



30⁺ YEARS
IN VIETNAM
& CAMBODIA

Mergers & Acquisitions Tax

KPMG in Vietnam

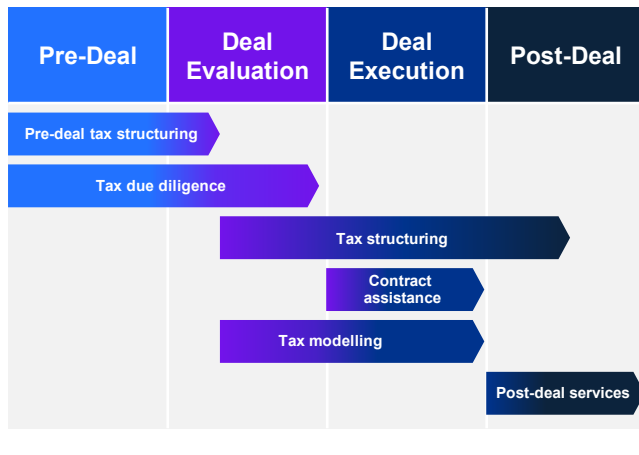
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Mergers & Acquisitions Tax

Maximizing value for clients through leading practices in tax-related strategy and processes

We assist clients through all phases of the transaction cycle (both on the buy side and on the sell side)



Our services

Tax due diligence

Summarize tax position (including historical tax compliance, tax audits, tax appeals, etc.), identify potential tax exposures of a deal and provide tax-related recommendations from a deal perspective, with a clear focus on risk and opportunity assessment.

In terms of vendor assistance performed prior to a contemplated divestment / fund-raising: assist sellers (where necessary) in relation to the location of supporting documents, data room process, etc., and advise on tax implications on the contemplated transaction, including pre-deal reorganization measures and settlement of historic tax risks to aim to maximize the transaction value and limit the amount of time sellers spend on tax due diligence.

Tax structuring

Advise on tax consequences of acquisitions, mergers, joint ventures and divestments to help design a tax-efficient deal structure.

Tax modelling

Assist in reviewing tax assumptions and/or tax calculation approaches in the financial model.

Co-ordination with Post-deal services






Assist with tax compliance associated with the M&A transaction.

Provide a full set of compliance services to the target company, including corporate taxes, transfer pricing, Global Mobility Services (GMS) / immigration, customs, etc.

Provide planning of historical tax risks that have been identified from the tax due diligence to minimize the risks to the target company.

Assist the target company in tax rulings/controversy and litigation/tax refunds.

Why KPMG M&A Tax

-  The M&A Tax team comprises an experienced Deals Partner, 4 Directors, and a total of 11 dedicated managers and staff who have collectively worked on hundreds of Vietnam and International deals, from mid-size to large, across the full range of industries for clients from Global Private Equity giants to local and regional funds and industry players.
-  The team functions as a part of the larger KPMG Deals Team, providing a seamless joint offering together with Transaction Services (Financial Due Diligence), Strategy, M&A, Valuations, and Legal.
-  As a dedicated deals function, we bring speed and experience to proposals and deliverables, in which we provide highly detailed and accurate due diligence, practical, meaningful advice, and advanced acquisition and exit structuring capabilities.
-  We also have a specialized team with a strong network and experience in working with tax authorities at all levels to provide solutions to any arising tax dispute and controversy matters.
-  We are located in both HCMC and Hanoi and stand ready to work on a target in any location at any time.

The Mergers & Acquisitions Tax Team

Hanoi Office



Tran Van Trung
Director, Tax
Head of Power Sector

Trung has over 18 years of experience handling M&A tax on deals in Hanoi. He has additional special expertise in the Power Sector, including extensive experience in renewable power projects throughout Vietnam.

Ho Chi Minh Office



Steven Solomon
Partner
Head of M&A Tax

Steven heads the M&A Tax team in Vietnam. He has over 18 years of experience in Vietnam, Malaysia, Indonesia and Singapore. He works across all industries and specializes in dealing with complex structures and addressing challenging tax-related deal issues.



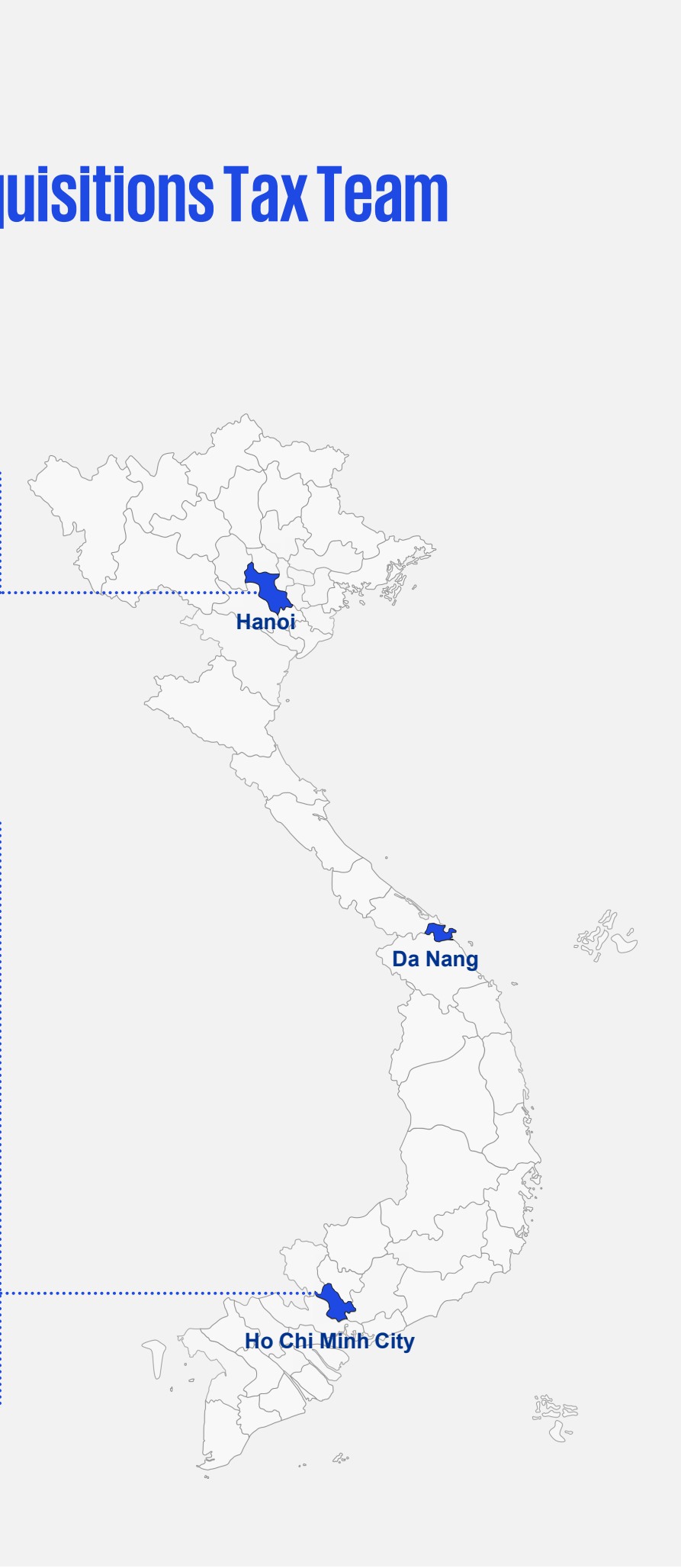
Truong Nguyet
Director
M&A Tax



Hoang Thi Phuong Thao
Director
M&A Tax



Bach Lam Duy
Director
M&A Tax



Post-Deal: Tax Office Liaison & Dispute

Providing the optimum M&A Tax Service isn't just about the deal, but also understanding at a real-world level the practices and policies of the Vietnamese Tax Authority, as well as being able to assist your post-deal should any challenges or issues arise.

In this regard, KPMG Vietnam has a team of experts with extensive experience in dealing with Tax Authorities for the purposes of obtaining tax office informal views and rulings, assessing tax treaties, and assisting with tax audits and appeals.

Meet our experts



Nguyen Thu Huong

Partner
Tax & Corporate Services
Head of Tax Dispute Resolution & Controversy

Huong is the Head of Tax Disputes Resolution and Controversy and Head of the Government Liaison function at KPMG Vietnam. Huong has over 25 years of professional experience in tax consulting at KPMG and another Big Four firm.

Huong possesses strong working relationships with the regulators and tax administrators at central and local levels, in particular the General Department of Taxation, Ministry of Finance, and other Government bodies, to actively assist multinational corporations (MNCs) with their tax audits as well as resolving their tax dispute and controversy matters.



Nguyen Duc Thinh

Senior Advisor
Tax Treaties

Mr. Thinh has 17 years of experience working at a senior level in the International Tax Department of the Vietnam General Department of Taxation, where he was responsible for negotiating and implementing 35 tax treaties and overseeing international cooperation projects in the areas of tax.

Mr. Thinh is an accomplished Tax Expert specialized in International Tax and Tax Treaty implementation. After retiring from the General Department of Taxation, Mr. Thinh now acts as a Senior Advisor for KPMG and provides technical support to KPMG tax teams with a specific focus related to tax policy and international tax issues.



Dinh Hai Yen










Associate Director
Tax & Corporate Services
Tax Dispute Resolution & Controversy

Yen has more than 15 years of professional experience in the Tax legislation department of the Vietnam General Department of Taxation before joining KPMG Vietnam.

Yen possesses extensive knowledge of Vietnam's tax legislation system and policy. She has a wide network with the relevant tax authorities at the local, provincial level, as well as with the regulators at the General Department of Taxation and Ministry of Finance.

KPMG M&A Tax Vietnam has a solid track record in various sectors

Our recent and selected credentials

<p>Project Boost</p>  <p>Acted as the buy-side tax advisor to a US strategic investor in the acquisition of a leading software-as-a-service company in Vietnam</p> <p>Technology</p>	<p>Project MCT</p>  <p>Acted as the buy-side tax advisor to a leading Malaysian property developer to acquire a large-scale real estate company in Vietnam</p> <p>Real Estate</p>	<p>Project Ink</p>  <p>Acted as the buy-side tax advisor to a Thailand conglomerate in the significant acquisition of a local leading packaging producer</p> <p>Manufacturing</p>
<p>Project Aiolos</p>  <p>Acted as the buy-side tax advisor to a Thai company in its investment in a 50MW wind farm in Vietnam's Central Highlands</p> <p>Renewables</p>	<p>Project Lotus</p>  <p>Acted as the buy-side tax advisor to a leading European mobility group in the acquisition of equity stake in a significant distributor of luxury cars in Vietnam</p> <p>Consumer / Retail</p>	<p>Project M2</p>  <p>Acted as the buy-side tax advisor to a Japanese company in the acquisition of a local manufacturer of OTC/ETC pharmaceutical products</p> <p>Pharmaceutical</p>
<p>Project Results</p>  <p>Acted as the sell-side tax advisor to a large-scale educational group in Vietnam for its contemplated equity raising</p> <p>Education</p>	<p>Project Agora</p>  <p>Acted as the sell-side tax advisor to a leading Korean hypermarket company to divest 100% stakes in its local subsidiary</p> <p>Consumer / Retail</p>	<p>Project Bosa</p>  <p>Acted as the sell-side tax advisor to a Vietnamese leading industrial property developer in its equity raising</p> <p>Real Estate</p>

Inexperienced and understaffed M&A tax corporate advisors often cause considerable and avoidable delays and missteps in the transaction process.

KPMG has developed deep and substantial M&A tax experts who handle numerous large-scale and complicated M&A transactions in Vietnam and other jurisdictions. Our M&A tax expertise not only ensures that proper tax-related deal procedures are followed but also helps to avoid delays to the extent that potential tax issues from your transaction can be anticipated and addressed appropriately.

Furthermore, *in the case of KPMG acting as a sell-side tax advisor*, the involvement of our highly regarded tax advisory firm gives greater comfort to potential investors.

Finally, our extensive experience in local and international tax structures helps the deal move forward and provides you with an optimal investment, holding, and exit structure.

Contact us

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