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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 Eleventh 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 (the “Company”) issued the “Notice of the Eleventh 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 2 December 2016. The Eleventh Meeting of the Seventh Session of the Board of Directors of the Company (the “Meeting”) was convened by way of voting via telecommunication means on 5 December 2016. The Meeting was presided over by Mr. Zhao Xianming, Chairman. 14 Directors required to vote at the Meeting duly voted at the Meeting. 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 acquisition of 48.04% equity interests in Netaş, a listed Turkish company” was considered and approved at the Meeting, the details of which are set out as follows:

1. That the acquisition of 48.04% equity interests in NETAŞ TELEKOMÜNİKASYON A.Ş. (“Netaş”), a listed Turkish company, by ZTE Cooperatief U.A. (“ZTE Cooperatief”), a subsidiary of the Company, in accordance with the terms and conditions of “SHARE PURCHASE AGREEMENT related to NETAŞ TELEKOMÜNİKASYON A.Ş.” negotiated and agreed with OEP Turkey Tech. B. V. be approved;

2. That the injection of USD50 million into ZTE Cooperatief as additional capital by ZTE. (H.K.) Limited, a wholly-owned subsidiary of the Company, be approved;

3. That the performance of the obligation for mandatory takeover bid in accordance with Turkish laws and regulations and the requirements of relevant regulatory authorities subject to a cap of USD130 million in the event that a mandatory takeover bid is deemed by the Capital Markets Board of Turkey to have been triggered off be approved;

4. That the legal representative of the Company or his delegated signatory be authorised to execute all documents pertaining to matters resolved under the foregoing paragraphs 1, 2 and 3.

Voting result: For: 14; against: 0; abstained: 0.

For details please refer to the “Announcement Acquisition of 48.04% Equity Interests in Netaş, a Listed Turkish Company” published on the same date as this announcement.

By Order of the Board
Zhao Xianming
Chairman

Shenzhen, the PRC
6 December 2016

As at the date of this announcement, the Board of Directors of the Company comprises three executive directors, Zhao Xianming, Yin Yimin and Wei Zaisheng; six non-executive directors, Zhang Jianheng, Luan Jubao, Shi Lirong, 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.