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(a joint stock limited company incorporated in the People's Republic of China with limited liability)
(Stock Code: 763)

ANNOUNCEMENT OF THE RESOLUTIONS PASSED AT THE TWENTY-EIGHTH MEETING OF THE FOURTH SESSION OF THE BOARD OF DIRECTORS

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

ZTE Corporation (hereinafter referred to as the "Company") issued the "Notice of convening the Twenty-eighth Meeting of the Fourth Session of the Board of Directors" to all the Directors of the Company by electronic mail and telephone on 5 August 2009. The Twenty-eighth Meeting of the Fourth session of the Board of Directors of the Company (the "Meeting") was convened at the conference room on the 4th floor of the headquarters of the Company on 19 August 2009. Of the 14 Directors required to attend the meeting, 11 Directors attended in person and 3 Directors appointed proxies to attend on their behalves (Mr. He Shiyou, Director, was unable to attend the Meeting due to work reasons, and has authorized in writing Mr. Hou Weigui, Chairman, to vote on his behalf; Mr. Dong Lianbo, Director, was unable to attend the Meeting due to work reasons, and has authorized in writing Mr. Xie Weiliang, Vice Chairman, to vote on his behalf; Mr. Li Juping, Director, was unable to attend the Meeting due to work reasons, and has authorized in writing Mr. Shi Lirong, Director, to vote on his behalf). The meeting was convened and held in accordance with the relevant laws, administrative regulations, departmental rules and the Articles of Association of the Company, and was legal and valid.

The following resolutions were considered and approved at the meeting:

I. Consideration and approval of the "Full Text and Summary of the 2009 Interim Report and the Results Announcement of the Company"

Voting results: For: 14; against: 0 and abstained: 0.

II. Consideration and approval of the "2009 Interim Report of the President of the Company"

Voting results: For: 14; against: 0 and abstained: 0.

III. Consideration and approval of the "2009 Interim Financial Report of the Company"

For the six months ended 30 June 2009, the Company recorded operating revenue and net profit of RMB 27.71bn and RMB 0.78bn, respectively, under PRC ASBEs and HKFRSs.

Voting results: For: 14; against: 0 and abstained: 0.

IV. Consideration and approval of the “Resolution of the Company for the Continued Purchase of Liability Insurance for Directors, Supervisors and Officials” as follows:

That the execution between the Company and AIU Insurance Company Shenzhen Branch of a renewed insurance contract for a maximum annual indemnity amount of RMB30 million per year for a term of one year in connection with the Company’s plan to continue to purchase “Liability Insurance for Directors, Supervisors and Officials” for the Directors, Supervisors and officials of the Company with a view to encouraging better performance of their duties be approved.

Voting results: For: 14; against: 0 and abstained: 0.

An independent opinion has been furnished by Independent Directors of the Company, namely Mr. Mi Zhengkun, Mr. Li Jin, Ms. Qu Xiaohui, Mr. Wei Wei and Mr. Chen Naiwei as follows:

The continued purchase of liability insurance for the Directors, Supervisors and officials by the Company is in the interests of investors as a whole as it can encourage better performance of their duties and ensure timely and proper compensation for economic losses suffered by third parties as a result of their performance of duties, thereby reducing the loss incurred by the Company and it is beneficial to the investors; the transaction has been conducted in a fair, just and open manner in accordance with relevant regulations without acts or situations adversely affecting the interests of minority shareholders.

V. Consideration and approval of the “Resolution of the Company on the ‘System for the Selection and Appointment of Accountants’ Firm’” as follows:

The “System for the Selection and Appointment of Accountants’ Firm” formulated by the Company in accordance with relevant requirements of securities regulatory authorities was based on specific conditions of the Company, offered genuine protection for shareholders’ interests and enhanced the quality of financial information. The “System for the Selection and Appointment of Accountants’ Firm” was unanimously approved by the Board of Directors and tabled at the general meeting of the Company for its consideration.

Voting results: For: 14; against: 0 and abstained: 0.

The details of “System for the Selection and Appointment of Accountants’ Firm” are published at <http://www.cninfo.com.cn> on the same date as this announcement.

By order of the Board
Hou Weigui
Chairman

Shenzhen, PRC
19 August 2009

As at the date of this announcement, the Board of Directors of the Company comprises three executive directors, Yin Yimin, Shi Lirong and He Shiyong; six non-executive directors, Hou Weigui, Wang Zongyin, Xie Weiliang, Zhang Junchao, Li Juping and Dong Lianbo; and five independent nonexecutive directors, Mi Zhengkun, Li Jin, Qu Xiaohui, Wei Wei and Chen Naiwei.