Address of the Head Office :
- Phone number : fax number :
- Fields of the activity in production - business :

- Operating license number :
 . Date of issue : Place of issue :
- Financial ability :
 . Registered capital : USD Equity capital : USD.....
- Latest year's turnover (following the financial balance) : USD
- Name and address of the bank for main opening accounts :

 . Account number (s) :
- (If there are many property owners joining in the Enterprise, please describe separately each of them according to the above mentioned contents)

1. THE ENTERPRISE PROPOSED FOR ESTABLISHMENT :

- Official transaction name of the Enterprise :
- Commonly speaking language name :
 Vietnamese name : (*)
 Abbreviated transaction name :

Form of the Enterprise :

- 100% foreign capital ☐
 - 100% local capital ☐
 - Joint venture ☐
 - Contractual Business cooperation ☐

2. Location of the Enterprise :

- Inside the Danang Export processing Zone :
 Outside the Danang Export Processing Zone (clearly mention the address) :

3. Main targets of the Enterprise activity (give details on type of business to be applied for) :

- Service branch :
 - Production branch (name of products) :
 - Assembling, processing branches :

(*) Note : The Vietnamese name of the Enterprise has to be compatible with its official name in the commonly speaking language which the applicant are using; it will be engraved, if the Authority approved, on the official stamp used in the dispatches, transactional operations.

A plan on projected production, business for the first three years in respect of products, output and consumption level (give details in Annex No. 2 attached herewith)

Product name	First year		Second year		Third year	
	Quantity	Ex-work price	Quantity	Ex-work price	Quantity	Ex-work price

6) Invested capital :

a) Estimated total invested capital (also in full letters) :

.....USD

Including :

- Fixed capital (also in full letters)

.....USD

Including :

. Factory building : m², estimated atUSD

. Office :m², estimated atUSD

. Production equipment and machinery :USD

. Other fixed capitals :USD

- Working capital (also in full letters) :

.....USD

(Please give details in Annex No. 1 attached herewith)

b) Capital sources :

Including :

- Legal capital (also in full letters) :

.....USD

Including :

. Capital contributed by the Vietnamese Partner :USD

. Cash money (in USD or equivalent to USD) :USD

. Right to use land, water surface or sea surface other properties :USD

Capital contributed by Foreign Partner (s) :USD
 . Foreign currency :USD
 . Equipment, machinery :USD
 . Other capitals :USD

Loaned capital (also in full letters)

Including:

. From local loans :USD
 . From foreign loans :USD

(Please give details in Annex No.1 attached herewith)

7) Essential technological process : (*)

8) Transferred technology (if any) :

- Form of transfer :

. Capital contribution

. Payment of royalty every year.

- Value of transferred technology designed to capital contribution :USD

- Royalty paid for transferred technology :USD

(Enclosed with draft contract on technological transfer)

9) Location of the Enterprise :

a) Land area to be used :m²

Sizes :

Including :

b) Area of standard factories, workshops needed for use :m²

Including:m²

- Factory buildings for production :m²

- Office :m²

- Warehouses :m²

- Ground for storage :m²

c) Direction to provide for factories, workshops :

- Standard factories, workshops to be bought or rented (please specify concrete requirements) :

.....

- Self - construction :

. Storeyed houses (mention the number of storey) :

(*) Expound clearly the technological process with its diagrams. Specify the machinery, equipments needing to import for the Project in Annexes Nos. 2 and 3 enclosed herewith .

. One-storey houses : (enclose herewith diagram, blueprint)

III) NEEDS FOR PRODUCTION :

1) Need for labour when the project reaches full production capacity :

Type of labour	Vietnamese	Foreigners	Total
1) Management personnel			
2) Technicians, supervisors			
3) Skilled workers			
4) Unskilled workers			
5) Office and clerk staff			
6)			
Total :			

2) Need for raw materials in the first three years (mention each year)
(please give details to following Annex No. 5 attached herewith)

Items	Quantity	Value	Supplying source	
			Local (%)	Imported (%)

3) Need for electricity, water, telecommunications (estimated for the first year) :
(For electricity and water needs, please give details to following Annexes Nos. 6 and 7 enclosed herewith)

- a) Electricity :KWh
 With used capacity :KW
b) Water :m³/ day
c) . Telephone :
 . Telex :
 . Facsimile :

IV. PROJECT IMPLEMENTATION SCHEDULE : (Since the obtaining of license) (Please specify every kind of job and time to start and complete)

- Register the establishment of the Enterprise by :
- Lease land, rent or buy factories, workshops by :
- Commence construction by :
- Install equipment by :

- Foreign			
▪ Interest charges			
- Local			
- Foreign			
▪ Initial expense			
▪ Other expense			
Total operational expenses			
Total combined costs			

2) Profit and loss :

Based on the estimates given in VII.1 mentioned above, please give the profit and loss figures for the first three years of operation :

	Year		
	1st	2nd	3rd
Total revenues			
Production cost			
Operating expenses			
Profit / loss			

VIII. PETITION FOR RIGHT / BENEFIT :

IX. COMMITMENT :

The Applicant(s) solemnly undertakes to :

- 1) Be fully responsible for the accuracy of the content declared in the application and the documents attached herewith .
- 2) Strictly observe Vietnam's law related to foreign investment in Vietnam, the Charter of the Danang Export Processing Zone, the promulgation in the Investment License granted, other concerning regulations by the Danang Export Processing Zone Authority and the provisions of the approved Charter of the Enterprise .

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THE APPLICANT(S)

(Signature, seal)

Attached documents:

- Start operation by :
- Reach full capacity by :

V. DURATION :

The duration of the enterprise is years, commencing from the date of receipt of the License. In the event that the Enterprise wants to extend the duration stated in the License, will file an application to this effect with the Danang Export Processing Zone Authority for consideration at least 6 months prior to the expiry of the License.

VI. PROTECTION OF ENVIRONMENT :

[The investor makes known whether the proposed Enterprise will discharge or not agents causing pollution (including pollution of air, water and noise) ; please expound it concretely in the Report on Environmental Impact Assessment (form enclosed herewith) comparing it with the indices permitted by the Vietnam's law, and in addition make known technical measures designed to overcome the pollution state with exceeds the authorized limit .]

VII. COSTS AND PROFITS : (estimated)

1) Estimate of production costs for the first three years of operation (calculate as if the privileges and benefits sought have been granted) :

Items	Year		
	1 st	2 nd	3 rd
▪ Raw materials costs			
- Local			
- Foreign			
▪ Other essential materials costs			
- Local			
- Foreign			
▪ Labour costs			
- Local			
- Foreign			
▪ Public utility costs			
▪ Depreciation cost			
- Machinery			
- Factory building (s)			
▪ Other costs			
▪ Total production costs			
▪ Administrative expense			
▪ Sale expense			
▪ Office depreciation charges			
▪ Technical fees and royalties			
- Local			

Eight (8) Annexes .

- Principle contract on land lease, construction or Purchase of factory buildings signed with the Massda . Joint Venture Corporation .
 - Joint venture contract (if applying for a J.V)
 - Charter of the proposed Enterprise (joint venture or 100% foreign capital)
 - Operating License and Charter of the parent Company .
 - Financial balance in previous year and profit - loss account of the parent Company.
-

- *Date of dossier receipt :*

- *Sender :*

- *Receiver :*

GUIDANCE ON CHARTER OF 100% FOREIGN CAPITAL ENTERPRISE

- Based on the Law Foreign Investment in Vietnam , the Regulation on EPZ in Vietnam and other relevant regulations ;
- Based on legal documents , and agreements (if any);

The Charter comprises the following provisions :

Article 1 :

Company (or individual) :

- Head office address :
- Area of Business - production activities :
- Authorized representative :
 - + Position :
 - + Nationality :

(if there are several participants in the above - mentioned establishment , details of each participant shall be given . If necessary , specify the authorized representative of the owners).

Apply for the establishment of 100% foreign capital enterprise .

Article 2 :

- The Enterprise shall be called (Vietnamese name) and its international transaction name shall be
- Head office of the enterprise shall be (in)
- Branches (if any) at (in)

Article 3 :

The Enterprise has Vietnamese juridical person status , operates as a limited liability company with effect from the date of Investment Licence issued by the Danang Export Processing zone Authority (DEPZA) and it subject to the stipulations of Vietnamese Law .

Article 4 :

The objectives of the Business - production activities of the Enterprise are as follows :
specify the quantity , quality of various products or services according to production year)
Proposed market of product consumption or service :

Article 5 :

The operating duration of the Enterprise shall be years from the date of the Investment Licence .

Article 6 :

The proposed total invested capital of the Enterprise is of which :

Fixed capital is :

Working capital is :

Legal capital is and is contributed by the owner (owners) who has (have) established the Enterprise (if there are several owners specify the capital contribution by each owner to the legal capital) In the course of the operation of the Enterprise , the legal capital may be increased either by the profit gained or by additional contributions by the owner (owners) ;

Article 7 :

The schedule of legal capital contribution is as follow : (specify the due time of each contribution to the legal capital).

Article 8 :

The capital contributions to the Enterprise shall be freely transferable between the owners of the Enterprise . In case of several foreign Companies or Individuals participating in the establishment of a 100% foreign capital enterprise in Vietnam , the assignment shall first be offered to the owners participating in the Enterprise .

If the Enterprise owners refuse the assignment of one owner , that intending assignor - owner shall have the right to assign to a company or individual outside the enterprise owners.

Any such assignment shall not be valid until it is approved by the Danang Export processing zone Authority .

Article 9 :

Organization , management and execution of the Enterprise .

(Specify the form of organization and management . There may be a leading body of the Enterprise ; or the leading body may concurrently be the managing body , or a foreign individual (the boss) may directly manage and operate the Enterprise . Clearly stipulate the functions , tasks , rights and responsibilities of each part of the organization according to the form of organization and management of the Company (or individual) that the owners of the Enterprise have chosen ;

Article 10 :

The representative of the enterprise before the court and the Vietnamese Authorities shall be

Article 11 :

The accounting system shall be established on basis of (specify the accounting system the enterprise decides to use) and shall be approved by the Ministry of SRV or an Authorized organization and subject to the control of the Financial Authority of Vietnam ;

The fiscal year of the Enterprise shall commence on and finish on annually .The first fiscal year , however , shall commence from the date of Investment Licence issued and shall finish on 199....

The depreciation rate of the fixed assets of the Enterprise shall be

The application of profit remaining after the establishment of Enterprise funds shall be decided by the Enterprise (specify who shall make decision on this matter);

The currency used for payment of the Enterprise shall be (specify the currency and of which country)

Upon termination of a fiscal year, the Enterprise shall make reports of its books of account (including the account balance and profit - loss balance),

All the account reports of the Enterprise shall be submitted to the DEPZA and the Tax - collection organs of the Ministry of Finance within 3 (three) months from the date of termination of the fiscal year ;

Article 12 :

The assets of the Enterprise shall be insured at (in) (specify name and address of the insurance Company selected) ;

Article 13 :

The Enterprise shall open its account in Vietnamese currency and in foreign currency at.....

Article 14 :

All recruitment of labour by the Enterprise shall be on the basis of written contracts between the General Director of the Enterprise (or his nominee) and each employee . Priority of recruitment shall be given to Vietnamese citizens .

Article 15 :

On the basis of free and willing collective negotiation , the General Director of the Enterprise (or his nominee) and the representative of the labour force shall sign a collective labour agreement not later than 6 (six) months from the operating date of the Enterprise . The collective labour agreement shall incorporate such items as : wages applicable to each kind of work in the Enterprise , working conditions , employee health and safety , social insurance collective welfare and other items as agreed by the two sides .

Article 16 :

The Enterprise shall pay wages and allowances to the employees directly , in full , on time and at the place of work . All payments shall be made in cash .

The salaries of the General Director , the Deputy General Director and other key people shall be decided by the owner of the Enterprise .

Article 17 :

Attempt shall be made to settle labour disputes through mutual negotiation between two sides (the employees and the Enterprise ; labour representative and General Director) in a spirit of amicability , reasonableness , fair settlement and mutual benefit . Failing such an amicable settlement , one of the following amicable and arbitration forms may be selected :

- Conciliation board , on which each side has an equal number of representatives and with the EPZ labour organization as the third conciliation party .

- Arbitration Board established and resided either by the EPZ Labour Organization or by an arbitrator mutually selected by two sides .

- Arbitrator appointed by the Minister of the Ministry of Labour , War Invalid and social Affairs .

The conciliation and arbitration procedures agreed by two sides shall be clearly stated in the collective labour agreement .

If the dispute cannot be resolved through amicable settlement or arbitration , either of the parties may refer the dispute to the People's Court .

Article 18 :

The Enterprise may be dissolved prior to its expiry as stipulated in Article 5 of this Charter in the following cases:

a . In the case of a force majeure occurrence such as natural disaster , war ... which results in the impossibility of the implementation of the investment . In such cases , the owner of the Enterprise shall immediately inform the DEPZA of all measures that have been taken to remedy the situation .

b. The Enterprise is no longer in a position to pursue its business activities due to heavy losses .

c As a result of a decision made by the DEPZA .

Article 19 :

Upon expiry of the enterprise in accordance with the Investment licence , expiry of an authorized extension of duration , of termination of operation prior to expiry of the duration stated in article 5 of this charter , the liquidation of the assets of the enterprise shall be carried out by a Liquidation Board . The rights and obligations of the Liquidation Board shall be decided by the owners of the enterprise .

The Remaining assets the enterprise after termination of operation shall be ... (specify the principle of disposal , for example the whole remaining assets shall be given to Vietnam , be sold to Vietnam with priority or be sold at auction ...).

Article 20 :

In case the enterprise falls into bankruptcy , all problems arising shall be settled in accordance with Vietnamese Law. If there is no relevant provision in Vietnamese Law, the applicable Law shall be ... (specify the Law to be applied).

Article 21 :

Attempts shall be made to settle disputes with Vietnamese economic organizations through negotiation and amicable settlement Failing such settlement , the dispute shall be referred to .. (specify name and address of the arbitration body) .

Article 22 :

Any provision not stipulated in this Charter shall be implemented according to the Law on Foreign Investment in Vietnam , the Regulations on EPZ in Vietnam and other relevant regulations of Vietnam .

Article 23 :

This Charter is executed in copies in (a widely - used foreign language) and in Vietnam . Both versions shall have equal validity and shall be in force from the date of issue of

certification of Charter registration by the Danang Export Processing zone Authority under the form of Investment Licence .

Executed in on the date of 199

Representative (signature and full name)

or : on proxy of owner (if any)

(signature and full name)

SOCIALIST REPUBLIC OF VIETNAM
Independence - Freedom - Happiness

PRELIMINARY REPORT
ON ENVIRONMENTAL IMPACT ASSESSMENT

N^o: / BCMT
Date: / / 199..

I. INTRODUCTION :

Name of Company :
Address of Company :
Proposed activities :
Person to contact / telephone :
Fax :

**II. PRELIMINARY REPORT ON ENVIRONMENTAL IMPACT WHEN
IMPLEMENTING THE PROJECT:**

1.Raw materials and chemicals stored or used				
Name	Physical and Chemical Properties	Means of storage	Estimated annual requirement	Estimated maximum stock

2. Proposed activities or manufacturing process and flow chart			
2a. General			
Oven / boiler / furnace ?	Yes <input type="checkbox"/>	No <input type="checkbox"/>	
Any shot blasting ?	Yes <input type="checkbox"/>	No <input type="checkbox"/>	
Any spray painting ?	Yes <input type="checkbox"/>	No <input type="checkbox"/>	

Any electroplating ?

Yes

☐

No

☐

(If yes, state capacity in kg steam / hr & mode of heating e.g. electricity, fuel burning)

2b. Process flow - chart

3. Nature, quantity and disposal of waste products

Solid waste

Name	Physical and Chemical Properties and Chemical Composition	Estimated Quantity per day	Proposed Means of Disposal / Treatment

Gaseous wastes (including fumes & dust)

Name	Physical and Chemical Properties and Chemical Composition	Estimated Quantity per day	Proposed Means of Disposal / Treatment

Noise pollution (Source(s). Noise level & Control Measures)			
Source(s) of Noise / Vibration	Quantity	Noise Level at 3m	Proposed means of Disposal / Treatment

4. Nature, quantity and disposal of liquid waste products

a. To be Discharged Into Public Sewer

Name	Physical and Chemical Properties and Chemical Composition	Estimated Quantity per day	Proposed Means of Disposal/ Treatment
A. Contents Of trade Effluent			
	Present in Trade Effluent	Pretreatment is required	
pH	<input type="text"/>	<input type="text"/>	
Acids	<input type="text"/>	<input type="text"/>	
Alkalies	<input type="text"/>	<input type="text"/>	
Oil, grease	<input type="text"/>	<input type="text"/>	
Suspended solids	<input type="text"/>	<input type="text"/>	
BOD	<input type="text"/>	<input type="text"/>	
COD	<input type="text"/>	<input type="text"/>	
Detergents	<input type="text"/>	<input type="text"/>	
Colour	<input type="text"/>	<input type="text"/>	

Total Dissolved Solids <input type="text"/> <input type="text"/>			
B. Others (Specify)			
a. To be given to Disposal Contractors e.g. Wastes Solvents, Coolants ect.			
Name	Physical and Chemical Properties and Chemical Composition	Estimated Quantity per day	Proposed Means of Disposal/ Treatment
Total volume of wastewater (trade effluent) to be discharged into the public sewer : (m ³ / mth) at a peak rate of 1/ sec.			

III. UNDERTAKING :

I am of M/s

.....
Name / Appointment / Contact Tel No :

Company's Name

hereby declare that the information is correct for the activities to be conducted in the premises located at the Danang Export Processing Zone. The activities approved shall not be changed without the prior approval from the Danang Export Processing Zone Authority and Department for Science, Technology and Environment of Quangnam - Danang province .

THE APPLICANT

ESTIMATED DISTRIBUTION OF INVESTED CAPITAL

Annex No. 1
Form 001/DEPZA

I. Total invested capital :

- 1) Fixed capital:USD
Working capital:USD

II. Estimated expenditures from invested capital

- 1) Expenditures for construction:USD
Expenditures for purchase of machinery, equipment from abroad or capital invested with machinery, equipment worth in USD
3) Expenditures for establishment of enterprise:USD
4) Expenditures for transport and installation of machinery, equipment :USD
5) Other expenditures from invested capital:USD
Totaling :

III. Estimated expenditures from working capital

(Clearly mention the purpose of use and turn-over used in every section of the list of estimated expenditures in one year of operation)

IV. Plan of borrowing loan capital

A) Loan for invested capital spending:

- (1) Expectation of borrowed amount, loan institution, rate of interest, etc.
(2) Aim of use.
(3) Method of repayment for borrowed money (in case of repayment in several installments, mention clearly the list of installments and the source of repaid money).

B) Borrowed money for working capital spending :

- (1) Expectation of borrowed amount, loan institution, rate of interest, etc.
(2) Aim of use
(3) Method of repayment for borrowed money (in case of repayment in several installments, mention clearly the list of installments and the source of repaid money)

OUTPUT AND ESTIMATED CONSUMPTION LEVEL

Annex No. 2
Form 001/DEPZA

NAME OF PRODUCT	Unit	Maximum production ability	Output of Planning year	Consumption quantity	Unit price	Total consumption value (USD)	Main consumption sector	NOTE

DETAILED LIST OF MACHINERIES EQUIPMENT BOUGHT IN VIETNAM

Annex No.3
Form 001/DEPZA

[illegible]

DETAILED LIST OF MACHINERIES EQUIPMENT IMPORTED FOR OWN USE

Annex No.4
Form 001/DEPZA

[illegible]

Annex No.5
Form 001/DEPZA

ITEM	Specification and trademarks	Unit	Quantity	Price (in USD)		Country of Origin	Note
				Unit price	Total		
First year							
Second year							
Third year							
Total							

DETAILED LIST OF MATERIALS BOUGHT IN VIETNAM

Annex No.6
Form 001/DEPZA

ITEM	Specification and trademarks	Unit	Quantity	Price (in USD)		Country of Origin	Note
				Unit price	Total		
First year							
.....							
.....							
Second year							
.....							
.....							
Third year							
.....							
.....							
Total							

DETAILS ON POWER NEED

Annex No.7
Form 001/DEPZA

- 1) Name of the Company and address :
- 2) Address of the enterprise :
- 3) Main products to be produced :
- 4) Yearly power need (Estimated for the first 3 years)

year	maximum need (KWh)	Voltage (KVA)
19....
19....
19....

DETAILS ON WATER NEED

Annex No.8
Form 001/DEPZA

Name of the Company and address : ---

Address of the enterprise :

Main products to be produced :

Daily water need based on the yearly average level (Estimated for the first 3 years)

year

19.....

19.....

19.....

Number of cubic metres daily needed (m³/day)

.....

.....

.....