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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: 00763)**

### **Announcement Resolutions of the First Meeting of the Tenth Session of the Board of Directors**

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

The stipulated length of notice for the First Meeting (the "Meeting") of the Tenth Session of the Board of Directors (the "Board") of ZTE Corporation (the "Company" or "ZTE") has been waived with the unanimous approval of all Directors. The Company issued the "Notice of the First Meeting of the Tenth Session of the Board of Directors" to all Directors of the Company by electronic mail on 29 March 2025. The Meeting was convened at the Shenzhen headquarters of the Company and other locations by way of video and telephone conference on 31 March 2025. Upon unanimous election by all Directors, the Meeting was presided over by Ms. Fang Rong, the Director. 8 Directors were required to attend the Meeting and duly attended the Meeting. Members of the Supervisory Committee of the Company and certain personnel concerned also attended the Meeting. The Meeting was convened and held in accordance with the relevant laws, administrative regulations, departmental rules and the Articles of Association of ZTE Corporation (the "Articles of Association"), and was legal and valid.

**The following resolutions were considered and passed at the Meeting:**

#### **I. Consideration of the "Resolution on the election of Chairman of the Tenth Session of the Board of Directors", the details of which are as follows:**

That Ms. Fang Rong be elected as Chairman of the Tenth Session of the Board of Directors of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

#### **II. Consideration item by item of the "Resolution on the election of Executive Directors**

**and Non-executive Directors of the Tenth Session of the Board of Directors”, the details of which are as follows:**

1. That Mr. Xu Ziyang be elected as Executive Director of the Tenth Session of the Board of Directors of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

2. That Ms. Fang Rong, Mr. Yan Junwu, Mr. Zhu Weimin and Mr. Zhang Hong be elected as Non-executive Directors of the Tenth Session of the Board of Directors of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

**III. Consideration item by item of the “Resolution on the election of members of the specialist committees of the Tenth Session of the Board of Directors”, the details of which are as follows:**

1. That Mr. Wang Qinggang, Mr. Zhu Weimin, Mr. Zhang Hong, Mr. Zhuang Jiansheng and Mr. Tsui Kei Pang be elected as members of the Audit Committee of the Tenth Session of the Board of Directors of the Company, with Mr. Wang Qinggang as convenor of the Audit Committee.

Voting results: For: 8; against: 0; and abstained: 0.

2. That Mr. Tsui Kei Pang, Ms. Fang Rong, Mr. Zhang Hong, Mr. Zhuang Jiansheng and Mr. Wang Qinggang be elected as members of the Nomination Committee of the Tenth Session of the Board of Directors of the Company, with Mr. Tsui Kei Pang as convenor of the Nomination Committee.

Voting results: For: 8; against: 0; and abstained: 0.

3. That Mr. Wang Qinggang, Mr. Yan Junwu, Mr. Zhu Weimin, Mr. Zhuang Jiansheng and Mr. Tsui Kei Pang be elected as members of the Remuneration and Evaluation Committee of the Tenth Session of the Board of Directors of the Company, with Mr. Wang Qinggang as convenor of the Remuneration and Evaluation Committee.

Voting results: For: 8; against: 0; and abstained: 0.

4. That Mr. Zhuang Jiansheng, Ms. Fang Rong, Mr. Xu Ziyang, Mr. Wang Qinggang and Mr. Tsui Kei Pang be elected as members of the Export Compliance Committee of the Tenth Session of the Board of Directors of the Company, with Mr. Zhuang Jiansheng as chair of the Export Compliance Committee.

Voting results: For: 8; against: 0; and abstained: 0.

**IV. Consideration of the “Resolution on Changes of Authorized Representatives Under the Hong Kong Listing Rules”, the details of which are as follows:**

That Mr. Xu Ziyang be appointed as the authorized representative under the Hong Kong Listing Rules for a term commencing on the date when the Board of Directors approves the appointment and ending on the date when Mr. Xu Ziyang no longer serves as the Director of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

**V. Consideration item by item of the “Resolution on Appointment of New Senior Management of the Company”, the details of which are as follows:**

1. That Mr. Xu Ziyang be re-appointed as the President of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

2. That Mr. Wang Xiyu be re-appointed as Executive Vice President of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

3. That Ms. Li Ying be re-appointed as Executive Vice President of the Company and Chief Financial Officer of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

4. That Mr. Xie Junshi be re-appointed as Executive Vice President of the Company.

Voting results: For: 8; against: 0; and abstained: 0.

5. That Mr. Ding Jianzhong be re-appointed as the Secretary to the Board of Directors.

Voting results: For: 8; against: 0; and abstained: 0.

The term of office of the new senior management of the Company commences upon the approval at the Meeting and ends upon the conclusion of the term of office of the Tenth Session of the Board of Directors of the Company (namely 27 March 2028). Please refer to the annex for brief biographies of the new senior management of the Company.

This Resolution has been approved by the Nomination Committee of the Board of Directors, and the appointment of the Chief Financial Officer has been approved by the Audit Committee of the Board of Directors.

The contacts of Mr. Ding Jianzhong, the Secretary to the Board of Director, are as follows:

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By Order of the Board

**Fang Rong**

*Chairman*

Shenzhen, the PRC

31 March 2025

*As at the date of this announcement, the Board of Directors of the Company comprises executive director, Xu Ziyang; non-executive directors, Fang Rong, Yan Junwu, Zhu Weimin, Zhang Hong; and independent non-executive directors, Zhuang Jiansheng, Wang Qinggang, Tsui Kei Pang.*

## **Annex : brief biographies of senior management**

### **1. President**

**Mr. Xu Ziyang**(徐子陽), born in 1972. He graduated from University of Electronic Science and Technology of China with a bachelor's degree in engineering majoring in physical electronics technology in 1994. Mr. Xu joined the Company in 1998, and served successively as head of development department, and product general manager of core network, regional MKT general manager, general manager of subsidiary and assistant to the President. Mr. Xu has been President of the Company since July 2018 and Executive Director of the Company since August 2018. Mr. Xu has many years of operational and management experience in the telecommunication industry.

As for now, Mr. Xu holds 168,000 A shares of ZTE. Mr. Xu is not connected with Zhongxingxin Telecom Company Limited (“Zhongxingxin”), the controlling shareholder of the Company. Mr. Xu is not connected with the Directors, Supervisors, and senior management of the Company. Mr. Xu is not subject to any punishment by the CSRC or other relevant authorities or disciplinary action by the stock exchange, nor subject to any case of investigation commenced by the judicial authorities for alleged crimes or investigations by the CSRC for alleged violation of laws and regulations for which definitive conclusions are pending. He has not been publicly named by the CSRC on the securities and futures market platform for public enquiry of information on legal violations and discredit or included by a People's Court in a list of discredited parties subject to enforcement; there are no conditions prevailing under which his appointment as senior management is not permissible as stipulated in the Company Law and other pertinent laws and regulations. He is in compliance with the qualifications for appointment stipulated under pertinent laws and regulations, the Shenzhen Stock Exchange Self-regulatory Guidelines No. 1- Standardized Operation of Main Board Listed Companies, other pertinent provisions of the stock exchange and the Articles of Association. The remuneration of Mr. Xu shall be considered and determined by the Board of Directors based on the results of his annual performance appraisals conducted by the Remuneration and Evaluation Committee of the Company each year. Save as disclosed in this announcement, as at the date of this announcement, so far as the Directors of the Company are aware, there were no other matters, information required to be disclosed under Rule 13.51(2) (h) to (v) of the Hong Kong Listing Rules in relation to Mr. Xu in particular, that need to be brought to the attention of the shareholders of the Company.

### **2. Executive Vice President**

**Mr. Wang Xiyu** (王喜瑜), born in 1974, graduated from Northern Jiaotong University (now renamed as “Beijing Jiaotong University”) in 1995 with a bachelor's degree in engineering, majoring in power traction and transmission control, and further obtained a master's degree in engineering from Northern Jiaotong University in 1998 majoring in railway traction electrification and automation. Mr. Wang joined the Company in 1998 and served successively as engineer, project manager, head of development division and deputy general

manager at the CDMA Department of the Company from 1998 to 2007. From 2008 to 2016, he had been Head of the Wireless Structure Division and Deputy Head/Head of the Wireless Research Institute at the Wireless Department of the Company. He was Deputy CTO and Assistant to the President of the Company from 2016 to July 2018. Mr. Wang has been Executive Vice President of the Company since July 2018. He has many years of operational and management experience in telecommunications industry.

As for now, Mr. Wang holds 139,034 A shares of ZTE. Mr. Wang is not connected with Zhongxingxin, the controlling shareholder of the Company. Mr. Wang is not connected with the Directors, Supervisors, and senior management of the Company. Mr. Wang is not subject to any punishment by the CSRC or other relevant authorities or disciplinary action by the stock exchange, nor subject to any case of investigation commenced by the judicial authorities for alleged crimes or investigations by the CSRC for alleged violation of laws and regulations for which definitive conclusions are pending. He has not been publicly named by the CSRC on the securities and futures market platform for public enquiry of information on legal violations and discredit or included by a People's Court in a list of discredited parties subject to enforcement; there are no conditions prevailing under which his appointment as senior management is not permissible as stipulated in the Company Law and other pertinent laws and regulations. He is in compliance with the qualifications for appointment stipulated under pertinent laws and regulations, the Shenzhen Stock Exchange Self-regulatory Guidelines No. 1- Standardized Operation of Main Board Listed Companies, other pertinent provisions of the stock exchange and the Articles of Association.

**Ms. Li Ying (李莹)**, born in 1978, graduated from Xi'an Jiaotong University in 1999 with a bachelor's degree in management and a bachelor's degree in engineering, and further obtained a master's degree in management majoring in management science and engineering from Xi'an Jiaotong University in 2002. Ms. Li joined the Company in 2002 and acted successively as Principal of the Cost and Strategy Office, Head of the Logistics Finance Department, Head of the Production Research Finance Department, Deputy Head of the Finance Management Department and Deputy Chief of the Finance Management Department from 2002 to January 2018. From January to July 2018, she was Chief of Finance Management Department. She has been Executive Vice President and Chief Financial Officer of the Company since July 2018. Ms. Li has many years of experience in finance and the operation and management of the telecommunication industry.

As for now, Ms. Li holds 95,500 A shares of ZTE. Ms. Li is not connected with Zhongxingxin, the controlling shareholder of the Company. Ms. Li is not connected with the

Directors, Supervisors, and senior management of the Company. Ms. Li is not subject to any punishment by the CSRC or other relevant authorities or disciplinary action by the stock exchange, nor subject to any case of investigation commenced by the judicial authorities for alleged crimes or investigations by the CSRC for alleged violation of laws and regulations for which definitive conclusions are pending. She has not been publicly named by the CSRC on the securities and futures market platform for public enquiry of information on legal violations and discredit or included by a People's Court in a list of discredited parties subject to enforcement; there are no conditions prevailing under which her appointment as senior management is not permissible as stipulated in the Company Law and other pertinent laws and regulations. She is in compliance with the qualifications for appointment stipulated under pertinent laws and regulations, the Shenzhen Stock Exchange Self-regulatory Guidelines No. 1- Standardized Operation of Main Board Listed Companies, other pertinent provisions of the stock exchange and the Articles of Association. The remuneration of Ms. Li shall be considered and determined by the Board of Directors based on the results of her annual performance appraisals conducted by the Remuneration and Evaluation Committee of the Company each year. Save as disclosed above, there are no other matters concerning Ms. Li that need to be brought to the attention of the shareholders of the Company, nor is there any information that is required to be disclosed pursuant to the requirements of Rule 13.51 (2) of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.

**Mr. Xie Junshi**(謝峻石), born in 1975, graduated from Tsinghua University in 1998 with a bachelor's degree in engineering majoring in engineering mechanics and further obtained a master's degree in engineering majoring in fluid mechanics in 2001, also from Tsinghua University. Mr. Xie joined the Company in 2001 and had successively served as the Company's Technology Manager (International Markets), Regional Business Technology Manager (Europe and South Asia) and Regional Deputy General Manager (Europe and North America) and Regional Deputy General Manager (Europe) from 2001 to 2013. From 2014 to July 2018, he was the Company's General Manager (Europe and America) for MKT and Solutions. He was Senior Vice President and Chief Operating Officer from July 2018 to September 2019. Since September 2019, he has been Executive Vice President and Chief Operating Officer of the Company. Mr. Xie has many years of experience in the operation and management of the telecommunication industry.

As for now, Mr. Xie holds 112,468 A shares of ZTE. Mr. Xie is not connected with Zhongxingxin, the controlling shareholder of the Company. Mr. Xie is not connected with the Directors, Supervisors, and senior management of the Company. Mr. Xie not subject to any

punishment by the CSRC or other relevant authorities or disciplinary action by the stock exchange, nor subject to any case of investigation commenced by the judicial authorities for alleged crimes or investigations by the CSRC for alleged violation of laws and regulations for which definitive conclusions are pending. He has not been publicly named by the CSRC on the securities and futures market platform for public enquiry of information on legal violations and discredit or included by a People's Court in a list of discredited parties subject to enforcement; there are no conditions prevailing under which his appointment as senior management is not permissible as stipulated in the Company Law and other pertinent laws and regulations. He is in compliance with the qualifications for appointment stipulated under pertinent laws and regulations, the Shenzhen Stock Exchange Self-regulatory Guidelines No. 1- Standardized Operation of Main Board Listed Companies, other pertinent provisions of the stock exchange and the Articles of Association.

### **3. The Secretary to the Board of Director**

Mr. Ding Jianzhong(丁建中), born in 1976. Mr. Ding holds a master's degree in management and is a certified public accountant of the PRC and an Associate Member of China Certified Tax Agents Association. Mr. Ding joined the Company in 2003. From 2003 to March 2019, he had served successively as: Financial Principal of the Business Department, Principal of the Cost and Strategy Office, Financial Principal of the Engineering Service Operation Department, Deputy Head of the Engineering Business Department, Deputy Chief of the Business Centre, Head of Financial Division II under the Financial Management Department, Head of Supply Chain Procurement Division III and Chief of Work Outsourcing Division under the Engineering Service Operation Department. He has been Chief of the Securities Department under the Finance Department of the Company since April 2019, Secretary to the Board of the Company since July 2019 and Company Secretary since November 2019. Mr. Ding has many years of experience in finance and operation and management in the telecommunication industry.

As for now, Mr. Ding holds 33,160 A shares of ZTE. Mr. Ding is not connected with Zhongxingxin, the controlling shareholder of the Company. Mr. Ding is not connected with the Directors, Supervisors, and senior management of the Company. Mr. Ding is not subject to any punishment by the CSRC or other relevant authorities or disciplinary action by the stock exchange, nor subject to any case of investigation commenced by the judicial authorities for alleged crimes or investigations by the CSRC for alleged violation of laws and regulations for which definitive conclusions are pending. He has not been publicly named by the CSRC on the securities and futures market platform for public enquiry of information on



legal violations and discredit or included by a People's Court in a list of discredited parties subject to enforcement; there are no conditions prevailing under which his appointment as senior management is not permissible as stipulated in the Company Law and other pertinent laws and regulations. He is in compliance with the qualifications for appointment stipulated under pertinent laws and regulations, the Shenzhen Stock Exchange Self-regulatory Guidelines No. 1- Standardized Operation of Main Board Listed Companies, other pertinent provisions of the stock exchange and the Articles of Association.