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NEW REGULATIONS ON ADMINISTRATIVE SANCTIONS IN THE FIELD OF COMPETITION

On March 31, 2026, the Government issued Decree 102/2026/ND-CP (**Decree 102**) amending and supplementing a number of provisions of Decree 75/2019/ND-CP (**Decree 75**) on administrative sanctions against violations in the field of competition. Below are specific analyses of this Decree's key highlights that enterprises should take into account:

First, Decree 102 revises and supplements the provisions on fines for administrative violations in the field of competition, specifically:

- Decree 102 supplements the fine ranging from VND 100,000,000 to VND 200,000,000 for enterprises participating in economic concentration but not operating in the same relevant market, not doing business in different stages of the same production and supply chain, and not having business lines that are inputs of or complementary to each other. Previously, Decree 75 did not provide any sanctions against this violation, leading to difficulties for state management authorities in determining the sanctioning level and diminishing the deterrent effect of the law.
- Decree 102 amends the method of determining fine levels when there are aggravating or mitigating circumstances. Accordingly, the basic fine level is the average of the fine bracket for the violation. If there is a mitigating circumstance, the fine level is determined from above the minimum to below the average of the bracket; if there are 2 or more mitigating circumstances, the minimum level shall apply. Similarly, if there is 1 aggravating circumstance, the fine level is within the range from above the average to below the maximum level; if there are 2 or more aggravating circumstances, the maximum level shall apply. The offsetting principle is also clearly provided: one aggravating circumstance shall be offset by one mitigating circumstance.



Second, Decree 102 amends the provisions on sanctions against violations of regulations on economic concentration

Previously, under Decree 75, the failure to notify an economic concentration, which is inherently a procedural activity, was subject to a percentage-based fine bracket (ranging from 1% to 5% of total revenue), equal to the violations of prohibited economic concentration. This regulation creates a burden for enterprises, is unfeasible to apply, and does not accurately reflect the nature of the violation. Decree 102 has shifted from a percentage-based sanctioning mechanism to fixed fine levels for this violation, categorized by enterprise scale:

- A fine ranging from VND 500,000,000 to 1 billion Vietnamese Dong for each enterprise involved in economic concentration that has total assets in the Vietnamese market, total sales revenue, and total purchase volume in Vietnam market of *less than 3,000 billion Vietnamese Dong* in the financial year immediately preceding the year of economic concentration implementation;
- A fine ranging from 1 billion Vietnamese Dong to 2 billion Vietnamese Dong for each enterprise involved in economic concentration that has total assets in the Vietnamese market, or total sales revenue, or total purchase volume in the Vietnamese market of *3,000 billion Vietnamese Dong* or more in the financial year immediately preceding the year of economic concentration implementation.

It should be noted that the specific fine levels must not exceed 5% of the total revenue of the enterprise committing the violation in the relevant market in the immediately preceding financial year.

For example: Company A and Company B (both having a total revenue of 4,000 billion Vietnamese Dong in the immediately preceding financial year) conduct a merger but fail to submit an economic concentration notification dossier to the National Competition Commission. If the provisions of Decree 75 are applied, Company A and Company B could be fined from 40 billion to 200 billion Vietnamese Dong. Under the new provisions of Decree 102, the fine amount for each company will range from 1 billion to 2 billion Vietnamese Dong. This fine level is considered appropriate for enterprises while still ensuring deterrence.

Decree 102 also amends the provision on applying fine levels based on a percentage of enterprises' total revenue to fixed fines for the act of implementing an economic concentration without the notification of preliminary appraisal results by the National

Competition Commission or before the National Competition Commission issues an official appraisal decision on the economic concentration.

Third, Decree 102 removes certain supplementary sanctions for several violations, specifically:

- Removing the "Revocation of the issued enterprise registration certificate" for consolidated enterprises and joint venture enterprises regarding the violation of the prohibited enterprise consolidation and the prohibited joint venture between enterprises.
- Removing the "Deprivation of the right to use licenses or practicing certificates or suspension of operation" for the group of violations involving disrupting the business activities of other enterprises and illicit enticement of customers.

In addition to the above-analyzed contents, Decree 102 also introduces several other notable new points, such as officially permitting the payment of fines via the National Public Service Portal or bank transfer; supplementing provisions allowing the handling of administrative violations electronically.

Overall, the new provisions of Decree 102 are promulgated to fill the legal gaps of Decree 75, and at the same time, to align with practical conditions to enhance the effectiveness of the regulations. Enterprises should promptly update and study the provisions of Decree 102 to mitigate legal risks during their production and business operations. Should our valued Clients and readers wish to seek further information or legal advice regarding the new policies and regulations of Decree 102, as well as other matters relating to the competition area, NHQuang&Associates stands ready to provide you with the requested clarification and legal opinions.

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