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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

Waiver by CSRC of the Controlling Shareholder's Obligation to Make a General Offer for the Company's Shares

The Company and all members of the Board of the Directors confirm that all the information contained in this announcement is true, accurate and complete and that there is no false and misleading statement or material omission in this announcement.

ZTE Corporation ("ZTE" or the "Company") wishes to announce that, following the acquisition of additional shares in the Company during the period from 10 October 2008 to 9 October 2009 from the secondary market through the Shenzhen Stock Exchange trading system (the "Additional Share Acquisition") by Shenzhen Zhongxingxin Telecommunications Equipment Company, Limited ("Zhongxingxin"), the Company's controlling shareholder, Zhongxingxin had increased its shareholdings in the Company by 7,649,116 A shares (comprising 5,883,935 A shares in the Company acquired from the secondary market and 1,765,181 shares received in respect of the additional A shares acquired as a result of the issue of 3 shares for every 10 shares held by way of capitalization of reserves under the 2008 profit distribution), accounting for approximately 0.42% of the total share capital of the Company as at 9 October 2009. Following the Additional Share Acquisition, Zhongxingxin was interested in 620,214,413 A shares of the Company, representing approximately 33.87% of the total share capital of the Company as at 9 October 2009.

The Company was recently been notified by Zhongxingxin that Zhongxingxin had received a "Reply of Approval for the Waiver of the Obligation of Shenzhen Zhongxingxin Telecommunications Equipment Company, Limited to Make a General Offer for Shares in ZTE Corporation" (《關於核准豁免深圳市中興新通訊設備有限公司要約收購中興通訊股份有限公司股份義務的批復》) Zheng Jian Xu Ke [2010] No. 721 (證監許可[2010]721號) issued by the China Securities Regulatory Commission. The contents of the reply of approval are hereby published as follows:

The China Securities Regulatory Commission hereby approves the waiver of Zhongxingxin's obligation to make a general offer, which has arisen by virtue of Zhongxingxin's acquisition of additional 7,649,116 shares in the Company resulting in a total shareholding of 620,214,413 shares or approximately 33.87% of the total share capital of the Company.

By Order of the Board
Hou Weigui
Chairman

Shenzhen, PRC
2 June 2010

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, Lei Fanpei, Xie Weiliang, Wang Zhancheng, Zhang Junchao and Dong Lianbo; and five independent non-executive directors, Li Jin, Qu Xiaohui, Wei Wei, Chen Naiwei and Tan Zhenhui.