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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 Twenty- eighth 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 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.

ZTE Corporation (hereinafter referred to as the "Company") issued the "Notice of convening the Twenty-eighth Meeting of the Fifth Session of the Board of Directors of ZTE Corporation" to all the Directors of the Company by electronic mail and telephone on 13 March 2012. The Twenty-eighth Meeting of the Fifth session of the Board of Directors of the Company (the "Meeting") was convened at the Shenzhen headquarters of the Company and Shanghai on 11 April 2012. Of the 14 Directors required to attend the Meeting, 11 Directors attended in person and 3 Directors appointed proxy to attend on his behalf. Mr. Zhang Junchao, Director, was unable to attend the Meeting due to work reasons, and has authorised Mr. Wang Zhancheng, Director, to vote on his behalf. Mr. Shi Lirong, Director, was unable to attend the Meeting due to work reasons, and has authorised Mr. Hou Weigui, Chairman, to vote on his behalf. Mr. Wei Wei, Independent Director, was unable to attend the Meeting due to work reasons, and has authorised Ms Qu Xiaohui, Independent 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 Election of the Vice Chairman of the Fifth Session of the Board of Directors,” the details of which are as follows:

The election of Mr. Zhang Jianheng (張建恒), Director, as Vice Chairman of the Fifth Session of the Board of Directors is hereby approved.

Voting result: votes in favour of: 14; votes against: 0; votes abstained: 0.

II. Consideration and approval of the “Resolution on the Election of a New Member as Replacement to the Remuneration and Evaluation Committee of the Fifth Session of the Board of Directors,” the details of which are as follows:

The election of Mr. Zhang Jianheng (張建恒), Director, as a member of the Remuneration and Evaluation Committee of the Fifth Session of the Board of Directors is hereby approved.

Voting result: votes in favour of: 14; votes against: 0; votes abstained: 0.

The election of Zhang Jianheng as Director of the Fifth Session of the Board of Directors for a term from 11 April 2012 to 29 March 2013 was considered and approved at the First Extraordinary General Meeting for 2012 of the Company convened on 11 April 2012. For a brief biography of Mr. Zhang Jianheng, please refer to the relevant details in the “Announcement of Resolutions of the First Extraordinary General Meeting of 2012” published on 11 April 2012.

By Order of the Board
Hou Weigui
Chairman

Shenzhen, PRC
11 April 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 Zhancheng, Zhang Junchao and Dong Lianbo; and five independent non-executive directors, Qu Xiaohui, Wei Wei, Chen Naiwei, Tan Zhenhui and Timothy Alexander Steinert.