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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)**

**SUPPLEMENTARY NOTICE OF  
THE SECOND EXTRAORDINARY GENERAL MEETING OF 2018**

***The Company and all the members of the Board of Directors confirm that all the information contained in this announcement is true, accurate and complete without any false or misleading statement or material omission.***

Reference is made to the Notice of the Second Extraordinary General Meeting of 2018 (the “**EGM Notice**”) dated 13 July 2018 of the ZTE Corporation (the “**ZTE**” or “**Company**”) which set out, among other things, details relating to the time, venue and agenda of the Second Extraordinary General Meeting of 2018 to be convened by the Company (the “**EGM**”) on 28 August 2018. Unless otherwise stated, capitalised terms used in this supplementary notice shall have the same meaning as defined in the EGM Notice.

On 9 August 2018, the Board of Directors of the Company received one ex tempore motion from its shareholder, Zhongxingxin Telecom Company Limited (hereinafter referred to as “**Zhongxingxin**,” which held 1,269,830,333 A shares and 2,038,000 H shares of the Company, totally representing 30.34% of the total number of shares of the Company, as at 9 August 2018) which requested the Board of Directors of the Company to table such motion for consideration at the EGM.

Supplementary notice is hereby given that the EGM will be held, as originally scheduled, on 28 August 2018 (Tuesday) at 9 a.m. at the Conference Room at 4th Floor, A Wing, ZTE Plaza, Keji Road South, Hi-Tech Industrial Park, Nanshan District, Shenzhen, Guangdong Province, the People's Republic of China, to consider and pass, if thought fit, the resolutions set out in the EGM Notice and the following supplementary ordinary resolution:

### **Ordinary Resolution**

#### **2. Resolution on the Election of Executive Director**

- (1) That Mr. Xu Ziyang be elected as an Executive Director of the Seventh Session of the Board of Directors of the Company for a term commencing on the date on which the resolution is considered and approved at the EGM and ending upon the conclusion of the term of office of the Seventh Session of the Board of Directors of the Company (namely 29 March 2019).

Please refer to the announcement of the Company dated 9 August 2018 for further details of the biography and other information of Mr. Xu Ziyang.

Pursuant to Rule 102 of the Company Law, "shareholders individually or collectively holding more than 3% of the shares of the company may propose ex tempore motions no later than ten days prior to the convening of a general meeting by submitting the same in writing to the board of directors; the board of directors should notify other shareholders within two days after the receipt of the motions and table the same at the general meeting for consideration. Ex tempore motions should carry specific subjects and matters to be resolved that fall within the scope of authority of the general meeting." Moreover, pursuant to Article 78 of the Articles of Association, "shareholder(s) alone or in aggregate holding 3% or more of the total number of the company's shares may propose ex tempore motions ten days prior to the general meeting by furnishing the same to the convener in writing. The convener shall issue a supplemental notice of general meeting within two days after receiving the proposed motions to make public the contents of the ex tempore motions." Having examined the aforesaid ex tempore motion, the Board is of the view that it is in compliance with relevant provisions of the Company Law and the Articles of Association, with Zhongxingxin being qualified to propose ex tempore motions and the aforesaid ex tempore motion carrying specific subjects and matters to be resolved that fall within the scope of authority of the general meeting. Accordingly, the Board has approved the tabling of the aforesaid ex tempore motion at the EGM in accordance with the provisions of the Company Law, the Rules of Procedure for General Meetings of Listed Companies and other laws, regulations and regulatory documents as well as the Articles of Association.

Resolution No. 2 is an ordinary resolution which shall be conducted by way of accumulative voting.

Save for the ex tempore motion added as aforesaid, other details, such as the time, venue and method of the EGM, as set out in the EGM Notice, shall remain unchanged.

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

Shenzhen, the PRC  
13 August 2018

*As at the date of this announcement, the Board of Directors of the Company comprises two executive directors, Li Zixue, Gu Junying; three non-executive directors, Li Buqing, Zhu Weimin, Fang Rong; and three independent non-executive directors, Cai Manli, Yuming Bao, Gordon Ng.*