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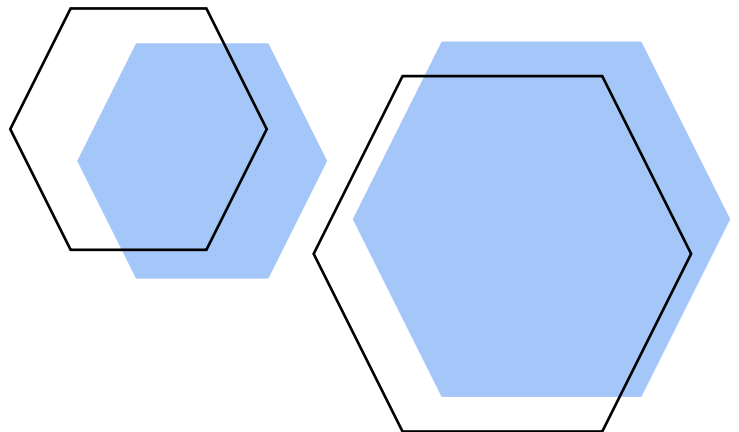


AI CONTRACTS UNDER VIETNAM'S NEW ARTIFICIAL INTELLIGENCE LAW



OVERVIEW

Vietnam's Law on Artificial Intelligence No. 134/2025/QH15 introduces a comprehensive legal framework governing the development, provision, deployment, and use of AI systems. While much attention has been given to compliance obligations and risk-based regulation, the new Law also has important implications for commercial contracts involving AI technologies. As AI becomes increasingly integrated into business operations, contractual arrangements will become one of the primary tools for allocating legal responsibilities, managing regulatory risks, and demonstrating compliance throughout the lifecycle of AI systems. Businesses should therefore review not only how AI is deployed, but also whether their contractual framework adequately reflects the new legal requirements introduced by the Law.



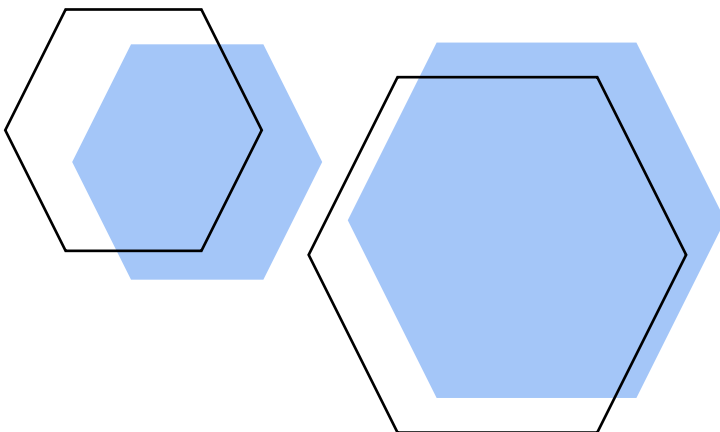


DEFINING LEGAL ROLES

One of the first issues that should be addressed in any AI-related agreement is the legal role of each party. The Law distinguishes between developers, providers, deployers, and users of AI systems, with each category being subject to different statutory obligations. A company purchasing an AI solution may assume the role of a deployer even though it has not participated in developing the underlying technology. Accordingly, contracts should clearly identify the legal capacity in which each party acts and allocate responsibilities accordingly. This provides greater certainty if regulatory obligations or disputes arise during the operation of the AI system.

ALLOCATING COMPLIANCE RESPONSIBILITIES

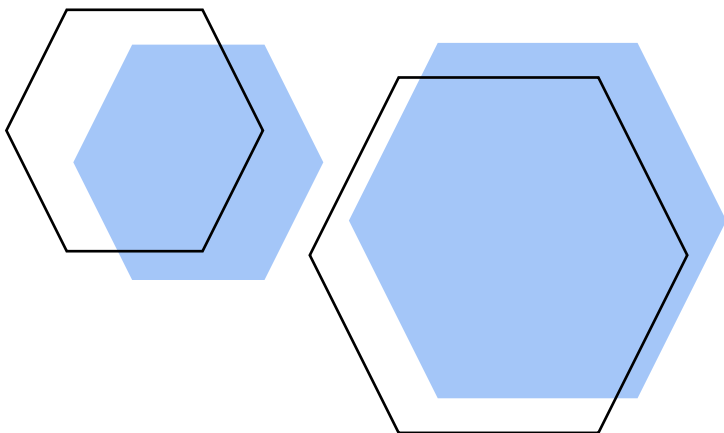
Contracts should also specify which party is responsible for satisfying the compliance obligations imposed by the Law. These obligations may include operating AI systems in accordance with their intended purpose, maintaining technical documentation, monitoring system performance, handling incidents, cooperating with competent authorities, and implementing appropriate human oversight. Clearly allocating these responsibilities helps reduce legal uncertainty and minimises the risk of disputes where multiple parties participate in the deployment and operation of an AI system.





MANAGING HIGH-RISK AI

The Law adopts a risk-based regulatory approach, with significantly more stringent requirements applying to high-risk AI systems. Consequently, agreements involving such systems should address matters including risk classification, compliance warranties, ongoing monitoring, documentation maintenance, incident reporting procedures, and cooperation during regulatory inspections. Businesses should also consider contractual mechanisms for allocating liability where non-compliance results from inaccurate information, misuse of the system, or failure to fulfil statutory obligations.





ADDRESSING TRANSPARENCY

Transparency is no longer simply regarded as good commercial practice but has become a legal requirement under the Law. Depending on the characteristics of the AI system, companies may be required to inform users that they are interacting with AI, disclose relevant information regarding the capabilities and limitations of the system, or implement measures enabling AI-generated content to be identified. Contracts should therefore specify which party is responsible for implementing these transparency measures and maintaining compliance as the system evolves.

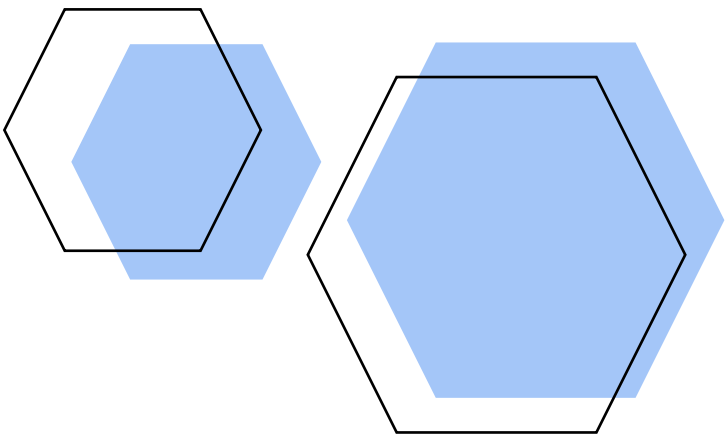
SUPPORTING CROSS-BORDER SUPPLY

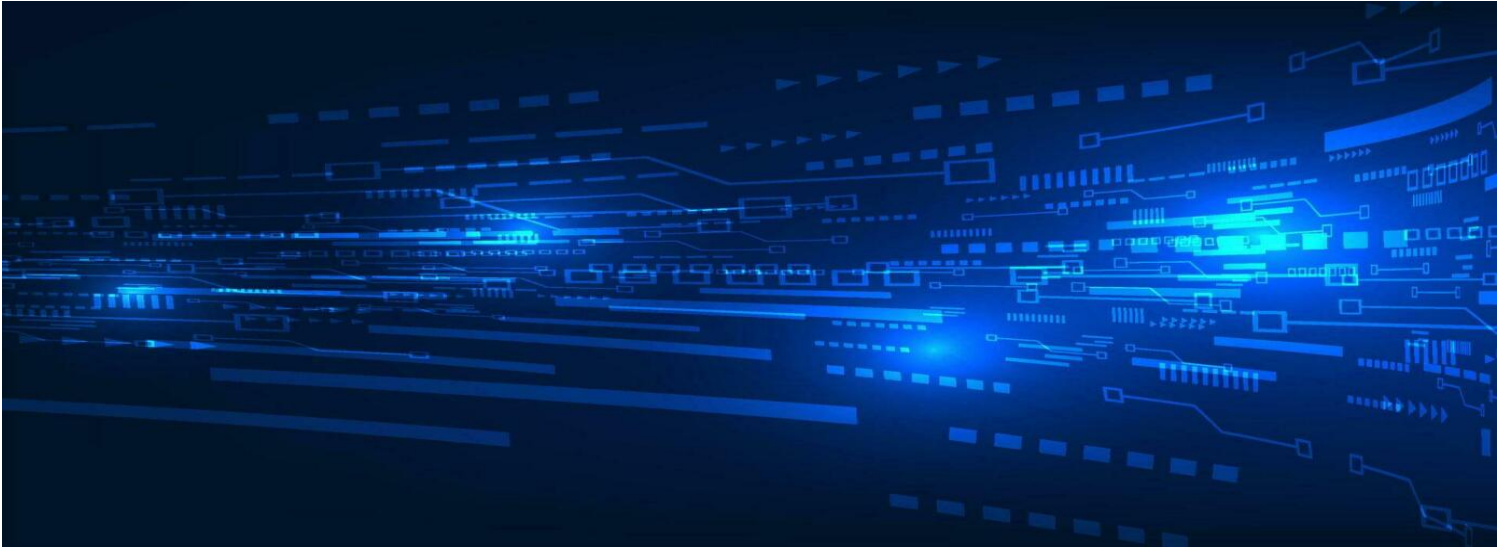
The new regulatory framework is also relevant to foreign AI providers supplying products or services into Vietnam. Certain overseas suppliers, particularly those providing high-risk AI systems, may become subject to additional regulatory obligations despite operating outside Vietnam. Cross-border AI agreements should therefore carefully address applicable law, regulatory cooperation, allocation of compliance responsibilities, and the parties' respective obligations where Vietnamese regulatory requirements become applicable during the contractual relationship.



REVIEWING EXISTING AGREEMENTS

Although further implementing regulations are expected, businesses should begin reviewing their existing AI-related contracts without delay. Standard agreements should be updated to reflect the parties' legal roles, clearly allocate statutory responsibilities, incorporate appropriate compliance provisions, and establish procedures for ongoing regulatory cooperation. Integrating these requirements during the contract negotiation stage will generally be more efficient than attempting to amend contractual arrangements after AI systems have already been deployed.





CONCLUSION

Vietnam's Law on Artificial Intelligence does more than establish technical compliance requirements—it also reshapes the contractual framework governing AI transactions. As regulatory obligations increasingly extend across the entire AI value chain, well-drafted agreements will become an essential component of effective compliance and risk management. Businesses that proactively update their AI contracts to reflect the new legal framework will be better positioned to manage regulatory risks while supporting the responsible deployment of AI technologies in Vietnam.

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