

*Hong Kong Exchanges and Clearing Limited and The Stock Exchange of Hong Kong Limited take no responsibility for the contents of this announcement, make no representation as to its accuracy or completeness and expressly disclaim any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this announcement.*

**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 on Undertaking in respect of not Committing New Funds**  
**into the Quasi-financial Business (類金融業務)**

*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 is true, accurate and complete and that there is no false and misleading statement or material omission in this announcement.*

Regarding the matters in relation to the non-public issuance of A shares by ZTE Corporation (the “Company”), the Company hereby gives the following undertaking in accordance with the pertinent requirements set out in the “Answers to Certain Questions on Refinancing Business” (《再融資業務若干問題解答》) published by the China Securities Regulatory Commission (the “CSRC”):

If the non-public issuance of A shares is approved by the competent authorities, including the CSRC and is implemented, prior to the utilisation in full of proceeds from the non-public issuance of A shares or within 36 months from the date of receipt of the issue proceeds, the Company shall not commit new funds into the quasi-financial business (類金融業務) (including fund commitments in various forms such as capital increase, loans and guarantees, among others).

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

Shenzhen, the PRC  
7 August 2019

*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, Yuming Bao, Gordon Ng.*