**SOCIALIST REPUBLIC OF VIET NAM**

**Independence – Freedom – Happiness**

**----------------**

*[TINHTHANHPHODPI\_thuong\_TA], date \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_*

**APPLICATION FOR ESTABLISING JOINT STOCK COMPANY**

**TO: THE BUSINESS REGISTRATION DIVISION OF [TINHTHANHPHODPI\_TA]**

I[[1]](#footnote-2) *(written in capital letters)*: **[TEN\_DDPL\_CTY\_TA]**

**HEREBY REGISTER TO ESTABLISH JOINT STOCK COMPANY OF WHICH I AM THE LEGAL REPRESENTATIVEWITH THE FOLLOWING CONTENTS [[2]](#footnote-3):**

1. **Type of establishment (*Mark X in the appropriate box*):**

|  |  |
| --- | --- |
| * New establishment | X |
| * Establishment based on separation of enterprises |  |
| * Establishment based on the division of enterprises |  |
| * Establishment based on consolidation of the enterprise |  |
| * Establishment based on conversion of the enterprise |  |
| * Establishment based on conversion from household business[[3]](#footnote-4) |  |
| * Establishment based on conversion from social assistance/social fund/ charity fund operation[[4]](#footnote-5) |  |

1. **Name of the enterprise:**

Name in Vietnamese (*written in capital letters*): **[TENCONGTY\_TV]**

Name in foreign language (*if any*): **[TENCONGTY\_TA]**

Abbreviated name (*if any*): **[TENCONGTY\_T]**

1. **Head office address:**

House number, niche, alley, street/hamlet: [SONHACTY\_TA]

Commune/Ward/Town: [XAPHUONGCTY\_TA]

District/Town/Provincial City: [QUANCTY\_TA]

Province/City: [TINHTPCTY\_TA]

Telephone *(if any)*: [SDT\_CTY] Fax *(if any)*: [FAX\_CTY]

Email *(if any)*: [EMAIL\_CTY] Website *(if any)*: [WEBSITE\_CTY]

Enterprise located in *(Mark X in the box if the enterprise registers the address of head office located in industrial zone, export processing zone, economic zone, high-tech park)*

|  |  |
| --- | --- |
| Industrial zone | X |
| Export processing zone |  |
| Economic zone |  |
| High-tech park |  |

Social Enterprise *(Mark X in the box if being a social enterprise)*

Securities Company/Securities Fund Management Company/Securities Investment Company: *(Mark X in the box if being a securities company/securities fund management company/securities investment company and declaring more following information)*

Operation and Establishment Certificate No.: *(if any)*………… issued on: …./…./…. by the State Securities commission of Vietnam.

* Enterprise has Certificate of Land Use Rights in islands and communes, wards and border towns; communes, wards and coastal towns; other areas that affect defense and security[[5]](#footnote-6):

Yes No

X

1. **Business lines** *(specify name and code in level 4 according to VSIC*):

|  |  |  |  |
| --- | --- | --- | --- |
| **NO.** | **Business lines** | **Code** | **Main Business Line** (*Mark X to select one from the declared business lines)* |
|  | [NGANHNGHE1\_TA] | [VSIC\_NN1] | X |
|  | [NGANHNGHE2\_TA] | [VSIC\_NN2] |  |
|  | [NGANHNGHE3\_TA] | [VSIC\_NN3] |  |
|  | [NGANHNGHE4\_TA] | [VSIC\_NN4] |  |
|  | [NGANHNGHE5\_TA] | [VSIC\_NN5] |  |
|  | [NGANHNGHE6\_TA] | [VSIC\_NN6] |  |
|  | [NGANHNGHE7\_TA] | [VSIC\_NN7] |  |
|  | [NGANHNGHE8\_TA] | [VSIC\_NN8] |  |
|  | [NGANHNGHE9\_TA] | [VSIC\_NN9] |  |
|  | [NGANHNGHE10\_TA] | [VSIC\_NN10] |  |
|  | [NGANHNGHE11\_TA] | [VSIC\_NN11] |  |
|  | [NGANHNGHE12\_TA] | [VSIC\_NN12] |  |
|  | [NGANHNGHE13\_TA] | [VSIC\_NN13] |  |
|  | [NGANHNGHE14\_TA] | [VSIC\_NN14] |  |
|  | [NGANHNGHE15\_TA] | [VSIC\_NN15] |  |
|  | [NGANHNGHE16\_TA] | [VSIC\_NN16] |  |
|  | [NGANHNGHE17\_TA] | [VSIC\_NN17] |  |
|  | [NGANHNGHE18\_TA] | [VSIC\_NN18] |  |
|  | [NGANHNGHE19\_TA] | [VSIC\_NN19] |  |
|  | [NGANHNGHE20\_TA] | [VSIC\_NN20] |  |

1. **The charter capital**

The charter capital *(in number; VND)*: VND [VDL\_SO\_TA]

The charter capital *(in words; VND)*: [VDL\_CHU\_TA] VND

The value equivalent to foreign currency *(if any, in number, types of currency):* USD [VDL\_SO\_NGOAITE\_TA] (*In words:* *[VDL\_CHU\_NGOAITE\_TA] US Dollars) (selling rate on [NGAYMUANT\_TA] of [NGANHANGNT\_TA]: USD 1 = VND [TYGIANT\_TA])*

Whether it displays the information of equivalent value in accordance with the foreign currency on the Enterprise Registration Certificate? Yes No

X

1. **Source of the Chartered capital**

|  |  |  |
| --- | --- | --- |
| **Type of capital source** | **Money amount (*in number; VND and equivalent value in foreign currency, if any*)** | **Ratio (%)** |
| Capital from State Budget | 0 | 0 |
| Private Capital | VND [VON\_TUNHAN\_TA], equivalent to USD [VON\_TUNHAN\_NGOATTE\_TA] | [TYLE\_VON\_TUNHAN\_TA] |
| Foreign capital | VND [VON\_NUOCNGOAI\_TA], equivalent to USD [VON\_NUOCNGOAI\_NGOATTE\_TA] | [TYLE\_VON\_NUOCNGOAI\_TA] |
| Other | 0 | 0 |
| **Total** | **VND [TONG\_NGUONVDL\_TA], equivalent to USD [TONG\_NGUONVDL\_NGOAITE\_TA]** | **100** |

1. **Share information**

Par value of shares (VND): **VND 10,000/share**

|  |  |  |  |  |
| --- | --- | --- | --- | --- |
| **No.** | **Type of shares** | **Amount** | **Value (in numbers, VND)** | **Ratio to charter capital (%)** |
| 1 | Ordinary shares | [CPPT\_SOLUONG\_TA] | VND [CPPT\_GIATRI\_TA] | [CPPT\_TYLE\_TA] |
| 2 | Voting preference shares | 0 | 0 | 0 |
| 3 | Shares preferred dividend | 0 | 0 | 0 |
| 4 | Redeemable preferred shares | 0 | 0 | 0 |
| 5 | Other preferred shares | 0 | 0 | 0 |
| **Total** | | **[TONG\_CP\_SOLUONG\_TA]** | **VND [TONG\_CP\_GIATRI\_TA]** | **100** |

The information of shares entitled to be offered for sale:

|  |  |  |
| --- | --- | --- |
| **No.** | **Type of shares** | **Amount** |
| 1 | Ordinary shares | 0 |
| 2 | Voting preference shares | 0 |
| 3 | Shares preferred dividend | 0 |
| 4 | Redeemable preferred shares | 0 |
| 5 | Other preferred shares | 0 |
| **Total** | | **0** |

1. **Founding shareholders** *(declaration in Appendix I-7 enclosed with Circular No. 01/2021/TT-BKHDT):* Attached Appendix I-7.

Information about the legal representative/authorized representative of the founding shareholder who is an organization *(declaration in Appendix I-10 enclosed with the Circular No. 01/2021/TT-BKHDT):* Attached Appendix I-10.

1. **Shareholder(s) being foreign investor(s)** *(declaration in Appendix I-8 enclosed with Circular No. 01/2021/TT-BKHDT)*. Attached Appendix I-8.

* Information about the legal representative/authorized representative of the founding shareholder who is an organization *(declaration in Appendix I-10 enclosed with the Circular No. 01/2021/TT-BKHDT)*: Attached Appendix I-10.
* Information about the Investment Registration Certificate (*only declare if the founding shareholder(s) is/are the investor(s) issued Investment Registration Certificate in accordance with Law on Investment):*

Project No.: [MASO\_IRC]

Date of issuance: [NGAYCAP\_IRC\_TA] Place of issuance: [COQUANCAP\_IRC\_TA]

1. **The legal representative[[6]](#footnote-7):**

Name of the owner *(written in capital letters)*:[TEN\_DDPL\_CTY\_TA] Gender: [GIOITINH\_DDPL\_CTY\_TA]

Title: [CHUCDANH\_DDPL\_CTY\_TA]

Date of birth: [NGAYSINH\_DDPL\_CTY\_TA] Ethnic: [DANTOC\_DDPL\_CTY\_TA] Nationality: [QUOCTICH\_DDPL\_TA]

Type of personal legal identification document:

Identity Card Citizen Identity Card

Passport Other identity document *(state clearly):* ……

Personal legal identification document: [GTPL\_DDPL]

Issued on:[NGAYCAP\_DDPL\_TA] in [NOICAP\_DDPL\_TA]

Date of Expiry *(if any)*: [NGAYHETHAN\_DDPL\_TA]

Permanent residential address:

House number, niche, alley, street/hamlet: [SONHATT\_DDPL\_TA]

Commune/Ward/Town: [XAPHUONGTT\_DDPL\_TA]

District/Town/Provincial City: [QUANTT\_DDPL\_TA]

Province/City: [TINHTPTT\_DDPL\_TA]

Nation: [QUOCGIATT\_DDPL\_TA]

Contact address:

House number, niche, alley, street/hamlet:[SONHALL\_DDPL\_TA]

Commune/Ward/Town: [XAPHUONGLL\_DDPL\_TA]

District/Town/Provincial City: [QUANLL\_DDPL\_TA]

Province/City: [TINHTPLL\_DDPL\_TA]

Nation: [QUOCGIATT\_DDPL\_TA]

Phone *(if any):* [SDT\_DDPL\_CTY] Email *(if any)*: [EMAIL\_DDPL\_CTY]…………………..

1. **Tax registration**:

|  |  |
| --- | --- |
| **No.** | **Criteria of tax registration information** |
| 11.1 | Information of Director (Director-general) *(if any):*  Full name of Director (Director-general): [TEN\_GD\_TA]    Phone: [SDT\_GD]………………………………………………………….. |
| 11.2 | Information of Chief Accountant / Accountant (if any):  Name of Chief Accountant / Accountant: [TEN\_KETOANTRUONG\_TA]  Phone: [SDT\_KETOANTRUONG] |
| 11.3 | Address of receiving tax notify (*only declare if it is different from the address of the head office*):  House number, niche, alley, street/hamlet: ……………………………..............  Ward: ……………………………………………………………………………  District: …………………………………………………………………………  City: ……………………………………………………………………………  Nation: …………………………………………………………………………  Phone (if any): …………Fax (if any): ………………………………………….  Email: …………………………………………………………………………… |
| 11.4 | Date of starting to operate the business[[7]](#footnote-8) (*In case the enterprise is expected to start operating from the date of being granted an enterprise registration certificate, this content is not required*): …./…/………. |
| 11.5 | Way of recording transactions *(Mark X in one of two boxes "Independent accounting" or "" Dependent accounting”. In case of selecting the box" Independent accounting "that is the subject that must prepare and send the consolidated financial statements to the competent authority under the regulations, the competent authority shall check the box "With consolidated financial statements."):*   |  |  | | --- | --- | | Independence | X | | Dependence |  | | With consolidated financial statement |  | |
| 11.6 | Fiscal year:  From January 1st to December 31st[[8]](#footnote-9)  (*Note down the beginning and closing day, month of the accounting period)* |
| 11.7 | Total number of employees *(expected):* [TONGSO\_LD\_DUKIEN] |
| 11.8 | Operating in rule of BOT/BTO/BT/BOO, BLT, BTL, O&M plan:  Có Không  X |
| 11.9 | VAT tax method *(choose 1 of 4 methods[[9]](#footnote-10))*:  X   |  |  | | --- | --- | | Deduction |  | | Directly on VAT |  | | Directly on Sales |  | | Not pay VAT |  | |

1. **Registering using invoices[[10]](#footnote-11):**

|  |  |
| --- | --- |
| Self-printed invoices | Pre-printed invoices |
| Electronic invoices  X | Purchasing the tax agency’s invoices |

1. **Information about paying social insurance[[11]](#footnote-12)**:

Methods of paying social insurance *(select from 1 of 3 methods)*:

|  |  |  |
| --- | --- | --- |
| Monthly  X | Quarterly | Every 6 months |

***Note:***

* Enterprise registering main business industries are agriculture, forestry, fishery, matches and pay by product, securities: can select from 1 of 3 methods of the social insurance payment: monthly, 3 times a month, once time 6 months.
* Enterprise registering other main business industries: Mark X in the monthly social insurance payment.

1. **Information about the enterprises which are divided, separated, merged, converted** *(only in case the company is established by dividing, separating, merging, converting the type of the enterprise)*:

Name of the company (*in capital letters*):

Tax/Company code: ……………………………………………………………………

Enterprise Registration Certificate No. *(only declared if it doesn’t have Tax Code/Enterprise Code):*…………………………………………………………………

Issued on: ……./ ……… / …….. by:

Proposing the Business registration authorities terminates the divided, separated, merged enterprise and such enterprise’s branches, representative offices, business locations.

1. **Information about the business household which is converted** *(only note down in case the company is established based on the conversion of the business household)*:

Name of the business household (*in capital letters*): ………………………………….

The business household registration certificate No.: …………………………………

Issued on: ……./ ……… / …….. By:………………………………………………..

Tax code: *(only declare tax code with 10 numbers)*: ……………………………………

Business head office address: ………………………………………………………….

Name of the owner of the business household ………………………………..

Type of personal legal identification document (*only declare according to personal legal identification document recorded on tax certificate of the business household*):

|  |  |
| --- | --- |
| Identity card | Citizen Identity Card |
| Passport | Other identity documents (state clearly): … |

Code of the personal legal identification document of the individual (*only declared according to personal legal identification document recorded on tax certificate of the business household):*

Issued on: ……./ ……… / …….. By:……………. Date of expiry (if any):…/…/….

1. **Information about the converted social assistance/social fund/charity fund operation** *(only declare in case of the establishment based on the conversion from social assistance/social fund/ charity fund operation):*

Name of social assistance/social fund/ charity fund operation *(in capital letters)*:

The establishment registration certificate No. (for social social assistance)/The establishment license and fund charter recognition No. (For social funds / charity funds): ………

Issued on: … /… /…… By:

Tax Code of the social assistance/social fund/ charity fund operation: *(only declaring 10 digits tax number):*

Address of the Head Office:

Name of legal representative of the social assistance/social fund/ charity fund:…

Type of personal legal identification document (*declaring in accordance with the the personal legal identification document on Tax Registration Certificate of the social assistance/social fund/ charity fund):*

|  |  |
| --- | --- |
| Identity card | Citizen Identity Card |
| Passport | Other identity documents (*state clearly*):… |

*identification document on Tax Registration Certificate of social assistance/social fund/ charity fund):*……………………………………………………………………………….

Issued on: ..../..../.......By: …………… Date of expiry (if any) …../…../……..

In case of the valid application file for enterprise registration, I would like to propose the Business Registration Authorities publish the content of the business registration on the National Business Registration Portal.

I hereby affirm that:

* To be the legal representative who have the lawful rights and obligations to implement the procedures of registering enterprise under legal regulations and the Charter’s company.
* The Headquarter is of the Company’s lawful ownership/rights to use and used for legally appropriate purposes.
* To use self-printed invoices, pre-printed invoices, electronic invoices, purchase invoices from tax authorities in accordance with the applicable laws[[12]](#footnote-13);
* To be responsible before the Law for the legitimacy, accuracy and the integrity of the aforementioned statements.

|  |  |
| --- | --- |
|  | **THE Legal representative of THE company**  (*sign, full name*[[13]](#footnote-14))  \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  **[TEN\_DDPL\_CTY\_TA]** |

1. In case the Court or Arbitration designates a person to carry out the enterprise registration procedure, the designated person shall declare the information in this section. [↑](#footnote-ref-2)
2. In case of both registration of conversion of enterprise type and change of legal representative, the President of the Board of Directors after the conversion shall declare the information in this section. [↑](#footnote-ref-3)
3. , 4 In case of registration of establishment of the joint stock company based on a conversion from a household business/social assistances/social funds/charity fund operations via electronic information network, the applicant shall scan Certificate of household business registration/Certificate of establishment registration (for social assistances)/ License for establishment and recognition of fund charter (for social funds/charity fund operations) in the application file for enterprise registration via the electronic information network and directly submit the original of this paper to the Business Registration Office to be granted an enterprise registration certificate according to the provisions of Articles 27 and 28 of Decree No. 01/2021 /ND-CP dated January 4th, 2021 of the Government on enterprise registration. [↑](#footnote-ref-4)
4. [↑](#footnote-ref-5)
5. Declare in case a foreign investor contributes capital, buys shares, or stakes to an enterprise, leading to a change in the enterprise registration information. [↑](#footnote-ref-6)
6. Enter information of all legal representatives in case the company has more than 01 legal representatives. [↑](#footnote-ref-7)
7. In case an enterprise is granted an enterprise registration Certificate after the declared start date of operation, the operation start date is the date the enterprise is granted an enterprise registration Certificate. [↑](#footnote-ref-8)
8. - In case the accounting year is according to the calendar year, it shall be recorded from January 1st  to December 31st.

   - In case the accounting year according to a fiscal year is different from the calendar year, write the beginning date and month of the accounting year as the first day of the quarter; The end of the accounting year date and month is the last day of the quarter.

   - The total time from the beginning to the end of the accounting year must be complete 12 months or 04 consecutive quarters. [↑](#footnote-ref-9)
9. Only declare in case of the new establishment. Enterprises shall base themselves on the regulations of the law on VAT tax and their business plans to determine one of the four methods of calculating VAT tax in this indicator. [↑](#footnote-ref-10)
10. Enterprises are responsible for ensuring the conditions for the use of self-printed, ordered invoices, e-invoices, and purchase invoices from tax authorities in accordance with the law. Failure to declare in case of establishment of an enterprise based on enterprise conversion. [↑](#footnote-ref-11)
11. Failure to declare in case of establishment of an enterprise based on enterprise conversion. [↑](#footnote-ref-12)
12. Failure to declare in case of establishment of an enterprise based on enterprise conversion. [↑](#footnote-ref-13)
13. - This form must be personally signed by the enterprise’s legal representative.

    - In case of application for conversion of business type made at the same time with application for replacement of legal representative, this form shall be personally signed by the President of the Board of Directors of the enterprise established after the conversion.

    - If a person is designated by the Court or arbitral tribunal to follow enterprise registration procedures, this form shall be personally signed by that person. [↑](#footnote-ref-14)