

ZTE中兴
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)

List of Directors and their Role and Function

The members of the board of Directors (the “Board”) of ZTE Corporation as at 28 February 2012 are set out below.

Non-executive Director

Hou Weigui (*Chairman*)

Xie Weiliang (*Vice Chairman*)

Wang Zhanchen

Zhang Junchao

Dong Lianbo

Executive Director

Shi Lirong

Yin Yimin

He Shiyou

Independent Non-executive Directors

Qu Xiaohui

Wei Wei

Chen Naiwei

Tan Zhenhui

Timothy Alexander Steinert

There are 3 Board committees. The table below provides membership information of these committees on which each Board member serves.

Director \ Board Committee	Audit Committee	Remuneration and Evaluation Committee	Nomination Committee
Hou Weigui	Member	Member	Member
Xie Weiliang			Member
Wang Zhanchen			Member
Zhang Junchao	Member		
Dong Lianbo	Member		
Shi Lirong			
Yin Yimin			
He Shiyou			
Qu Xiaohui	Convener	Member	
Wei Wei	Member	Convener	Member
Chen Naiwei	Member		Member
Tan Zhenhui	Member	Member	Convener
Timothy Alexander Steinert		Member	Member

Note: The Board of the Company received a resignation in writing from Mr. Lei Fanpei on 9 February 2012. Due to his work adjustment, Mr. Lei wished to resign from the positions of Non-executive Director, Vice Chairman of the Fifth Session of the Board and member of the Remuneration and Evaluation Committee under the Board of the Company. Mr. Lei's resignation became effective upon delivery of the resignation to the Board. Following his resignation, Mr. Lei would not hold any position at the Company. The Twenty-fifth Meeting of the Fifth Session of the Board of Directors of the Company was convened on 22 February 2012. The Board of Directors considered and approved the "Resolution on the Nomination of Candidate for Non-independent Director". The Fifth Session of the Board of Directors of the Company nominated Mr. Zhang Jianheng (張建恒) as the candidate for Non-independent Director of the Fifth Session of the Board of Directors of the Company for a term commencing upon the shareholders' approval of his appointment at the First Extraordinary General Meeting of 2012 and expiring upon the conclusion of the term of the Fifth Session of the Board of Directors of the Company (namely 29 March 2013), and approved the proposal of such candidate for appointment as a Non-independent Director of the Company for consideration by the shareholders at the First Extraordinary General Meeting of 2012 of the Company to be held on 11 April 2012.

Shenzhen, PRC 28 February 2012