

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 Fifteenth 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 Fifteenth 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 7 February 2014. The Fifteenth 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 10 February 2014. The Meeting was presided over by Mr. Hou Weigui, Chairman. All of the 14 Directors required to vote at the Meeting duly participated in the voting. 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 resolution was considered and approved at the Meeting:

Consideration and approval of the "Resolution on the provision of a Letter of Guarantee for Tender in respect of the joint tender partnership of Zambia digital television project", details of the resolution are as follows:

1. That the provision by the Company of a Letter of Guarantee for Tender for an amount of ZMW1 million in respect of the joint tender partnership, namely the Company and Arelis Broadcast SAS, for a term commencing on the date of issuance of the Letter of Guarantee for Tender and ending on: (1) the receipt by the guarantor of a copy of contract signed by the joint tender partnership and the issue of a performance guarantee letter in accordance with the instructions of the joint tender partnership in the event of a successful bid by the joint tender partnership; or (2) in the event of an unsuccessful bid by the joint tender partnership, the earlier of: A. the receipt by the guarantor of a notice issued by the beneficiary to the joint tender partnership notifying the names of the successful bidders; and B. 28 days after the expiry of the joint tender partnership's bid; or (3) 10 August 2014, whichever is earlier, be approved.

2. 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 a Letter of Guarantee for Tender in respect of the joint tender partnership of Zambia digital television project 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
10 February 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.