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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: 00763)

Announcement on Resolutions of the 2024 Annual General Meeting

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

The 2024 Annual General Meeting (the “AGM”) of ZTE Corporation (the “Company”) was held by way of a combination of on-site voting and online voting on 28 March 2025. Details in respect of the resolutions and voting results of the AGM are as follows:

I. IMPORTANT NOTICE

1. The Resolution 15.01 “That Mr. Li Zixue be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company” has not been approved by voting.
2. There were no changing resolutions approved by previous general meetings in the AGM.

II. INFORMATION REGARDING THE CONVENING OF THE AGM

(I) Date and time

1. On-site meeting commenced at 3:00 p.m. on Friday, 28 March 2025.
2. Online voting by A shareholders was conducted on 28 March 2025 during the following time slots:

Online voting through the trading system of the Shenzhen Stock Exchange: from 9:15 a.m. to 9:25 a.m., from 9:30 a.m. to 11:30 a.m. and from 1:00 p.m. to 3:00 p.m. on 28 March 2025; online voting on the internet voting system (<http://wltp.cninfo.com.cn>) was conducted any time during the period from 9:15 a.m. to 3:00 p.m. on 28 March 2025.

(II) Venue

The on-site meeting was held at the 4th floor of A Wing of the Company’s headquarters in Shenzhen.

(III) Voting method

1. A shareholders voted through:

- on-site voting, including attendance and voting in person or authorisation of proxies to attend and vote by completing and returning the relevant proxy form; or
- online voting on the internet voting platform provided for A shareholders by the Company via the trading system of the Shenzhen Stock Exchange and the internet voting system. A shareholders have voted online via the aforesaid systems within the timeframes set out in (I) of this section.

2. H shareholders voted through:

- on-site voting, including attendance and voting in person or authorisation of proxies to attend and vote by completing and returning the relevant proxy form.

(IV) Convener

The AGM was convened by the Board of Directors of the Company.

(V) Chairman of the AGM

Mr. Li Zixue, the Chairman of the Board of Directors of the Company, presided over the AGM.

(VI) The convening of the AGM complied with the relevant provisions of relevant laws, administrative regulations and departmental rules including the Company Law of the People's Republic of China, the Rules Governing the Listing of Stocks on The Shenzhen Stock Exchange (the "Shenzhen Listing Rules"), the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "Hong Kong Listing Rules") and the Articles of Association of ZTE Corporation (the "Articles of Association"), and was legal and valid.

III. INFORMATION REGARDING ATTENDANCE AT THE AGM

On the record date of the AGM (i.e., 20 March 2025), shares entitling the shareholder to attend and vote on all the resolutions at the AGM are 4,783,534,887 shares, comprising 4,028,032,353 A shares and 755,502,534 H shares.

4,572 shareholders (or proxies) held 1,436,757,664 shares or 30.04% of the total number of shares carrying voting rights at the AGM of the Company. Of which 4,564 shareholders (or proxies) each interested in less than 5% of the Company's shares (not including Directors, Supervisors and senior management of the Company, hereinafter the same) held 477,008,772 shares or 9.97% of the total number of shares carrying voting rights at the AGM of the Company. There were no shares in the Company which entitled its holders to attend the AGM but for which they were required to abstain from voting in favour of the resolutions under Rule 13.40 of the Hong Kong Listing Rules. There were no shareholders who were required to abstain from voting in respect of the resolutions tabled at the AGM in accordance

with the Shenzhen Listing Rules and the Hong Kong Listing Rules.

Comprising:

(1) Attendance of holders of A shares

4,570 A shareholders (or proxies) holding 1,342,496,916 shares or 33.33% of the total number of A shares carrying voting rights of the Company participated in the on-site meeting and online voting of the AGM.

Of which: 23 A shareholders (or proxies) holding 1,029,466,141 shares or 25.56% of the total number of A shares carrying voting rights of the Company attended the on-site meeting; and 4,547 A shareholders holding 313,030,775 shares or 7.77% of the total number of A shares carrying voting rights of the Company participated in the online voting.

(2) Attendance of holders of H shares

2 H shareholders (or proxies) holding 94,260,748 shares or 12.48% of the total number of H shares carrying voting rights of the Company attended the on-site meeting of the AGM.

All Directors, Supervisors and senior management of the Company attended the AGM. The witnessing lawyers and the auditors of the Company attended the AGM.

IV. CONSIDERATION OF AND VOTING OF RESOLUTIONS

1. Voting results

The AGM was held by way of a combination of on-site voting and online voting. The Resolution 15.01 “That Mr. Li Zixue be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company” has not been approved by voting. All the other resolutions except Resolution 15.01 has been approved (of which the ordinary resolutions were approved by votes representing over half of the voting rights held by shareholders attending the AGM; and all the special resolutions were approved by votes representing more than two-thirds of the voting rights held by shareholders attending the AGM). Voting results are as follows:

No.	Matters considered	Class of shares	For		Against		Abstain	
			Number of votes	Percentage	Number of votes	Percentage	Number of votes	Percentage
Ordinary Resolutions (10 resolutions)								
1.00	2024 Annual Report (including 2024 financial report of the Company audited by the Auditor)	Total	1,433,111,745	99.7462%	1,881,739	0.1310%	1,764,180	0.1228%
		Of which: shareholders each interested in less than 5% of the Company’s shares attending the AGM	473,362,853	99.2357%	1,881,739	0.3945%	1,764,180	0.3698%
		A shares	1,339,110,477	99.7478%	1,880,939	0.1401%	1,505,500	0.1121%
		H shares	94,001,268	99.7247%	800	0.0008%	258,680	0.2744%
2.00	2024 Working Report	Total	1,433,038,844	99.7412%	2,024,339	0.1409%	1,694,380	0.1179%

No.	Matters considered	Class of shares	For		Against		Abstain	
			Number of votes	Percentage	Number of votes	Percentage	Number of votes	Percentage
	of the Board of Directors	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	473,289,952	99.2204%	2,024,339	0.4244%	1,694,380	0.3552%
		A shares	1,339,037,677	99.7423%	2,023,539	0.1507%	1,435,700	0.1069%
		H shares	94,001,167	99.7247%	800	0.0008%	258,680	0.2744%
		Total	1,433,019,544	99.7398%	2,037,039	0.1418%	1,700,980	0.1184%
3.00	2024 Working Report of the Supervisory Committee	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	473,270,652	99.2164%	2,037,039	0.4270%	1,700,980	0.3566%
		A shares	1,339,018,377	99.7409%	2,036,239	0.1517%	1,442,300	0.1074%
		H shares	94,001,167	99.7247%	800	0.0008%	258,680	0.2744%
		Total	1,432,974,944	99.7367%	2,262,139	0.1574%	1,520,480	0.1058%
4.00	2024 Working Report of the President	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	473,226,052	99.2070%	2,262,139	0.4742%	1,520,480	0.3188%
		A shares	1,338,973,777	99.7376%	2,261,339	0.1684%	1,261,800	0.0940%
		H shares	94,001,167	99.7247%	800	0.0008%	258,680	0.2744%
		Total	1,432,926,444	99.7333%	1,955,639	0.1361%	1,875,480	0.1305%
5.00	Final Financial Accounts for 2024	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	473,177,552	99.1968%	1,955,639	0.4100%	1,875,480	0.3932%
		A shares	1,338,925,277	99.7340%	1,954,839	0.1456%	1,616,800	0.1204%
		H shares	94,001,167	99.7247%	800	0.0008%	258,680	0.2744%
		Total	1,433,787,024	99.7932%	2,184,339	0.1520%	786,200	0.0547%
6.00	Proposal of Profit Distribution for 2024	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	474,038,132	99.3773%	2,184,339	0.4579%	786,200	0.1648%
		A shares	1,339,529,177	99.7789%	2,183,539	0.1626%	784,200	0.0584%
		H shares	94,257,847	99.9970%	800	0.0008%	2,000	0.0021%
		Total	1,429,596,424	99.5016%	6,055,439	0.4215%	1,105,700	0.0770%
7.00	Resolution on the Feasibility Analysis of Hedging Derivatives Trading and the Application for Trading Limits for 2025	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	469,847,532	98.4987%	6,055,439	1.2695%	1,105,700	0.2318%
		A shares	1,335,338,577	99.4668%	6,054,639	0.4510%	1,103,700	0.0822%
		H shares	94,257,847	99.9970%	800	0.0008%	2,000	0.0021%
		Total	1,427,920,543	99.3849%	7,890,320	0.5492%	946,700	0.0659%
8.00	Resolution on Proposed Application of Internal Funds in Entrusted Fund Management for 2025	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	468,171,651	98.1474%	7,890,320	1.6541%	946,700	0.1985%
		A shares	1,334,195,477	99.3816%	7,356,739	0.5480%	944,700	0.0704%
		H shares	93,725,066	99.4318%	533,581	0.5661%	2,000	0.0021%
		Total	1,348,600,533	93.8642%	86,717,620	6.0356%	1,439,410	0.1002%
9.00	Resolution on the	Total	1,348,600,533	93.8642%	86,717,620	6.0356%	1,439,410	0.1002%

No.	Matters considered	Class of shares	For		Against		Abstain	
			Number of votes	Percentage	Number of votes	Percentage	Number of votes	Percentage
	Provision of Guarantee Limits for Subsidiaries for 2025	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	388,851,641	81.5188%	86,717,620	18.1795%	1,439,410	0.3018%
		A shares	1,304,195,531	97.1470%	36,863,975	2.7459%	1,437,410	0.1071%
		H shares	44,405,002	47.1087%	49,853,645	52.8891%	2,000	0.0021%
		Total	1,421,746,170	98.9552%	13,800,693	0.9605%	1,210,700	0.0843%
10.00	Resolution on the Appointment of the Auditor for 2025	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	461,997,278	96.8530%	13,800,693	2.8932%	1,210,700	0.2538%
		A shares	1,336,988,815	99.5897%	4,299,401	0.3203%	1,208,700	0.0900%
		H shares	84,757,355	89.9181%	9,501,292	10.0798%	2,000	0.0021%
		Total	1,421,746,170	98.9552%	13,800,693	0.9605%	1,210,700	0.0843%
Special Resolution (1 resolution)								
11.00	Resolution on the Proposed Application for Consolidated Registration for Issuance of Multiple Types of Debt Financing Instruments for 2025	Total	1,333,458,377	92.8103%	102,015,046	7.1004%	1,284,140	0.0894%
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	373,709,485	78.3444%	102,015,046	21.3864%	1,284,140	0.2692%
		A shares	1,305,432,445	97.2391%	35,782,331	2.6654%	1,282,140	0.0955%
		H shares	28,025,932	29.7324%	66,232,715	70.2655%	2,000	0.0021%
Ordinary Resolution (1 resolution)								
12.00	Resolution on the Authorization to Purchase Directors' and Senior Management's Liability Insurance	Total	1,428,224,064	99.4061%	6,963,507	0.4847%	1,569,992	0.1093%
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	468,475,172	98.2110%	6,963,507	1.4598%	1,569,992	0.3291%
		A shares	1,334,957,765	99.4384%	6,227,839	0.4639%	1,311,312	0.0977%
		H shares	93,266,299	98.9451%	735,668	0.7805%	258,680	0.2744%
Special Resolutions (2 resolutions)								
13.00	Resolution on the Application for General Mandate of the Issuance of Shares for 2025	Total	1,322,630,289	92.0566%	113,076,762	7.8703%	1,050,512	0.0731%
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	362,881,397	76.0744%	113,076,762	23.7054%	1,050,512	0.2202%
		A shares	1,298,502,546	96.7229%	42,945,858	3.1990%	1,048,512	0.0781%
		H shares	24,127,743	25.5968%	70,130,904	74.4010%	2,000	0.0021%
14.00	Resolution on the Application for Mandate of the Repurchase of A Shares for 2025	Total	1,430,631,474	99.5736%	5,372,237	0.3739%	753,852	0.0525%
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	470,882,582	98.7157%	5,372,237	1.1262%	753,852	0.1580%
		A shares	1,337,108,495	99.5986%	4,636,569	0.3454%	751,852	0.0560%
		H shares	93,522,979	99.2174%	735,668	0.7805%	2,000	0.0021%
Ordinary Resolutions (2 resolutions)								
15.00 Resolution on the Re-election of the Board of Directors and the Election of Non-independent Directors for the Tenth Session of the Board of								

No.	Matters considered	Class of shares	For		Against		Abstain	
			Number of votes	Percentage	Number of votes	Percentage	Number of votes	Percentage
Directors (by way of accumulative voting)								
15.01	That Mr. Li Zixue be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company	Total	406,301,233	28.2790%	/			
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	405,492,741	85.0074%				
		A shares	327,108,517	24.3657%				
		H shares	79,192,716	84.0145%				
15.02	That Mr. Xu Ziyang be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company	Total	1,380,372,481	96.0755%	/			
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	420,623,589	88.1794%				
		A shares	1,289,128,558	96.0247%				
		H shares	91,243,923	96.7995%				
15.03	That Mr. Yan Junwu be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company	Total	1,372,140,089	95.5025%	/			
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	412,391,197	86.4536%				
		A shares	1,285,132,445	95.7270%				
		H shares	87,007,644	92.3053%				
15.04	That Ms. Fang Rong be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company	Total	1,366,277,768	95.0945%	/			
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	406,528,876	85.2246%				
		A shares	1,283,791,795	95.6272%				
		H shares	82,485,973	87.5083%				
15.05	That Mr. Zhu Weimin be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company	Total	1,358,654,916	94.5640%	/			
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	398,906,024	83.6266%				
		A shares	1,281,978,174	95.4921%				
		H shares	76,676,742	81.3454%				
15.06	That Mr. Zhang Hong be elected as an Non-independent Director of the Tenth Session of the Board of Directors of the Company	Total	1,359,184,375	94.6008%	/			
		Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	399,435,483	83.7376%				
		A shares	1,282,147,821	95.5047%				
		H shares	77,036,554	81.7271%				
16.00	Resolution on the Re-election of the Board of Directors and the Election of Independent Non-executive Directors for the Tenth Session of the Board of Directors (by way of accumulative voting)							
16.01	That Mr. Zhuang Jiansheng be elected as an Independent Non-executive Director	Total	1,375,985,819	95.7702%	/			
		Of which: shareholders each interested in less than 5% of the Company's	416,236,927	87.2598%				

No.	Matters considered	Class of shares	For		Against		Abstain	
			Number of votes	Percentage	Number of votes	Percentage	Number of votes	Percentage
	of the Tenth Session of the Board of Directors of the Company	shares attending the AGM						
		A shares	1,288,462,149	95.9751%				
		H shares	87,523,670	92.8527%				
		Total	1,381,549,186	96.1574%				
16.02	That Mr. Wang Qinggang be elected as an Independent Non-executive Director of the Tenth Session of the Board of Directors of the Company	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	421,800,294	88.4261%			/	
		A shares	1,290,139,319	96.1000%				
		H shares	91,409,867	96.9755%				
		Total	1,380,054,994	96.0534%				
16.03	That Mr. Tsui Kei Pang be elected as an Independent Non-executive Director of the Tenth Session of the Board of Directors of the Company	Of which: shareholders each interested in less than 5% of the Company's shares attending the AGM	420,306,102	88.1129%			/	
		A shares	1,290,439,649	96.1224%				
		H shares	89,615,345	95.0718%				
		Total	1,380,054,994	96.0534%				

For the details of the resolutions, please refer to Circular of the 2024 Annual General Meeting dated 7 March 2025, Proposed Re-election and Appointment of Directors of the Tenth Session of the Board dated 11 March 2025 and SUPPLEMENTARY NOTICE OF THE 2024 ANNUAL GENERAL MEETING dated 13 March 2025.

The Company appointed Computershare Hong Kong Investor Services Limited (the H share registrar of the Company), the witnessing lawyers, two shareholder representatives and two supervisor representatives to act as scrutineers for vote-taking at the AGM.

2. Other explanations

Qualification and independence for the Independent Non-executive Directors have been approved by Shenzhen Stock Exchange without dissent for the record and examination.

In accordance with the “Management Regulations of Independent Directors in Listed Companies”(《上市公司獨立董事管理办法》) issued by the China Securities Regulatory Commission 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 Independent Non-executive Directors of the Tenth Session of the Board of Directors of Mr. Zhuang Jiansheng, who has been Independent Non-executive Directors of the Company since 19 June 2020, will commence on 28 March 2025 and end on 18 June 2026. The term of office

of other Directors of the Tenth Session of the Board of Directors is three years, commencing on 28 March 2025 and ending on 27 March 2028.

V. LEGAL OPINION BY LAWYERS

1. Name of Law Firm: Beijing Jun He Law Offices (Shenzhen Office)

2. Name of Lawyers: Wei Wei and Huang Wei

3. Conclusive opinion:

Beijing Jun He Law Offices (Shenzhen Office) is of the view that matters relating to the convening and holding procedures, qualifications of the attendees on-site and the convener and the voting procedures of the 2024 Annual General Meeting are in compliance with relevant provisions of laws and regulations of the People's Republic of China, and of the Articles of Association, and the "Resolutions of the 2024 Annual General Meeting of ZTE Corporation" approved at the AGM were legal and valid.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions of the 2024 Annual General Meeting of ZTE Corporation;

2. Legal opinion of Beijing Jun He Law Offices (Shenzhen Office) on the 2024 Annual General Meeting of ZTE Corporation.

By Order of the Board
Ding Jianzhong
Company Secretary

Shenzhen, the PRC
28 March 2025

As at the date of this announcement, the Board of Directors of the Company comprises non-independent directors Xu Ziyang, Yan Junwu, Fang Rong, Zhu Weimin, Zhang Hong; and independent non-executive directors, Zhuang Jiansheng, Wang Qinggang, Tsui Kei Pang.