



HANKUK
Lawfirm

NEWSLETTER

Company Dissolution



Cases of Enterprise Dissolution

- Expiration of the operating term specified in the company's charter without an extension.
- Pursuant to a resolution or decision of the business owner, company owner, Members' Council, or General Meeting of Shareholders.
- Failure to maintain the minimum required number of members or shareholders for six consecutive months without converting into another type of enterprise.
- Revocation of the Enterprise Registration Certificate, except where otherwise provided by tax administration laws.



Conditions for Enterprise Dissolution



Payment of Salaries,
Severance Allowances,
and Employee
Insurance Benefits



Not Being Subject
to Ongoing
Dispute Resolution
Proceedings

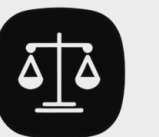
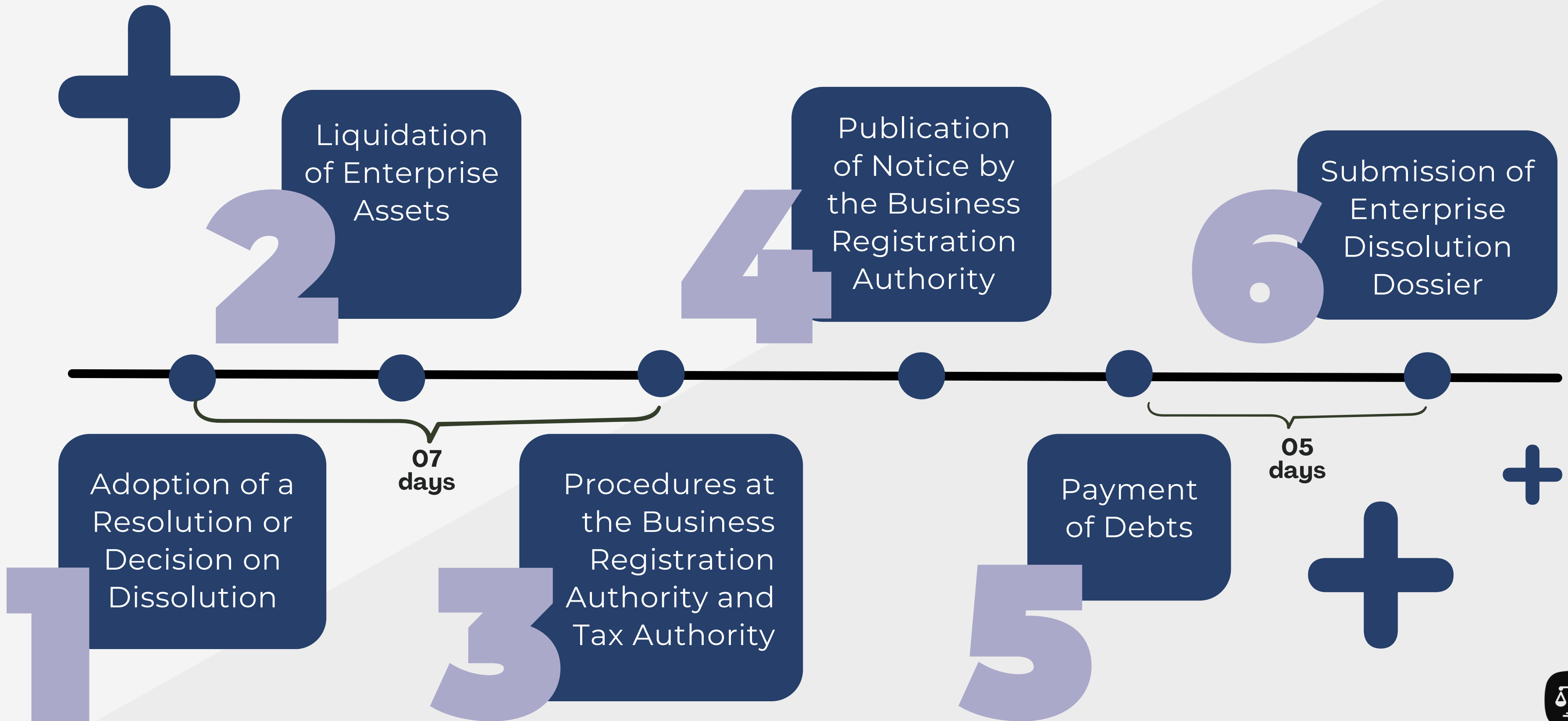


Payment of Debts

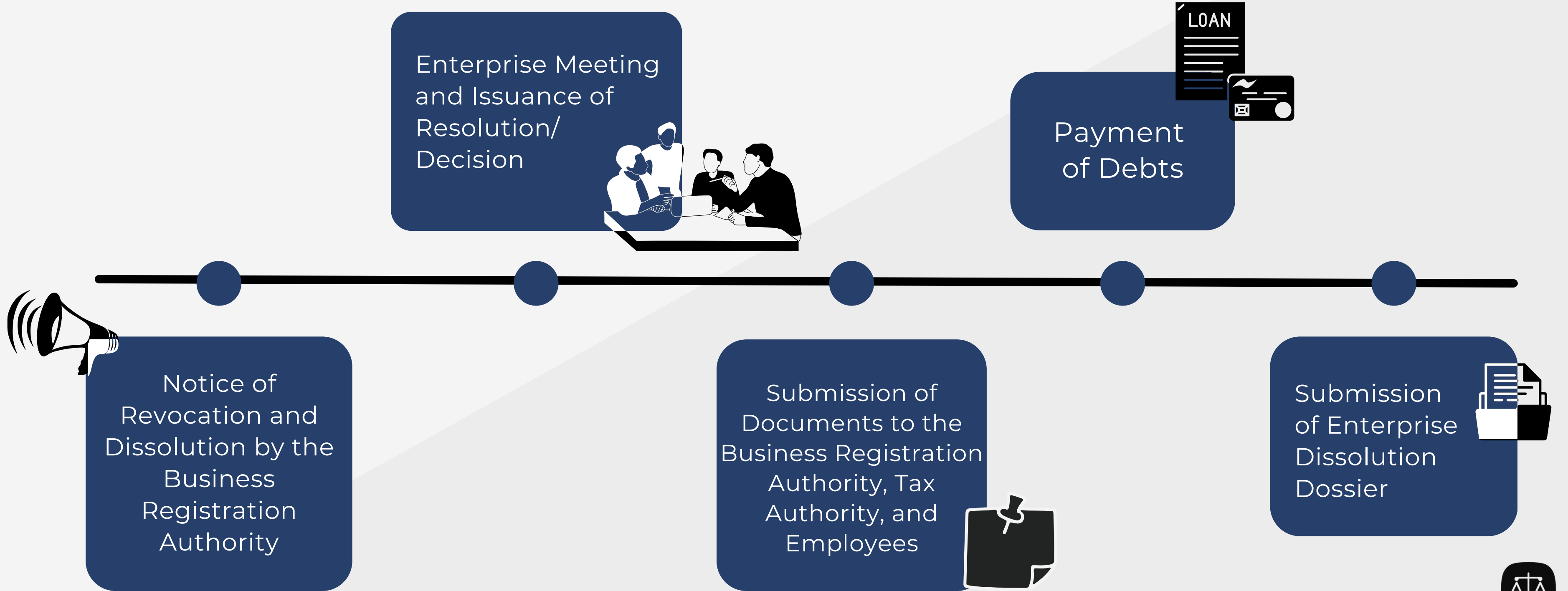


Payment of Tax
Liabilities

Enterprise Dissolution Procedure by Decision



Dissolution Procedure Due to Revocation of the Enterprise Registration Certificate



NOTES ON TAX OBLIGATIONS

Declare Fully All Taxes,
Fees, Charges, and Other
Payables up to the Time of
Dissolution

Full Payment of Taxes, Late
Payment Interest, Penalties,
and Other Payables

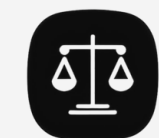
Handling of Invoices and
Accounting Documents in
Accordance with
Regulations

Provision of Dossiers,
Documents, and
Explanations upon Request
of the Tax Authority

Coordination with the Tax
Authority in Reviewing
and Reconciling Tax
Obligations

○ ○ ○ ○

**In cases where a
company has not
been operational for
many years but still
generates revenue**

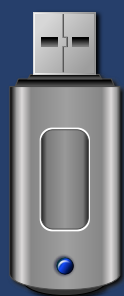


HANKUK
Law Firm

○ ○ ○ ○



- Verification of the ERC, IRC
- Verification of Company Seal
- Verification of Company Digital Token



COMPANY DOSSIER

If invoices are not available, it may result in administrative penalties under Decree No. 125/2020/ND-CP.



- Invoices, customs declarations, and tax returns (if any)
- Bank statements
- Accounting books and records
- Contracts, minutes, etc.

If the company seal and digital signature token are no longer available, they must be reissued in order to complete the dissolution procedures.



Can a company that is currently suspended from business operations proceed with dissolution



Article 207 of the 2020 Law on Enterprises stipulates the cases in which an enterprise may be dissolved, including voluntary dissolution by the owner or members/shareholders. The status of temporary suspension of business operations is not listed as a condition prohibiting dissolution.

Temporary suspension is merely a provisional measure that allows an enterprise to reorganize its operations. If the enterprise is unable to continue its business activities, dissolution becomes a reasonable option for terminating its legal existence. Decree No. 168/2025/ND-CP, which provides detailed guidance on enterprise registration, also confirms that an enterprise under temporary suspension may submit a dissolution application directly to the business registration authority, provided that it has fulfilled all financial obligations and complied with the required notification procedures.



THANK YOU

Feel free to contact us for consultation

OFFICE



1D Nguyen Duy St., Gia Dinh
Ward, HCMC



0942 339 063



<https://hankuklawfirm.com/en/>