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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)**

**Overseas Regulatory Announcement  
Announcement on Preliminary Disclosure of Disposal of Shares  
by Part of Senior Management**

*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.*

*Mr. Wang Xiyu, Executive Vice President of the Company, and Ms. Li Ying, Executive Vice President and Chief Financial Officer of the Company, confirm that all information provided to the Company is true, accurate and complete and that there is no false and misleading statement or material omission.*

*The Company and all the members of the Board of Directors confirm that the contents of this announcement are consistent with the information provided by the responsible party for information disclosure.*

**Special reminders:**

Mr. Wang Xiyu, Executive Vice President of the Company, holds 87,466 A shares, accounting for 0.0019% of the total share capital of the Company. Mr. Wang Xiyu proposes to reduce his A shares by way of centralized bidding for not more than 38,266 shares, accounting for not more than 0.0008% of the total share capital of the Company, within six months after 15 trading days of A shares from the date of this announcement.

Ms. Li Ying, Executive Vice President and Chief Financial Officer of the Company, holds 54,600 A shares, accounting for 0.0012% of the total share capital of the Company. Ms. Li Ying proposes to reduce her A shares by way of centralized bidding for not more than 23,887 shares, accounting for not more than 0.0005% of the total share capital of the Company, within six months after 15 trading days of A shares from the date of this announcement.

On 4 December 2020, ZTE Corporation (the “Company”) received the “Notice of Plan to Dispose of Shares” from Mr. Wang Xiyu, Executive Vice President and Ms. Li Ying, Executive Vice President and Chief Financial Officer of the Company. Mr. Wang Xiyu and Ms. Li Ying plan to reduce part of A shares of the Company. Details of the disposal plan are set out as follows:

**I. General information on the shareholder**

No.	Name of shareholder	Position	Number of shares	Percentage to the Company's total share capital
1	Wang Xiyu	Executive Vice President	87,466 A shares	0.0019%
2	Li Ying	Executive Vice President and Chief Financial Officer	54,600 A shares	0.0012%

## II. Details of the disposal plan

- Reason for disposal: personal cash requirements.
- Source of the shares: acquired pursuant to the exercise of share options.
- Proposed number of disposal:

No.	Name of shareholder	Proposed number of disposal, not exceed	Percentage to the Company's total share capital of proposed number of disposal, not exceed
1	Wang Xiyu	38,266 A shares	0.0008%
2	Li Ying	23,887 A shares	0.0005%

During the period of the disposal plan, the proposed disposal in terms of number of shares and percentage of shareholdings would be adjusted accordingly in the event of changes in the shareholding by the Company, such as capitalisation issue, or placing. The number of shares to be disposed of each year shall not exceed 25% of the total number of shares of the Company held by Mr. Wang Xiyu and Ms. Li Ying in accordance with the relevant rules on the disposal of shares of directors, supervisors and senior management of listed companies stipulated by laws and regulations.

- Means of disposal: centralized bidding.
- Price range: subject to market prices.
- Period of disposal: within six months after 15 trading days of A shares from the date of this announcement. No disposal shall be conducted during the window periods restricting disposal stipulated by relevant laws and regulations within this period.

## III. Warning on related risks

- Since there is uncertainty relating to the disposal plan, Mr. Wang Xiyu and Ms. Li Ying will decide whether to implement the disposal plan according to the market conditions. The Company will make further announcement(s) to disclose the progress of the proposed disposal in accordance with the relevant requirements.
- The aforesaid disposal plan is not in violation of laws and regulations including the Company Law (《公司法》), the Securities Law (《證券法》), Administrative Measures for the Takeover of Listed Companies (《上市公司收購管理辦法》), Rules Governing the Listing Stocks on the Shenzhen Stock Exchange (《深圳證券交易所股票上市規則》), Guidelines for the Regulated

Operation of Companies Listed on the Shenzhen Stock Exchange (《深圳證券交易所上市公司規範運作指引》), Certain Provisions on the Reduction of Shareholdings by Shareholders, Directors, Supervisors, and Senior Management of Listed Companies (《上市公司股東、董監高減持股份的若干規定》) and Implementation Measures of Shenzhen Stock Exchange on the Reduction of Shareholdings by Shareholders, Directors, Supervisors and Senior Management of Listed Companies (《深圳證券交易所上市公司股東及董事、監事、高級管理人員減持股份實施細則》), as well as requirements of pertinent business rules of the Shenzhen Stock Exchange. The disposal plan has complied with the undertaking disclosed before. Neither Mr. Wang Xiyu nor Ms. Li Ying is the controlling shareholder or de-facto controller of the Company. The implementation of the disposal plan will not result in any change in control of the Company.

#### **IV. Documents for inspection**

“Notice of Plan to Dispose of Shares”

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

Shenzhen, the PRC  
4 December 2020

*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, Zhuang Jiansheng.*