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*Although Vietnam has taken some important measures to counter money laundering, money laundering continues to occur in Vietnam primarily through indirect investments in businesses, real properties, the stock market, bank services and Over-the-Counter market for securities. Lawyers working on these M&A indirect deals in Vietnam can actually play a constructive role in combating money laundering.*

## **COUNTERING MONEY LAUNDERING IN VIETNAM: THE ROLE M&A LAWYERS IN VIETNAM CAN PLAY IN COUNTERING MONEY LAUNDERING.**

**By Gregory Crovo and Kenneth George Pereire\***

On 25 February 2011, the Obama administration issued an executive order prohibiting Colonel Muammar Qadhafi, his government and close associates from misappropriating Libyan state assets and blocked all of their property and interests in property in the US and overseas branches.<sup>1</sup> As a result, none of such property or interests may be transferred, exported, withdrawn or otherwise dispensed.

With the escalating conflict in the Middle East, there is a distinct possibility that similar orders will be issued prohibiting the movement of assets, property and interest in property of key individuals and prohibited persons. In light of this, there could be an urgent movement of funds and assets to emerging markets and offshore locations with weak or uncertain legal frameworks.

### **1. Vietnam's Current Business Climate**

Vietnam is currently one of the fastest emerging markets in the Southeast Asian region. With a large and driven young workforce, stable infrastructure and adequate resources, more and more investors, including those from the European Union ("EU") and the United States ("US"), are attracted to the prospects of investing in the country.

At present, Vietnam's Ministry of Planning and Investment is focusing much of its investment promotion efforts on the Middle East, as it is a region with a number of high net worth individuals and burgeoning companies seeking growth.<sup>2</sup> There are thus a lot of investment projects in the exploration, exploitation and processing of oil and natural gas, as well as in construction.<sup>3</sup> An official from the Vietnam Chamber of Commerce and Industry in Ho Chi Minh City has contended that merger and acquisition ("M&A") activity in Vietnam is expected to grow

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<sup>1</sup> The White House Office of the Press Secretary, Media Release, "Executive Order Blocking Property and Prohibiting Certain Transactions Related to Libya" (25 February 2011), online: <<http://www.whitehouse.gov/the-press-office/2011/02/25/executive-order-libya>>.

<sup>2</sup> "Vietnam seeks to court Middle East Investors" *Vietnews* (30 December 2010), online: Vietnews <<http://www.dztimes.net/post/business/vietnam-seeks-to-court-middle-east-investors.aspx>>.

<sup>3</sup> "Form of Investment in Vietnam" *Vietnam Business News* (28 January 2010), online: Vietnam Business News <<http://vietnambusiness.asia/form-of-investment-in-viet-nam/>>.

by 30-40 per cent annually over the next few years and many MNC's and large international groups have used this route to enter into the Vietnamese market.<sup>4</sup>

The Vietnamese business community, as well as many Vietnamese ministries and other official agencies with a stake in managing the economy, have also been actively investing time and energy in learning more about M&A and in promoting the potential benefits of M&A in Vietnam.<sup>5</sup>

Unfortunately, Vietnam's legal framework can be difficult for foreign investors especially since there is a lack of reliable information and precedence. Although there is a unified enterprise investment law that applies to both foreign and domestic investors, the legal system as a whole needs to be updated and streamlined to make the M&A and licensing process clearer and more efficient. At present, the laws are still stagnant between the previous foreign investment regime and the new investment regime that went into effect over five years ago. The M&A process for a first-time foreign investor in Vietnam is often long and tedious and can be inconsistent depending on the exact location of the investment.

The lack of M&A laws in particular and the uncertain legal system in general makes Vietnam susceptible to money launderers infiltrating the marketplace. The Vietnamese banking sector is currently in transition from a state-owned to a partially privatized industry.<sup>6</sup> Also, almost all trade and investment receipts and expenditures are processed by the banking system, but neither trade nor investment transactions are monitored effectively.<sup>7</sup> The risk of money-launderers abusing the business environment is real.

## **2. Money Laundering Today**

Money laundering is defined as the process undertaken by or on behalf of criminals with the object of hiding or disguising their criminal activities and origins of their illicit proceeds. The goals are often achieved through a series of financial transactions, sometimes involving a number of countries and through a variety of financial products.<sup>8</sup>

Although banks have been used for facilitating the placement of proceeds of a crime into the financial system, banks' anti-money laundering ("AML") systems and controls have become and are perceived to be increasingly sophisticated, forcing launderers to seek alternative means of placing their illicit cash.<sup>9</sup> One such method is to infiltrate cash-intensive businesses to provide a plausible explanation for the movement of large amounts of cash.<sup>10</sup>

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<sup>4</sup> "Mergers and acquisitions market expected to grow" *Vietnam Business News* (5 June 2010), online: Vietnam Business News <<http://vietnambusiness.asia/mergers-and-acquisitions-market-expected-to-grow/>>.

<sup>5</sup> "Vietnam M&A activity review – First Half 2009" *PriceWaterHouseCoopers(Vietnam) Ltd Publication* (21 July 2009), online: <[http://www.pwc.com/en\\_VN/vn/releases2009/assets/vietnam\\_MA\\_activity\\_2009\\_EN.pdf](http://www.pwc.com/en_VN/vn/releases2009/assets/vietnam_MA_activity_2009_EN.pdf)>.

<sup>6</sup> "Vietnam, Know Your Country Report" *Anti-Money Laundering Country Risk Library*, online: Know Your Country Limited <<http://www.knowyourcountry.com/vietnam1111.html>>.

<sup>7</sup> *Ibid.*

<sup>8</sup> Thomas W. Golden, Steven L. Skalak & Mona M. Clayton, *A Guide To Forensic Accounting Investigation* (John Wiley & Sons, Inc, 2006) at 510.

<sup>9</sup> *Ibid.*, 511.

<sup>10</sup> *Ibid.*

Increasingly, corporate entities are being used by criminals as integral components in sophisticated money laundering operations. Corporate entities are attractive for a number of reasons – but primarily for the degree of anonymity afforded by complex corporate structures and legal arrangements.<sup>11</sup> That anonymity is useful in avoiding or defeating the inquiries of financial institutions into true ownership for purposes of assessing who the customer is and the type of business conducted.<sup>12</sup>

### 3. Current Anti-money laundering framework- Vietnam

Currently in Vietnam, AML is regulated by *Decree 74*.<sup>13</sup> *Decision 1002*<sup>14</sup> established the Information Centre for AML. However, Vietnam does not have an independent law enforcement agency in charge of money laundering matters, nor is there a financial intelligence unit. At present, the Ministry of Public Security - the State agency empowered to investigate criminal acts is given the task of monitoring money laundering related activities.<sup>15</sup>

Vietnam's Decision 470<sup>16</sup> (dated 13 April 2009) established the AML Steering Committee tasked to be the inter-branch coordinating agency assisting the Prime Minister to direct and coordinate activities of ministries and branches in combating money laundering while Decision 1654<sup>17</sup> (dated 14 July 2009) promulgated by the State Bank of Vietnam ("SBV") sets out the functions, duties, powers and organizational structure of the AML Department (under the Banking Inspectorate/Regulator). Vietnam is also not a member of the Financial Action Task Force ("FATF"), an inter-governmental body combating money laundering, but an Associate Member of the FATF via its membership of the Asia/Pacific Group on Money Laundering.<sup>18</sup>

### 4. Money laundering methods and trends

Money laundering in Vietnam currently occurs through indirect investments in businesses, real properties, stock market and transactions through banks' services. The organizations involved in money laundering are mainly legally established businesses.<sup>19</sup> The Over-the-Counter ("OTC") market for securities is also a significant risk as it was unregulated until November 2008. Essentially the OTC market involves the buying and selling of shares of 3,000-4,000 unlisted joint stock companies through registered securities companies- the latter of which provides a share registry for companies. There have also been many cases of account openings followed by immediate withdrawals of large amounts by foreigners and there have been attempts by foreigners allegedly hired to use counterfeit passports to withdraw funds.<sup>20</sup> In Vietnam, indirect investments are more susceptible to money laundering than direct foreign direct investment's ("FDI").

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<sup>11</sup> Ibid., 520.

<sup>12</sup> Ibid.

<sup>13</sup> "IBA Anti-Money Laundering Forum", *The Lawyer's Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <<http://www.anti-moneylaundering.org/asiapacific/Vietnam.aspx>>.

<sup>14</sup> *Decision 1002/QD-NHNN dated 8<sup>th</sup> July 2005 of the SBV*.

<sup>15</sup> *Decree No. 74/2005/ND-CP dated 7<sup>th</sup> June 2005 of the Government*.

<sup>16</sup> *Decision 470/QD-TTg*.

<sup>17</sup> *Decision 1654/QD-NHNN*.

<sup>18</sup> "Financial Action Task Force" online: THE FATF Website <[http://www.fatf-gafi.org/pages/0,3417,en\\_32250379\\_32236836\\_1\\_1\\_1\\_1\\_1,00.html](http://www.fatf-gafi.org/pages/0,3417,en_32250379_32236836_1_1_1_1_1,00.html)>.

<sup>19</sup> "Anti-Money Laundering and Combating the Financing of Terrorism" *Mutual Evaluation Report* (8 July 2009), online: <<http://www.apgml.org/documents/docs/17/Vietnam%20ME1.pdf>>.

<sup>20</sup> Ibid.

## 5. Steps Taken to Counter Money Laundering

In a positive move, the SBV, issued Circular 22/2009/TT-NHNN (“Circular 22”) on 17 November 2009, providing guidelines on the implementation of AML measures found in *Decree 74*.<sup>21</sup> Circular 22 took effect on 1 January 2010. It applies broadly to “Reporting Organizations”, defined as those institutions with banking operations. This includes all kinds of credit institutions, including banks (namely state-owned), shareholding, joint venture, 100% foreign-owned and co-operative banks, branches of foreign banks operating in Vietnam, post office companies providing savings services, foreign exchange agents and other payment service providers.

*Circular 148*<sup>22</sup> issued on 24 September 2010 and which took effect on 27 November 2010 applied AML measures in the insurance, securities and the prize-winning gaming sectors.<sup>23</sup> Under the securities sector in particular, Reporting Organizations that fall under this circular are individuals and organizations engaged in securities issuance, trading organization, depository, clearing settlement and payment under the Laws on Securities.

## 6. A “Laissez-faire” approach?

*Decree 74* is useful in setting out a range of responsibilities for financial institutions such as (1) creating internal control and audit procedures to prevent and combat money laundering, and (2) training staff in how to prevent and combat money laundering. Although the onus is placed on Reporting Organizations to appoint a member of its executive board to register with the AML department as well as oversee the AML procedures within the Reporting Organizations, it is questionable whether these initiatives are sufficient to curb money laundering.

M&A lawyers working in Vietnam may encounter potential “red-flags” or suspicious transactions in the course of their work. Although there are no AML rules which apply specifically to lawyers working in Vietnam, lawyers may be covered by general AML provisions found in the various legislations such as the Penal Code, *Decree 74* and *Circular 22*.<sup>24</sup>

More specifically, in relation to M&A due diligence work, there are no AML rules which apply specifically to lawyers’ duties save for article 12<sup>25</sup> of *Decree 74*, which states that if a lawyer is involved in a transaction of a kind specified in Articles 9 and 10,<sup>26</sup> he should report it to the Anti-Money Laundering Administration (“AMLA”) under the Banking Inspectorate and Supervision

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<sup>21</sup> State Bank of Vietnam Circular, *SBV issues Circular No. 22/2010/TT-NHNN* online: SBV <[http://www.sbv.gov.vn/wps/portal/!ut/p/c4/04\\_SB8K8xLLM9MSSzPy8xBz9CP0os3gDFxNLczdTEwP\\_EC9nA09\\_Yz9XN](http://www.sbv.gov.vn/wps/portal/!ut/p/c4/04_SB8K8xLLM9MSSzPy8xBz9CP0os3gDFxNLczdTEwP_EC9nA09_Yz9XN)>.

<sup>22</sup> *Circular No. 148/2010/TT-BTC*.

<sup>23</sup> “Vietnam securities regulator takes anti money laundering measure” *Vietnam Business News* (21 October 2010), online: <<http://vietnambusiness.asia/vietnam-securities-regulator-takes-anti-money-laundering-measure/>>.

<sup>24</sup> “IBA Anti-Money Laundering Forum”, *The Lawyer’s Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <<http://www.anti-moneylaundering.org/asiapacific/Vietnam.aspx>>.

<sup>25</sup> Article 12 refers to forms and content of reporting and supply of information.

<sup>26</sup> Article 9 of *Decree 74* refers to transactions that are subject to reporting requirements. For example, for savings transactions, this would refer to one or more than one transaction conducted in a day by an individual or organization in cash with aggregate value of VND 500,000,000 or more of equivalent value. Article 10 of *Decree 74* refers to suspicious transactions. Transactions will be deemed suspicious if parties involved in the transaction supply inaccurate, incomplete and inconsistent information etc.

Department of the State Bank of Vietnam (“SBV”)<sup>27</sup>. This will not affect client confidentiality requirements in Vietnam because a lawyer who makes a report or provides information about a suspicious transaction is deemed not to breach the provisions of law in accordance with *Decree 74* article 12.4.<sup>28</sup>

Also, a lawyers’ responsibility under the Vietnam AML regime is limited to preventing money laundering when carrying out monetary or asset transactions on behalf of their clients. There are specifically no client due diligence requirements that must be undertaken by lawyers such as “Know Your Client (“KYC”) requirements found in many jurisdictions.<sup>29</sup>

By contrast, Singapore’s recent Monetary Authority of Singapore (Freezing of assets of persons-Iran) (amendment) Regulations 2010, for example, imposes a duty on all financial institutions in Singapore to exercise vigilance when doing business with prohibited persons from Iran.<sup>30</sup> There are similar regulations that apply to prohibited persons from Eritrea, Somalia, Sudan and other jurisdictions. More specifically the Singapore Legal Professional (Professional Conduct) Rules<sup>31</sup> sets out, inter alia, specific client due diligence requirements, suspicious transaction reporting requirements and record retention requirements, with a view toward preventing the inadvertent participation of lawyers in money laundering activities.<sup>32</sup>

Also, in Singapore, under the Corruption, Drug Trafficking and other Serious Crimes (Confiscation of Benefits) Act (Cap 65A) (“CDSA”), an individual has a strict duty to disclose knowledge or suspicion of criminal conduct in the course of his work and he could be liable on conviction to a fine not exceeding S\$20,000.<sup>33</sup> The CDSA applies to legal professionals as it states that a person who knows or is suspicious of a particular transaction in the course of his profession, must report it as soon as practicable.<sup>34</sup> Under the CDSA where a report is made to a Suspicious Transaction Reporting Office (“STRO”) in compliance with the provisions of the CDSA, the disclosure will not be treated as a breach of law, contract, or rules of professional conduct prohibiting disclosure of information.<sup>35</sup>

Lawyers in Singapore undertaking due diligence as part of M&A work could potentially be prosecuted for an offence although so far, no lawyers in Singapore have been prosecuted for failing to report money laundering offences under the CDSA. The laws however are stringent enough to ensure that lawyers comply with such reporting requirements.

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<sup>27</sup> “IBA Anti-Money Laundering Forum”, *The Lawyer’s Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <<http://www.anti-moneylaundering.org/asiapacific/Vietnam.aspx>>.

<sup>28</sup> Ibid.

<sup>29</sup> Ibid.

<sup>30</sup> Monetary Authority of Singapore, *Freezing of Assets of Persons-Iran* (Number S421/2010) online: MAS <[http://www.mas.gov.sg/resource/legislation\\_guidelines/mas\\_act/MAS%20%28Freezing%20of%20Assets%20of%20Persons%20-%20Iran%29%20%28Amendment%29%20Regulations.pdf](http://www.mas.gov.sg/resource/legislation_guidelines/mas_act/MAS%20%28Freezing%20of%20Assets%20of%20Persons%20-%20Iran%29%20%28Amendment%29%20Regulations.pdf)>

<sup>31</sup> *Legal Profession Act* (Cap. 161), s. 71. *Legal Profession (Professional Conduct) Rule*.

<sup>32</sup> “IBA Anti-Money Laundering Forum”, *The Lawyer’s Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <http://www.anti-moneylaundering.org/asiapacific/Singapore.aspx>.

<sup>33</sup> *Corruption, Drug Trafficking and other Serious Crimes (Confiscation of Benefits) Act* (Cap. 65A), s. 39.

<sup>34</sup> Ibid.

<sup>35</sup> “IBA Anti-Money Laundering Forum”, *The Lawyer’s Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <http://www.anti-moneylaundering.org/asiapacific/Singapore.aspx>.

## 7. An unusual role for Lawyers?

This may seem an onerous role for foreign lawyers in Vietnam to play, depending on which jurisdiction lawyers hail from. In the US, for example, the duty of American lawyers representing US financial institutions is almost solely towards their own clients.<sup>36</sup> Robust domestic laws, such as the USA Patriot Act section 312, requires US financial institutions to establish their own due diligence or enhanced due diligence, policies, procedures, and controls reasonably designed to detect and report money laundering through correspondent accounts and private banking accounts established or maintained by U.S. financial institutions for non-U.S. persons.

Such laws place the onus and duty predominantly on banks and financial institutions to report on money laundering and in so doing, help to mitigate international, business, legal and reputational risks for all parties involved in a transaction, including lawyers.<sup>37</sup>

EU lawyers however have affirmative obligations to report suspected money laundering activity activities to government authorities in their home countries. They may be involuntarily conscripted as enforcement agents or “gatekeepers” at the institutions they represent. Singapore lawyers have to observe strict client due diligence requirements, suspicious transaction reporting requirements and record retention requirements.<sup>38</sup>

Vietnam’s unpredictable legal system, inadequate pre-existing AML initiative and the continued use of large cash transactions in commerce, means that Vietnam is likely to be susceptible to exploitation by money launderers.

Lawyers do indeed play a role as ‘gatekeepers’ to the domestic and international financial system and M&A lawyers working in Vietnam can play a part in assisting Vietnam’s credit institutions, banks and corporate entities in cleaning up money laundering activities or suspicious transactions that they may encounter through the course of their work in Vietnam.<sup>39</sup> We have listed below 4 ways M&A lawyers in Vietnam can assist in combating money laundering activities in Vietnam:

### (1) Business knowledge

M&A lawyers working in Vietnam who are seeking to assist can take reasonable measures to understand the ownership and control structure of the business and obtain information on the purpose and intended nature of the business. M&A lawyers should also bear in mind Vietnam’s AML regulations when undertaking corporate records review of target companies. This corporate records review has a number of important objectives with respect to compliance with laws, rules and regulations (including those contained in the target company’s governing documents).<sup>40</sup> Lawyers should not undertake corporate records review with their ‘eyes shut’ but should bear in mind article 12 of *Decree 74* where lawyers are expected to report suspicious transactions to a competent State authority.<sup>41</sup>

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<sup>36</sup> Howard W. Goldstein, “Debate over Lawyers’ Role in Anti-Money Laundering Enforcement” (2008) Business Times Bulletin, online: <<http://www.law.com/jsp/cc/PubArticleCC.jsp?id=1202421954660>>.

<sup>37</sup> Ibid.

<sup>38</sup> Ibid.

<sup>39</sup> Ibid.

<sup>40</sup> Gary M. Lawrence, *Due Diligence in Business Transactions* (Law Journal Seminars-Press, 1994) at 7-4.

<sup>41</sup> “IBA Anti-Money Laundering Forum”, *The Lawyer’s Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <http://www.anti-moneylaundering.org/asiapacific/Vietnam.aspx>.

## **(2) Client knowledge**

M&A Lawyers in Vietnam seeking to assist could ensure that transactions being conducted are consistent with the institution's knowledge of the customer, their business and risk profile, including where necessary, the source of their funds.<sup>42</sup> Reasonable efforts should be made to identify the 'beneficial owners' of the Company.<sup>43</sup> Complex and unusually large transactions and transactions that have no apparent economic or visible lawful purpose for the client should be reported to the Anti-Money Laundering Administration ("AMLA") under the Banking Inspectorate and Supervision Department of the SBV.<sup>44</sup>

## **(3) Knowledge of the specifics of transactions**

Lawyers in general cannot be expected to understand completely the technical aspects of their clients businesses. However, this does not mean that lawyers can be oblivious to business transactions that they will encounter in the course of their work. In general, all material contracts, agreements, permits, licenses, etc (*e.g.*, raw materials, contracts and other supplier contracts, customer orders, leases, dealer agreements, guarantees, operating permits and the like) should be scrutinized by lawyers and then described in reasonable detail on a schedule. In addition, each of these documents should be reviewed in general for an understanding of the material terms and to check assignability, enforceability, breaches/default and other material provisions.<sup>45</sup> A detailed assessment could potentially reveal "red flags" which should generally be reported as specifically set forth in *Decree 74*, Article 6.2. (a).<sup>46</sup>

## **(4) Large Cash Transactions**

Although *Decree 74* is supposed to provide a legal framework for combating shady transactions by limiting the amount of cash that businesses could use in their transactions, large cash transactions continue to grease Vietnam's economy.<sup>47</sup> This is because carrying large amounts of cash into Vietnam is legal so long as the funds are declared.<sup>48</sup> *Decree 74* has helped to mitigate the ill effects of large cash transactions by providing for mandatory filing of large currency transaction reports ("CTRs") but the trend of using large cash transactions still persists.<sup>49</sup> Lawyers should note that a lawyer who makes a report or provides information about a suspicious

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<sup>42</sup> "Measures To Be Taken By Financial Institutions and Non Financial Businesses And Professions To Prevent Money Laundering and Terrorist Financing Recommendation 5" online: THE FATF Website <[http://www.fatfgafi.org/document/58/0,3746,en\\_32250379\\_32236920\\_43642938\\_1\\_1\\_1\\_1,00.html](http://www.fatfgafi.org/document/58/0,3746,en_32250379_32236920_43642938_1_1_1_1,00.html)>.

<sup>43</sup> "Measures To Be Taken By Financial Institutions And Nonfinancial Businesses And Professions To Prevent Money Laundering And Terrorist Financing" in Financial Action Task Force of the Organisation For Economic Co-operation and Development, online: <[http://www.fatfgafi.org/document/58/0,3746,en\\_32250379\\_32236920\\_43642938\\_1\\_1\\_1\\_1,00.html](http://www.fatfgafi.org/document/58/0,3746,en_32250379_32236920_43642938_1_1_1_1,00.html)>.

<sup>44</sup> Yashodhara Dhoraingam, *An Anti-Money Laundering Framework for Lawyers* (Singapore: Law Gazette, 2006) at 1 & "IBA Anti-Money Laundering Forum", *The Lawyer's Guide to Legislation and Compliance* (Last updated 27 October 2010) online: <http://www.anti-moneylaundering.org/asiapacific/Vietnam.aspx>.

<sup>45</sup> M. Lawrence, *Due Diligence in Business Transactions* (Law Journal Seminars-Press, 1994) at I-28.

<sup>46</sup> *Decree 74 6.2(a)* applies to lawyers, legal counseling firms, law offices, partnerships when they conduct monetary or other property transactions on behalf of their clients.

<sup>47</sup> Tran Dinh Thanh Lam, "End to Vietnam's large cash transactions" *Asia Times* (8 July 2005), online: Asia Times <[http://www.atimes.com/atimes/Southeast\\_Asia/GG08Ae01.html](http://www.atimes.com/atimes/Southeast_Asia/GG08Ae01.html)>.

<sup>48</sup> "Anti-Money Laundering and Combating the Financing of Terrorism" *Mutual Evaluation Report* (8 July 2009), online: <<http://www.apgml.org/documents/docs/17/Vietnam%20ME1.pdf>>.

<sup>49</sup> State Bank of Vietnam Banking Inspection Supervision Agency, "Guiding credit institutions to send electronic reports on anti money laundering" (11 August 2010), online: <[http://www.sbv.gov.vn/wps/SBVDataStore/upload/EN\\_VBQPPL/NHNN/2010/2/2010\\_10\\_26\\_95638\\_30.doc](http://www.sbv.gov.vn/wps/SBVDataStore/upload/EN_VBQPPL/NHNN/2010/2/2010_10_26_95638_30.doc)>.

transaction is deemed not to breach the provisions of law on client confidentiality in accordance with *Decree 74*, article 12.4.

## **8. Conclusion**

In August 2011, the Justice Ministry will review and make proposals for revising (if necessary the Penal Code, to be in line with the Article 2 of the international convention on combating financing of terrorism and special recommendations of the Financial Action Task Force (FATF).<sup>50</sup> A revised Penal Code will likely facilitate the AML regime in Vietnam significantly. Notwithstanding this development, M&A lawyers in Vietnam ought to see it as their professional responsibility to assist the country in combating any forms of money laundering that they may encounter in the course of their work in Vietnam.

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<sup>50</sup> “Vietnam takes firm steps against money laundering” *Vietnam Plus News* (14 August 2010) , online: Vietnam Plus News < <http://en.vietnamplus.vn/Home/VN-takes-firm-steps-against-money-laundering/20108/11399.vnplus>>.



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