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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 Ninth Meeting of the Eighth 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 this announcement or material omission therefrom.*

ZTE Corporation (the "Company") issued the "Notice of the Ninth Meeting of the Eighth Session of the Board of Directors of ZTE Corporation" to all the Directors of the Company by electronic mail and telephone on 12 September 2019. The Ninth Meeting of the Eighth Session of the Board of Directors of the Company (the "Meeting") was convened at the Shenzhen headquarters of the Company and other locations by way of video and telephone conference on 19 September 2019. The Meeting was presided over by Mr. Li Zixue, Chairman. 9 Directors were required to vote at the Meeting and duly voted at 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, and was legal and valid.

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

**I. Consideration and approval of the "Resolution on the Renewal of Directors', Supervisors' and Senior Management's Liability Insurance".**

Voting result: For: 9; against: 0; abstain: 0.

The Independent Non-executive Directors of the Company have furnished an independent opinion as follows:

The Company renew the Directors', Supervisors' and senior management's liability insurance can continue prompt these personnel to perform their duties actively, and the economic losses incurred by third parties as a result of the discharge of duties by such Directors, Supervisors

and senior management personnel shall be corresponding indemnified, so as to minimize the Company's losses. The procedure for the consideration and approval of this issue has been in compliance with the requirements of the relevant laws and regulation.

**II. Consideration and approval of the “Resolution on the Appointment of Senior Management of the Company”, the details of which are as follows:**

Approve the appointment of Mr. Xie Junshi as Executive Vice President of the Company for a term commencing on the date on which the appointment was approved at the Meeting and ending on the date on which the Eighth Session of the Board of the Company concludes (i.e., 29 March 2022).

Voting result: For: 9; against: 0; abstain: 0.

Brief biography of Mr. Xie Junshi is set out in the Annex.

The Independent Non-executive Directors of the Company have furnished an independent opinion as follows:

We are not aware of any circumstances that would prohibit the senior management officer to be appointed from serving as the senior management officer of the Company pursuant to the Company Law and other laws and regulations and the provisions of the Articles of Association. The procedures of nominating and appointing the said senior management officer have been in compliance with relevant provisions of the Company Law and the Articles of Association. We concur with the decision of the Company on the appointment of senior management officer.

By Order of the Board  
**Li Zixue**  
*Chairman*

Shenzhen, the PRC  
19 September 2019

*As at the date of this announcement, the Board of Directors of the Company comprises three executive directors, Li Zixue, Xu Ziyang, Gu Junying; three non-executive directors, Li Buqing, Zhu Weimin, Fang Rong; and three independent non-executive directors, Cai Manli, Yuming Bao, Gordon Ng.*

## **Annex: Brief biography**

**Mr. Xie Junshi** (謝峻石), born in 1975. Mr. Xie 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 has been committed to the international market development of the Company from 2001 to 2018. From 2001 to 2012, he served successively as the international market technical manager, manager of the Commercial & Technical Department of the European South Asia Region, and deputy general manager of the European North America Region of the Company (in charge of MKT). In 2013, he served as the deputy general manager of the European Region of the Company (in charge of terminal business, enterprise business, and operation). From 2014 to July 2018, he served as the general manager of MKT & Solution Department of Europe and America Region of the Company. Since July 2018, he has served as Senior Vice President and Chief Operating Officer of the Company. Mr. Xie is concurrently acting as chairman of Shenzhen Zhongrui Detection Technology Co., Ltd. (深圳市中瑞檢測科技有限公司), a wholly-owned subsidiary of the Company. Mr. Xie has many years of experience in both operational and management in the telecommunication industry. As a participant under the 2017 Share Option Incentive Scheme of the Company, Mr. Xie currently holds 112,468 A share options. Mr. Xie is not connected with the controlling shareholder or with other Directors, Supervisors or senior management of the Company; nor subject to any conditions that prohibit the nomination of him as a senior management officer or any punishment by China Securities Regulatory Committee(the "CSRC") or other relevant authorities or disciplinary action by the stock exchanges; Mr. Xie has not been under any official investigation by the judicial authorities for suspected involvement of crimes or under any pending official investigation by the CSRC for violation of laws or regulations. Mr. Xie is not a discredited person subject to enforcement or a discredited party subject to liabilities. His qualifications for appointment are in compliance with the conditions for appointment stipulated under the relevant laws, administrative regulations, departmental rules, normative documents, the Rules Governing Listing of Stocks on the Shenzhen Stock Exchange, other provisions of the stock exchange, and the Articles of Association.