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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 Resolution of the Eighteenth 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 Eighteenth 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 15 May 2020. The Eighteenth Meeting of the Eighth Session of the Board of Directors of the Company (the “Meeting”) was convened at the Shenzhen headquarters of the Company, Beijing and other locations by way of video and telephone conference on 19 May 2020. The Meeting was presided over by Mr. Li Zixue, Chairman. Of the 9 Directors required to attend the Meeting, 8 Directors attended in person and 1 Director appointed proxy to attend on his behalf. (Mr. Yuming Bao, Independent Non-executive Director, was unable to attend the meeting due to personal reasons and has authorized Ms. Cai Manli, Independent Non-executive Director, to vote on his behalf.) 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 “Resolution on the Nomination of Candidate for Independent Non-executive Director” was considered and approved at the Meeting, the details of which are as follows:**

1. That the Eighth Session of the Board of Directors of the Company nominates Mr. Zhuang Jiansheng as the candidate for Independent Non-executive Director of the Eighth Session of the Board of Directors of the Company for a term commencing on the date of the resolution on the election of Independent Non-executive Director considered and approved at the Company’s

general meeting and ending upon the conclusion of the term of office of the Eighth Session of the Board of Directors of the Company (namely 29 March 2022).

2. That the Eighth Session of the Board of Directors of the Company approves tabling the proposal of the candidate for Independent Non-executive Director of the Company at the Company's general meeting for consideration.

Voting result: For: 9; Against: 0; Abstained: 0.

(Please refer to Annex for a brief biography of the aforesaid candidate for Independent Non-executive Director.)

The Company will submit the information on the aforesaid candidate for Independent Non-executive Director to the Shenzhen Stock Exchange and then table at the general meeting for consideration and voting if such information is approved by the Shenzhen Stock Exchange without dissent.

Having conducted a stringent process of examination in respect of the candidate for Independent Non-executive Director and considered and approved after due deliberation the "Recommendation on the Nomination of Candidate for Independent Non-executive Director" prior to the Meeting, the Nomination Committee of the Eighth Session of the Board of Directors of the Company had recommended the Eighth Session of the Board of Directors of the Company to nominate Mr. Zhuang Jiansheng as the candidate for Independent Non-executive Director of the Eighth Session of the Board of Directors of the Company, and had approved the submission of such recommendation to the Meeting for consideration.

At the Meeting, Independent Non-executive Directors of the Company furnished an independent opinion on the "Resolution on the Nomination of Candidate for Independent Non-executive Director" as follows:

The Nomination Committee of the Eighth Session of the Board of Directors has completed the qualifications vetting process in respect of the recommended candidate for Independent Non-executive Director and has submitted a recommendation on the candidate for Independent Non-executive Director to the Board of Directors for consideration and approval. The entire process has been in compliance with the provisions of pertinent laws and regulations. The nomination procedures and qualifications for appointment in respect of the candidate for Independent Non-executive Director have been in compliance with provisions of Company Law and the Articles of Association of ZTE Corporation.

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

Shenzhen, the PRC  
19 May 2020

*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 of the candidate for Independent Non-executive Director

**Zhuang Jiansheng**, male, born in 1965, a Chinese citizen without permanent residency in other countries. Mr. Zhuang graduated from East China University of Political Science and Law (華東政法大學) with a bachelor's degree in law in 1988, and obtained a master's degree in international and economic law from the University of International Business and Economics in 1991. Mr. Zhuang was admitted as a PRC Attorney. Mr. Zhuang worked in Shanghai WGQ Free Trade Zone Development Corporation, Shanghai WGQ Free Trade Zone United Development Co. Ltd., PricewaterhouseCoopers Consulting Firm, and Baker & McKenzie LLP in the United States. Mr. Zhuang has been the advisory partner of Shanghai Huiye Law Firm with respect to the business of trade compliance and customs since January 2016. Mr. Zhuang has extensive experience in the laws and practices in areas like international trade compliance, corporate regulatory matters, customs & tax laws. Mr. Zhuang does not hold any shares of the Company. He is not connected with the controlling shareholder, Directors, Supervisors or senior management of the Company. Mr. Zhuang is not subject to any punishment by the China Securities Regulatory Commission ("CSRC") or other relevant authorities or disciplinary action by the stock exchange, nor subject to any case of investigation commenced by the judicial authorities for alleged crimes or investigations by the CSRC for alleged violation of laws and regulations for which definitive conclusions are pending, nor a discredited person subject to enforcement or a discredited party subject to liabilities. He is in compliance with the qualifications for appointment stipulated under pertinent laws, administrative regulations, departmental rules, regulatory documents, Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange, other pertinent provisions of the stock exchange and the Articles of Association.