

ZTE中兴

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 OF THE RESOLUTIONS PASSED AT THE TWENTY-FIRST MEETING OF THE THIRD SESSION OF THE BOARD OF DIRECTORS

The Company and all the members of the Board of Directors confirm that the information contained in this announcement is true, accurate and complete and that there are no false and misleading statements or material omissions in this announcement.

ZTE Corporation (hereinafter referred to as the "Company") has issued the "Notice of convening the Twenty-first Meeting of the Third Session of the Board of Directors" to all the Directors of the Company by electronic mail and telephone on 15 January 2007. The twenty-first meeting of the third session of the Board of Directors of the Company (the "Meeting") was convened by way of telecommunications on 24 January 2007. Of the fourteen Directors required to vote at the meeting, all of them cast their votes. The Meeting was convened and held in accordance with the relevant laws, administrative regulations, departmental rules and the Company's Articles of Association, and was legal and valid.

The resolution on rescheduling the First Extraordinary General Meeting for 2007 of the Company was considered and approved at the Meeting as follows.

In view that the Share Incentive Scheme (Phase I) of the Company is currently under review by competent authorities of the State, the Board of Directors of the Company has resolved to reschedule the First Extraordinary General Meeting for 2007 of the Company (the "EGM") to a later date to avoid undue burden for shareholders that would be caused by the convening a series of general meetings in succession. The changes are hereby notified as follows:

1. Time of the EGM: re-scheduled from 9 am, 30 January 2007 to 9 am, 13 March 2007;
2. Registration for the EGM: registration of shareholders during the periods from 4 December to 8 December 2006 and from 4 January to 10 January 2007 shall remain valid while shareholders may continue to register during the period from 12 February to 16 February 2007.
3. The record date shall remain unchanged, i.e. 27 November 2006.
4. Proxy Form: since currently no new resolutions is to be proposed at the EGM, the Proxy Form for the First Extraordinary General Meeting 2006 to be held on Tuesday, 28 December 2006 as originally scheduled will remain valid. Please refer to the Notice of the First Extraordinary General Meeting for 2006 of ZTE Corporation published in *The Standard* and *Hong Kong Economic Times* on 10 November 2006 for details. Proxy Forms that have been duly signed will remain valid unless revoked by shareholders in writing. Shareholders who have not signed the aforesaid Proxy Forms may still do so and deliver the signed Proxy Forms to the registered office of the Company no less than 24 hours before the EGM in order for the same to be valid. In case that any new resolution is proposed to the EGM and that the Proxy Form has to be revised, the Company will make a separate announcement.
5. Closure of H share register: The Company will close its H share register from Saturday, 10 February 2007 to Monday, 12 March 2007 (inclusive).

Except as stated above, other contents shall remain unchanged.

Voting results: votes in favour of: 14, votes against: 0 and votes abstained: 0

By Order of the Board of Directors
Hou Weigui
Chairman

Shenzhen, PRC
25 January 2007