



LEGAL NEWSLETTER

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MAIN CONTENTS

LATEST LEGAL UPDATE

1. The direct power purchase agreement between renewable energy suppliers and large power customers.
2. New mechanism on development of renewable energy and new energy.
3. Regulations on the threshold of tax debt subject to temporary exit suspension.

LEGAL GUIDANCE

1. Contractor tax for overseas sales brokerage services.
2. Tax policy for business trip expenses.
3. Issuing invoices for reduced insurance premiums.
4. Tax policy for imported machinery under subsequent conversion to a business purpose.

GOOD READINGS FOR YOU

1. VCCI proposes delaying the increase in special consumption tax on beer and alcohol.
2. The Government requires not to delay the development of offshore wind power.

NEWLY ISSUED LEGAL DOCUMENTS

1. The direct power purchase agreement between renewable energy suppliers and large power customers

On March 3, 2025, the Government issued Decree No. 57/2025/ND-CP (“**Decree 57/2025**”) regulating the direct power purchase agreement (“**DPPA**”) between renewable energy suppliers and large power customers to replace Decree No. 80/2024/ND-CP (“**Decree 80/2024**”). Decree 57/2025 will take effect immediately from the date of signing, i.e. March 3, 2025, with important changes and additions to the DPPA that have a direct impact on enterprises, especially enterprises developing renewable energy sources.

1.1 More subjects are allowed to participate in the DPPA through the national power grid

Article 2.2 of Decree 80/2024	Article 2.2 of Decree 57/2025
(1) Enterprises generating renewable energy from wind or solar power with a capacity of 10 MW or more connected to the national power grid.	(1) Enterprises generating renewable energy from wind, solar power or biomass with a capacity of 10 MW or more connected to the national power grid.
(2) Large industrial power customers purchasing power from Electricity Corporations or an electricity retailer other than the Electricity Corporations, with a voltage supply of 22 kV or higher.	(2) Large industrial power customers or large power customers providing the charging service for electric vehicles that purchase power from Electricity Corporations, Electricity Companies and electricity retailers, with a voltage supply of 22 kV or higher.
(3) Electricity retail enterprises in authorized zone and cluster models.	(3) Electricity retail enterprises in authorized zone and cluster models.

Thus, compared to Decree 80/2024, Decree 57/2025 allows more subjects to participate in the DPPA, including (1) biomass power generation enterprises that meet the capacity requirements; and (2) enterprises providing the charging service for electric vehicles that purchase electricity from the Electricity Corporations, Electricity Companies and retail enterprises with a voltage supply of 22 kV or higher. In addition, Electricity Companies may also participate in the DPPA via the national power grid.

1.2 Changing the definition of large power customers

Decree 80/2024 sets out criteria for determining a large power consumer based on **average power consumption or the registered power consumption of 200,000 kWh/month or more**. Now, Decree 57/2025 empowers the Minister of Industry and Trade to adjust the **power consumption capacity** depending on each development stage of the electricity system for the purpose of defining a large customer to reflect the reality and development trends of the electricity industry. Specifically, Article 3.10 of Decree 57/2025 stipulates that

“Large power customers are those using power with large capacity as defined by the Minister of Industry and Trade”.

1.3 Conditions for participating in the DPPA for large power customers

<i>Customers who have purchased power for 12 months or more</i>	<i>Customers who have purchased power for less than 12 months</i>
<p><u>At the time of filing the dossier, the total average power consumption in the last 12 months</u> (determined based on the total power purchased from the Electricity Corporations or the units authorized by the Electricity Corporations) must not be lower than the minimum power consumption level for large power customers as prescribed in the Regulations on the operation of the competitive wholesale electricity market of the Ministry of Industry and Trade.</p> <p>Participation for year N+1 (the year immediately following the current year (N)): customers must have an average power consumption capacity from November of year N-1 (the year immediately preceding the current year) to the end of October of year N not lower than the power consumption capacity of large power customers as prescribed by the Ministry of Industry and Trade.</p>	<p><u>At the time of filing the dossier, the registered power consumption</u> capacity is calculated based on the estimated electricity consumption purchased from the Electricity Corporation (or the unit authorized by the Electricity Corporation) and must not be lower than the minimum power consumption for large power customers as prescribed in the Regulations on the operation of the competitive wholesale electricity market of the Ministry of Industry and Trade.</p> <p>Participation for year N+1: customers can continue to participate in the DPPA without being bound by any conditions.</p>

1.4 The power selling price and the selling price of surplus power through a separate connection line must not exceed the maximum price of the power generation price frame.

Previously, Article 6.1(b) of Decree 80/2024 allows renewable energy generation enterprises and large power customers to freely negotiate electricity prices without being bound by any specific price. Now, Articles 6.1(b), 6.2 of Decree 57/2025 provides stricter regulations, according to which the power selling price between renewable energy generation enterprises and large power customers or the selling price of surplus power sold by renewable energy generation enterprises (except rooftop solar power) to the Vietnam Electricity, Electricity Corporations, Electricity Companies can be freely negotiated, but must ensure that it does not exceed the maximum price of the power generation price frame for the corresponding type of power source.

1.5 Adding the mechanism for selling surplus power generated from rooftop solar power systems

Article 7 of Decree 57/2025 adds a new mechanism allowing enterprises with rooftop solar power systems to sell surplus power as follows:

- *For sale to the Vietnam Electricity, Electricity Corporations, Electricity Companies:* maximum 20% of actual power output, the selling price of surplus power will be equal to the average power price of the previous year announced by the Power System and Electricity Market Operator and will not exceed the maximum price in the price frame of the ground-mounted solar power systems.
- *For direct sale to large power customers in the zones and clusters or sale to electricity retail enterprises in the zones and clusters:* the surplus power output and the purchase and sale price of surplus power will be negotiated between the parties but will not exceed the maximum price in the price frame of the ground-mounted solar power systems.

2 New mechanism on development of renewable energy and new energy

On March 3, 2025, the Government issued Decree No. 58/2025/ND-CP (“**Decree 58/2025**”) detailing a number of articles of the Electricity Law on the development of renewable energy (RE) and new energy to replace Decree No. 135/2024/ND-CP (“**Decree 135/2024**”). Decree 58/2025 will take effect from the date of signing, March 3, 2025, with new regulations on incentive and support mechanisms to create favorable conditions for enterprises and investors to exploit the potential of RE and new energy sources, speeding up the transition into sustainable energy in Vietnam.

2.1 RE with installed power storage system is prioritized for use during peak hours

According to Article 4 of Decree 58/2025, power projects exploiting RE sources with integrated electricity storage systems and connected to the national power grid will be prioritized for use during peak hours (*except for self-produced and self-consumed power sources*). This is considered an important policy to help encourage the development of power storage systems, optimize the use of RE and enhance the stability of the national power grid.

2.2 Incentives for new energy projects and offshore wind power projects

Decree 58/2025 specifically stipulates the conditions and preferential and support policies for new energy projects and offshore wind power projects as follows:

Conditions and incentives	New energy projects	Offshore wind power projects
Conditions for a project to enjoy incentives	(1)New energy projects using 100% green hydrogen or green ammonia or a mixture	(1)Projects has been decided or approved in principle by the competent

		of green hydrogen and green ammonia;	authority before January 1, 2031; and
		(2) Projects to supply power to the national power grid; and	(2) For projects supplying power to the national power grid, the capacity must be at least 6,000 MW and approved by competent authorities in the power development plan
		(3) First project for each type of new energy.	
Incentives	<i>Exemption and reduction of land use fees in coastal areas</i>	<ul style="list-style-type: none"> ▪ In basic construction period: exemption for 03 years maximum. ▪ After the exemption period: 50% reduction in 9 years. 	<ul style="list-style-type: none"> ▪ In basic construction period: exemption for 03 years maximum. ▪ After the exemption period: 50% reduction in 12 years.
	<i>Exemption and reduction of land use fees and land rent</i>	<ul style="list-style-type: none"> ▪ In basic construction period: exemption for 3 years maximum. ▪ After the exemption period: in accordance with the laws on investment and land. 	
	<i>Long-term power sales contract with minimum output</i>	Guarantee to achieve 70% of power output in the loan principal repayment period, but not exceeding 12 years (except otherwise agreed between the investor and power buyers).	Guarantee to achieve 80% of power output in the loan principal repayment period, but not exceeding 15 years (except otherwise agreed between the investor and power buyers).
		This incentive will not apply if the project fails to achieve the minimum committed output due to project failures or the power system fails to consume all the power output.	
	<i>Incentives after investment period</i>	After the initial incentive period expires, subsequent incentive policies will apply according to the current legal regulations at that time.	

2.3 More subjects are allowed to sell surplus power

Previously, Decree 135/2024 only allows power self-produced from rooftop solar power systems (RSP) to be sold to the national grid if not fully used, with a maximum of 20% of the actual capacity. Now, Article 10.1 of Decree 58/2025 expands the scope beyond RSP to include organizations and individuals producing power from other renewable energy sources (such as solar, wind, tidal, ocean wave, ocean current, geothermal; hydropower, biomass, waste, ...), new energy sources (such as green hydrogen, green ammonia) if not fully used,

with a maximum of 10% of the actual power output sold to subsidiaries/units of the Electricity Corporation under the Vietnam Electricity ("Surplus Power Buyer").

Thus, according to the new regulations, **RSP can be sold to the national grid at a maximum of 20%** of the actual capacity, while power from **other sources can be sold at a maximum of 10%** of the actual power output.

2.4 Subjects that are eligible to develop RSP systems connected to the national power grid

Article 9.3 of Decree 135/2024	Article 16.1 of Decree 58/2025
Organizations and individuals installing power systems with a capacity of 1,000 kW or more.	Organizations and individuals installing power generation systems with a capacity: <ol style="list-style-type: none"> (1) from 1,000 kW or more. (2) under 1,000 kW and not selling surplus power, but wish to be granted a Power Development Registration Certificate. (3) under 1,000 kW and register to sell surplus power to the grid of the power buyer (<i>except for household power systems with capacity under 100 kW on the roof of houses and power systems of organizations and individuals installed on the roof of construction works in mountainous, border and island areas with existing power grids but not yet connected to the national power grid</i>).

Thus, compared to Decree 135/2024, Decree 58/2025 adds 2 more cases of power source development with installed capacity of less than 1,000 kW that are eligible to register for developing RSP systems connected to the national power grid, and must ensure that the total capacity of the registered power system does not exceed the capacity allocated to the locality in the power development plan.

2.5 Mechanism for sale of surplus power from RSP systems

Article 14.1 of Decree 58/2025 stipulates that the following subjects are allowed to sell surplus power:

- (1) RSP systems connected to the national power grid with a capacity within the power development plan, the implementation scheme for power implementation plan, and the power supply network development option in the provincial level plan;
- (2) Solar power systems installed on the roof of a private residential building with a capacity of less than 100 kW connected to the power grid of the Buyer; and

- (3) RSP systems installed by organizations and individuals on the roofs of construction works in **mountainous, border, and island areas with existing power grids but not yet connected to the national power grid.**

Thus, compared to Decree 135/2024, Decree 58/2025 adds a third subject (3) who is also eligible to sell surplus power. Therefore, the purchase and sale of surplus power between subjects (1), (2) and subject (3) is also different, specifically as follows:

Sale of surplus power	Subjects (1) and (2) (except for power systems installed at construction works that are public assets)	Subject (3)
Surplus power permitted for sale	Maximum 20% of power capacity at the output of the solar power source in the (i) month ("Ai")	No limit on the amount of surplus power for sale.
Payment for surplus power	<ul style="list-style-type: none"> ▪ If the surplus power transmitted into the grid of the Buyer is greater than 20% of Ai, the surplus power capacity will be paid at 20% of Ai; ▪ If the surplus power transmitted into the grid of the Buyer is less than 20% of Ai, then pay for all the surplus power transmitted to the grid of the Buyer that is measured at the meter. 	<ul style="list-style-type: none"> ▪ No limit on the amount of surplus power for sale. To be paid for the entire amount of power generated to the grid of the Buyer, measured at the meter. ▪ When connected to the national power grid, payment for surplus power output is made according to cases (1) and (2).

The price for buying and selling surplus power is the average power market price in the previous year announced by the electricity market operator, but not higher than the maximum price in the price frame of the ground-mounted solar power. And organizations and individuals selling surplus power must have an electricity business license (except in cases of exemption).

2.6 Time limit for dismantling solar power plants and wind power plants

Article 8 of Decree 58/2025 stipulates that from the time of termination of operation, the owner of a solar power plant or wind power plant is responsible for dismantling the plant within the following time limit:

Onshore plants	Offshore plants
<ul style="list-style-type: none"> ▪ For projects from group A and above as classified in the law on public investment, the maximum dismantling period is 3 years; ▪ For the remaining projects, the maximum dismantling period is 2 years. 	<ul style="list-style-type: none"> ▪ For projects from group A and above as classified in the law on public investment, the maximum dismantling period is 5 years; ▪ For the remaining projects, the maximum dismantling period is 3 years.

3. Regulations on the threshold of tax debt subject to temporary exit suspension

On February 28, 2025, the Government issued Decree No. 49/2025/ND-CP (“**Decree 49/2025**”) regulating the threshold of tax debt subject to temporary exit suspension. Decree 49/2025 will take effect from the date of signing, i.e. February 28, 2025, with specific provisions on the amount and period of tax debt as the basis for applying temporary suspension of exit for tax debtors. Specifically as follows:

Subjects of application	Debt amount	Debt period	Method of notification of temporary exit suspension
(1) Business individuals and household owners that are subject to compulsory enforcement of administrative decisions on tax management.	VND 50 million or more.	Over 120 days past payment due date.	<ul style="list-style-type: none"> ▪ Notification by electronic means via the taxpayer's electronic tax transaction account; or ▪ Notification on the tax authority's website (<i>if the notice cannot be sent electronically</i>).
(2) Individuals who are legal representatives of enterprises, cooperatives, and cooperative unions that are subject to compulsory enforcement of administrative decisions on tax management.	VND 500 million or more.		
(3) Business individuals and household owners, individuals who are legal representatives of enterprises, cooperatives, and cooperative unions that are no longer operating at the registered address.	Any overdue tax debt (<i>not specifying any debt amount</i>)	Tax is not paid within 30 days after the date the tax authority announces to apply temporary exit suspension measures	Notification on the tax authority's website immediately after issuing the Notice of non-operation of the taxpayer at the registered address.
(4) Vietnamese people leaving the country to settle abroad, Vietnamese people settling abroad,	Any overdue tax debt (<i>not specifying any debt amount</i>)	Tax is not paid within the prescribed deadline.	<ul style="list-style-type: none"> ▪ Notification by electronic means via the taxpayer's electronic tax transaction account as soon as there is information about

<p>foreigners before leaving Vietnam.</p>			<p>Vietnamese people preparing to leave the country to settle abroad, Vietnamese people settling abroad, or foreigners preparing to leave the country; or</p> <ul style="list-style-type: none"> ▪ Notification on the tax authority's website (<i>if the notice cannot be sent electronically</i>).
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If taxpayers do not pay tax within 30 days from the date of notice to the taxpayers in accordance with the methods mentioned above, the tax authority will issue a decision on exit suspension to the immigration authority for implementation. In the event the taxpayer has fulfilled his tax payment obligation, the tax authority will immediately notify the immigration authority and the exit suspension decision will be revoked within 24 hours of the immigration authority's receipt of this notice from the tax authority.



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1. Contractor tax for overseas sales brokerage services

In case the Company signs a contract to hire a foreigner (foreign contractor) to provide brokerage services to sell the Company's products in foreign markets, this brokerage service of the foreign contractor is not subject to tax in as prescribed in Article 2 of Circular No. 103/20214-TT-BTC.

Binh Duong Provincial Tax Department replies to the question of Advanced Casting Asia Co., Ltd. in Official Letter No. 2992/CTBDU-TTHT dated March 4, 2025.

2. Tax policy for business trip expenses

In case the Company sends employees on business trips to serve production and business activities and the employees incur business expenses, if the above business trip expenses show full invoices and legal documents as prescribed in Article 4 of Circular No. 96/2915/TT-BTC and ensure the conditions as prescribed in Article 1.10 of Circular No. 26/2015/TT-BTC, the Company may declare value added tax deduction and include it in deductible expenses when determining taxable income of corporate income tax.

Binh Duong Provincial Tax Department replies to the question of Terra Yamaken Concrete JSC. in Official Letter No. 3204/CTBDU-TTHT dated March 11, 2025.

3. Issuing invoices for reduced insurance premiums

In case the Company participates in insurance but for objective reasons the Insurance Company must reduce the premium for the customer or according to the agreement until the end of the insurance period if there is no loss or the loss is lower than the rate specified in the insurance policy, the insurance buyer will receive a partial reduction in the insurance premium, and the Company will handle it as prescribed in Article 9.2(dd) of Circular No. 09/2011/TT-BTC. The form and content of the electronic invoice must be issued as prescribed in Article 10 and Article 12 of Decree No. 123/2020/ND-CP

Binh Duong Provincial Tax Department replies to the question of Golden House Co., Ltd. in Official Letter No. 2991/CTBDU-TTHT dated March 4, 2025.

4. Tax policy for imported machinery under subsequent conversion to a business purpose

In case the Company converts the business purpose of domestic consumption for imported machinery to create fixed assets for investment projects, it must declare and pay all taxes and fines (if any) in as prescribed in Article 1.10 of Circular No. 39/2018/TT-BTC. The Company is allowed to declare and deduct input VAT if it meets the principles and conditions for VAT deduction in Articles 14 and 15 of Circular No. 219/2013/TT-BTC (amended and supplemented in Article 1.10 of Circular No. 26/2015/TT-BTC).

Binh Duong Provincial Tax Department replies to the question of CTC Nonwoovens Vietnam Co., Ltd. in Official Letter No. 2336/CTBDU-TTHT dated February 25, 2025.

1. VCCI proposes delaying the increase in special consumption tax on beer and alcohol

The Vietnam Chamber of Commerce and Industry (VCCI) has just sent a document to the National Assembly's Economic and Financial Committee to comment on the draft Law on Special Consumption Tax (amended).

According to VCCI, amid current economic challenges, the adjustment of tax policies, especially special consumption tax (SCT), needs to be considered carefully and comprehensively. The enterprises community hopes that tax policies, including SCT, will be carefully considered to create more favorable conditions for investment, production, business, support consumer demand stimulation and market expansion.

Commenting on the draft, VCCI said that increasing SCT at a high level and following a sudden roadmap in both options of the draft law could cause many negative impacts and should be considered more carefully.

VCCI proposed postponement of the roadmap for increasing special consumption tax from 2028, with a reasonable increase of 5% every two years, for businesses to be time-adaptable, ensure the feasibility of the policy and limit negative impacts on the market.

Regarding SCT on alcohol and beer products, VCCI recommends careful consideration, if special consumption tax continues to increase suddenly, enterprises will face more difficulties, possibly leading to reduced production, job loss and increased consumption of unofficial products.

Therefore, to ensure enterprise adaptation and maintain budget revenue, it is necessary to have a reasonable roadmap for increasing taxes, extending the application period from 2028, with an increase of 5% every two years. Specifically, for alcohol of 20 degrees or higher and beer, from January 1, 2028 to December 31, 2029, the tax is 70%; From January 1, 2030 to December 31, 2031, the tax is 75%; from January 1, 2032 onwards, the tax is 80%. For alcohol under 20 degrees, from January 1, 2028 to December 31, 2029, the tax is 40%; from January 1, 2030 to December 31, 2031, the tax is 45%; from January 1, 2032 onwards, the tax is 50%.

By nld.com.vn

2. The Government requires not to delay the development of offshore wind power

According to the Power Planning VIII, the offshore wind power capacity by 2030 is about 6,000 MW, but to date no project has been decided in principle and assigned for investment. In the draft adjustment of the Power Planning VIII, the Ministry of Industry and Trade proposed development of this power source after 2030, reaching about 17,000 MW by 2035.

The adjustment plan also proposes replacement of some slow-progressive LNG power projects to after 2030. The total capacity of this source in the next 5 years is 8,824 MW, a decrease of about 13,576 MW compared to the target set in the Power Planning VIII.

However, in the recently issued Notice of Conclusion on Adjusting the Power Planning VIII, the Government Standing Committee requested the Ministry of Industry and Trade not to adjust the progress, ensuring that gas-fired and offshore wind power projects are completed before 2030.

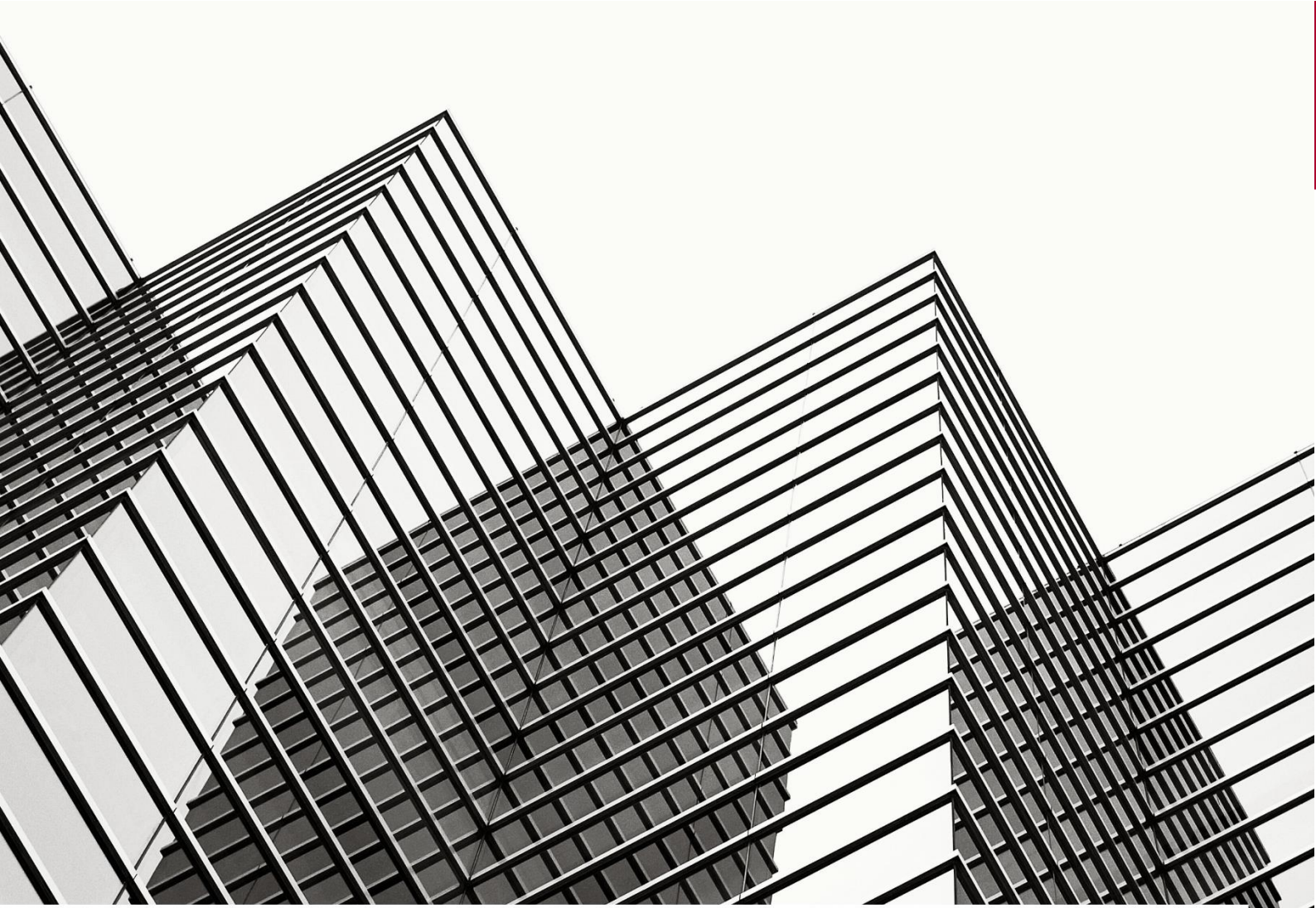
The Ministry of Industry and Trade is assigned to calculate a plan to develop a variety of power sources, ensuring that the base power source accounts for more than 50% of the total structure. In particular, the operator pay attention to increasing the proportion of LNG power sources and reducing the proportion of coal-fired power sources accordingly. The Ministry of Industry and Trade must proactively work with investors and foreign investors to find solutions to remove obstacles for projects without delaying progress and wasting resources. The Government Standing Committee should note to handle problems related to gas-fired power development policies such as swapping fuel prices to electricity prices, and long-term minimum contracted power output (Qc).

By vnexpress.net



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No.	Document name	Issuance date	Effective date
NATIONAL ASSEMBLY			
1	Law No. 65/2025/QH15 on Organization of Local Government.	February 19, 2025	March 1, 2025
2	Law No. 64/2025/QH15 on Promulgation of Legal Normative Documents.	February 19, 2025	February 27, 2025
3	Law No. 63/2025/QH15 on Government Organization.	February 18, 2025	February 22, 2025
4	Law No. 62/2025/QH15 amending and supplementing a number of articles of the Law on Organization of the National Assembly.	February 17, 2025	February 17, 2025
GOVERNMENT			
1	Decree No. 62/2025/ND-CP detailing the implementation of the Law on Electricity on protection of power works and safety in the electricity sector.	March 4, 2025	March 4, 2025
2	Decree No. 61/2025/ND-CP detailing a number of articles of the Law on Electricity on electricity operation licenses.	March 4, 2025	March 4, 2025
3	Decree No. 58/2025/ND-CP detailing a number of articles of the Law on Electricity on the development of renewable energy and new energy.	March 3, 2025	March 3, 2025
4	Decree No. 57/2025/ND-CP prescribing the direct power purchase and sale mechanism between renewable-energy electricity producers and large electricity consumers	March 3, 2025	March 3, 2025
5	Decree No. 49/2025/ND-CP stipulating the threshold for temporary suspension of exit.	February 28, 2025	February 28, 2025
6	Decree No. 24/2025/ND-CP amending and supplementing a number of articles of Decree No. 98/2020/ND-CP regulating administrative sanctions for violations in commercial activities, production and trading of counterfeit and prohibited goods and protection of consumer rights, has been amended and supplemented a number of articles according to Decree No. 17/2022/ND-CP.	February 21, 2025	February 21, 2025
7	Decree No. 23/2025/ND-CP regulating electronic signatures and trusted services	February 21, 2025	April 1, 2025
MINISTRY OF PLANNING AND INVESTMENT			
1	Circular No. 06/2025/TT-BKHĐT stipulating the form of documents related to special investment procedures.	February 12, 2025	February 12, 2025
MINISTRY OF NATURAL RESOURCES AND ENVIRONMENT			
1	Circular No. 07/2025/TT-BTNMT amending and supplementing a number of articles of Circular No. 02/2022/TT-BTNMT detailing the implementation of a number of articles of the Law on Environmental Protection.	February 28, 2025	February 28, 2025
2	Circular No. 06/2025/TT-BTNMT promulgating National Technical Regulations on Industrial Wastewater.	February 28, 2025	September 1, 2025
3	Circular No. 02/2025/TT-BTNMT promulgating the National Technical Regulations on environmental safety distances for residential areas of production, business, service establishments and warehouses at risk of diffusing dust, unpleasant odors, and noise that adversely affect human health.	February 12, 2025	August 12, 2025



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