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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)**

- (1) Proposed Election and Appointment of Non-independent Directors of the Ninth Session of the Board**
- (2) Proposed Election and Appointment of Independent Non-executive Directors of the Ninth Session of the Board**
- (3) Proposed Election and Appointment of Shareholders' Representative Supervisors of the Ninth Session of the Supervisory Committee**
- (4) Proposed Adjustment of the Non-executive Directors' Allowance**
- (5) Proposed Adjustment of the Independent Non-executive Directors' Allowance**

As the term of office of the Eighth Session of the Board and the Eighth Session of the Supervisory Committee of the Company will conclude on 29 March 2022, the general meeting will be held by the Company for the shareholders to consider and, if thought fit, pass the resolutions in relation to (1) Proposed Election and Appointment of Non-independent Directors of the Ninth Session of the Board, (2) Proposed Election and Appointment of Independent Non-executive Directors of the Ninth Session of the Board, (3) Proposed Election and Appointment of Shareholders' Representative Supervisors of the Ninth Session of the Supervisory Committee, (4) Proposed Adjustment of the Non-executive Directors' Allowance, (5) Proposed Adjustment of the Independent Non-executive Directors' Allowance. A circular containing further details about the proposed election of Directors and Shareholders' Representative Supervisors and a notice of the general meeting will be despatched to the shareholders in due course after the arrangement of the general meeting is determined by the Company.

## **INTRODUCTION**

As the term of office of the Eighth Session of the Board and the Eighth Session of the Supervisory Committee of the Company will conclude on 29 March 2022, the general meeting will be held by the Company for the shareholders to consider and, if thought fit, pass the resolutions in relation to (1) Proposed Election and Appointment of Non-independent Directors of the Ninth Session of the Board, (2) Proposed Election and Appointment of Independent Non-executive Directors of the Ninth Session of the Board, (3) Proposed Election and Appointment of Shareholders' Representative Supervisors of the Ninth Session of the Supervisory Committee, (4) Proposed

Adjustment of the Non-executive Directors' Allowance, (5) Proposed Adjustment of the Independent Non-executive Directors' Allowance.

### **Proposed Election and Appointment of Non-Independent Directors of the Ninth Session of the Board**

At the Forty-fourth Meeting of the Eighth Session of the Board held on 24 February 2022, it was resolved that the re-election of the Board will be held, as the term of office of the Eighth Session of the Board of the Company will conclude on 29 March 2022. The Eighth Session of the Board of the Company has nominated Mr. Li Zixue, Mr. Xu Ziyang, Mr. Li Buqing, Mr. Gu Junying, Mr. Zhu Weimin and Ms. Fang Rong as Candidates for Non-independent Directors of the Ninth Session of the Board of the Company.

The term of office of the Candidates for Non-independent Directors of the Ninth Session of the Board of Directors is three years, which shall commence from the date on which the appointment is approved by the general meeting.

Please refer to Appendix I and Appendix IV in the announcement for brief biographies and other information relating to the Candidates for Non-independent Directors listed above.

### **Proposed Election and Appointment of Independent Non-Executive Directors of the Ninth Session of the Board**

At the Forty- fourth Meeting of the Eighth Session of the Board held on 24 February 2022, it was resolved that the re-election of the Board will be held, as the term of office of the Eighth Session of the Board of the Company will conclude on 29 March 2022. The Eighth Session of the Board of the Company has nominated Ms. Cai Manli, Mr. Gordon Ng and Mr. Zhuang Jiansheng as Candidates for Independent Non-executive Directors of the Ninth Session of the Board of the Company.

In accordance with the “Rule of Independent Directors in Listed Companies” (《上市公司獨立董事規則》) issued by the CSRC which stipulates that “the term of office of Independent Directors of a listed company shall be the same as the term of office of other directors of that listed company, and Independent Directors may offer themselves for re-election upon the conclusion of a term subject to a maximum period of six years for consecutive terms of office”, the term of office of Candidates for Independent Non-executive Directors of the Ninth Session of the Board of Ms. Cai Manli and Mr. Gordon Ng, who have been Independent Non-executive Directors of

the Company since 29 June 2018, will commence on the date on which the appointment is approved by the general meeting and end on 28 June 2024.

The term of office for Mr. Zhuang Jiansheng, the Candidate for Independent Non-executive Directors of the Ninth Session of the Board is three years, which shall commence from the date on which the appointment is approved by the general meeting.

Please refer to Appendix II and Appendix IV in the announcement for brief biographies and other information relating to the Candidates for Independent Non-executive Directors listed above.

Qualifications and independence for the aforesaid Candidates for Independent Non-executive Directors are subject to being approved by SZSE without dissent for the record and examination before tabling at the general meeting for voting.

### **Proposed Election and Appointment of Shareholders' Representative Supervisors of the Ninth Session of the Supervisory Committee**

At the Thirty-fifth Meeting of the Eighth Session of the Supervisory Committee held on 24 February 2022, it was resolved that the re-election of the Supervisory Committee will be held, as the term of office of the Eighth Session of the Supervisory Committee of the Company will conclude on 29 March 2022. The Eighth Session of the Supervisory Committee of the Company has nominated Ms. Jiang Mihua and Mr. Hao Bo as Candidates for Shareholders' Representative Supervisors of the Ninth Session of the Supervisory Committee of the Company.

The term of office of the Candidates for shareholders' representative Supervisors of the Ninth Session of the Supervisory Committee is three years, which shall commence from the date on which the appointment is approved by the general meeting.

Please refer to Appendix III and Appendix IV in the announcement or brief biographies and other information relating to the Candidates for Shareholders' Representative Supervisors listed above.

### **Proposed Adjustment of the Non-executive Directors' Allowance**

The Company is proposed to adjust the Non-executive Directors' allowance from RMB100,000 (before tax) payable annually to RMB200,000 (before tax) payable annually (subject to personal income tax deductible and payable by the Company). Expenses for accommodation, meals and transportation incurred in connection with

the attendance of Board meetings of the Company shall continue to be borne by the Company.

### **Proposed Adjustment of the Independent Non-Executive Directors' Allowance**

The Company is proposed to adjust the Independent Non-executive Directors' allowance from RMB250,000 (before tax) payable annually to RMB400,000 (before tax) payable annually (subject to personal income tax deductible and payable by the Company). Expenses for accommodation, meals and transportation incurred in connection with the attendance of Board meetings of the Company shall continue to be borne by the Company.

### **General Meeting**

According to the laws and regulations of the Articles of Association of the Company, the above lists of Directors and Shareholders' Representative Supervisors shall be submitted to the general meeting of shareholders for approval.

The general meeting will be held by the Company for the shareholders to consider and, if thought fit, pass the resolutions in relation to (1) Proposed Election and Appointment of Non-independent Directors of the Ninth Session of the Board, (2) Proposed Election and Appointment of Independent Non-executive Directors of the Ninth Session of the Board, (3) Proposed Election and Appointment of Shareholders' Representative Supervisors of the Ninth Session of the Supervisory Committee, (4) Proposed Adjustment of the Non-executive Directors' Allowance, (5) Proposed Adjustment of the Independent Non-executive Directors' Allowance. A circular containing further details about the proposed election of Directors and Shareholders' Representative Supervisors and a notice of the general meeting will be despatched to the shareholders in due course after the arrangement of the general meeting is determined by the Company.

### **DEFINITIONS**

Unless the context otherwise requires, the terms used in this announcement shall have the following meanings:

A Share(s) or Domestic Share(s)	Ordinary share(s) of par value of RMB1.00 each in the registered capital of the Company, which are listed and traded on the SZSE
Articles of Association	The Articles of Association of the Company
Board	The Board of Directors of the Company
Candidate(s) for Director(s)	Candidate(s) for Director(s) of the Ninth Session of the Board

Candidate(s) for Supervisor(s)	Candidate(s) for shareholders' representative supervisor(s) of the Ninth Session of the Supervisory Committee
China or the PRC	The People's Republic of China
Company or ZTE	ZTE Corporation, a joint stock limited company incorporated in the People's Republic of China, whose shares are listed on the SEHK and the SZSE
Director(s)	Member(s) of the Board of Directors of the Company
Group	The Company and the subsidiaries included in its consolidated financial statements
H Share(s)	Ordinary share(s) of par value of RMB1.00 each in the registered capital of the Company, which are listed and traded on the SEHK
Hong Kong Listing Rules	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
RMB	Renminbi, the statutory currency of the PRC
SEHK	The Stock Exchange of Hong Kong Limited
SFO	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
Shares	A Share(s) or Domestic Share(s) and H Share(s)
SZSE	The Shenzhen Stock Exchange
Supervisor(s)	Member(s) of the Supervisory Committee of the Company
Supervisory Committee	The Supervisory Committee of the Company
Zhongxingxin	Zhongxingxin Telecom Company Limited, the controlling shareholder of the Company

By Order of the Board  
**Li Zixue**  
Chairman

Shenzhen, the PRC  
24 February 2022

*As at the date of this announcement, the Board of Directors of the Company comprises three executive directors, Li Zixue, Xu Ziyang, Gu Junying; three non-executive directors, Li Buqing, Zhu Weimin, Fang Rong; and three independent non-executive directors, Cai Manli, Gordon Ng, and Zhuang Jiansheng.*

**Mr. Li Zixue (李自學)**, male, born in 1964, graduated from Xi'an Jiaotong University with a bachelor's degree in engineering majoring in electronic components and materials in 1987, and currently holds the professional title of researcher. Mr. Li joined Xi'an Microelectronics Technology Research Institute in 1987, working on research and development and management in relation to microelectronic technology. From 1987 to 2010, Mr. Li served successively as technician and deputy head, deputy chief and chief of hybrid integrated circuit department. From 2010 to 2014, Mr. Li acted successively as deputy head, deputy secretary of party committee, general secretary of discipline inspection committee and chairman of the supervisory committee of Xi'an Microelectronics Technology Research Institute. From 2014 to 2015, he was general secretary of party committee and general secretary of discipline inspection committee, chairman of the supervisory committee and deputy head of Xi'an Microelectronics Technology Research Institute. Mr. Li acted as general secretary of party committee and deputy head of Xi'an Microelectronics Technology Research Institute, which is a shareholder of the controlling shareholder of the Company (Zhongxingxin) from 2015 to January 2019. Mr. Li has been Chairman and Executive Director of the Company since June 2018. Mr. Li has rich experience in practice and management in the electronics industry.

**Mr. Xu Ziyang (徐子陽)**, male, born in 1972, graduated from University of Electronic Science and Technology of China with a bachelor's degree in engineering majoring in physical electronics technology in 1994. Mr. Xu joined the Company in 1998, and served successively as programmer and section chief of GSM product line development department of Nanjing Research and Development Center, head of PS development department, deputy general manager of core network in product line, and general manager of core network in product line of the Company, from 1998 to 2011. From 2011 to 2013, Mr. Xu acted as general manager of MKT Fourth Branch of the Company in charge of European and United States systems products. From 2014 to 2016, Mr. Xu acted as general manager of ZTE Services Deutschland GmbH, a subsidiary of the Company. From 2016 to July 2018, Mr. Xu acted concurrently as assistant to the President of the Company and product general manager of the CCN core network product line products of wireless operation department of the Company; From August 2018 to September 2020, Mr. Xu acted as Chairman of ZTE Microelectronics Technology Company Limited, a subsidiary of the Company. Since July 2018 Mr. Xu has been the President of the Company, and he has been Executive Director of the Company since August 2018. Mr. Xu has many years of operational and management experience in the telecommunication industry.

**Mr. Li Buqing (李步青)**, male, born in 1972, graduated from Jiangxi University of Finance & Economics with a bachelor's degree in economics majoring in financial accounting in 1994, and currently holds the professional title of senior economist. From 1994 to 2001, Mr. Li worked in Shenzhen Aerospace Guangyu Industrial Company Limited. From 2001 to 2009, Mr. Li served successively as deputy general manager and general manager of Shenzhen Zhenfeng Industry Limited. From 2009 to 2012, Mr. Li served as deputy general manager of Shenzhen Aerospace Real Estate Development Co., Ltd. From 2011 to 2017, Mr. Li worked as general manager and chairman of Shenzhen Aerospace Real Estate Consultation Co., Ltd. Since 2015, Mr. Li has successively acted as deputy chief economist, director and chief accountant of CASIC Shenzhen (Group) Company Limited, which is an indirect shareholder of Zhongxingxin. Since 2016, Mr. Li has successively acted as deputy chief economist and chief accountant of Shenzhen Aerospace Industrial Technology Research Institute Limited, which is an indirect shareholder of Zhongxingxin. From 2015 to 2018, Mr. Li concurrently acted as chairman of Nanjing Aerospace Yinshan Electronic Co., Ltd. From 2017 to 2018, Mr. Li concurrently acted as chairman of Aerospace Science & Industry Europe Co., Ltd. From 2017 to 2020, he successively concurrently served as director and supervisor of HT-Hysa Security Technology Engineering Co., Ltd. From 2017 to 2020, he concurrently served as director of Shenzhen Aerospace Guangyu Industrial Company Limited. Since 2017, he has concurrently served as chairman of Shenzhen Aerospace Liye Industry Development Co., Ltd. and director of Shenzhen Aerospace Property Management Co., Ltd. Since 2018, he has concurrently served as director of Shenzhen Zhongxing Information Company Limited. Since 2021, he has concurrently served as director of Shenzhen Hangxin Property Management Co., Ltd. Mr. Li has been Non-executive Director of the Company since June 2018. Mr. Li has rich experience in management and operations.

**Mr. Gu Junying (顧軍營)**, male, born in 1967, graduated from the Department of Aerospace Engineering of Shenyang Institute of Aeronautical Industry with a bachelor's degree in engineering majoring in aircraft manufacturing in 1989 and from Beijing Institute of Technology with a master's degree in industrial engineering majoring in management engineering in 2002, and currently holds the professional title of researcher. From 1989 to 2003, Mr. Gu served successively as process technician, workshop director, division chief, deputy plant manager, and deputy plant manager and deputy party secretary at Factory 211. From 2003 to 2009, Mr. Gu served successively as head of human resources department/head of party committee work department, head of manager department and assistant to general manager of China Aerospace Times Electronics Limited. From June 2008 to December 2008, Mr. Gu also concurrently acted as general manager of Aerospace Times Real Estate Development Limited. From 2009 to January 2019, Mr. Gu served as assistant to the dean of China Aerospace Electronics Technology Research Institute, which is an

indirect shareholder of Zhongxingxin, and concurrently acted as director of China Times Prospect Technology Co., Ltd. From 2009 to 2017, Mr. Gu successively concurrently acted as general manager of China Times Prospect Technology Co., Ltd., chairman of Beijing Huafeng Test & Control Co., Ltd., chairman of Beijing Aerospace Sed Technology Development Co., Ltd. and vice chairman of Aerospace Electric Group Co., Ltd. From 2017 to September 2018, Mr. Gu acted as chairman of Aerospace IoT Technology Co., Ltd. From 2017 to January 2019, Mr. Gu acted as vice president of China Aerospace Times Electronics Co., Ltd. (a company listed on the Shanghai Stock Exchange). Since June 2018, Mr. Gu has been Executive Director of the Company, and he has been Executive Vice President of the Company since July 2018. Mr. Gu has rich experience in management and operations.

**Mr. Zhu Weimin (諸為民)**, male, born in 1966, graduated from the Department of Electronic Engineering of Shanghai Jiaotong University with a bachelor's degree in engineering majoring in electronic engineering in 1988 and obtained an MBA degree from China Europe International Business School in Shanghai in 2003. Mr. Zhu served successively as a technician and deputy head of Suzhou Dongfeng Communication Equipment Factory Research Institute from 1988 to 1991; research engineer and deputy director of the development department of Shenzhen Zhongxing Semiconductor Co., Ltd. from 1991 to 1993; research engineer of Zhongxingxin and head of Nanjing Research Institute of Zhongxingxin from 1993 to 1997. Mr. Zhu served as Director and deputy general manager of the Company from 1997 to 2000; deputy general manager of Zhongxingxin from 2002 to 2003; general manager of Shenzhen Changfei Investment Co., Ltd. from 2004 to 2013; and director of Shenzhen Jufei Optoelectronics Co., Ltd. (a company listed on the Shenzhen Stock Exchange in 2012) from 2009 to 2015. Mr. Zhu has served as director of Shenzhen Techaser Technologies Co., Ltd. since 2008 (concurrently acted as advisor from 2013 to 2018); and chairman/ director of Shenzhen Zhongxing International Investment Co., Ltd. and its certain subsidiaries since 2018. At present, he is concurrently serving as director of Zhongxingxin, Shenzhen Zhongxing WXT Equipment Company Limited, Shenzhen Xinyu Tengyue Electronics Co., Ltd. and Hainan Xinghang Technology Co., Ltd. Mr. Zhu has been Non-executive Director of the Company since June 2018. Mr. Zhu has rich experience in management and operations.

**Ms. Fang Rong (方榕)**, female, born in 1964, graduated from Nanjing Institute of Posts and Telecommunications (now known as Nanjing University of Posts and Telecommunications) in 1987 with a bachelor's degree in engineering, majoring in telecommunications engineering. From 1987 to 1995, Ms. Fang worked at Wuhan Posts and Telecommunications and Science Research Institute under the Ministry of Posts and Telecommunications. She worked in Zhongxingxin from 1995 to 1997; and worked in the Company from 1997 to 2009, acting as Senior Vice President of the



Company from 1998 to 2009. Since 2009, she has been director and executive vice president of Zhongxing Development Company Limited, director of Shenzhen ZTE International Investment Limited, director of Beijing United ZTE international Investment Limited. Since 2021, she has been chairman of Xiazhi Technology Company Limited. She concurrently served as director of certain subsidiaries and investees of Zhongxing Development Company Limited. Ms. Fang has been Non-executive Director of the Company since June 2018. Ms. Fang has many years of operational and management experience in the telecommunication industry.

**Ms. Cai Manli (蔡曼莉)**, female, born in 1973, graduated from Renmin University of China with a bachelor's degree in economics majoring in accounting in 1998 and obtained a master's degree in management from Central University of Finance and Economics in 2006. She is a certified public accountant and certified tax agent of the PRC. From 2002 to 2015, Ms. Cai was involved in regulatory governance of listed companies at CSRC, holding successively the positions of deputy chief of the M&A Governance Office II and chief of the M&A Governance Office I while also serving as the leader of the accounting and evaluation group at the Department for the Governance of Listed Companies. Formerly, she acted as general manager of HEYI Rising Assets Management Co., Ltd., independent director of Beijing Yadii Media Co., Ltd., Sf Diamond Co., Ltd. (a company listed on the Shenzhen Stock Exchange) and Hubei Radio & Television Information Network Co., Ltd. (a company listed on the Shenzhen Stock Exchange). Since 2015, she has been senior advisor at King & Wood Mallesons. Since 2016, she has been concurrently external supervisor of Sichuan Xinwang Bank Co., Ltd. Since November 2018, she has been independent director of Shanghai Flyco Electrical Appliance Co., Ltd. (a company listed on the Shanghai Stock Exchange). Since June 2019, she has been independent director of New Hope Liuhe Co., Ltd. (a company listed on the Shenzhen Stock Exchange). Since December 2020, she has been independent director of Kuangshi Technology Co., Ltd. Since March 2021, she has been independent director of Guangzhou Jifei Technology Co., Ltd. Ms. Cai has been Independent Non-executive Director of the Company since June 2018. Ms. Cai has rich experience in consultation and equity investments relating to capital markets.

**Mr. Gordon Ng (吳君棟)**, male, born in 1964, graduated with a bachelor's degree in microbiology and biochemistry in 1987 and further obtained a master's degree in intellectual property rights in 1988 from the University of London. He is a solicitor admitted in England and Wales and in Hong Kong. Mr. Ng has been the head of the Corporate Finance / Capital Markets Department at the Hong Kong Office of Dentons, an international law firm, since July 2013. He is currently an independent non-executive director of China Energin International (Holdings) Limited (a company listed on The Stock Exchange of Hong Kong Limited) and Mainland Headwear Holdings Limited (a company listed on The Stock Exchange of Hong Kong Limited), respectively. Mr. Ng has been Independent Non-executive Director of the Company since June 2018. Mr. Ng brings with him extensive experience in corporate listing and merger and acquisition.

**Zhuang Jiansheng**, male, born in 1965. Mr. Zhuang graduated from East China University of Political Science and Law with a bachelor's degree in law in 1988, and obtained a master's degree in international and economic law from the University of International Business and Economics in 1991. Mr. Zhuang has been admitted as a PRC Attorney. Mr. Zhuang worked in Shanghai WGQ Free Trade Zone Development Corporation, Shanghai WGQ Free Trade Zone United Development Co. Ltd., PricewaterhouseCoopers Consulting Firm, and Baker & McKenzie LLP in the United States. Mr. Zhuang has been the advisory partner of Shanghai Huiye Law Firm with respect to the business of trade compliance and customs since January 2016. Mr. Zhuang has been Independent Non-executive Director of the Company since June 2020. Mr. Zhuang has extensive experience in the laws and practices in areas like international trade compliance, corporate regulatory matters, customs & tax laws.

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APPENDIX III      BRIEF BIOGRAPHIES OF THE CANDIDATES FOR SHAREHOLDERS'  
REPRESENTATIVE SUPERVISORS OF THE NINTH SESSION OF THE  
SUPERVISORY COMMITTEE

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**Jiang Mihua**, female, born in 1976. Ms. Jiang graduated from Shenzhen University in July 1999 with a bachelor's degree in Economics majoring in international accounting and holds the title of senior accountant. From July 1999 to October 2007, Ms. Jiang worked successively as the accountant, deputy manager of the finance department at Shenzhen Qiaoshe Industrial Corporation; from October 2007 to August 2011, she was finance manager of Shenzhen Port CTS Company Limited; from August 2011 to May 2013, she was assistant financial controller at Shenzhen Pengai Hospital Investment Management Company Limited; from May 2013 to June 2020, she acted as chief financial officer of Shenzhen Caimeng Technology Company Limited; from September 2020 to March 2021, she was general manager of Shenzhen Chengyian Machinery and Equipment Company Limited; from April 2021 to January 2022, she served as chief accountant of Shenzhen Aerospace Guangyu Industrial Company Limited; since January 2022, she has been deputy head (operations) of the finance department of Shenzhen Aerospace Industrial Technology Research Institute Limited, which is an indirect shareholder of the controlling shareholder of the Company (Zhongxingxin). Ms. Jiang brings with her a wealth of experience in financial operations and management.

**Hao Bo**, male, born in 1989. Mr. Hao graduated from Wuhan University with a bachelor's degree in Economics in 2010 and a doctorate degree in Management in 2015. From July 2015 to March 2019, Mr. Hao worked in various capacities including investment director at the Investment Management Department of the Company, during which he also served as director / supervisor of certain subsidiaries of the Company; since March 2019 he has acted as head of the strategic planning department to Zhongxingxin, amongst others. Since December 2020, Mr. Hao has been appointed as tutor for postgraduate students at Zhongnan University of Economics and Law and Wuhan University; Mr. Hao is currently director / supervisor of certain subsidiaries of Zhongxingxin. Mr. Hao brings with him a wealth of experience in financial operations and investment management.

**I. Interests of the Candidates for Directors and the Candidates for Supervisors**

As at the date of this announcement, the interests and short position of the Candidates for Directors and the Candidates for Supervisors in any shares, underlying shares or debentures of the Company or any of its associated corporations (within the meaning of Part XV of the SFO) were as follows:

Name	Number of shares or share options held	Class of shares or share options
<b>Candidates for Directors</b>		
Li Zixue	180,000 share options	2020 share options of A shares of the Company
Xu Ziyang	84,000 shares	A shares of the Company
	84,000 share options	2017 share options of A shares of the Company
	180,000 share options	2020 share options of A shares of the Company
Li Buqing	50,000 share options	2020 share options of A shares of the Company
Gu Junying	180,000 share options	2020 share options of A shares of the Company
Zhu Weimin	50,000 share options	2020 share options of A shares of the Company
Fang Rong	50,000 share options	2020 share options of A shares of the Company

Save as disclosed above, as at the date of this announcement, none of the Candidates for Directors and the Candidates for Supervisors had any interest or short position in the shares, underlying shares or debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) that is required to be recorded in the register to be kept under Section 352 of the SFO, or otherwise notified to the Company and SEHK pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers as set out in Appendix 10 to the Hong Kong Listing Rules.

As at the date of this announcement, none of the Candidates for Directors and the Candidates for Supervisors, or their respective spouses or children under the age of 18 had been granted or had exercised any rights to subscribe for the share capital or debentures of the Company or its associated corporations.

**II. Positions held with the Company or other members of the Group**

As at the date of this announcement, the following Candidates for Directors held positions as directors or employees in the Company or other members of the Group:

Name	Name of the company	Position
<b>Candidates for Directors</b>		
Li Zixue	ZTE Corporation	Chairman, Executive Director
Xu Ziyang	ZTE Corporation	Executive Director, President
Li Buqing	ZTE Corporation	Non-Executive Director
Gu Junying	ZTE Corporation	Executive Director, Executive Vice President
Zhu Weimin	ZTE Corporation	Non-Executive Director
Fang Rong	ZTE Corporation	Non-Executive Director
Cai Manli	ZTE Corporation	Independent Non-Executive Director
Gordon Ng	ZTE Corporation	Independent Non-Executive Director
Zhuang Jiansheng	ZTE Corporation	Independent Non-Executive Director

Save as disclosed above, none of the Candidates for Directors and the Candidates for Supervisors held positions in the Company or other members of the Group.

### **III. Relationship with substantial or controlling shareholder, other Directors, Supervisors and senior management of the Company**

As at the date of this announcement, the following Candidates for Directors and Candidates for Supervisors are also the directors or employees of companies which are substantial or controlling shareholders of the Company:

Name	Name of Shareholders	Position with Shareholders
<b>Candidates for Directors</b>		
Li Buqing	Shenzhen Aerospace Industrial Technology Research Institute Limited (indirect shareholder of Zhongxingxin)	Chief accountant
	CASIC Shenzhen (Group) Company Limited (indirect shareholder of Zhongxingxin)	Director, Chief accountant
Zhu Weimin	Zhongxingxin	Director
	Shenzhen Zhongxing WXT Equipment Company Limited (shareholder of Zhongxingxin)	Director
<b>Candidates for Supervisors</b>		
Jiang Mihua	Shenzhen Aerospace Industrial Technology Research Institute Limited (indirect shareholder of Zhongxingxin)	Deputy head of the finance department
Hao Bo	Zhongxingxin	Head of the strategy planning department

Save as disclosed above, none of the Candidates for Directors and the Candidates for Supervisors had any relationship with substantial or controlling shareholder, any Director, Supervisor and senior management of the Company.

### **IV. Service agreements and emoluments**

Upon election, each of the elected Supervisors will enter into a service contract with the Company. The term of office of the Supervisors is three years, which shall

commence from the date on which the appointment is approved by the general meeting. The Supervisors do not receive supervisor allowance.

Upon election, each of the elected Directors will enter into a service contract with the Company. The term of office of the Directors is three years, which shall commence from the date on which the appointment is approved by the general meeting, except that the term of office of the Ms. Cai Manli and Mr. Gordon Ng will commence on the date on which the appointment is approved by the general meeting and expire on 28 June 2024. According to the service contract, Non-independent Directors who do not otherwise hold any positions at the Company shall each receive an annual fee of RMB200,000 (before tax) from the Company in accordance with the rates for Non-independent Directors' allowance being approved at the general meeting. Independent Non-executive Directors shall each receive an annual fee of RMB400,000 (before tax) from the Company in accordance with the rates for independent Non-executive Directors' allowance being approved at the general meeting. Directors' personal income tax payable on Directors' allowance shall be withheld and paid by the Company on behalf of the Directors concerned. Other Non-independent Directors, whose remunerations are paid in accordance with the remuneration and performance appraisal administration methods of the Company, do not receive Non-independent Directors' allowance.

#### **V. Directorships held at other listed companies and other major appointments and professional qualifications**

Save as disclosed in this announcement, none of the Candidates for Directors and the Candidates for Supervisors has held any directorship in any other listed companies or other major appointments or professional qualifications in the past three years.

#### **VI. Others**

Save as disclosed in this announcement, as at the date of this announcement, so far as the Directors of the Company are aware, there were no other matters, information required to be disclosed under Rule 13.51(2) (h) to (v) of the Hong Kong Listing Rules in relation to the Candidates for Directors and the Candidates for Supervisors in particular, that need to be brought to the attention of the shareholders of the Company.