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ZTE CORPORATION

中興通訊股份有限公司

(a joint stock limited company incorporated in the People's Republic of China with limited liability)

(Stock Code: 763)

Announcement

Resolutions of the Fifth Meeting of the Fifth Session of the Board of Directors

The Company and all members of the Board of Directors confirm that all the information contained in this announcement is true, accurate and complete and that there is no false and misleading statement or material omission in this announcement.

The "Notice of the Fifth Meeting of the Fifth Session of the Board of Directors" was dispatched by ZTE Corporation (the "Company" or "ZTE Corporation") to all directors of the Company (the "Directors") via electronic mail and by telephone on 4 June 2010. The Fifth Meeting of the Fifth session of the Board of Directors of the Company (the "Meeting") was convened by way of voting via telecommunication means on 30 June 2010. All of the 14 Directors required to vote at the Meeting duly participated in the voting. The Meeting, which was held in accordance with the relevant laws, administrative regulations, departmental rules and the Articles of Association, was legal and valid.

In accordance with the "Guidelines for the Establishment of the System of Independent Directorship in Listed Companies" 《關於在上市公司建立獨立董事制度的指導意見》 issued by the China Securities Regulatory Commission which stipulate that "the term of independent directors of a listed company shall be the same as the term of other directors of that listed company, and independent directors may offer themselves for re-election upon the conclusion of a term subject to a maximum period of six years for consecutive terms of office," Mr. Li Jin, who was first appointed as an Independent Director of the Company on 30 June 2004, was elected an Independent Director of the Fifth Session of the Board of Directors of the Company by way of accumulative voting at the 2010 First Extraordinary General Meeting of the Company, for a term commencing on 30 March 2010 and ending on 29 June 2010. In accordance with the Working Rules of the Nomination Committee and the Working Rules of the Remuneration and Evaluation Committee of the Company, the term of office for a member of the Nomination Committee and the Remuneration and Evaluation Committee shall be consistent with his/her term of office as a Director. Therefore, Independent Director Mr. Li Jin's tenure as a member of

each of the Nomination Committee and the Remuneration and Evaluation Committee also ended on 29 June 2010.

With a view to proper corporate governance and compliance with the requirements for the number of members of Nomination Committee and the Remuneration and Evaluation Committee, the Board of Directors is required to fill the vacancies of each of the Nomination Committee and the Remuneration and Evaluation Committee by electing one member in replacement to each of the committees. Accordingly, the “Resolution of the Company on the Election of Members in Replacement for each of the Nomination Committee and the Remuneration and Evaluation Committee of the Fifth Session of the Board of Directors” was considered and passed at the Meeting.

1. The election of Independent Director Mr. TIMOTHY ALEXANDER STEINERT as a member in replacement of the Nomination Committee of the Fifth Session of the Board of Directors.

Voting results: For: 14; Against: 0; Abstained 0.

2. The election of Independent Director Mr. TIMOTHY ALEXANDER STEINERT as a member in replacement of the Remuneration and Evaluation Committee of the Fifth Session of the Board of Directors.

Voting results: For: 14; Against: 0; Abstained 0.

The election of Mr. TIMOTHY ALEXANDER STEINERT as an Independent Director of the Fifth Session of the Board of Directors for a term commencing on 30 June 2010 and ending on 29 March 2013 was considered and passed at the 2009 Annual General Meeting of the Company held on 3 June 2010. A brief biography of Independent Director Mr. TIMOTHY ALEXANDER STEINERT was set out in Annex I: “Biography of Candidate for Independent Director” of the “Announcement of the Resolutions of the Second Meeting of the Fifth Session of the Board of Directors of ZTE Corporation” published by the Company on 8 April 2010.

By Order of the Board

Hou Weigui

Chairman

Shenzhen, PRC

30 June 2010

As at the date of this announcement, the Board of Directors of the Company comprises three executive directors, Shi Lirong, Yin Yimin and He Shiyou; six non-executive directors, Hou Weigui, Lei Fanpei, Xie Weiliang, Wang Zhancheng, Zhang Junchao and Dong Lianbo; and five independent non-executive directors, Qu Xiaohui, Wei Wei, Chen Naiwei, Tan Zhenhui and Timothy Alexander Steinert.