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**ZTE**

**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)**

**Overseas Regulatory Announcement  
Announcement Resolutions of the Eighteenth Meeting of  
the Seventh Session of the Board of Directors**

*This announcement is made pursuant to Rule 13.10B of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited.*

*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 Eighteenth Meeting of the Seventh Session of the Board of Directors of the Company” to all the Directors of the Company by electronic mail and telephone on 2 May 2017. The Eighteenth 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 May 2017. The Meeting was presided over by Mr. Yin Yimin, Chairman. 13 Directors required to vote at the Meeting and 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 Execution of the Supplemental Agreements in connection with 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 execution of the Completion Date Deed, the Deed of Commitment and the OEP Cooperatief Deed of Commitment by ZTE Cooperatief U.A. (“ZTE Cooperatief”), a subsidiary of the Company, be approved;
2. That the legal representative of the Company or a person delegated by such legal

representative be authorised to execute all documents pertaining to the transaction, fulfill other duties required to be performed in connection with shareholding changes and examination by regulatory authorities, and determine the specific approach in which ZTE Cooperatief should proceed with the transaction based on, among others, stipulations of the transaction documents and results of liaison with regulatory authorities.

Voting results: For: 13; Against: 0; Abstain: 0.

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

By Order of the Board

**Yin Yimin**

*Chairman*

Shenzhen, the PRC

8 May 2017

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