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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 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 Ninth 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 9 September 2013. The Ninth 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 12 September 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 resolutions were considered and passed at the Meeting:

I. Consideration and approval of the "Resolution on the waiver of rights" and approval of the tabling of this resolution for consideration at the general meeting of the Company. Details of the resolution are as follows:

1. That the waiver by ZTE (H.K.) Limited of the first right of refusal for share subscription and capital contribution in respect of the share capital increase of ZTE Corporation South Africa (Proprietary) Limited ("ZTE South Africa") be approved.

2. That the authorisation of the Company’s management to introduce qualified new shareholders according to the proposed share capital increase plan of ZTE South Africa be approved.

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

For details of general information on the aforesaid waiver of rights 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 waiver of rights, please refer to the “Announcement of Waiver of Rights” published on the same date as this announcement.

II. Consideration and approval of the “Resolution on the provision of performance guarantee in respect of P.T. ZTE Indonesia, a wholly-owned subsidiary” and approval of the tabling of this resolution for consideration at the general meeting of the Company. Details of the resolution are as follows:

1. That the provision by the Company of a joint liability guarantee (“Guarantee by Assurance”) for an amount of not more than US\$40 million in respect of P.T. ZTE Indonesia (“ZTE Indonesia”), for a term commencing on the date on which the Guarantee by Assurance Agreement comes into effect upon execution and ending on the date on which the performance of material obligations of ZTE Indonesia under the “Equipment Purchase Contract” and the “Technical Support Contract” is completed, be approved.

2. That the application by the Company to the relevant bank for the issuance of a letter of bank guarantee, to provide guarantee with a maximum accumulated amount of US\$15 million in respect of the performance obligations of ZTE Indonesia under the Equipment Purchase Contract and Technical Support Contract (“Guarantee Letter”), for a term commencing on the date on which the Guarantee Letter takes effect and ending on 5 March 2017 or the date on which the performance obligations of ZTE Indonesia under the Equipment Purchase Contract and Technical Support Contract are completed, whichever is later, be approved.

3. 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 performance guarantee in respect of ZTE Indonesia 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
12 September 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.