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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)**

**INDICATIVE ANNOUNCEMENT  
ON THE CONVENING OF THE FIRST EXTRAORDINARY GENERAL  
MEETING OF 2014**

*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.*

This announcement is published in accordance with Article 80 of the Articles of Association of ZTE Corporation (hereinafter referred to as the “Company” and the “Articles of Association”).

“Article 80 of the Articles of Association: The company shall, based on the written replies received twenty days before the date of the general meeting of shareholders, calculate the number of voting shares represented by the shareholders who intend to attend the meeting. If the number of voting shares represented by the shareholders who intend to attend the meeting amounts to more than half of the Company’s total voting shares, the Company may hold a general meeting; if not, the Company shall within five days notify the shareholders by way of public announcement of matters to be considered at and the place and date of the meeting. The Company may then hold the meeting after publication of such announcement. The relevant announcement shall be published in newspapers which are in compliance with the relevant requirements.”

As calculated by the Company based on written replies received by twenty days prior to the convening of the First Extraordinary General Meeting of 2014, the number of voting shares represented by shareholders who have indicated they will attend the First Extraordinary General Meeting of 2014 has not exceeded 50% of the total number of voting shares of the Company. In accordance with Article 80 of the Articles of Association, the Company hereby announces as a reminder details of the First Extraordinary General Meeting of 2014 as

follows:

1. Time at which the First Extraordinary General Meeting of 2014 of the Company will be convened: 9: 00 a.m., on Wednesday, 15 October 2014;
2. Venue for the First Extraordinary General Meeting of 2014 of the Company: Conference Room on the 4th Floor of A Wing of the Company headquarters in Shenzhen (Address: 4th Floor, A Wing, ZTE Plaza, Keji Road South, Hi-Tech Industrial Park, Nanshan District, Shenzhen, Guangdong Province, the People's Republic of China; Tel: +86 755 26770282);
3. Matters to be considered at the First Extraordinary General Meeting of 2014 of the Company: please refer to the circular dated 28 August 2014 and the supplementary notice which will be dispatched to H shareholders on 26 September 2014.

By Order of the Board

**Hou Weigui**

*Chairman*

Shenzhen, the PRC

24 September 2014

*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.*