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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 of Resolutions of the Thirty-sixth Meeting of the Fifth 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 is true, accurate and complete and that there is no false and misleading statement or material omission in this announcement.

ZTE Corporation ("ZTE" or the "Company") issued the "Notice of the Thirty-sixth Meeting of the Fifth Session of the Board of Directors (the "Board") of the Company" to all the Directors of the Company by electronic mail and telephone on 13 November 2012. The Thirty-sixth Meeting of the Fifth session of the Board of Directors of the Company (the "Meeting") was convened at the Shenzhen headquarters of the Company, Xi'an, Shanghai, Xiamen and Hong Kong by way of video conference on 16 November 2012. Of the 14 Directors required to attend the Meeting, 10 Directors attended in person and 4 Directors attended by proxy. (Mr. Zhang Jianheng, Vice Chairman, was unable to attend the Meeting due to work reasons, and has authorised in writing Mr. Hou Weigui, Chairman, to vote on his behalf; Mr. Xie Weiliang, Vice Chairman, was unable to attend the Meeting due to work reasons, and has authorised in writing Mr. Shi Lirong, Director, to vote on his behalf; Mr. Wang Zhanchen, Director, was unable to attend the Meeting due to work reasons, and has authorised in writing Mr. Hou Weigui, Chairman, to vote on his behalf; Mr. Dong Lianbo, Director, was unable to attend the Meeting due to work reasons, and has authorised in writing Mr. Shi Lirong, Director, to vote on his behalf.) The Meeting was convened and held in accordance with the relevant laws, administrative regulations, departmental rules and the Articles of Association of the Company, and was legal and valid.

The following resolutions were considered and approved at the Meeting:

I. Consideration and approval of the “Resolution on the acquisition of 5.6162% equity interests in Shenzhen Changfei Investment Company Limited”.

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

II. Consideration and approval of the “Resolution on the disposal of 30% equity interests in Shenzhen Changfei Investment Company Limited”.

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

III. Consideration and approval of the “Resolution on the disposal of 51% equity interests in Shenzhen Changfei Investment Company Limited”.

Voting results: For: 13; Against: 0; Abstained: 1.

IV. Consideration and approval of the “Resolution on the subscription of shares in and convertible bonds of China All Access (Holdings) Limited by ZTE (H.K.) Limited”.

Voting results: For: 13; Against: 0; Abstained: 1.

Mr. Yin Yimin, Director, abstained in his voting in respect of the "Resolution on the disposal of 51% equity interests in Shenzhen Changfei Investment Company Limited" and the "Resolution on the subscription of shares in and convertible bonds of China All Access (Holdings) Limited by ZTE (H.K.) Limited," as he was of the view that, based on currently available information, the overall income to be derived in future from the Company's disposal of 51% equity interests in Shenzhen Changfei Investment Company Limited and the subscription by ZTE (H.K.) Limited of shares in China All Access (Holdings) Limited were subject to uncertainties.

For details of the transactions related to “Resolution on the disposal of 30% equity interests in Shenzhen Changfei Investment Company Limited” and “Resolution on the disposal of 51% equity interests in Shenzhen Changfei Investment Company Limited”, please refer to the

“DISCLOSEABLE TRANSACTIONS DISPOSAL OF EQUITY INTEREST IN SHENZHEN CHANGFEI INVESTMENT COMPANY LIMITED” published on the same date as this announcement.

By Order of the Board
Hou Weigui
Chairman

Shenzhen, the PRC
16 November 2012

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