

Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.



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 Fourteenth Meeting of the Seventh 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 and misleading statement or material omission in this announcement.

ZTE Corporation (“ZTE” or the “Company”) issued the “Notice of the Fourteenth Meeting of the Seventh Session of the Board of Directors of ZTE Corporation” to all the Directors of the Company by electronic mail and telephone on 11 March 2017. The Fourteenth Meeting of the Seventh Session of the Board of Directors of the Company (the “Meeting”) was convened by way of video conference on 14 March 2017 at the Shenzhen headquarters of the Company and Xi’an. The Meeting was presided over by Mr. Zhao Xianming, Chairman. Of the 13 Directors required to vote at the Meeting, 12 Directors duly participated and 1 Director appointed proxy to attend on his behalf. Mr. Zhang Jianheng, Vice Chairman, was unable to attend the Meeting due to work reasons and has authorized in writing Mr. Wang Yawen, 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 following resolutions were considered and passed at the Meeting:

1. Consideration and approval of the “Resolution on the Replacement Election of Member of the Nomination Committee and Member of the Remuneration and Evaluation Committee of the Seventh Session of the Board of Directors”, the details of which are set out as follows:

That the election of Mr. Yin Yimin, Director, in replacement as Member of the

Nomination Committee of the Seventh Session of the Board of Directors be approved;

That the election of Mr. Yin Yimin, Director, in replacement as Member of the Remuneration and Evaluation Committee of the Seventh Session of the Board of Directors be approved.

Voting results: For: 13, Against: 0, Abstained: 0.

2. Consideration and approval of the “Resolution on the Election of Chairman of the Board of Directors”, the details of which are set out as follows:

That the election of Mr. Yin Yimin, Director, as Chairman of the Seventh Session of the Board of Directors for a term commencing on 14 March 2017 and ending on the date on which the Seventh Session of the Board of Directors is concluded (namely, 29 March 2019) be approved.

Voting results: For: 13, Against: 0, Abstained: 0.

By Order of the Board
Yin Yimin
Chairman

Shenzhen, the PRC
14 March 2017

As at the date of this announcement, the Board of Directors of the Company comprises three executive directors, Yin Yimin, Zhao Xianming and Wei Zaisheng; five non-executive directors, Zhang Jianheng, Luan Jubao, Wang Yawen, Tian Dongfang and Zhan Yichao; and five independent non-executive directors, Richard Xike Zhang, Chen Shaohua, Lü Hongbing, Bingsheng Teng and Zhu Wuxiang.