




កំពង់ផែស្វយ័តក្រុងព្រះសីហនុ (កសស)
Sihanoukville Autonomous Port (PAS)

Investment Guideline

for potential foreign tenants

SIHANOUKVILLE PORT
SPECIAL ECONOMIC ZONE (SPSEZ)



Cooperated by: 

August, 2025

WELCOME TO SPSEZ

Globalization and supply chain in the port sector has been indispensable for the last decade and the increasing of ship size and cargo demand are remarkably changed. Sihanoukville Autonomous Port (PAS) enjoys an average (2015-2024) of 12.29% and reached more than 1,000,000 TEUs of container throughput with the highest growth of 29.38% in 2024 and 24.24% growth in 7 months of 2025.

To modernize and harmonize the operation, PAS will be ready to handle around 1,450,000 TEUs/year by 2027 and will be in a position to allow direct calls from North America and EU by 2030 with competitive advantages in the region.

These sustainable port development and planning shall attract more port users and more Foreign Direct Investment (FDI) to Sihanoukville Port Special Economic Zone (SPSEZ), which has increased its leased area, and remaining for lease area 9.11ha as of August 2025.

We are delighted to welcome and invite prospective port users and investors to grasp the benefits from PAS and SPSEZ which operates under the Free Port Concept and serves as a business cluster or/and a logistic hub in ASEAN for Cambodia.



Chairman & CEO of Sihanoukville Autonomous Port

Lou Kim Chhun

Introduction

This guideline provides basic information on Cambodia’s investment regulations for those who are considering investing and being a tenant in SPSEZ. Unless otherwise noted, the information contained in this guideline is based on information available as of May 2024. If you actually intend to start a business in Cambodia, we recommend that you seek professional advice in advance.

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01 Qualified Investment Project Scheme

1 Basic System

- Cambodia's FDI legislation is fundamentally designed to encourage investment, and on October 15, 2021, a new Law on Investment came into effect to further attract and promote investment.
- The new Law on Investment stipulates Qualified Investment Projects (QIPs) to investment promotion industries, and allow these QIPs to receive tax and customs incentives. Sub-decree on the Implementation of the Law on Investment (Sub-decree 139) stipulates the detailed qualifications and procedures for QIPs.
- For details, see the Law on Investment and Sub-decree 139.
(<https://cdc.gov.kh/wp-content/uploads/2023/08/8823-LOI-and-Sub-Decree-ENG-Version.pdf>)

2 Projects eligible for QIPs

- Projects that meet all of the followings are eligible for QIPs:
 - Projects that are not included in the "negative list" stipulated in Sub-decree 139 (<https://cdc.gov.kh/wp-content/uploads/2023/08/8823-LOI-and-Sub-Decree-ENG-Version.pdf>, P36 ~ P53)
 - Projects included in the "list of investment activity category" stipulated in Sub-decree 139 (<https://cdc.gov.kh/wp-content/uploads/2023/08/8823-LOI-and-Sub-Decree-ENG-Version.pdf>, P54 ~ 64).

3 Procedures to apply for QIPs

- Procedures are mentioned in Phase 2 of "02 Current Investment Process Flow of SPSEZ" of this document.

4 Available incentives for QIPs

- Available incentives for QIPs in SEZs vary according to the project's category in the "list of investment activity category"
(<https://cdc.gov.kh/wp-content/uploads/2023/08/8823-LOI-and-Sub-Decree-ENG-Version.pdf>, P54 ~ 64).
- The incentives for QIPs in SEZs are classified into three categories, (A) basic incentives, (B) additional incentives, and (C) special incentives.
(See next page)

Available incentives for QIPs (cont.)

A. Basic Incentives

- Customs duty, special tax and value-added tax exemption for the import of construction material, construction equipment, production equipment, and production inputs.
- Minimum Tax exemption, provided that an independent audit report has been carried out
- Export Tax exemption, unless otherwise provided in other laws and regulations.
- Either of the 2 options below:

Option 1: Income Tax Exemption

- Income tax exemption for 3 years (for group 1), 6 years (for group 2), 9 years (for group 3), from the time of earning its first income. After the income tax exemption period has expired, the QIP is entitled to pay 25% for the first 2 years, 50 % for the next 2 years, and 75% for the last 2 years of income tax.
- Prepayment Tax exemption during income tax exemption period.

Option 2: Special Depreciation

- Deduction of capital expenditure through special depreciation as stated in the tax regulations in force
- Eligibility of deducting up to 200% of specific expenses incurred for up to 9 years. Sectors and investment activities, specific expenses, as well as the deductible period, shall be determined in the Law on Financial Management and/or the Sub-Decree
- Prepayment Tax exemption for a specific period of time based on sectors and investment activities to be determined in the Law on Financial Management and/ or the Sub-Decree

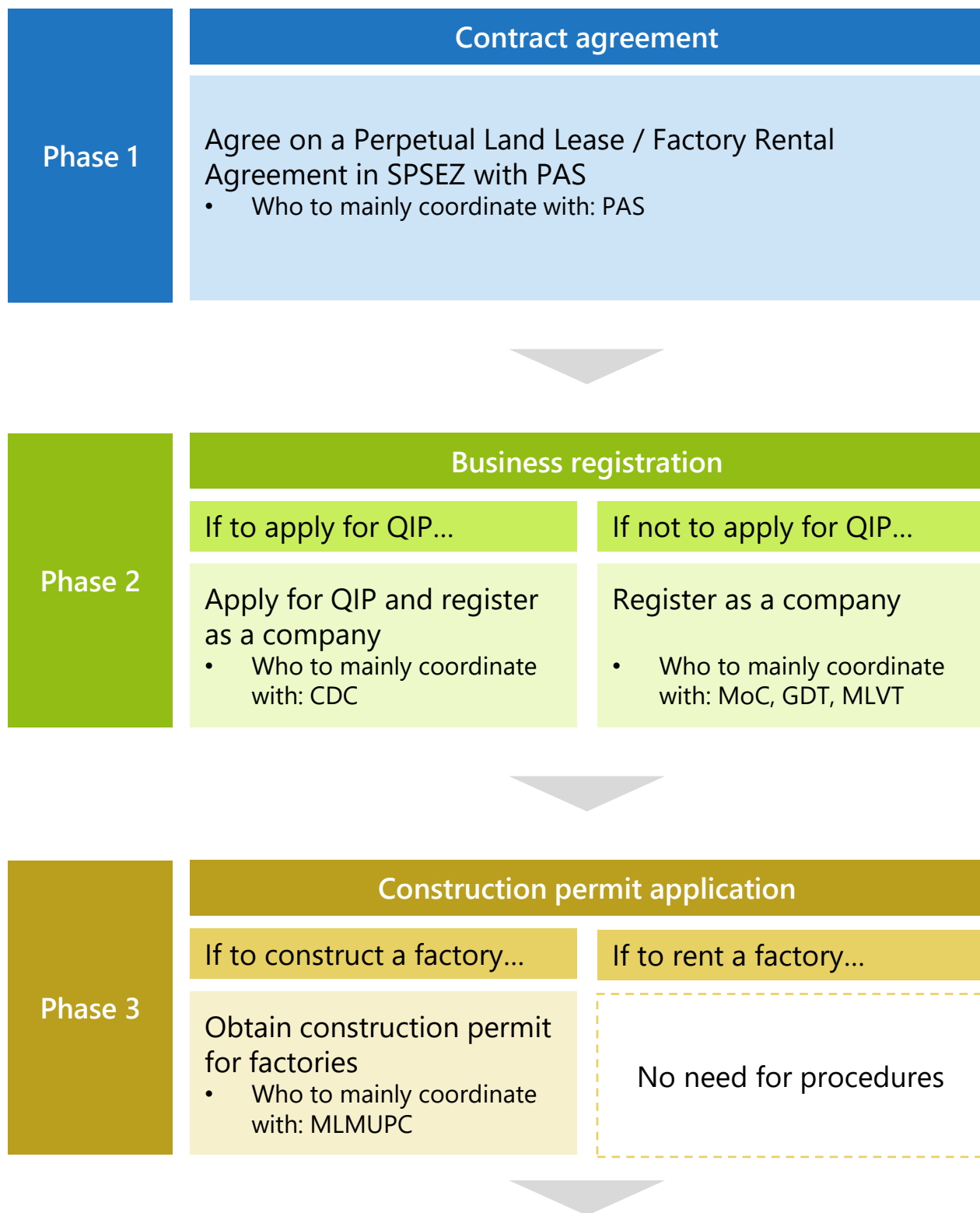
B. Additional Incentives

- VAT exemption for the purchase of locally made production inputs for the implementation of the QIP
- Deduction of 150% from the tax base for designated activities
- Entitlement to income tax exemption for the expansion of QIP which will be determined in the Sub-Decree.

C. Special Incentives

- Any specific sector and investment activities having high potential to contribute to Cambodia's national economic development may receive specific special incentives to be set out in the Law on Financial Management.

02 Current Investment Process at SPSEZ



Start construction and business operation

Phase 1: Contract Agreement

Goal	To reach a perpetual land lease agreement between the company and PAS to be a tenant at SPSEZ
Main Counterpart	PAS

1 Contract negotiation with PAS

- The company needs to hold discussions with PAS for the conditions to be a tenant at SPSEZ. The followings are requested to be agreed:
 - Designated lease plots
 - Tentative plot space (lease space shall be finalized by actual measurement to be carried out after signing the lease agreement)
 - Lease period
 - Unit lease fee
 - Total lease fee
 - Deadline for conclusion of the lease agreement
 - Expected contract signing date
 - Payment schedule of the lease fee

[Remarks]

- PAS has a regular price chart for perpetual land lease and factory rental. Please contact PAS for detailed price information.
- PAS has a regular price chart for utility usage and management fees (water supply, electricity, sewage disposal, and management fees). The latest information is disclosed in JETRO's SEZ map of Cambodia. Please contact PAS for detailed price information.

2 Submission of a Letter of Intent to PAS

- The company needs to submit a Letter of Intent (LoI) to notify PAS the intentions of the company to be a tenant of SPSEZ and request PAS to reserve the intended land. The followings are requested to be mentioned in the LoI:
 - Designated lease plots
 - Tentative plot space (lease space shall be finalized by actual measurement to be carried out after signing the lease agreement)
 - Lease period
 - Unit lease fee
 - Total lease fee
 - Deadline for conclusion of the lease agreement
 - Expected contract signing date
 - Business implementation plan, including the outline of your company, business contents of your company in SPSEZ, estimations of required water supply, electricity, and sewage disposal, and estimated business schedule.

3 Contract agreement and signing

- The company needs to sign the perpetual land lease agreement with PAS within the designated period in the Lol.

[Remarks]

- The perpetual land lease agreement consists of the followings:
 - Operative part
 - The land map of SPSEZ and the lease plot drawing
 - The management service agreement, specifying the fee for management services and utilities
 - The internal regulation (as appendixes), specifying the lessor and lessee's obligations, use of infrastructure, construction requirements, and etc.
- The signer can either be the company located outside Cambodia or inside Cambodia. If the signer is a company located outside Cambodia, the following is necessary:
 - The contract should clearly state that the company is currently preparing to establish a domestic subsidiary company with its name.
 - The company needs to establish a subsidiary company in Cambodia in the next phase.
 - After the establishment of the subsidiary company in Cambodia, the company needs to agree on a contract amendment with PAS to inherit the contract from the company to the subsidiary company in Cambodia.

Phase 2: Business Registration

Goal	To complete the registration of your business in Cambodia
Main Counterpart	CDC (if to apply to QIP) MoC, MEF, MLVT (if not to apply to QIP)

[REMARKS]

Due to the rapid institutional changes related to foreign direct investment in Cambodia, companies are recommended to consult with PAS for details of the registration process in the stage of contract negotiations.

Also, registration and application processes other than those indicated in this document may be necessary according to the type of business you plan to perform in SPSEZ.

0 Decision on whether to apply to QIP

- Prior the business registration application, the company needs to decide on whether to apply to QIP. The requirements and incentives of QIP are described in page 2-3.

If you decide to apply for QIP, follow the next steps from 1.

If you decide not to apply for QIP, skip to page 8 and follow the steps from 2.

P.8

A QIP registration procedures

1 QIP registration to CDC

- The company shall prepare the following information for QIP application and submit to CDC.
 - Application for registration of a QIP
 - Statute of the company
 - Copies of shareholders' and the board of directors' passports or identity cards
 - Criminal records of foreign shareholders and members of the board of directors
 - Photos of members of the shareholders and the board of directors
 - In case shareholder is a legal entity, the following documents shall be attached:
 - Certificate of Commercial Registration of that legal entity
 - Power of Attorney appointing representatives of the legal entity
 - Background of parent company
 - Documents identifying the location (certificate of title, lease contract, land concession contract)
 - Map of location, building plan, factory plan, infrastructure, and machinery and machine layout plans

Phase 2: Business Registration

1

QIP registration to CDC (cont.)

- If there are no problems in the submitted information, the company shall receive the followings within 20 working days after the submission:
 - a final registration certificate of QIP

B

Business registration procedures

2

Application for a new business registration

- The company needs to register as a new business to MoC, GDT, and MLVT.
- See <https://registrationservices.gov.kh/> for detailed procedures.

3

Other registration and application processes that may be necessary

Registration and application processes other than those indicated above may be necessary according to the type of business you plan to implement in SPSEZ, including but not limited to the followings.

- Registration of the company and its employees to the National Social Security Fund (NSSF)
(https://www.nssf.gov.kh/wp-content/uploads/2023/09/2_Prakas_168_FormalitiesProcedures_RegistrationContribution_Payment.pdf)
- Application of the establishment of a factory to Ministry of Industry, Science, Technology and Innovation (MISTI)
(https://cdc.gov.kh/wp-content/uploads/2022/04/PRAKAS-607-ON-PROCEDURE-FOR-FACTORY-LICENSE-APPLICATION_090722-.pdf)
- Submission of the Environment Impact Assessment Report to the Ministry of Environment (MoE)
(<https://www.moe.gov.kh/wp-content/uploads/2016/11/អនុក្រឹត្យកិច្ចដំណើរការរាយការណ៍ប្រតិបត្តិការពាក់ព័ន្ធនឹងការវាយតម្លៃហេតុប៉ះពាល់បរិស្ថាន.pdf>)
- Registration to Automated System for Customs Data (ASYCUDA) of the General Department of Customs and Excise (GDCE), MEF
(<https://customs.gov.kh/en/asycuda>)
- Amendment of the perpetual land lease agreement with PAS
As mentioned in Phase 1 "3", if the signer of the original perpetual land lease agreement is a foreign company, after the establishment of the subsidiary company in Cambodia, the company needs to agree on a contract amendment with PAS to inherit the contract from the company to the subsidiary company in Cambodia.

Phase 3: Construction Permit Application

Goal

To obtain construction permit for your factory in SPSEZ

Main Counterpart

MLMUPC or Preah Sihanouk Provincial Administration

[REMARKS]

Due to the rapid institutional changes related to construction permit in Cambodia, companies are recommended to consult with PAS for details of the registration process in the stage of contract negotiations.

0

Decision on whether to apply for construction permit

- If the company intends to build a factory in their lot, the company needs to apply for a construction permit to the competent authority.

If you decide to apply for a construction permit, follow the next steps from 1.

If you decide not to apply for a construction permit, skip this phase in its entirety.

Construction permit application procedures

1

Judgement on the competent authority of the construction permit

- Prior the construction permit application, the company shall judge on the competent authority of the construction permit.

If the factory's floor area is **over 3,000m²**, the competent authority shall be the Ministry of Land Management, Urban Planning, and Construction (MLMUPC)

If the factory's floor area is **under 3,000m²**, the competent authority shall be the **Preah Sihanouk Provincial Administration**.

- Detailed criteria of the competent authority is shown in the Sub-decree on Construction Permits (https://www.iibh.org/kijun/pdf/Cam2_2.pdf, P3 ~ 4).

Phase 3: Construction Permit Application

2 Application of a construction permit

- **The company shall prepare the following documents, and submit to the One Window Service Unit (OWSU) of the competent authority:**
 - Construction permit application form
 - Articles of incorporation of the company
 - Perpetual land lease agreement
 - Certificate of land plot
 - Architectural drawings
 - Report on the inspection and confirmation of the architectural plan
 - Certificate of compliance for the architectural plan
- **If there are no problems in the application documents, the company shall receive a construction permit no later than the following days, according to the type of the competent authority.**
 - MLMUPC: 45 working days
 - Preah Sihanouk Provincial Administration: 25 working days

3 Application of a construction site start-up permit

- **The company shall prepare the following documents, and submit to OWSU of the competent authority:**
 - Construction site start-up permit application form
 - Construction permit
 - Architectural drawings
 - Geology study reports
 - Burden book of the construction work
 - Construction contract
 - Insurance certificate or documents confirming the signing of an insurance contract with an insurance company
- **If there are no problems in the application documents, the company shall receive a construction site start-up permit no later than the following days, according to the type of the competent authority.**
 - MLMUPC: 20 working days
 - Preah Sihanouk Provincial Administration: 15 working days

03 Abbreviations and References

■ Abbreviations

ASYCUDA	Automated System for Customs Data
CDC	Council for Development of Cambodia
FDI	Foreign Direct Investment
GDCE	General Department of Customs and Excise
GDT	General Department of Taxation
GoJ	Government of Japan
JETRO	Japan External Trade Organization
LoI	Letter of Intent
MEF	Ministry of Economy and Finance
MLMUPC	Ministry of Land Management, Urban Planning and Construction
MLVT	Ministry of Labour and Vocational Training
MoC	Ministry of Commerce
MoE	Ministry of Environment
NSSF	National Social Security Fund
OWSU	One Window Service Unit
PAS	Sihanoukville Autonomous Port
QIP	Qualified Investment Project
RGC	Royal Government of the Kingdom of Cambodia
SEZ	Special Economic Zone
SPSEZ	Sihanoukville Port Special Economic Zone
VAT	Value Added Tax

■ List of Relevant Government Authorities

Council for the Development of Cambodia (CDC) [KH/EN]

<https://cdc.gov.kh/>

General Department of Customs and Excise (GDCE) [EN]

<https://customs.gov.kh/en>

General Department of Taxation (GDT) [EN]

<https://www.tax.gov.kh/en/>

Ministry of Economy and Finance (MEF) [KH]

<https://mef.gov.kh/>

Ministry of Environment (MoE) [KH]

<https://www.moe.gov.kh/>

Ministry of Commerce (MoC) [KH]

<https://www.moc.gov.kh/>

Ministry of Land Management, Urban Planning and Construction (MLMUPC) [KH]

<https://mlmupc.gov.kh/>

Ministry of Labour and Vocational Training (MVLTV) [EN]

<https://www.mlv.gov.kh/index.php/en/>

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