

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 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 First Extraordinary General Meeting of 2025

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 First Extraordinary General Meeting of 2025 (the “EGM”) of ZTE Corporation (the “Company”) was held by way of a combination of on-site voting and online voting on 24 April 2025. Details in respect of the resolutions and voting results of the EGM are as follows:

I. IMPORTANT NOTICE

1. There were no veto resolutions in the EGM.
2. There were no changing resolutions approved by previous general meetings in the EGM.

II. INFORMATION REGARDING THE CONVENING OF THE EGM

(I) Date and time

1. On-site meeting commenced at 3:30 p.m. on Thursday, 24 April 2025.
2. Online voting by A shareholders was conducted on 24 April 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 24 April 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 24 April 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 EGM was convened by the Board of Directors of the Company.

(V) Chairman of the EGM

Ms. Fang Rong, the Chairman of the Board of Directors of the Company, presided over the EGM.

(VI) The convening of the EGM 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 EGM

Shares entitling the shareholder to attend and vote on all the resolutions at the EGM are 4,783,534,887 shares, comprising 4,028,032,353 A shares and 755,502,534 H shares.

5,015 shareholders (or proxies) held 1,364,004,820 shares or 28.51% of the total number of shares carrying voting rights at the EGM of the Company. Of which 5,011 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 404,770,930 shares or 8.46% of the total number of shares carrying voting rights at the EGM of the Company. There were no shares in the Company which entitled its holders to attend the EGM 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 EGM in accordance with the

Shenzhen Listing Rules and the Hong Kong Listing Rules.

Comprising:

(1) Attendance of holders of A shares

5,014 A shareholders (or proxies) holding 1,251,523,714 shares or 31.07% of the total number of A shares carrying voting rights of the Company participated in the on-site meeting and online voting of the EGM.

Of which: 12 A shareholders (or proxies) holding 960,794,731 shares or 23.85% of the total number of A shares carrying voting rights of the Company attended the on-site meeting; and 5,002 A shareholders holding 290,728,983 shares or 7.22% 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

1 H shareholder (or proxy) holding 112,481,106 shares or 14.89% of the total number of H shares carrying voting rights of the Company attended the on-site meeting of the EGM.

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

IV. CONSIDERATION OF AND VOTING OF RESOLUTIONS

1. Voting results

The EGM was held by way of a combination of on-site voting and online voting. All the resolutions has been approved (of which the ordinary resolution was approved by votes representing a majority of the voting rights held by shareholders attending the EGM; and the special resolution was approved by votes representing more than two-thirds of the voting rights held by shareholders attending the EGM). 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
Special Resolution (1 resolution)								
1.00	Resolution on the Amendment of Relevant Clauses in the Articles of Association, the Rules of Procedure for General Meetings of Shareholders and the Rules of Procedure for Board of Directors Meetings	Total	1,359,527,553	99.6718%	3,513,582	0.2576%	963,685	0.0707%
		Of which: shareholders each interested in less than 5% of the Company's shares attending the EGM	400,293,663	98.8939%	3,513,582	0.8680%	963,685	0.2381%
		A shares	1,247,048,248	99.6424%	3,511,782	0.2806%	963,684	0.0770%
		H shares	112,479,305	99.9984%	1,800	0.0016%	1	0.0000%
Ordinary Resolution (1 resolution)								
2.00	Resolution on the Provision of Guarantee	Total	1,347,683,112	98.8034%	15,089,783	1.1063%	1,231,925	0.0903%

No.	Matters considered	Class of shares	For		Against		Abstain	
			Number of votes	Percentage	Number of votes	Percentage	Number of votes	Percentage
	Limits for the Subsidiary by the Company	Of which: shareholders each interested in less than 5% of the Company's shares attending the EGM	388,449,222	95.9677%	15,089,783	3.7280%	1,231,925	0.3044%
A shares		1,243,195,807	99.3346%	7,095,983	0.5670%	1,231,924	0.0984%	
H shares		104,487,305	92.8932%	7,993,800	7.1068%	1	0.0000%	

For the details of the resolutions, please refer to Circular of the First Extraordinary General Meeting of 2025 dated 9 April 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 EGM.

2. Other explanations

After this EGM, the term of Supervisory Committee of the Company will expire, and the Company will no longer establish the Supervisory Committee. The "Rules of Procedure for the Supervisory Committee" will be simultaneously abolished. All Supervisors of the Company confirm that they have no disagreements with the Board of Directors of the Company and that there are no other matters requiring the attention of the Company's shareholders.

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 First Extraordinary General Meeting of 2025 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 on the First Extraordinary General Meeting of 2025 of ZTE Corporation" approved at the EGM were legal and valid.

VI. DOCUMENTS AVAILABLE FOR INSPECTION

1. Resolutions on the First Extraordinary General Meeting of 2025 of ZTE Corporation;

2. Legal opinion of Beijing Jun He Law Offices (Shenzhen Office) on the First Extraordinary

General Meeting of 2025 of ZTE Corporation.

By Order of the Board
Fang Rong
Chairman

Shenzhen, the PRC
24 April 2025

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