

MINISTRY OF EDUCATION AND TRAINING
HO CHI MINH CITY UNIVERSITY OF LAW

**INFORMATION OF THE NEW CONTRIBUTIONS
OF THE THESIS**

1. Opening summary

- Thesis title: Law on Social Enterprise Governance
- Major: Economic Law
- Major code: 9380107
- Name of PhD Student: Lê Nhật Bảo
- Name of Supervisor: 1. Assoc. Prof. Dr. Bùi Xuân Hải
 2. Assoc. Prof. Dr. Phan Huy Hồng

Educational institution: Ho Chi Minh City University of Law

2. The Content of summary information

First, the academic and theoretical contributions.

The thesis systematizes and develops the theoretical framework of social enterprises in relation to the law, pointing out the “hybrid” nature of social enterprises between economic and social goals. In addition, it clarifies the impact of social goals on the entire structure of social enterprise governance: managers' responsibilities, stakeholder participation, mechanisms for asset control, and information transparency. In addition, the thesis has added a new argument: the law on social enterprise governance cannot copy the mechanisms of for-profit enterprises or non-profit organizations, but has to form a separate legal framework, suitable for specific conflicts and conflicts of interest.

The thesis puts forward the concept that the law on social enterprise governance is a mechanism to protect the social mission from the risk of “mission drift” when social enterprises participate in the market. It also points out that the responsibility of social enterprise managers is not only limited to the obligation of loyalty and prudence to the enterprise, but also includes the obligation to protect social interests - a specific scope of responsibility that has never been emphasized in previous studies in Vietnam. In addition, it establishes the principle of multi-stakeholder participation as a fundamental legal criterion of social enterprise governance, helping to balance community interests with economic interests. The author of the thesis proposes a new legal

perspective on asset control in social enterprises: not only preventing self-interest in profit distribution, but also controlling dissolution and capital repurchase to protect social assets. At the same time, the thesis argues that information transparency in social enterprises has to be associated with accountability for social impact, not just financial reporting.

Second, practical contributions.

The author of the thesis analyzed the current state of Vietnamese law and pointed out the basic shortcomings: a lack of specific regulations on the responsibility of managers, the participation of related parties is still vague, there is no specific asset control mechanism, and information transparency is still formal. At the same time, the author made feasible recommendations to improve Vietnamese law: (1) supplementing regulations on specific legal obligations of social enterprise managers; (2) establishing a mechanism for participation of related parties with reasonable compliance costs; (3) perfecting the mechanism for locking assets and controlling transactions that risk reducing the assets of social enterprises for the wrong purpose; (4) perfecting regulations on information disclosure and social impact reporting.

Third, reference and policy value.

The thesis provides a complete academic reference source for research, teaching, and building legal policies on social enterprises in Vietnam. Suggested legislative direction: It is possible to build a separate legal form for social enterprises, instead of just integrating them into the traditional enterprise framework. Contributing to socio-economic development policies: helping social enterprises become an effective tool to solve social problems according to market mechanisms, promoting sustainable development.

Ho Chi Minh City, 27/11/2025

PHD STUDENT

(Sign and print full name)

Lê Nhật Bảo