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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 Thirteenth 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 Thirteenth 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 23 December 2013. The Thirteenth 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 27 December 2013. All of the 14 Directors required to vote at the Meeting duly participated in the voting. 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 passed at the Meeting:

Consideration and approval of the “Resolution on the waiver of rights”, details of the resolution are as follows:

That the waiver by ZTE Corporation of the first right of refusal for share subscription and capital contribution in respect of the share capital increase of ZTE ITS Ltd. be approved.

Voting results: For: 14; Against: 0; Abstained: 0.

For details of general information on the aforesaid waiver of rights 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 waiver of rights, please refer to the Overseas Regulatory Announcement published on the same date as this announcement.

By Order of the Board
Hou Weigui
Chairman

Shenzhen, the PRC
27 December 2013

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.