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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 IN RELATION TO THE RECEIPT OF APPROVAL  
FROM THE CHINA SECURITIES REGULATORY COMMISSION  
FOR THE NON-PUBLIC ISSUANCE OF A SHARES**

*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.*

References are made to the announcements of ZTE Corporation (the “Company”) respectively dated 31 January 2018, 1 February 2018, 28 March 2018, 10 April 2018, 29 October 2018, 19 November 2018, 17 January 2019, 23 January 2019, 25 February 2019, 20 March 2019, 5 August 2019, 7 August 2019 and 22 August 2019 and the circulars of the Company dated 2 March 2018 and 28 February 2019 in relation to, amongst others, the proposed non-public issuance of A shares and the approval by the Issuance Examination and Verification Committee of the China Securities Regulatory Commission (the “CSRC”) on application for non-public issuance of A shares.

On 21 October 2019, the Company received the “Approval in Relation to the Non-public Issuance of Shares by ZTE Corporation” (Zheng Jian Xu Ke [2019] No. 1904) from the CSRC (《關於核准中興通訊股份有限公司非公開發行股票的批復》(證監許可〔2019〕1904號)) (the “Approval”), the main contents of which are set out as follows:

1. The Company’s non-public issuance of not more than 686,836,019 new shares has been approved.
2. The share issuance shall be implemented strictly in accordance with the application documents submitted to the CSRC by the Company.
3. The Approval shall remain valid for six months from the date of approval of the issuance.

4. In the event that any material event happens to the Company during the period from the date of approval of the issuance to completion of the share issuance, the Company shall promptly report to the CSRC and handle it in accordance with the relevant requirements.

The Board of Directors of the Company will handle matters relating to the Non-public Issuance of A Shares in accordance with the requirements of the Approval and the authorization of the general meeting of the Company within the prescribed period, and fulfill its information disclosure obligations in a timely manner.

Contact methods for the issuer and sponsor (lead underwriter) of the Non-public Issuance of A Shares are set out as follows:

1. Issuer: ZTE Corporation

Contact persons: Li Wenbin, Zhu Borui

Telephone number: 0755-26770282

Email address: IR@zte.com.cn

2. Sponsor (lead underwriter): China Securities Co., Ltd.

Sponsor representatives: Wu Chunlei, Qiu Ronghui

Contact person: Capital Market Division

Telephone numbers: 010-85130381、010-86451024

Email addresses: duyic@csc.com.cn、liumingbj@csc.com.cn

By Order of the Board

**Li Zixue**

*Chairman*

Shenzhen, the PRC

21 October 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.*