

Jurisdiction for The Resolution of Business and Commercial Disputes by The Court Under the Vietnam Civil Procedure Code 2015 – Status and Some Proposals

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ABSTRACT: In Vietnam, courts play a vital role in resolving business and commercial disputes. Proper determination of jurisdiction under the Civil Procedure Code 2015 is essential for ensuring procedural efficiency, reducing litigation costs, and enhancing legal certainty. However, the current legal framework reveals inconsistencies and overlaps, particularly in the classification of civil versus commercial cases and the interpretation of jurisdictional rules. Based on a review of legal provisions and practical data from the Vietnamese court system, this paper identifies key shortcomings in jurisdictional application and proposes legal and institutional reforms to improve dispute resolution mechanisms in the context of Vietnam's evolving market economy.

KEYWORDS: Jurisdiction, Civil Procedure Code, Commercial Disputes, Business Law, Vietnamese Courts, Legal Reform, Dispute Resolution

1. LEGAL FRAMEWORK UNDER THE 2015 CIVIL PROCEDURE CODE

The Civil Procedure Code 2015 (CPC 2015) establishes the principal statutory basis for adjudicating business and commercial disputes within the Vietnamese judicial system. Notably, Article 30 of the CPC delineates five major categories of commercial matters falling under the jurisdiction of the People's Courts, encompassing contractual disagreements, intra-corporate disputes, and other forms of economic activity characterized by profit-making intent.

Beyond the CPC itself, a constellation of supplementary legal instruments—including the Commercial Law 2005 and various sector-specific regulations (such as those governing investment, insurance, and intellectual property)—serve to define the substantive contours of these disputes. Nonetheless, despite this normative plurality, the demarcation between civil and commercial disputes remains legally unsettled. This ambiguity becomes especially salient in cases where one of the disputing parties lacks formal business registration yet demonstrably engages in transactions driven by pecuniary gain.

The interpretive divergence is further exacerbated by judicial instruments such as Resolution No. 03/2012/NQ-HĐTP issued by the Council of Judges of the Supreme People's Court. While intended to guide lower courts, this resolution effectively expands judicial competence beyond the scope delineated in Article 30 CPC, thus engendering tension between legislative text and interpretive practice. The resultant inconsistency risks undermining legal predictability and uniformity in adjudication.

Moreover, the statutory language describing activities "aimed at profit" remains imprecise, leaving unresolved whether disputes arising from sectors such as construction, banking, or digital finance (e.g., fintech) fall within the ambit of commercial litigation. Compounding this challenge is the absence of a codified framework for allocating jurisdiction between courts and alternative dispute resolution (ADR) bodies, particularly arbitration centers. This jurisdictional uncertainty impairs both judicial efficiency and the strategic decision-making of litigants, especially in cross-sectoral or high-value commercial controversies. Taken together, these deficiencies in legislative clarity and institutional guidance illustrate the need for a more coherent and integrated approach to jurisdictional determination—one that aligns with the evolving complexity of Vietnam's market economy and conforms to principles of legal certainty, consistency, and procedural justice..

2. CURRENT PRACTICE IN RESOLVING BUSINESS AND COMMERCIAL DISPUTES

From 2020 to 2023, Vietnam's court system experienced a sharp increase in business and commercial litigation, processing over 35,000 cases nationwide with a reported resolution rate exceeding 90% within legally prescribed timelines (Supreme People's Court of Vietnam, 2023). This growing volume reflects both Vietnam's expanding private sector and the increasingly diversified nature

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of commercial relations, encompassing not only domestic contractual arrangements but also foreign investment, intellectual property, and disputes arising from digital commerce ecosystems (Nguyen et al., 2024; Thanh et al., 2021).

While these statistics suggest institutional resilience and procedural efficiency, they risk obscuring critical structural and legal deficiencies that persist within the dispute resolution apparatus (Hoa & Thanh, 2023; Nam & Thanh, 2024). The adjudication of commercial matters remains marked by inconsistencies, institutional constraints, and procedural ambiguities that collectively weaken the normative coherence of Vietnam's legal system and pose significant risks to litigants, particularly in high-value or cross-border transactions.

2.1. Inconsistencies in Legal Interpretation

One of the most persistent structural challenges within Vietnam's commercial adjudication landscape is the lack of doctrinal consistency in distinguishing between civil and commercial disputes. The classification of disputes—what might appear a preliminary procedural matter—has far-reaching consequences for determining jurisdiction, applicable legal norms, and procedural rights. However, Vietnamese courts have frequently exhibited inconsistency in this regard, particularly when adjudicating so-called “hybrid” cases—disputes that involve overlapping features of civil obligations and commercial transactions.

The root of this interpretive inconsistency lies, in large part, in the absence of clear statutory criteria or functional tests for differentiating commercial matters from civil ones. Article 30 of the Civil Procedure Code 2015 enumerates broad categories of business-related disputes that fall within the jurisdiction of the courts, such as those concerning commercial contracts, corporate governance, and other “profit-oriented” activities. However, the provision remains conceptually vague, offering little guidance on how to resolve disputes involving ambiguous or dual-purpose legal relationships.

This issue is particularly salient in cases involving informal business arrangements, unregistered commercial actors, or contracts with both economic and non-economic purposes. In such situations, courts are left to rely on local jurisprudential customs, administrative discretion, or interpretive assumptions—a practice that has led to jurisdictional fragmentation and doctrinal divergence across different provinces and judicial levels (Nguyen, 2022; Le, 2023).

Moreover, the absence of binding interpretive instruments from the Supreme People's Court exacerbates the problem. While Resolution No. 03/2012/NQ-HĐTP sought to provide supplemental guidance by extending commercial jurisdiction to include certain profit-seeking activities undertaken by non-registered entities, it has effectively introduced further ambiguity by conflicting with the literal text of Article 30 CPC. As a result, lower courts face a dilemma between applying the letter of the law and adhering to quasi-normative judicial guidance, leading to non-uniform standards for accepting and processing disputes of a commercial nature (Pham & Vu, 2021).

This lack of standardization undermines the principle of legal certainty, which is essential for the predictability and stability of contractual relations in a market economy. As Ginsburg (2003) argues, the reliability of judicial classification functions as a form of institutional capital: when parties cannot reliably anticipate how a court will classify their dispute, they are less likely to engage in long-term or complex commercial arrangements, and more likely to seek extrajudicial resolution or avoid formal legal mechanisms altogether.

In comparative terms, countries with successful commercial court systems—such as Singapore, Germany, and South Korea—have established clear statutory thresholds and judicial precedents that enable consistent classification of disputes. These often include factors such as the existence of mutual profit intent, the commercial capacity of parties, and the nature of the subject matter. Vietnam's current framework, by contrast, leaves these questions unresolved, producing a climate of uncertainty that is especially problematic for foreign investors and cross-border transactions (World Bank, 2021).

Accordingly, there is an urgent need for the Supreme People's Court, in collaboration with legislative bodies and legal scholars, to develop a doctrinal framework or interpretive matrix—whether through a new judicial resolution or an official commentary—that delineates objective and transparent criteria for dispute classification. This reform would not only strengthen judicial consistency but also enhance Vietnam's broader ambitions of aligning its legal system with international standards of commercial justice.

2.2. Capacity Constraints Among Judges and Lay Assessors

The integrity and effectiveness of any adjudicative system rest not only on the clarity of its legal framework but also on the institutional competence of its adjudicators. In the context of Vietnam's commercial court system, a persistent and deeply structural issue lies in the limited adjudicative capacity of both professional judges and lay assessors. As commercial disputes grow more complex—spanning areas such as cross-border investment, intellectual property, corporate finance, and digital commerce—the competency gap within the judiciary becomes increasingly consequential.

A significant proportion of trial judges assigned to commercial cases possess limited specialization in business law, often rotating between civil, family, or criminal divisions without the benefit of sustained exposure to commercial jurisprudence. This lack of functional specialization is further exacerbated by heavy caseloads, administrative duties, and limited access to ongoing professional development. In interviews conducted with judges at the provincial level, many expressed uncertainty when interpreting statutes

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governing hybrid or international transactions, particularly in disputes involving foreign parties or non-traditional forms of commerce (Nguyen, 2022).

Of even greater concern is the role of lay assessors (*hội thẩm nhân dân*)—non-professional adjudicators appointed to trial panels who, by statute, enjoy equal voting rights with judges in rendering verdicts. Intended as a democratic safeguard to ensure social representativeness, the lay assessor system in Vietnam has become a source of institutional vulnerability. Most assessors lack any formal legal education, and even fewer have background knowledge in economics, finance, or business operations. As a result, their contributions to complex commercial litigation are often minimal or entirely deferential to the presiding judge.

As Vo and Le (2022) observe in their empirical study of district-level courts, lay assessors routinely abstain from substantive deliberation, citing a lack of understanding or confidence in their ability to analyze legal documents, evaluate procedural motions, or interpret statutory clauses. In practice, their participation is largely symbolic, and in some cases even counterproductive—diluting the epistemic legitimacy of trial panels and increasing the risk of unjust or poorly reasoned decisions.

This phenomenon is not unique to Vietnam. Comparative studies have shown that mixed tribunal models—where professional judges share decision-making with non-expert assessors—often perform poorly in cases requiring high levels of legal or technical expertise unless the assessors are adequately trained or drawn from relevant professional sectors (Garoupa & Ginsburg, 2015; Feld & Voigt, 2003). In commercial matters, where the stakes are high and the legal doctrines intricate, the absence of subject-matter competence undermines both the perceived legitimacy and actual quality of adjudication.

Reform of this system is therefore essential. Some scholars have advocated for the gradual replacement of lay assessors in commercial cases with professional adjudicators or technical experts, either appointed through independent panels or drawn from specialized commercial sectors (Le, 2023). Others suggest maintaining the assessor system, but subjecting participants to minimum eligibility requirements, including legal training, commercial experience, or formal certification through judicial training institutions. Regardless of the path chosen, what is clear is that maintaining the status quo not only weakens judicial capacity but also compromises investor confidence and procedural fairness in the adjudication of business disputes.

In short, the professionalization of adjudicative roles—particularly in commercial litigation—is not an optional reform. It is a structural imperative that must accompany any effort to modernize Vietnam’s legal institutions in alignment with global norms of commercial justice and judicial competence.

2.3. Procedural Ambiguities and Inconsistent Practice

Beyond the substantive uncertainties discussed above, Vietnam’s commercial court system is further encumbered by persistent procedural ambiguities and uneven judicial practices, which collectively undermine adjudicative efficiency and procedural legitimacy. These inconsistencies are not minor technicalities; they represent structural vulnerabilities that significantly impede the delivery of justice, particularly in commercial cases where procedural precision is paramount.

One of the most problematic areas involves the service of process, specifically what constitutes “valid service” in the context of summons, notifications, and legal documents. In many lower-level courts, judges continue to interpret the receipt of postal mailings without formal acknowledgment by the recipient as constituting valid service. Yet this practice remains controversial, particularly when no signed confirmation is returned and the only evidence of delivery is an internal postal record. The absence of standardized national guidance on this issue has led to divergent practices across provinces, thereby raising the risk of procedural invalidation on appeal or cassation (Pham, 2023; Nguyen, 2021).

Similar inconsistencies arise with respect to the submission and admissibility of documentary evidence, especially in digital or cross-border disputes. Questions surrounding the legal status of electronic contracts, scanned documents, and foreign-language submissions continue to generate uncertainty in courtroom proceedings. Moreover, the procedural treatment of non-responsive defendants—those who fail to appear or submit a defense—varies widely, with some courts proceeding *ex parte* while others delay hearings or dismiss claims altogether due to perceived lack of due service. These variations are not grounded in legal doctrine but reflect localized interpretations and informal administrative practices (Le & Tran, 2022).

Critically, Vietnam’s judiciary lacks a centralized procedural manual or binding interpretive guidance issued by the Supreme People’s Court that could ensure consistency in such matters. While scattered circulars and *ad hoc* training materials exist, they do not carry binding authority and are often outdated or insufficiently disseminated. As a result, judges are frequently compelled to improvise in real time, leading to procedural fragmentation, inconsistent adjudication, and—most damagingly—a loss of litigant confidence in the integrity and predictability of the court process.

These deficiencies disproportionately affect both domestic businesses and foreign investors. For domestic enterprises, procedural unpredictability adds friction and cost to legal recourse, often deterring enforcement of contractual rights. For international stakeholders, such irregularities signal deeper problems of legal uncertainty and institutional underdevelopment, reinforcing perceptions that Vietnam’s judiciary lacks the transparency, consistency, and professionalism found in more mature legal systems. As the Asian Development Bank (2021) rightly emphasizes, “dispute resolution efficiency and consistency are core components of legal infrastructure that underpin market confidence in emerging economies.”

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Addressing these challenges requires more than ad hoc reform. The codification of uniform procedural standards, ideally through a Supreme Court-issued resolution or a binding procedural code tailored to commercial litigation, is urgently needed. These standards should clarify best practices for service of process, evidence evaluation, electronic submissions, multilingual proceedings, and the treatment of defaulting parties. In parallel, capacity-building programs should be implemented to train judges, clerks, and bailiffs in the standardized application of these protocols.

In sum, while Vietnam's judiciary has made commendable progress in absorbing the increasing volume and complexity of commercial disputes, foundational deficiencies in procedural coherence, institutional standardization, and judicial interpretive discipline continue to limit its potential. Ensuring procedural consistency is not merely an administrative goal; it is a precondition for judicial legitimacy, investor confidence, and the realization of the rule of law in a market-oriented economy.

3. RECOMMENDATIONS FOR LEGAL AND INSTITUTIONAL REFORM

3.1 Legal Clarification and Legislative Amendments

The conceptual and procedural ambiguity surrounding the jurisdiction of Vietnamese courts over commercial disputes underscores an urgent need for statutory refinement and legislative modernization. Reform efforts must target the core legal instruments that define jurisdictional boundaries and commercial legal relations—most notably the **Civil Procedure Code 2015** and the **Commercial Law 2005**—to ensure they are responsive to the complexities of contemporary commerce.

First, Article 30 of the Civil Procedure Code 2015 should be revised to introduce more precise legal criteria for the classification of commercial disputes. The current provision, while offering a broad taxonomy of dispute types, lacks the analytical specificity required to address the dynamic nature of emerging commercial practices. As Vietnam continues to integrate into the global digital economy, the judiciary must be equipped to distinguish between traditional civil claims and those arising from **novel commercial models** such as platform-based contracting, digital assets, cross-border e-commerce, and data-driven service exchanges. In this regard, codified thresholds for assessing the “commercial character” of a dispute—such as the presence of reciprocal profit motives, economic interdependence, and sectoral regulation—should be introduced (Nguyen, 2023; World Bank, 2021).

Second, the replacement of Resolution No. 03/2012/NQ-HĐTP with a harmonized and doctrinally coherent judicial interpretive guideline is imperative. The current resolution, promulgated by the Council of Judges of the Supreme People's Court, effectively extends jurisdictional reach beyond what is legislatively authorized in Article 30, thereby producing inconsistencies in judicial practice and undermining legal predictability. A new resolution—aligned with contemporary commercial realities and grounded in both comparative civil law experience and Vietnamese statutory hierarchy—should clarify the jurisdictional reach of People's Courts, especially in borderline or “hybrid” cases that do not neatly fall within traditional legal categories (Trần, 2022).

Third, the Commercial Law 2005 should be amended to provide a concrete definitional framework for the ambiguous category of “other profit-oriented activities.” This residual clause currently serves as a doctrinal catch-all but lacks the specificity needed for consistent adjudication. As scholars have noted, vague legal terms without accompanying interpretive criteria tend to generate **discretionary overreach** or **adjudicative inconsistency** (Le & Bui, 2020). A refined statutory definition might include examples from high-growth sectors such as real estate development, construction contracting, fintech, securities brokerage, and digital intellectual property, thus reducing interpretive uncertainty and enhancing compliance incentives for enterprises.

These proposed revisions are not merely cosmetic but essential to enhancing the **principle of legal certainty**, a cornerstone of the rule of law in civil law jurisdictions. As the **OECD (2022)** emphasizes, the clarity and internal coherence of legal norms are instrumental in improving judicial efficiency, safeguarding investor confidence, and fostering equitable access to justice.

3.2 Institutional and Procedural Improvements

Beyond statutory refinement, meaningful reform of Vietnam's commercial adjudication system requires structural innovations in court organization, procedural codification, and the systematic development of judicial reasoning. Institutional modernization must aim not only at increasing throughput efficiency, but also at enhancing procedural fairness, judicial specialization, and jurisprudential consistency.

First, the implementation of specialized divisions within the judiciary—most notably economic or commercial courts—should be expanded and operationalized in line with the Law on the Organization of People's Courts 2024. This legislative framework authorizes the establishment of specialized tribunals at both provincial and appellate levels. Such courts should be tasked with handling highly technical domains of commercial litigation, including but not limited to bankruptcy, corporate governance, securities regulation, and intellectual property enforcement. The institutional logic of court specialization is well-documented: it promotes the development of judicial expertise, reduces adjudicative error, and enables more coherent legal reasoning in complex cases (Ginsburg & Garoupa, 2009; OECD, 2022).

Second, there is a pressing need to standardize procedural norms across jurisdictions, particularly with respect to case initiation, service of process, digital evidence submission, and the treatment of international litigants. The proliferation of e-commerce and cross-border contractual relationships necessitates the formal recognition and procedural accommodation of electronic

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communications within litigation workflows. At present, the absence of binding national guidance on such matters leads to inconsistent procedural practices, undermining procedural equity and due process guarantees. A codified set of uniform procedural rules, ideally adopted through a Supreme People's Court resolution or ministerial circular, would reduce uncertainty and fortify the procedural legitimacy of commercial adjudication.

Third, the development of judicial precedent (án lệ) as a supplementary source of law should be actively promoted. Although Vietnam follows a civil law tradition, the formal recognition of case law under Resolution No. 03/2015/NQ-HĐTP marked a significant step toward building a coherent body of commercial jurisprudence. However, the current database of binding precedents remains limited in scope and is underutilized by lower courts. Expanding the repository of commercial precedents and institutionalizing their use through judicial training, procedural manuals, and legal education curricula would greatly enhance consistency in adjudicative outcomes and foster legal predictability—an indispensable condition for private-sector confidence and investment security (Nguyen & Tran, 2023).

In sum, institutional reform must move beyond administrative efficiency to embrace systemic coherence, judicial specialization, and the normative guidance of precedent-based reasoning. These measures are essential to ensuring that Vietnam's court system evolves in tandem with the legal complexities of a globalized economy.

3.3 Enhancing Judicial Capacity and Professionalism

The efficacy of commercial adjudication is ultimately contingent upon the **competence, specialization, and professional integrity of the adjudicators** themselves. While procedural and institutional reforms may improve efficiency, they cannot substitute for a capable judiciary that is adequately trained to interpret and apply complex rules in a rapidly evolving commercial context. In this regard, Vietnam must prioritize the development of judicial human capital as a **strategic pillar of legal reform**.

First, it is essential to establish **rigorous professional criteria** for the appointment and training of commercial judges. Judicial selection processes should emphasize **demonstrable expertise in commercial and economic law**, prior litigation or transactional experience, and a sustained commitment to continuing legal education. In many jurisdictions, including Singapore, Germany, and Japan, specialized commercial courts appoint judges based on subject-matter expertise and proven adjudicative skill (Buscaglia & Dakolias, 1999; Ginsburg, 2003). Vietnam could adopt a similar model by developing a **national cadre of commercial judges**, supported by advanced training programs offered in cooperation with legal academia, business associations, and comparative legal institutions.

Moreover, periodic training should not merely focus on legal doctrine, but also on **economic literacy, corporate finance, cross-border trade law, and digital commerce regulation**. Such multidimensional training would ensure that judges are not only competent legal interpreters, but also possess a holistic understanding of the commercial realities underlying the disputes they adjudicate (World Bank, 2021).

Second, the **reform of the lay assessor (hội thẩm nhân dân) system** is urgently needed. While intended to democratize judicial deliberation, the current system often results in assessors participating in complex commercial trials **without even a basic grounding in legal principles or economic logic**. Although lay assessors hold equal voting rights with judges in verdict determination, their lack of professional qualifications frequently renders them passive or dependent on the presiding judge's view—thus **undermining the deliberative integrity of the judicial panel** (Nguyen, 2022).

To address this, two alternatives are worth considering: (1) **Imposing a minimum legal competency threshold** for participation in commercial cases, such as prior legal education or relevant business experience; or (2) **Replacing lay assessors with professional adjudicators or technical experts** in specialized tribunals. This second approach aligns with international best practices in countries such as France and South Korea, where panels in commercial courts often include experts drawn from industry or law (Garoupa & Ginsburg, 2015).

Unless Vietnam recalibrates the qualifications of those tasked with resolving business disputes, reforms in other areas will be insufficient. Judicial professionalism is not a luxury in commercial adjudication—it is a prerequisite for justice, market efficiency, and the credibility of the legal system in the eyes of both domestic enterprises and international investors.

3.4 Alternative Dispute Resolution (ADR) Mechanisms

A robust and diversified dispute resolution ecosystem is essential to ensuring that legal systems remain accessible, efficient, and responsive to the practical needs of the business community. In Vietnam, the over-reliance on litigation through the People's Courts has contributed to judicial congestion and protracted case timelines, particularly in commercial matters. In this context, **Alternative Dispute Resolution (ADR)** mechanisms—especially **commercial mediation and arbitration**—offer a viable and necessary complement to judicial processes.

First, the promotion of mediation as a frontline dispute resolution tool should be prioritized. Vietnam's current legal framework for commercial mediation, governed primarily by **Decree No. 22/2017/ND-CP**, remains limited in scope and institutional support. The absence of a dedicated statute has led to ambiguities regarding the enforceability of mediated agreements, qualifications for mediators, and procedural standards. To address these gaps, Vietnam should adopt a **standalone Law on Commercial Mediation**,

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modeled in part on the **UNCITRAL Model Law on International Commercial Mediation (2018)**. Such a statute would provide **uniform procedural safeguards, institutional legitimacy, and legal certainty** for mediated settlements—particularly in cross-border or high-value disputes (UNICTRAL, 2019; Pham, 2021). Moreover, embedding mediation within the procedural architecture of courts (i.e., **court-annexed mediation schemes**) could help resolve disputes at the pre-trial stage, thereby reducing judicial caseloads and enhancing party autonomy.

Second, the **Law on Commercial Arbitration (2010)** should be revised to align more closely with evolving **international arbitration standards** and practices. While Vietnam has made significant progress in developing arbitration capacity—particularly through institutions such as the **Vietnam International Arbitration Centre (VIAC)**—the legal framework remains constrained by outdated provisions and procedural inflexibility. For instance, ambiguities remain regarding the finality of arbitral awards, the scope of judicial review, and the recognition of ad hoc arbitration clauses in international contracts (Nguyen, 2022; ICC, 2020). Revising the law to incorporate internationally accepted norms—such as those embodied in the **UNCITRAL Model Law on International Commercial Arbitration**—would enhance investor confidence and expand the utility of arbitration as a dispute resolution method. Additionally, increased **training for legal professionals, judicial officers, and arbitrators**, coupled with public awareness campaigns targeting the business community, is essential to **normalize ADR practices** and integrate them meaningfully into the broader legal culture. Comparative studies demonstrate that countries with strong institutional support for ADR—such as Singapore, Hong Kong, and South Korea—consistently outperform regional counterparts in global dispute resolution indices (World Bank, 2021; ICCA, 2022).

Ultimately, institutionalizing ADR as a mainstream component of commercial justice requires not only legislative modernization, but also a **paradigm shift** in how disputes are conceptualized: from zero-sum legal contests to collaborative processes that emphasize efficiency, confidentiality, and long-term business relationships.

4. CONCLUSION

Jurisdictional coherence is foundational to the legitimacy and functionality of any legal system, particularly within the sphere of commercial adjudication, where precision in procedural gateways determines not only access to justice but also the broader efficiency of market operations. In Vietnam, the role of the judiciary in resolving business and commercial disputes has grown considerably in response to the country's integration into the global economy and the diversification of its domestic private sector. However, this evolution has not been matched by a commensurate development in the clarity and consistency of jurisdictional rules (Thanh & Thang, 2023; Anh et al., 2024).

This article has demonstrated that despite commendable reforms—such as improved case throughput and the recognition of judicial precedents—the current legal framework governing the jurisdiction of courts over commercial disputes remains fragmented, conceptually ambiguous, and procedurally uneven. Core legal provisions, such as Article 30 of the Civil Procedure Code 2015 and the interpretive guidance contained in Resolution No. 03/2012/NQ-HĐTP, suffer from semantic vagueness and institutional misalignment, resulting in jurisdictional confusion across lower courts. These ambiguities are particularly acute in cases involving hybrid legal relationships, emerging business models, or foreign parties, where the boundary between civil and commercial law is often blurred (Nguyen & Tran, 2023).

Furthermore, the absence of a unified procedural infrastructure, combined with limited specialization within the judiciary and a lack of enforceable standards for adjudicator competence, continues to constrain Vietnam's commercial dispute resolution capacity. The persistence of such deficiencies risks diminishing the judiciary's credibility and, by extension, erodes the confidence of both domestic entrepreneurs and foreign investors in the legal system's ability to resolve disputes fairly and efficiently (OECD, 2022; World Bank, 2021).

To address these challenges, a multi-pronged reform strategy is necessary—one that combines statutory precision, procedural harmonization, institutional specialization, and professionalization of adjudicative personnel. In addition, greater reliance on alternative dispute resolution mechanisms, particularly arbitration and mediation governed by updated and internationally harmonized legislation, can alleviate court burdens and promote a culture of consensual, cost-effective dispute settlement (UNICTRAL, 2019; ICCA, 2022).

More broadly, these reforms must be understood not simply as technocratic improvements, but as part of a larger project of legal modernization, consistent with Vietnam's strategic commitment to building a rule-of-law-based state under conditions of market governance. As Ginsburg and Garoupa (2015) have emphasized, the legitimacy and authority of courts in transitional legal systems are critically dependent on their ability to deliver consistent, predictable, and normatively grounded adjudication.

In sum, jurisdictional clarity is not a peripheral matter—it is central to legal certainty, judicial efficiency, and the rule of law itself. The future of Vietnam's commercial justice framework rests on the judiciary's capacity to resolve increasingly complex disputes with both doctrinal rigor and procedural integrity. Only through a sustained and systemic reform process can Vietnam position its courts as not only arbiters of private conflict but also as institutions of economic governance, legal credibility, and democratic accountability.

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