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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 Twelfth Meeting of the Sixth 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 in or material omission from this announcement.*

ZTE Corporation (the "Company") issued the "Notice of the Twelfth Meeting of the Sixth Session of the Board of Directors (the "Board") of the Company" to all the Directors of the Company by electronic mail and telephone on 10 December 2013. The Twelfth Meeting of the Sixth Session of the Board of Directors of the Company (the "Meeting") was convened by way of voting via telecommunication means on 17 December 2013. All of the 14 Directors required to vote at the Meeting duly participated in the voting. The Meeting was convened and held in accordance with the relevant laws, administrative regulations, departmental rules and the Articles of Association of ZTE Corporation, and was legal and valid.

**The following resolution was considered and approved at the Meeting:**

**Consideration and approval of the "Resolution on the provision of a Letter of Guarantee for Tender in respect of Zena, the Company's agent", details of the resolution are as follows:**

1. That the provision by the Company of a Letter of Guarantee for Tender for an amount of KWD0.82 million in respect of Zena Technologies & Telecommunication Systems Co.

WLL (hereinafter referred to as “Zena”), for a term commencing on the date of submission of the tender for the Phase II GPON Project of the Ministry of Communications of Kuwait and ending on the date of announcement of the tender award for the project, be approved.

2. That the authorisation of Mr. Hou Weigui, the legal representative of the Company, or the competent signatory authorised by Mr. Hou Weigui to execute relevant legal contracts and documents be approved.

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

For details of general information on the aforesaid provision of a Letter of Guarantee for Tender in respect of Zena and the independent opinion furnished by the Independent Non-executive Directors, namely Ms. Qu Xiaohui, Mr. Wei Wei, Mr. Chen Naiwei, Mr. Tan Zhenhui and Mr. Richard Xike Zhang, in respect of the said guarantee, please refer to the “Announcement on Third-party Guarantee” published on the same date as this announcement.

By Order of the Board  
**Hou Weigui**  
Chairman

Shenzhen, the PRC  
17 December 2013

*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 Richard Xike Zhang.*