中兴通讯股份有限公司

ZTE CORPORATION

stock code : 000063.SZ 763.HK

ANNUAL REPORT 2020

Important

The Board of Directors, Supervisory Committee and the Directors, Supervisors and senior management of the Company warrant that the contents of this report are true, accurate and complete without any false information, misleading statements or material omissions, and collectively and individually accept legal responsibility therefor.

There are no Directors, Supervisors or senior management who do not warrant or who dispute the truthfulness, accuracy and completeness of the contents of this report.

This report has been considered and approved at the Thirty-third Meeting of the Eighth Session of the Board of Directors of the Company.

The respective financial statements of the Group for the year ended 31 December 2020 were prepared in accordance with PRC Accounting Standards for Business Enterprises and with Hong Kong Financial Reporting Standards respectively, and had been audited by Ernst & Young Hua Ming LLP and Ernst & Young, and an unqualified auditors' report has been issued by each of them.

During the year, there was no significant deficiency in internal control in relation to financial reporting of the Company, nor was any significant deficiency in internal control in relation to non-financial reporting identified.

Mr. Li Zixue, Chairman of the Company, Ms. Li Ying, Chief Financial Officer of the Company and Mr. Xu Jianrui, Head of Finance Division of the Company, hereby declare that they warrant the truthfulness, accuracy and completeness of the financial reports contained in this report.

In view of the state of affairs of the Company, the proposal for profit distribution for 2020 is as follows: distribution of RMB2 in cash (before tax) for every 10 shares to all shareholders based on the total share capital (including A shares and H shares) as at the record date for profit distribution and dividend payment. In the event of changes in the Company's total share capital after the announcement of the Company's profit distribution proposal for 2020 but before its implementation, the total amount of distribution shall be readjusted in accordance with the law on the basis of the total share capital (including A shares and H shares) as at the record date for profit and dividend distribution for the purpose of the profit distribution proposal for 2020 according to the existing proportion for distribution. The aforesaid matter is subject to consideration and approval at the general meeting.

This report contains forward-looking statements in relation to subjects such as future plans, which do not constitute any specific undertakings to investors by the Company. Investors are asked to beware of investment risks and their attention is drawn to the description of the potential risks inherent in the operations of the Company set out in the section headed "Report of the Board of Directors (VI) Business outlook of 2021 and risk exposures" in this report.

This report has been prepared in Chinese and English respectively. In case of discrepancy, the Chinese version shall prevail, except for the financial report prepared in accordance with Hong Kong Financial Reporting Standards, for which the English version shall prevail.

China Securities Journal, Securities Times, Shanghai Securities News and http://www.cninfo.com.cn are designated media for the Company's information disclosure. Investors are asked to beware of investment risks.

Contents

Definitions

In this report, unless the context otherwise requires, the following terms shall have the meanings set out below. Certain other terms are explained in the section headed "Glossary".

Company or ZTE	ZTE Corporation, a limited company incorporated in China, the shares of which are listed on the Shenzhen Stock Exchange and the Hong Kong Stock Exchange, respectively
Articles of Association	The Articles of Association of ZTE Corporation
Company Law	Company Law of the People's Republic of China
Securities Law	Securities Law of the People's Republic of China
Group	ZTE and one or more of its subsidiaries
Board of Directors	The board of directors of the Company
Directors	Members of the board of directors of the Company
Supervisory Committee	The supervisory committee of the Company
Supervisors	Members of the supervisory committee of the Company
China or PRC	The People's Republic of China
MOF	PRC Ministry of Finance
CSRC	China Securities Regulatory Commission
Shenzhen CSRC	The CSRC Shenzhen Bureau
Shenzhen Stock Exchange	The Shenzhen Stock Exchange
Shenzhen Listing Rules	Rules Governing the Listing of Stocks on the Shenzhen Stock Exchange
Hong Kong Stock Exchange	The Stock Exchange of Hong Kong Limited
Hong Kong Listing Rules	Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited
SFO	Securities and Futures Ordinance (Chapter 571 of the Laws of Hong Kong)
PRC ASBEs	PRC Accounting Standards for Business Enterprise (Generally accepted accounting principles in China)
HKFRSs	Hong Kong Financial Reporting Standards (including Hong Kong Accounting Standards ("HKASs") and Interpretations)
ZTE HK	ZTE (H.K.) Limited
Zhongxing Software	Shenzhen Zhongxing Software Company Limited

Definitions

Mentech	Dongguan Mentech Optical & Magnetic Co., Ltd
Union Optech	Union Optech Co., Ltd.
Shijia Science & Technology	Suzhou Shijia Science & Technology Inc.
China Eagle Electronic	Huizhou China Eagle Electronic Technology Inc.
Beken	Beken Corporation
Anji Technology	Anji Microelectronics Technology (Shanghai) Co., Ltd.
NOVORAY	NOVORAY Corporation
Chipsea Technologies	Chipsea Technologies (Shenzhen) Corp., Ltd.
Leadyo	Guangdong Leadyo IC Testing Co., Ltd.
ST PD Group	Pang Da Automobile Trade Co., Ltd
Enablence Technologies	Enablence Technologies Inc.
ZTE Capital	Shenzhen ZTE Capital Management Company Limited
Zhonghe Chunsheng Fund I	Shenzhen Zhonghe Chunsheng Partnership Private Equity Fund I (Limited Partnership)
Jiaxing Fund	Jiaxing Xinghe Equity Investment Partnership (Limited Partnership)
Zhonghe Chunsheng Fund III	Suzhou Zhonghe Chunsheng Partnership Investment Fund III (Limited Partnership)
Zhongxingxin	Zhongxingxin Telecom Company Limited
Zhongxing Hetai	Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited
航天歐華	航天歐華信息技術有限公司
Xi'an Microelectronics	Xi'an Microelectronics Technology Research Institute
Aerospace Guangyu	Shenzhen Aerospace Guangyu Industrial Company Limited
Zhongxing WXT	Shenzhen Zhongxing WXT Equipment Company Limited
Guoxing Ruike	Zhuhai Guoxing Ruike Capital Management Centre (Limited Partnership)
ZTE Group Finance	ZTE Group Finance Co., Ltd.
ZTE Microelectronics	ZTE Microelectronics Technology Company Limited

Definitions

2017 Share Option Incentive Scheme	the share option incentive scheme considered and approved at the 2016 Annual General Meeting, the First A Shareholders' Class Meeting of 2017 and the First H Shareholders' Class Meeting of 2017 of the Company
2020 Share Option Incentive Scheme	the share option incentive scheme considered and approved at the Second Extraordinary General Meeting 2020 of the Company
Latest practicable date	29 March 2021, being the latest practicable date prior to the printing of this report for the purpose of ascertaining the contents set out in this report

Glossary

This glossary contains definitions of certain technical terms used in this report as they relate to the Group. Some of these definitions may not correspond to standard industry definitions or usage.

4G	Fourth-generation mobile networks operating according to IMT-Advanced standards as defined by ITU, including LTE-Advanced and Wireless MAN-Advanced (802.16m) standards, which support theoretical download rates of 1Gbit/s at fixed locations and 100Mbit/s in motion.
5G	Fifth-generation mobile communications, which is a general reference to the ensemble of post-4G broadband wireless communication technologies. The general view of the industry is that 5G is capable of providing faster data throughput (1,000 times faster than currently available) and more connections (100 times more than currently available), more efficient utilisation of energy (10 times of the current level of efficiency) and shorter end-to-end time delay (1/5 of the current length of time delay). It goes beyond human-to-human communication to cover a wide range of applications such as ultra-intensive networks, machine-to-machine communication and the internet of vehicles.
Distributed database	A logically coherent database formed by the interconnection of multiple data storage units located in different physical locations using a high-speed computer network, so as to enable larger storage capacity and higher volume of simultaneous visits.
ICT	New products and services arising from the integration of IT (information technology) and CT (communications (i.e., the transmission of information) technology).
Core network	Mobile network comprises a wireless access network and a core network, the latter of which provides services such as call control, billing and mobility.
AI	Artificial Intelligence, the use of machine to aid or replace human in doing certain tasks by simulating the sight, hearing, senses and thinking of human.
PON	Passive Optical Network, a network that provides optical access services to users through the use of passive optical network technology and facilitates conservation of optical fibre resources on the main line through the adoption of a point-to-multipoint topological structure. It also offers flow management and security control functions.
MEC	Mobile Edge Computing, through which services and cloud computing functions required by telecom users IT can be provided from a nearby point using wireless access networks to create a telecom service environment featuring high performance, low latency and high bandwidth, accelerating the fast download of contents, services and applications in the network to allow uninterrupted premium network experience on the part of consumers.
CDN	Content Delivery Network, a network structure capable of redirecting on a real-time basis a user's request to the closest service node available to such user based on network flow and information of various service nodes such as connection, load, distance from the user and response time.
Big Video	Ultra-high-definition videos such as 4K/8K/VR/AR, as opposed to standard-definition and high-definition videos, which feature richer contents and more exacting requirements for channels, signifying the big video era for the video business. In particular, 4K is a range of resolution, namely, a display quality approximating 4,096 pixels in horizontal resolution.

Glossary

FOV	Field of Vision shows the included angles between the edge of the part observable by human eyes and the centre of the pupil in an image generated by a device, such as horizontal FOV, vertically FOV and diagonal FOV. The greater the FOV, the stronger the sense of immersion generated by a VR device.
Cloud Computing	The concept underlining the fusion of traditional computing technologies such as grid computation and distributed computation with network technology development. The core idea is to centralise the management and modulation of massive computing resources connected through the network, forming a pool of computing resources that serve users on an as-needed basis. Cloud Computing is applied in business models such as SaaS, PaaS and IaaS.
Big Data	A data set that is too large and complex to be processed by existing conventional database management technologies and tools, and that requires the use of new data processing and management technologies in order to create value from the set in a speedy and economic manner. It has revolutionary long-term implications for the development of informatisation, smart applications and business models of the society. Big Data is often characterised by 4Vs: Volume, Variety, Velocity and Value.
Intelligent manufacturing	An integrated intelligent system comprising intelligent machines and human experts which is capable of intelligent activities such as analysing, inferring, making judgments, postulating and making decisions in the manufacturing process, such that manufacturing automation can reach a higher level in terms of flexibility, intelligence and intensification.
Data centre	An Internet-based infrastructure centre that operates and maintains equipment for centralised collection, storage, processing and dispatch of data, and provides related services.

Company Profile

The Company is a leading listed integrated telecommunications equipment manufacturer in the world market and a provider of integrated global telecommunications solutions, with shares listed on the main board of the Shenzhen Stock Exchange and the main board of the Hong Kong Stock Exchange.

In November 1997, the Company conducted an initial public offering of A shares for listing on the main board of the Shenzhen Stock Exchange. In December 2004, the Company conducted an initial public offering of H shares for listing on the main board of the Hong Kong Stock Exchange, becoming the first A-share company to be listed on the main board of the Hong Kong Stock Exchange.

The Group is dedicated to the provision of ICT products and solutions that satisfy the needs of customers, integrating design, development, production, sales and services with a special focus on carriers' networks, government and corporate business and consumer business.

The Group is one of the major telecommunications equipment suppliers in the global telecommunications market with business presence in more than 160 countries and regions serving more than one quarter of the world's population. The Group has achieved a leading market position for its various telecommunications products in China with longstanding business ties with China's major telecommunications service providers, such as China Mobile, China Telecom and China Unicom. With respect to the global telecommunications market, the Group has provided innovative technology and product solutions to telecommunications service providers and government and corporate network clients in numerous countries and regions, facilitating comprehensive communication services via multiple means, such as voice, data, multi-media, wireless broadband and cable broadband for users all over the world.

Corporate Information

1	Legal name (in Chinese) Chinese abbreviation Legal name (in English) English abbreviation	中興通訊股份有限公司 中興通訊 ZTE Corporation ZTE
2	Legal representative	Li Zixue
3	Secretary to the Board of Directors/ Company Secretary	Ding Jianzhong
	Securities affairs representatives	Qian Yu
	Correspondence address	No. 55, Keji Road South, Shenzhen, Guangdong Province, The People's Republic of China
	Telephone	+86 755 26770282
	Facsimile	+86 755 26770286
	E-mail	IR@zte.com.cn
4	Registered and office address	ZTE Plaza, Keji Road South, Hi-Tech Industrial Park, Nanshan District, Shenzhen, Guangdong Province, The People's Republic of China
	Postal code	518057
	Website	http://www.zte.com.cn
	E-mail	IR@zte.com.cn
	Principal place of business in Hong Kong	31/F, Tower Two, Times Square, 1 Matheson Street, Causeway Bay, Hong Kong
5	Authorised representatives	Gu Junying Ding Jianzhong
6	Media designated for information disclosure by the Company	China Securities Journal, Securities Times, Shanghai Securities News
	Authorised websites on which this report is made available	http://www.cninfo.com.cn http://www.hkexnews. hk
	Place where this report is available for inspection	No. 55, Keji Road South, Shenzhen, Guangdong Province, The People's Republic of China
7	Listing information	**A shares** Shenzhen Stock Exchange Abbreviated name of stock: 中興通訊 Stock code: 000063 **H shares** Hong Kong Stock Exchange Abbreviated name of stock: ZTE Stock code: 763
8	Hong Kong share registrar and transfer office	Computershare Hong Kong Investor Services Limited Shops 1712-16, 17th Floor, Hopewell Centre, 183 Queen's Road East, Wanchai, Hong Kong

Corporate Information

9	Legal advisers	
	As to Chinese law	Beijing Jun He Law Offices 20th Floor, China Resources Building, Beijing, The People's Republic of China
	As to Hong Kong law	Paul Hastings 21-22/F, Bank of China Tower, 1 Garden Road, Hong Kong
10	Auditors	
	PRC	Ernst & Young Hua Ming LLP Level 16, Ernst & Young Tower, Oriental Plaza, No.1 East Chang An Avenue, Dongcheng District, Beijing, The People's Republic of China Signing Accountants: Li Jianguang, Ma Jing
	Hong Kong	Ernst & Young 22/F, CITIC Tower, No. 1 Tim Mei Avenue, Central, Hong Kong
11	Sponsor with ongoing supervisory duties	China Securities Co., Ltd.
	Office	Level 22, Block B, Rongchao Business Centre, 6003 Yitian Road, Futian District, Shenzhen, Guangdong Province
	Representatives of the sponsor	Wu Chunlei, Qiu Ronghui
	Period of ongoing supervision	4 February 2020 to 31 December 2021
12	Information on change in registration	☐ Applicable √ N/A
	Uniform social credit code	9144030027939873X7

There has been no material change to the principal business and controlling shareholder of the Company since its initial public offering of A shares and listing on the main board of the Shenzhen Stock Exchange.


5G

Chairman's Statement

DEAR SHAREHOLDERS,

I hereby present the annual report of the Group for the year ended 31 December 2020, and would like to express, on behalf of the Board of Directors, our sincere gratitude to all shareholders for their concern and support for ZTE.

OPERATING RESULTS

For 2020, the Company reported operating revenue of RMB101.451 billion, representing an 11.81% growth as compared with the previous year. The Group's net profit attributable to holders of ordinary shares of the listed company for 2020 amounted to RMB4.260 billion. Basic earnings per share was RMB0.92.

For 2020, the Group's operating revenue from the domestic market and the international market amounted to RMB68.051 billion and RMB33.400 billion, respectively.

BUSINESS DEVELOPMENT

In 2020, the Group persisted in the focus on its principal businesses and pursued vigorous business expansion based on technological innovation with an emphasis on operational quality, amidst the COVID-19 epidemic and other challenges in the external environment. Year-on-year growth in operating revenue was reported for both the international market and the domestic market, as well as for the three principal business segments (carriers' network, government and corporate business and consumer business). In the domestic market, the Group achieved growth in both market profile and market share as it seized opportunities for development in 5G and new infrastructure. We were deeply involved in the construction of 5G commercial applications, joining forces with carriers to deploy 5G networks in 240+ cities across the nation. On the back of the excellent 5G networks, we rolled out 5G applications with more than 500 industry partners to empower digital transformation in various industries. In the international market, the Group reported improving profitability as it persisted in its globalisation strategy and healthy operations and explored value markets with meticulous effort. The Group reported overall stability in its international operations, overcoming difficulties and addressing uncertainties as it mitigated the impact of overseas epidemic through the employment of ICT technologies, staff localisation and efficient industry chain coordination.

Chairman's Statement

CORPORATE GOVERNANCE

In 2020, the Company enhanced its top-level design and system-based development in corporate governance and established a reasonable and effectively operating internal control regime to ensure business sustainability, with the aim of safeguarding operational compliance, bolstering internal control, preventing systemic risks and protecting asset security in accordance with provisions of the Company Law, the Securities Law, Corporate Governance Standards for Listed Companies, Basic Rules for Corporate Internal Control, Supplementary Guidelines for Corporate Internal Control and other pertinent laws, regulations and regulatory documents.

SUSTAINABLE DEVELOPMENT

The Group is highly concerned with sustainability and related environmental, social and governance issues. Positioning itself as the "path-builder for the digital economy" with standardised management, we have identified key sustainability issues through our global management regime and carried out standardised management based on the evaluation of relevant opportunities and risks. In line with its vision of "enabling communication and trust everywhere" on the back of efforts in the three major infrastructures of "talent, compliance and internal control" and with reference to the sustainability goals of the United Nations and development trends of the industry, the Group has, on top of strengthening its core competitiveness, identified five strategic focuses for sustainable development: to achieve social and economic sustainability by leveraging strengths in the innovative R&D and commercial application of infrastructure technologies and empowering the digital transformation of various industries through novel technologies; to safeguard product safety for customers by supplying quality products and address customers' concerns in a timely manner with premium services; to empower green development for various industries through its technologies and reduce the environmental impact of corporate operations by facilitating reasonable control over the consumption of resources and energy, reduction in carbon emission, waste management optimisation and growth of the circular economy; to engage in strategic cooperation with suppliers and encourage more partners along the value chain to pursue sustainable development and enhance partners' ability through partner relationships; to be involved in the sustainability agenda of local communities across the globe, identifying key issues and making contributions to the global community through technology, financial funding and volunteer services.

OUTLOOK

In 2021, the Group will further enhance and fulfill its strategic positioning as a path-builder for the digital economy and cement the path for digital upgrade of industries with innovative, meticulous and patient efforts. On the R&D front, we will persist in technological innovation and improve the capabilities of our R&D platform with greater investment in basic core technologies such as chip, while also making improvements to our product safety mechanism; in the carriers' market, we will steadily enhance our product profiles and market shares in both the domestic market and the international market in persistent adherence to the globalisation strategy; in the government and corporate business market, market matching for government and corporate products will be enhanced and premium channels will be developed to facilitate rapid growth; in the end-sales market, we will ensure stable operations overseas, while tapping the toC market at home will full effort to empower end-sales channels and reshape our brand name in end-sales. In 2021, the Group will continue to drive digital transformation and increase its effort to attract and retain core talents, while making improvements to its compliance management regime and enhancing internal control governance and operational regulation, so as to foster a positive image in the international market and win greater trust among domestic and overseas clients and shareholders.

With dedication and commitment, there is no destination that we cannot reach. We will maintain our strategic focus and enhance our strategic execution to achieve progress in stability and qualitative growth.

Li Zixue
Chairman

Shenzhen, PRC
March 2021

Highlights of Accounting Data and Financial Indicators

(I) STATEMENT ON RETROSPECTIVE ADJUSTMENTS TO OR RESTATED ACCOUNTING DATA OF THE PREVIOUS YEAR BY THE COMPANY BECAUSE OF CHANGES IN ACCOUNTING POLICIES OR FOR THE RECTIFICATION OF ACCOUNTING ERRORS

☐ Applicable √ N/A

(II) MAJOR ACCOUNTING DATA AND FINANCIAL INDICATORS OF THE GROUP FOR THE PAST THREE YEARS PREPARED IN ACCORDANCE WITH PRC ASBEs

1. Major accounting data of the Group for the past three years prepared in accordance with PRC ASBEs

Unit: RMB in millions

Item	**2020**	2019	Year-on-year change	2018
Operating revenue	**101,450.7**	90,736.6	11.81%	85,513.2
Operating profit	**5,470.7**	7,552.2	(27.56%)	(612.0)
Total profit	**5,064.2**	7,161.7	(29.29%)	(7,350.2)
Net profit attributable to holders of ordinary shares of the listed company	**4,259.8**	5,147.9	(17.25%)	(6,983.7)
Net profit after extraordinary items attributable to holders of ordinary shares of the listed company	**1,035.6**	484.7	113.66%	(3,395.5)
Net cash flows from operating activities	**10,232.7**	7,446.6	37.41%	(9,215.4)

Unit: RMB in millions

Item	**As at 31 December 2020**	As at 31 December 2019	Year-on-year change	As at 31 December 2018
Total assets	**150,634.9**	141,202.1	6.68%	129,350.7
Total liabilities	**104,512.4**	103,247.8	1.22%	96,390.1
Owners' equity attributable to holders of ordinary shares of the listed company	**43,296.8**	28,826.9	50.20%	22,897.6
Share capital (million shares) Note	**4,613.4**	4,227.5	9.13%	4,192.7

Note: The total share capital of the Company increased from 4,227,529,869 shares to 4,613,434,898 shares following the addition of 381,098,968 new shares under the non-public issuance of A shares and the exercise of a total of 4,806,061 A share options by the participants under the Company's 2017 Share Option Incentive Scheme during the year.

Major accounting data of the year analysed by quarter is set out as follows:

Unit: RMB in millions

Item	**Three months ended 31 March 2020**	**Three months ended 30 June 2020**	**Three months ended 31 September 2020**	**Three months ended 31 December 2020**
Operating revenue	**21,484.5**	**25,714.9**	**26,930.1**	**27,321.2**
Net profit attributable to holders of ordinary shares of the listed company	**780.0**	**1,077.3**	**854.8**	**1,547.7**
Net profit after extraordinary items attributable to holders of ordinary shares of the listed company	**160.2**	**741.9**	**543.7**	**(410.2)**
Net cash flows from operating activities	**372.4**	**1,668.4**	**1,828.1**	**6,363.8**

Highlights of Accounting Data and Financial Indicators

The accounting data and their aggregations set out above are not materially different from relevant accounting data disclosed in the quarterly reports and Interim Report of the Group.

2. Major financial indicators of the Group for the past three years prepared in accordance with PRC ASBEs

Item	2020	2019	Year-on-year change	2018
Basic earnings per share (RMB/share) Note 1	**0.92**	1.22	(24.59%)	(1.67)
Diluted earnings per share (RMB/share) Note 2	**0.92**	1.22	(24.59%)	(1.67)
Basic earnings per share after extraordinary items (RMB/share) Note 1	**0.22**	0.12	83.33%	(0.81)
Weighted average return on net assets (%)	**10.18%**	19.96%	Decreased by 9.78 percentage points	(26.10%)
Weighted average return on net assets after extraordinary items (%)	**2.47%**	1.88%	Increased by 0.59 percentage point	(12.69%)
Net cash flows from operating activities per share (RMB/share) Note 3	**2.22**	1.76	26.14%	(2.20)

Item	As at 31 December 2020	As at 31 December 2019	Year-on-year change	As at 31 December 2018
Net asset per share attributable to holders of ordinary shares of the listed company (RMB/share) Note 3	**9.39**	6.82	37.68%	5.46
Gearing ratio	**69.38%**	73.12%	Decreased by 3.74 percentage points	74.52%

Note 1: Basic earnings per share and basic earnings per share after extraordinary items for 2020, 2019 and 2018 have been calculated on the basis of the weighted average number of ordinary shares in issue as at the end of the respective periods;

Note 2: As share options granted by the Company have given rise to 21,153,000, 18,349,000 and 0 potentially dilutive ordinary shares for 2020, 2019 and 2018, respectively, diluted earnings per share has been calculated on the basis of basic earnings per share taking into account the said factor;

Note 3: Net cash flows from operating activities per share and net assets per share attributable to holders of ordinary shares of the listed company for and as at the end of 2020, 2019 and 2018 have been calculated on the basis of the total share capital as at the end of the respective periods.

3. Extraordinary gains or losses items and amounts of the Group for the past three years prepared in accordance with PRC ASBEs

Unit: RMB in millions

Item	2020	2019	2018
Non-operating income, other income and others	**3,751.5**	3,359.7	3,117.7
Gains/(Losses) from fair value change	**(108.5)**	(120.1)	51.8
Investment income	**854.1**	170.9	668.7
Less: Losses/(gains) on disposal of non-current assets	**—**	(2,688.0)	34.2
Less: Other non-operating expenses	**644.3**	574.2	6,851.3
Less: Asset impairment loss	**7.7**	20.2	1,161.4
Less: Effect of income tax	**576.8**	825.6	(631.3)
Less: Effect of non-controlling interests (after tax)	**44.1**	15.3	10.8
Total	**3,224.2**	**4,663.2**	**(3,588.2)**

Highlights of Accounting Data and Financial Indicators

(III) MAJOR FINANCIAL INFORMATION AND FINANCIAL INDICATORS OF THE GROUP FOR THE PAST FIVE YEARS PREPARED IN ACCORDANCE WITH HKFRSs

1. Major financial information of the Group for the past five years prepared in accordance with HKFRSs

Unit: RMB in millions

Results	Year ended 31 December				
	2020	2019	2018 (Restated)	2017	2016 (Restated)
Revenue	**101,450.7**	90,736.6	85,513.2	108,815.3	101,233.2
Cost of sales	**(69,888.9)**	(58,878.0)	(58,638.3)	(76,116.5)	(71,312.5)
Gross profit	**31,561.8**	31,858.6	26,874.9	32,698.8	29,920.7
Other income and gains	**4,836.3**	6,816.1	4,630.4	6,950.9	6,116.0
Research and development expenses	**(14,797.0)**	(12,547.9)	(10,905.6)	(12,962.2)	(11,689.2)
Selling and distribution expenses	**(7,578.8)**	(7,868.7)	(9,084.5)	(12,260.0)	(12,622.4)
Administrative expenses	**(5,463.5)**	(5,289.1)	(4,106.2)	(3,237.7)	(2,731.0)
Impairment loss of financial assets and contract assets, net	**(503.4)**	(2,228.4)	(3,654.9)	—	—
Loss from derecognition of financial assets at amortised cost	**(187.5)**	(209.4)	(320.3)	—	—
Other expenses	**(887.5)**	(975.7)	(8,978.3)	(3,184.9)	(8,651.0)
Profit from operating activities	**6,980.4**	9,555.5	(5,544.5)	8,004.9	343.1
Finance costs	**(1,495.7)**	(1,718.2)	(1,008.4)	(1,157.8)	(1,156.1)
Share of profit and loss of jointly controlled entities and associates	**(420.5)**	(675.6)	(797.3)	(128.2)	45.2
Profit/(loss) before tax	**5,064.2**	7,161.7	(7,350.2)	6,718.9	(767.8)
Income tax expense	**(342.5)**	(1,385.0)	400.9	(1,332.6)	(640.1)
Profit/(loss) for the year	**4,721.7**	5,776.7	(6,949.3)	5,386.3	(1,407.9)
Attributable to:					
Non-controlling interests	**(445.7)**	(280.2)	382.6	(316.8)	(448.2)
Attributable to:					
Perpetual capital instruments	**(16.2)**	(348.6)	(417.0)	(501.3)	(501.3)
Attributable to:					
Holders of ordinary shares of the parent company	**4,259.8**	5,147.9	(6,983.7)	4,568.2	(2,357.4)

Highlights of Accounting Data and Financial Indicators

Unit: RMB in millions

Assets and liabilities	As at 31 December				
	2020	2019	2018	2017	2016
Total assets	**150,634.9**	141,202.1	129,350.7	143,962.2	141,408.2
Total liabilities	**104,512.4**	103,247.8	96,390.1	98,582.1	100,523.1
Non-controlling interests	**2,825.7**	2,875.1	3,810.6	4,411.9	5,162.6
Perpetual capital instruments	**–**	6,252.4	6,252.4	9,321.3	9,321.3
Equity attributable to holders of ordinary shares of the parent company	**43,296.8**	28,826.9	22,897.6	31,646.9	26,401.2

2. Major financial indicators of the Group for the past five years prepared in accordance with HKFRSs

Item	**2020**	2019	2018	2017	2016
Basic earnings per share (RMB/share) Note 1	**0.92**	1.22	(1.67)	1.09	(0.57)
Net asset per share (RMB/share) Note 2	**9.39**	6.82	5.46	7.55	6.31
Fully diluted return on net assets (%)	**9.84%**	17.86%	(30.50%)	14.43%	(8.93%)

Note 1: Basic earnings per share for the aforesaid periods have been calculated on the basis of the weighted average number of ordinary shares in issue as at the end of the respective periods;

Note 2: Net assets per share for the aforesaid periods have been calculated on the basis of the total share capital as at the end of the respective periods.

(IV) THE AMOUNTS OF NET PROFIT AND NET ASSETS OF THE GROUP FOR THE YEAR ENDED AND AS AT 31 DECEMBER 2020 CALCULATED IN ACCORDANCE WITH PRC ASBEs ARE ENTIRELY CONSISTENT WITH THOSE CALCULATED UNDER HKFRSs.

Summary of the Company's Business

I. PRINCIPAL BUSINESSES

The Group is dedicated to the provision of ICT products and solutions that satisfy the needs of customers, integrating design, development, production, sales and services with a special focus on carriers' networks, government and corporate business and consumer business. There was no significant change to the principal businesses of the Group during the year.

The carriers' network is focused on meeting carriers' requirements in network evolution with the provision of wireless access, wireline access, bearer networks, core networks, telecommunication software systems and services and other innovative technologies and product solutions.

The government and corporate business is focused on meeting requirements of government and corporate clients, providing informatization solutions for the government and corporations through the application of products such as communications networks, IOT, big data and cloud computing.

The consumer business is focused on bringing experience in smart devices to customers while also catering to the requirements of industry clients through the development, production and sales of products such as smart phones, mobile data terminals, home information terminals and innovative fusion terminals, as well as the provision of related software application and value-added services.

II. THE INDUSTRY IN WHICH WE OPERATE

The Company is a leading provider of integrated communication and information solutions in the world market, providing innovative technology and product solutions to customers in numerous countries and regions around the world.

The Group owns complete end-to-end products and integrated solutions in the telecommunications industry. Through a complete range of "wireless, wireline, cloud computing and terminal" products, we have the flexibility to fulfil differentiated requirements and demands for fast innovation on the part of different customers around the world.

In future, the Group will continue to focus on mainstream markets and products, enhancing customer's satisfaction as well as market share in an ongoing effort and constantly strengthening its product competitiveness through persistent endeavours in proprietary innovation of core technologies, while forging closer cooperation with partners with a more open-minded approach to build a mutually beneficial industrial chain and embrace together the brilliant and best new era of "mobile smart interconnection of all things".

III. MAJOR ASSETS

There was no significant change in the major assets of the Group during the year. For an analysis of the Group's assets and liabilities, please refer to the section headed "Report of the Board of Directors — (II) Discussion and analysis of operations under PRC ASBEs — 7. Analysis of the Group's assets and liabilities" in this report.

IV. TECHNOLOGICAL INNOVATION

The Group is equipped with the ability to provide a complete range of end-to-end 5G solutions and well-positioned to advance its large-scale global 5G commercial deployment on the back of its leading technologies, products and solutions in chips, database, wireless products, core networks, bearers, terminals and industrial applications, thanks to consistent investment in innovation over the years in line with its core 5G development strategy.

Summary of the Company's Business

The Group has been engaged in the R&D of chips for 25 years. In line with the objective to stay atop of the industry, we have enhanced investment in chips with a focus on proprietary key technologies for the end-to-end process of chip production, in ongoing improvement of our fundamental capability in the R&D of chips to fulfill the role of a core platform for innovation. The Group's full range of high-performance products based on our advanced proprietary chip have helped carriers to build evolution-ready 5G networks with maximum cost efficiency.

In connection with database, the Group has developed GoldenDB (distributed database) as one of its strategic products targeting the ICT sector, developed on the back of close to 20 years of R&D efforts with more than 100 licensed patents. At present, GoldenDB has become an innovative product in China's basic financial technology field after stable operation in core business areas of the financial sector for more than two years, while also making breakthrough in the carriers' market.

In connection with wireless products, the Group is committed to creating 5G networks of excellence catered to carrier customers and industry customers. For carrier customers, we have sought to improve users' senses, lower network construction and increase the efficiency of frequency spectrum on the network side by employing innovative technologies such as the novel three-dimensional 5G coverage plan, enhanced distributed antenna system and FAST. For industry customers, we have empowered the industries with station-based computing-power engine and wireless compartmentalised slicing, affording small and medium enterprises more autonomy and flexibility for private 5G networks. Our 5G cloud core network enhancement plan is capable of fulfilling differentiated requirements of the industry through framework enhancement, capability enhancement, maintenance enhancement and three-dimensional safeguarding. As a major player in large-scale 5G commercial application in China, the Group has assisted the domestic big three carriers to materialise large-scale 5G commercial application in more than 240 cities, building benchmark 5G networks in a number of cities including Beijing, Guangzhou, Shanghai and Shenzhen to deliver the experience of consecutive coverage above the Gb level.

In connection with 5G message, the Group has pioneered in the trial commercial application of 5G message in more than 300 industrial sectors, including the 9 major industries, and has assisted carriers to build the world's largest 5G message commercial bureau outlets with a capacity supporting more than 400 million users to account for the largest share of registered 5G message users in China.

The Group is also concerned with building of green 5G networks. We have launched a 5G base station energy-saving plan pivoting on AI technology that could reduce power consumption of the entire network by 20%. The "Green 5G communication" catalyst project jointly promoted by the Group and China Telecom has won the "Best Social Influence Award" at the global TM Forum.

In the IP segment, we continued to complete generational upgrade for proprietary chips and develop ultra-wide, minimal and intelligent IP networks by employing innovative technologies such as SRv6. In the 5G bearer segment, our built-in FlexE network processor and switch triplet chip supporting ultra-low latency has been runaway leaders among peers in terms of real-scenario test indicators, underpinned by outstanding performance in power consumption tests. In connection with optical transmission, the new optical network with intelligent features and wide bandwidth has provided an ultra-wide, flexible and intelligent high-speed information passage for the interconnection among clouds. Our unique Flex Shaping technology has facilitated a 30% improvement in 100G+ transmission distance, making 100G+ deployment substantially easier and upgrade substantially cheaper. The intelligent government and corporate optical network project case launched in association with China Mobile Dongguan has won the "Best Enterprise Private Line Solution Award" at the Broadband World Forum 2020.

Summary of the Company's Business

In fixed-line access, TITAN, our flagship product in optical access was given a leader rating by GlobalData, as it claims the largest capacity and highest level of integration among peers, with a five-in-one multi-module PON card single chip supporting 16-port PON access and providing a level of integration twice as much as our peers do. The built-in MEC on-site network of the OLT (Optical Line Terminal) supported by our unique built-in blade server featuring integration of edge computing and access equipment completed the verification process with China Unicom Shandong as the first of its kind in the industry to do so, as it also received the Lay123 Global Assembly Innovation Award and BBWF Innovation Award. The serialised Wi-Fi6 terminal has facilitated home interconnection at the Gb level, while our HOL (Home Optical LAN) has been deployed for commercial application by China Unicom Shandong with trial runs in more than 10 provinces. Our PON and OLT have twice won the National Class II Scientific and Technological Progress Award.

In the video business, the Group has been strongly engaged in the development of an integrated video-enabled platform with a special focus on breakthroughs in core technologies such as low bitrate HD, ultra-low latency, large-scale bearer, intelligent applications, FOV and 2D (two-dimensional) convert to 3D (three-dimensional). A number of innovative home media terminal designed for home users have been launched to facilitate video experiences with ultra-HD immersion and real-time exchange for large-screen TV users. For corporate users, an ultra-convenient pocket cloud terminal product, uSmart, and a ultra HD video conference terminal have been launched to provide state-of-the-art integrated corporate solutions for safe office and remote video services, in a bid to assist industry users achieve swift digitalised transformation with enhanced quality and efficiency. By leveraging 5G, we have actively expanded and deployed in scenario services such as remote education, remote office, remote medical care and remote banking. Innovative video applications have been launched in association with our carrier partners, completing online livecasts of programmes such as Yan'an Through the Eyes of 5G, Reliving the Long March and Cherry Blossom in Wuhan Through the Cloud. We have also collaborated with corporate customers to investigate smart video solutions and successfully completed demonstrative applications for smart underground, smart high-speed railway, smart port and smart factory. We are market leaders in terms of competitiveness and progress in commercial application in the integration of CDN products, with more than 150 bureau outlets established all over the world and a capacity for more than 150 million Big Video system users as market shares continue to increase.

In the communication energy sector, as a pioneer in fully modulised data centre, the Group is committed to ongoing innovation in smart power supply in the communication industry and the provision of high-quality green energy solutions to global customers. As at 31 December 2020, the energy products of the Group served 386 carriers in over 160 countries and regions with the successful completion of more than 300 data centre cases, underpinning its status as a provider of integrated network energy solutions with global servicing capabilities.

Data centre is one of the key products of the Group designed to assist the digitalisation-driven transformation fetter of industries. It is built on the central idea of prefabrication to break away from the fetters of the traditional data centre solution. The prefabricated data centre has been innovatively built to cater to the future development of data centres, helping customers to fly high in digitalisation by providing eco-friendly and reliable products that offers high speed and intelligent features.

In 5G industry application, the Group has leveraged its comprehensive strengths in "terminal, network, cloud, and platform" to integrate with the ecology of the data sensing and application sector. Through the provision of network of excellence, precise cloud network and enabling platform, we have adopted a building-block model of modulisation to assist in the flexible construction schemes of industries and the digitalisation of the society in general. The Group has lined up more than 500 partners for cooperation in 5G application innovation and business implementation, creating close to 100 innovative 5G application scenarios. Four projects jointly implemented with the partners received Class I awards in the MIIT Blooming Cup.

Summary of the Company's Business

The Group is positioned within the first quadrant in terms of global patents and a major contributor and participant in the technology research and standard formulation for global 5G. As at the end of 2020, the Group had filed applications for approximately 80,000 patented assets globally, among which approximately 36,000 patents had been licensed. We had filed patent applications for more than 4,270 chips and granted patents for over 1,800 of them. According to the report published by international patent data company IPlytics in February 2021, ZTE ranked third globally in terms of the number of declared 5G SEP (standard essential patents) disclosed to ETSI.

The Group is a member of more than 70 international organisations and forums for standardisation, such as ITU (International Telecommunication Union), 3GPP (third generation partnership programme), ETSI (European Telecommunications Standards Institute), IEEE (Institute of Electrical and Electronics Engineers), NGMN (The Next Generation Mobile Networks) and CCSA (The China Communications Standards Association), and more than 60 specialists served in key roles such as chairmen and reporters of leading international standardisation organisation including GSA (Global Suppliers' Alliance) and ETSI, having submitted more than 100,000 propositions for international or domestic standardisation and research papers by far.

Report of the Board of Directors

BUSINESS OF THE GROUP

The Group is dedicated to the provision of ICT products and solutions that satisfy the needs of customers, integrating design, development, production, sales and services with a special focus on carriers' networks, government and corporate business and consumer business.

FINANCIAL RESULTS

Please refer to pages 150–151 and pages 330–331 of this report for the results of the Group for the year ended 31 December 2020 prepared in accordance with PRC ASBEs and HKFRSs, respectively.

FINANCIAL SUMMARY

Set out on pages 14–15 of this report are the results and financial position of the Group for the three financial years ended 31 December 2020 prepared in accordance with the PRC ASBEs.

Set out on pages 16–17 of this report are the results and financial position of the Group for the five financial years ended 31 December 2020 prepared in accordance with HKFRSs, which have been extracted from the respective financial statements of the Group for each of the five financial years ended 31 December 2016, 2017, 2018, 2019 and 2020 prepared in accordance with HKFRSs.

(I) Business Review for 2020

1. Overview of the domestic telecommunications industry for 2020

The domestic telecommunication industry sustained stable development during 2020. According to the data published by the Ministry of Industry and Information Technology of the PRC, the domestic telecommunications sector reported revenue of RMB1,360 billion for 2020, representing year-on-year growth of 3.6%. Rapid growth was also sustained in domestic mobile Internet access traffic flow with the discharge of usage (DOU) of mobile Internet reaching 10.35 GB per user per month for the year, representing year-on-year growth of 32%. (Data derived from the "2020 Statistical Communique on the Telecom Industry" published by the Ministry of Industry and Information Technology.)

During 2020, the big three domestic carriers completed their second-phase 5G tenders, while large-scale commercial application of standalone 5G networks in the country was initially realised, covering all domestic cities at the prefecture-level or above as well as key county-level cities. Steady progress in the construction of 5G networks was noted, as more than 700,000 5G base stations had been opened. A number of sectors, including industrial manufacturing, transportation, energy, medical care, education and media, pioneered in the use of 5G networks. During the COVID-19 epidemic, Internet applications operating on the basis of the communication infrastructure, such as home office, online teaching, online shopping, mobile payment and health code, played an active role in safeguarding people's livelihood and fighting the epidemic.

2. Overview of the global telecommunications industry for 2020

Investment in 5G was gaining pace on a global basis during 2020. According to the statistics of Global mobile Suppliers Association (GSA), 140 carriers in 59 countries or regions across the globe had launched 5G commercial services as at December 2020, while 61 carriers around the world launched tests, trial runs or commercial application of standalone 5G networks. 5G terminals were launched with growing variety in types and models, with more than 200 million 5G handsets shipped in 2020, representing growth of more than 10 times compared to the previous year.

While the business and construction work delivery for global telecommunications projects has been affected by the outbreak of COVID-19 in varying degrees, the substantial increase in demand for home office and online teaching has driven exploding growth in mobile data volume, providing a solid groundwork for the recovery in investment and stable growth of the global telecommunication market.

3. Operating results of the Group for 2020

For 2020, facing the COVID-19 epidemic and challenges in the external environment, the Group achieved operating revenue of RMB101.451 billion, representing a year-on-year increase of 11.81%, as it persisted in the focus on its principal businesses and pursued vigorous business expansion based on technological innovation with an emphasis on operational quality. Year-on-year growth in operating revenue was reported for both the international market and the domestic market, as well as for the three principal business segments (carriers' networks, government and corporate business and consumer business). Net profit attributable to holders of ordinary shares of the listed company for 2020 amounted to RMB4.260 billion. Basic earnings per share amounted to RMB0.92.

(1) By market

The domestic market

For the reporting period, the Group's operating revenue from the domestic market amounted to RMB68.051 billion, accounting for 67.08% of the Group's overall operating revenue. During 2020, the Group achieved growth in both market structure and market share, as it seized opportunities for development in 5G and new infrastructure. We were deeply involved in the construction of 5G commercial applications, joining forces with carriers to deploy 5G networks in 240+ cities across the nation. On the back of the excellent 5G networks, we rolled out 5G applications with more than 500 industry partners to empower digital transformation in various industries.

The international market

For the reporting period, the Group's operating revenue from the international market amounted to RMB33.400 billion, accounting for 32.92% of the Group's overall operating revenue. In 2020, the Group reported improving profitability as it persisted in its globalisation strategy and healthy operations and explored value markets with meticulous effort. The Group reported overall stability in its international operations, overcoming difficulties and addressing uncertainties as it mitigated the impact of overseas epidemic through the employment of ICT technologies, staff localisation and efficient industry chain coordination.

(2) By business segment

For the reporting period, the Group's operating revenue for carriers' networks, government and corporate business and consumer business amounted to RMB74.018 billion, RMB11.272 billion and RMB16.160 billion, respectively.

Carriers' network

During 2020, the competitiveness of the Group's products in carriers' network was further enhanced, as it reported considerable breakthroughs in the international as well as domestic markets. In connection with wireless products, the Group continued to command a pivotal role in the innovation of 5G technologies and market applications. According to statistics on the share of global 5G base station dispatch in 2020 published by Dell'Oro Group, ZTE ranked second in the industry. The Group was actively involved in the phase-two 5G tendering of the big three domestic carriers, establishing itself firmly in the first quadrant of the domestic industry. In connection with wireline products, we were engaged in the large-scale deployment of our full range of end-to-end 5G bearer products. Inspection and delivery of the ROADM optical backbone network of China Telecom, the largest of its kind in the world, was completed successfully. We were among the top players in the industry in terms of the aggregate shipment volume of FTTx products. In connection with energy products, our communication power source products accounted for the largest share in the centralised procurement tenders of domestic carriers and China Tower.

Government and corporate business

In 2020, the Group reported notable growth in the overall results of its government and corporate business. GoldenDB became the first domestical distributed database for financial transaction put to official commercial application in the core business system of a large bank. The full modular data centre solution was officially launched for commercial application, while tenders with leading Internet companies were won. Our safe corporate office solution contributed to the speedy resumption of corporate operation during the epidemic and facilitated home office for more than 30,000 research staffs. The Binjiang Manufacturing Base of ZTE in Nanjing was cited as an Outstanding ICT Case in China 2020 for its initiative to "manufacture 5G with 5G". The Group was working actively to establish its presence in new infrastructure on the back of its ability to empower digital transformation with precision, as exemplary projects were delivered in association with carriers and a number of leading enterprises, including 4 cooperative projects that won the Blossom Award (Class I) of MIIT.

Consumer business

The Group's consumer business involves handset, mobile data terminal, home information terminal and integrated innovative terminal. In 2020, the Group presented Axon 20 5G, the world's first handset with an under-display camera for commercial uses. Meanwhile, our market share for mobile data terminals increased substantially, as our new-generation 5G indoor router started to be launched in the overseas market. We have also been a consistent global leader in home information terminal and integrated innovative terminal.

For financial results of the year analysed by major financial indicators adopted by the Group, please refer to section (II) headed "Discussion and Analysis of Operations under PRC ASBEs" and section (III) headed "Management Discussion and Analysis under HKFRSs" in this chapter.

For details of the Group's environmental policy and performance of corporate social responsibilities, please refer to the section headed "Material Matters (XXVII) Performance of corporate social responsibility by the Company" in this report.

(II) Discussion and analysis of operations under PRC ASBEs

The financial data below are extracted from the Group's audited financial statements prepared in accordance with PRC ASBEs. The following discussion and analysis should be read in conjunction with the Group's financial statements audited by Ernst & Young Hua Ming LLP and the accompanying notes thereto set out in this report.

1. Breakdown of indicators by industry, business segment and region for the year as compared to the previous year

Unit: RMB in millions

Revenue mix	Operating revenue	As a percentage of operating revenue	Operating costs	Gross profit margin	Year-on-year increase/ decrease in operating revenue	Year-on-year increase/ decrease in operating costs	Year-on-year increase/ decrease in gross profit margin (percentage points)
I. By industry							
Manufacturing of communication equipment	101,450.7	100.00%	69,379.2	31.61%	11.81%	21.70%	(5.56)
Total	**101,450.7**	**100.00%**	**69,379.2**	**31.61%**	**11.81%**	**21.70%**	**(5.56)**
II. By business segment							
Carriers' networks	74,018.2	72.96%	49,005.8	33.79%	11.16%	28.25%	(8.82)
Government and corporate business	11,272.2	11.11%	8,023.6	28.82%	23.13%	23.73%	(0.34)
Consumer business	16,160.3	15.93%	12,349.8	23.58%	7.75%	0.30%	5.68
Total	**101,450.7**	**100.00%**	**69,379.2**	**31.61%**	**11.81%**	**21.70%**	**(5.56)**
III. By region							
The PRC	68,051.2	67.08%	48,414.6	28.86%	16.89%	38.30%	(11.01)
Asia (excluding the PRC)	14,729.3	14.52%	8,348.2	43.32%	11.75%	2.54%	5.09
Africa	4,822.6	4.75%	2,492.0	48.33%	(9.28%)	(16.09%)	4.19
Europe, Americas and Oceania	13,847.6	13.65%	10,124.4	26.89%	(1.25%)	(7.02%)	4.54
Total	**101,450.7**	**100.00%**	**69,379.2**	**31.61%**	**11.81%**	**21.70%**	**(5.56)**

Report of the Board of Directors

(1) Analysis of change in revenue

The Group reported RMB101,450.7 million in operating revenue for 2020, increasing by 11.81% as compared with the same period last year. Operating revenue generated from the domestic business amounted to RMB68,051.2 million, increasing by 16.89% as compared with the same period last year. Operating revenue generated from the international business amounted to RMB33,399.5 million, increasing by 2.71% as compared with the same period last year.

Analysed by business segment, the Group reported year-on-year growth in operating revenue for 2020, reflecting mainly year-on-year growth in operating revenue from carriers' networks, government and corporate business and consumer business. The Group's carriers' networks reported 11.16% year-on-year increase in operating revenue for 2020, reflecting mainly the year-on-year increase in operating revenue from 5G wireless products, bearer products and core network products; the Group's government and corporate services reported 23.13% year-on-year increase in operating revenue for 2020, reflecting mainly the year-on-year increase in operating revenue from bearer products and domestic servers as compared to the same period last year; the Group's consumer business reported 7.75% year-on-year increase in operating revenue for 2020, reflecting mainly the year-on-year increase in operating revenue from handset products and international home terminals as compared to the same period last year.

(2) Changes in the scope of consolidation as a result of changes in equity interests in the Company's subsidiaries and analysis of operating revenue and operating costs for the comparable period last year

Unit: RMB in millions

2020			2019 Note					
Operating revenue	**Operating costs**	**Gross profit margin**	Operating revenue	Operating costs	Gross profit margin	Year-on-year increase/ decrease in operating revenue	Year-on-year increase/ decrease in operating costs	Year-on-year increase/ decrease in gross profit margin (percentage points)
101,450.7	**69,379.2**	**31.61%**	90,612.6	56,933.4	37.17%	11.96%	21.86%	(5.56)

Note: Figures of operating revenue and operating costs for 2019 have excluded operating revenue and operating costs of subsidiaries deconsolidated in 2020.

ZTE Singapore Pte Ltd, ZTE (Albania) sh.p.k, ZICT (Nigeria) Limited, ZTE (Lithuania) Limited, Shenzhen Zhongrui Detection Technology Co., Ltd, Foshan Zhongxing Gaojian New Energy Technology Limited, Xi'an Zhongxing Jingcheng Communications (Hong Kong) Limited, ZTE PORTUGAL-TELECOMMUNICATIONS PROJECTS, UNIPERSONNEL LIMITED, NXT NETCARE SERVICES S.R.L., ZTE Benin Sarl completed deregistration with industrial and commercial administration authorities on 6 January 2020, 20 January 2020, 27 February 2020, 10 March 2020, 9 May 2020, 12 May 2020, 17 July 2020, 26 August 2020, 27 October 2020 and 4 December 2020, respectively, and the aforesaid companies have been excluded from the consolidated financial statements of the Group as from the date on which such deregistrations were completed.

Zhongxin New Energy Technology Company Limited (formerly known as Zhongxing New Energy Automobile Company Limited), a subsidiary of the Company, completed the disposal of 5.1% equity interests in Shenzhen Zhongxin New Energy Technology Company Limited in March 2020, and Shenzhen Zhongxin New Energy Technology Company Limited and its subsidiaries have been excluded from the consolidated financial statements of the Group as from March 2020. The Company disposed of 100% equity interests in Shenzhen Guoxin Electronics Development Company Limited in December 2020, and Shenzhen Guoxin Electronics Development Company Limited has been excluded from the consolidated financial statements of the Group as from December 2020.

(3) During the year, the Company did not enter into any material contracts requiring disclosure.

2. Breakdown of the Group's costs by principal items

Unit: RMB in millions

Industry	Item	2020 Amount	2020 As a percentage of operating costs	2019 Amount	2019 As a percentage of operating costs	Year-on-year increase/ decrease
Manufacturing of communication equipment	Raw materials	**53,147.4**	**76.60%**	42,500.1	74.55%	25.05%
	Engineering costs	**12,799.0**	**18.45%**	12,121.8	21.26%	5.59%
	Total	**65,946.4**	**95.05%**	54,621.9	95.81%	20.73%

3. Breakdown of the Group's expenses by principal items

Unit: RMB in millions

Item	2020	2019	Year-on-year increase/ decrease
Selling and distribution expenses	**7,578.8**	7,868.7	(3.68%)
Administrative expenses	**4,995.0**	4,772.8	4.66%
Finance expenses	**420.5**	966.0	(56.47%) Note 1
Income tax	**342.5**	1,385.0	(75.27%) Note 2

Note 1: Attributable mainly to the decrease in net interest expense for the period;

Note 2: Attributable mainly to the recognition of deferred tax assets available for deduction against loss for the period.

4. Research and development expense of the Group

Item	2020	2019	Year-on-year increase/ decrease
Headcount of R&D personnel	**31,747**	28,301	12.18%
R&D personnel as a percentage of total headcount of the Group	**43.07%**	40.39%	Increased by 2.68 percentage points
Amount of R&D expense (RMB in million)	**14,797.0**	12,547.9	17.92%
R&D expense as a percentage of operating revenue	**14.59%**	13.83%	Increased by 0.76 percentage point
Amount of capitalised R&D expense (RMB in million)	**2,242.4**	2,272.6	(1.33%)
Capitalised R&D expense as a percentage of R&D expense	**15.15%**	18.11%	Decreased by 2.96 percentage points

Report of the Board of Directors

5. Breakdown of the Group's cash flow

Unit: RMB in millions

Item	2020	2019	Year-on-year increase/ decrease
Sub-total of cash inflows from operating activities	**125,472.2**	105,339.3	19.11%
Sub-total of cash outflows from operating activities	**115,239.6**	97,892.7	17.72%
Net cash flows from operating activities	**10,232.7**	7,446.6	37.41% Note 1
Sub-total of cash inflows from investing activities	**7,044.8**	4,563.2	54.38%
Sub-total of cash outflows from investing activities	**14,126.9**	10,586.3	33.45%
Net cash flows from investing activities	**(7,082.1)**	(6,023.1)	(17.58%)
Sub-total of cash inflows from financing activities	**62,334.1**	45,937.9	35.69%
Sub-total of cash outflows from financing activities	**62,624.0**	40,216.2	55.72%
Net cash flows from financing activities	**(289.9)**	5,721.7	(105.07%) Note 2
Net increase in cash and cash equivalents	**2,897.3**	7,371.7	(60.70%)

Note 1: Reflecting mainly the increase in cash received from the sales of goods and provision of labour services;

Note 2: Reflecting mainly the net cash outflow of net borrowing for the period versus net inflow for the same period last year and perpetual instrument payments.

For an explanation of reasons for the difference between net cash flows from operating activities and net profit of the Group for the year, please refer to Note V. 57 Supplemental information on the cash flow statement to the financial statements prepared under PRC ASBEs.

6. Statement on substantial changes in the Group's principal business and its structure, profit mix and profitability during the year

(1) There was no substantial change in the principal business and its structure during the year as compared to the previous year.

(2) Changes in the profit mix during the year as compared to the previous year are set out as follows:

The Group's operating profit for 2020 amounted to RMB5,470.7 million, representing year-on-year decrease of 27.56% which was attributable to the income for the same period last year resulting from matters disclosed in the "UPDATE ON DISCLOSEABLE TRANSACTION SUPPLEMENTAL AGREEMENT TO THE FRAMEWORK AGREEMENT FOR ENTRUSTMENT OF DEVELOPMENT, CONSTRUCTION, SALES AND OPERATION" published on 11 July 2019 by the Company. Expenses for the period amounted to RMB27,791.3 million, increasing by 6.25%, year-on-year, and reflecting the increase in R&D investment; investment income amounted to RMB906.4 million, an increase by 263.43% as compared to the same period last year reflecting mainly the increase in income from the disposal of equity during the period.

Report of the Board of Directors

(3) Changes in the profitability (gross profit margin) of the principal business during the year as compared to the previous year are set out as follows:

The Group's gross profit margin for 2020 was 31.61%, decreasing by 5.56 percentage points compared to the same period last year, which was mainly attributable to the growth in revenue from low-margin products as a percentage of total revenue.

7. Analysis of the Group's assets and liabilities

(1) Change in assets and liabilities

Unit: RMB in millions

Item	As at 31 December 2020		As at 31 December 2019		Year-on-year increase/ decrease in percentage of total assets (percentage points)
	Amount	As a percentage of total assets	Amount	As a percentage of total assets	
Total assets	**150,634.9**	**100%**	141,202.1	100%	—
Cash	**35,659.8**	**23.67%**	33,309.3	23.59%	0.08
Trade receivables	**15,891.0**	**10.55%**	19,778.3	14.01%	(3.46)
Inventory	**33,689.3**	**22.36%**	27,688.5	19.61%	2.75
Investment properties	**2,035.2**	**1.35%**	1,957.2	1.39%	(0.04)
Long-term equity investments	**1,713.8**	**1.14%**	2,327.3	1.65%	(0.51)
Fixed assets	**11,913.9**	**7.91%**	9,383.5	6.65%	1.26
Construction in progress	**1,039.9**	**0.69%**	1,171.7	0.83%	(0.14)
Short-term loans	**10,559.2**	**7.01%**	26,646.0	18.87%	(11.86)
Long-term liability due within one year	**2,104.7**	**1.40%**	612.3	0.43%	0.97
Long-term loans	**22,614.3**	**15.01%**	10,045.1	7.11%	7.90

Report of the Board of Directors

(2) Assets and liabilities at fair value

① Items relating to fair value measurement

Unit: RMB in thousands

Item	Opening balance	Gains/losses arising from fair value change for the period	Cumulative fair value change dealt with in equity	Impairment charge for the period	Amount purchased during the period	Amount disposed of during the period	Other changes	Closing balance
Financial assets								
1. Financial assets at fair value through profit or loss (excluding derivative financial assets)	560,662	(16,364)	–	–	578,242	789,337	–	1,036,906
2. Derivative financial assets	106,065	(70,896)	949	–	–	–	–	36,118
3. Other investments in creditors' rights	2,430,389	–	–	(497)	14,688,992	15,149,254	–	1,970,624
4. Other investments in equity instruments	1,594,254	153,859	–	–	1,344	223,257	–	1,536,741
Sub-total of financial assets	4,691,370	66,599	949	(497)	15,268,578	16,161,848	–	4,580,389
Investment properties	1,957,242	1,758	–	–	–	–	76,234	2,035,234
Productive living assets	–	–	–	–	–	–	–	–
Others	–	–	–	–	–	–	–	–
Total	**6,648,612**	**68,357**	**949**	**(497)**	**15,268,578**	**16,161,848**	**76,234**	**6,615,623**
Financial liabilities Note	126,223	29,334	(1,596)	–	–	–	–	153,961

Note: Financial liabilities comprise derivative financial liabilities.

Assets of the Group are stated at historical costs, except for derivative financial instruments, equity and debt investments at fair value through profit or loss, receivables at fair value through other comprehensive income and investment properties, which are measured at fair value.

There was no material change to the measurement attributes of the principal assets of the Company during the year.

(3) For details of assets of the Company subject to restrictions in ownership or use as at the end of the year, please refer to Note V.58 "Assets subject to restrictions in ownership or use" to the financial reports prepared under PRC ASBEs.

8. Major customers and suppliers

The Company provides comprehensive services to mainstream carriers and government and corporate clients around the world. Through the provision of innovative technology and product solutions to telecommunications carriers and government and corporate clients in numerous countries and regions, the Company facilitates comprehensive communication services via multiple means, such as voice, data, multi-media, wireless broadband and cable broadband for users all over the world. The handset terminal products of the Group are marketed to mainstream populations.

Suppliers of the Group include suppliers of raw materials and outsourcing manufacturers. The Group sources from different suppliers around the world, which have established stable business relationships with the Group.

Sales by the Group in 2020 to its largest customer amounted to RMB31,153.9 million, accounting for 30.71% of the total sales of the Group for the year, while sales to its five largest customers amounted to RMB62,331.7 million, accounting for 61.44% of the total sales of the Group for the year. The five largest customers were not connected to the Company in any way. None of the Directors, Supervisors, senior management, key technical personnel, shareholders holding 5% or more of the shares and other connected parties of the Company had any direct or indirect interest in any of the aforesaid five largest customers. None of the Directors or

Report of the Board of Directors

Supervisors of the Company or their close associates or, to the knowledge of the Board of Directors, any of the shareholders holding 5% or more of the shares of the Company had any interest in any of the five largest customers of the Group. (The above figures of the Group are consistent under PRC ASBEs and HKFRSs).

Purchases by the Group from its largest supplier amounted to RMB3,399.4 million in 2020, accounting for 5.52% of the total purchases of the Group for the year, while the purchases made from its five largest suppliers amounted to RMB10,734.2 million, accounting for 17.43% of the total purchases of the Group for the year. The five largest suppliers were not connected to the Company in any way. None of the Directors, Supervisors, senior management, key technical personnel, shareholders holding 5% or more of the shares and other connected parties of the Company had any direct or indirect interest in any of the aforesaid five largest suppliers. (The above figures of the Group are consistent under PRC ASBEs and HKFRSs).

9. Analysis of investment

(1) Overview

The Company's long-term equity investments as at the end of the year under review amounted to approximately RMB1,713,803,000, representing decrease of 26.36% compared to approximately RMB2,327,288,000 as at 31 December 2019. Other third-party investments amounted to approximately RMB2,573,647,000, representing increase of 19.43% compared to approximately RMB2,154,916,000 as at 31 December 2019.

(2) For details of equity investments and non-equity investments conducted by the Company during the year, please refer to the section headed "Material Matters — (V) ASSET TRANSACTIONS" in this report.

(3) Financial assets at fair value

Unit: RMB in ten thousands

Asset type	Initial investment cost	Gains/losses arising from fair value change for the period	Cumulative fair value change dealt with in equity	Amount purchased during the period	Amount disposed of during the period	Cumulative investment gain	Amount at the end of the period	Source of funds
Stock	18,905.64	(1,912.50)	—	1,394.16	71,681.67	25,151.96	51,496.96	Issue fund, internal funds and debt-to-equity conversion
Financial derivatives	—	(7,089.60)	94.90	—	—	(9,992.44)	3,611.82	Issue fund
Others Note	162,618.32	15,661.91	—	1,525,463.63	1,544,503.11	5,479.03	402,930.16	Issue fund and internal funds
Total	**181,523.96**	**6,659.81**	**94.90**	**1,526,857.79**	**1,616,184.78**	**20,638.55**	**458,038.94**	**—**

Note: Others include entrusted fund management, trade receivable financing and equity investment at fair value through current profit or loss.

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(4) Investment in financial assets

① Investment in securities

A. Investment in securities as at the end of the year

Unit: RMB in ten thousands

Type of securities	Stock code	Stock name	Initial investment	Accounting method	Book value at the beginning of the period	Gains/loss arising from fair value change for the period	Cumulative fair value change accounted for in equity	Amount purchased during the period	Amount disposed of during the period	Gains/loss for the reporting period	Book value at the end of the period	Accounting classification	Source of funds
Stock	002902	Mentech [Note 1]	379.30	Fair-value measurement	4,102.22	(3,722.92)	–	–	3,127.90	(1,123.53)	–	Trading financial assets	Issue fund
Stock	300691	Union Optech [Note 2]	1,277.63	Fair-value measurement	4,743.33	(3,465.70)	–	–	4,889.33	(158.76)	–	Trading financial assets	Issue fund
Stock	002796	Shijia Science & Technology [Note 2]	789.69	Fair-value measurement	2,776.63	(1,986.94)	–	–	3,525.03	574.99	–	Trading financial assets	Issue fund
Stock	002579	China Eagle Electronic [Note 2]	1,382.31	Fair-value measurement	–	(174.23)	–	1,382.31	–	(163.59)	1,208.08	Trading financial assets	Issue fund
Stock	603068	Beken [Note 3]	2,175.99	Fair-value measurement	9,097.11	(6,921.12)	–	–	7,962.49	(1,453.39)	–	Trading financial assets	Issue fund
Stock	688019	Anji Technology [Note 3]	4,350.00	Fair-value measurement	27,512.92	1,767.23	–	–	52,165.18	48,168.46	26,609.50	Trading financial assets	Issue fund
Stock	688300	NOVORAY [Note 3]	1,000.83	Fair-value measurement	4,090.50	592.50	–	–	–	642.50	4,683.00	Trading financial assets	Issue fund
Stock	688595	Chipsea Technologies [Note 3]	1,955.00	Fair-value measurement	5,046.67	6,376.11	–	–	–	6,376.11	11,422.78	Trading financial assets	Issue fund
Stock	688135	Leadyo [Note 3]	1,999.78	Fair-value measurement	946.98	5,911.75	–	–	–	5,911.75	6,858.73	Trading financial assets	Issue fund
Stock	601258	ST PD Group [Note 4]	11.85	Fair-value measurement	–	(0.11)	–	11.85	11.74	(0.11)	–	Trading financial assets	Debt to equity conversion
Stock	ENA: TSV	Enablence Technologies [Note 5]	3,583.26	Fair-value measurement	1,003.94	(289.07)	–	–	–	(289.07)	714.87	Other non-current financial assets	Internal funds
Other securities investments held at the end of the period			–	–	–	–	–	–	–	–	–	–	–
Total			18,905.64	–	59,320.30	(1,912.50)	–	1,394.16	71,681.67	58,485.36	51,496.96	–	–

Note 1: The Company and ZTE Capital held in aggregate 31% equity interests in Zhonghe Chunsheng Fund I, a partnership reported in the consolidated financial statements of the Company. Figures corresponding to Mentech are provided with Zhonghe Chunsheng Fund I as the accounting subject.

Note 2: The Company and ZTE Capital held in aggregate 31.79% equity interests in Jiaxing Fund, a partnership reported in the consolidated financial statements of the Company. Figures corresponding to Union Optech, Shijia Science & Technology and China Eagle Electronic are provided with Jiaxing Fund as the accounting subject.

Note 3: The Company and Changshu Changxing Capital Management Company Limited, a wholly-owned subsidiary of ZTE Capital, held in aggregate 25.83% equity interests in Suzhou Zhonghe Chunsheng Fund III, a partnership reported in the consolidated financial statements of the Company. Figures corresponding to Beken, Anji Technology, NOVORAY, Chipsea Technologies and Leadyo are provided with Zhonghe Chunsheng Fund III as the accounting subject.

Note 4: Following the implementation of the reorganisation plan of ST PD Group during 2020, the debt interests of Shenzhen Zhongxing Cloud Service Company Limited ("Zhongxing Cloud") in ST PD Group were converted into shares of ST PD Group. Figures corresponding to ST PD Group are provided with Zhongxing Cloud as the accounting subject.

Note 5: The initial investment for the acquisition of Enablence Technologies shares by ZTE HK, a wholly-owned subsidiary of the Company, on 6 January 2015 amounted to CAD2.70 million, equivalent to approximately RMB13,931,000 based on the Company's foreign currency statement book exchange rate (CAD1: RMB5.15963) on 31 January 2015. The initial investment amount for the acquisition of shares in Enablence Technologies on 2 February 2016 was CAD4.62 million, equivalent to approximately RMB21,901,600 based on the Company's foreign currency statement book exchange rate (CAD1: RMB4.74060) on 29 February 2016. The book value of the investment as at the end of the year was approximately HKD8,502,000, equivalent to approximately RMB7,148,700 based on the Company's foreign currency statement book exchange rate (HKD1: RMB0.84083) on 31 December 2020.

B. Details in investment in securities during the reporting period

a. Shareholdings in Mentech

During 2020, Zhonghe Chunsheng Fund I transferred 1,768,200 shares held in Mentech (a company listed on the Small and Medium Enterprise Board of the Shenzhen Stock Exchange). As at the end of the year, Zhonghe Chunsheng Fund I ceased to hold any shares in Mentech.

b. Shareholdings in Union Optech

During 2020, Jiaxing Fund transferred 2,583,500 shares held in Union Optech (a company listed on the GEM Board of the Shenzhen Stock Exchange). As at the end of the year, Jiaxing Fund ceased to hold any shares in Union Optech.

c. Shareholdings in Shijia Science & Technology

During 2020, Jiaxing Fund transferred 771,300 shares held in Shijia Science & Technology (a company listed on the Small and Medium Enterprise Board of the Shenzhen Stock Exchange). As at the end of the year, Jiaxing Fund ceased to hold any shares in Shijia Science & Technology.

d. Shareholdings in China Eagle Electronic

During 2020, Zhuhai Topsun Electronic Technology Co., Ltd. ("Zhuhai Topsun") was acquired by China Eagle Electronic (a company listed on the Small and Medium Enterprise Board of the Shenzhen Stock Exchange). Following the completion of the acquisition, the shares in Zhuhai Topsun held by Jiaxing Fund were converted into shares in China Eagle Electronic. As at the end of the year, Jiaxing Fund held 1,063,600 shares in China Eagle Electronic, accounting for 0.21% of the total share capital of China Eagle Electronic.

e. Shareholdings in Beken

During 2020, Zhonghe Chunsheng Fund III transferred 1,122,200 shares held in Beken (a company listed on the Shanghai Stock Exchange). As at the end of the year, Zhonghe Chunsheng Fund III ceased to hold any shares in Beken.

f. Shareholdings in Anji Technology

During 2020, Zhonghe Chunsheng Fund III transferred 1,421,000 shares held in Anji Technology (a company listed on the STAR Market of the Shanghai Stock Exchange). As at the end of the year, Zhonghe Chunsheng Fund III held 893,500 shares in Anji, accounting for 1.68% of the total share capital of Anji Technology.

g. Shareholdings in NOVORAY

As at the end of the year, Zhonghe Chunsheng Fund III held 1,000,000 shares in NOVORAY (a company listed on the STAR Market of the Shanghai Stock Exchange), accounting for 1.16% of the total share capital of NOVORAY.

h. Shareholdings in Chipsea Technologies

Chipsea Technologies, a company in which Zhonghe Chunsheng Fund III has invested, was listed on the STAR Market of the Shanghai Stock Exchange on 28 September 2020. As at the end of the year, Zhonghe Chunsheng Fund III held 1,956,500 shares in Chipsea Technologies, accounting for 1.96% of the total share capital of Chipsea Technologies.

i. Shareholdings in Leadyo

Leadyo, a company in which Zhonghe Chunsheng Fund III has invested, was listed on the STAR Market of the Shanghai Stock Exchange on 11 November 2020. As at the end of the year, Zhonghe Chunsheng Fund III held 1,776,000 shares in Leadyo, accounting for 1.30% of the total share capital of Leadyo.

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j. Shareholdings in ST PD Group

ST PD Group (a company listed on the Shanghai Stock Exchange) underwent reorganisation during 2020 and, following the implementation of the reorganisation plan, Zhongxing Cloud's debt interests in ST PD Group were converted into 108,900 shares of ST PD Group. During the year, Zhongxing Cloud disposed of all its holdings of ST PD Group shares. As at the end of the year, Zhongxing Cloud ceased to hold any shares in ST PD Group.

k. Shareholdings in Enablence Technologies

ZTE HK, a wholly-owned subsidiary of the Company, entered into a Subscription Agreement with Enablence Technologies on 4 December 2014. ZTE HK subscribed for 18 million shares issued by Enablence Technologies on 6 January 2015 for an investment amount of CAD2.70 million. ZTE HK entered into a Subscription Agreement with Enablence Technologies on 27 January 2016. On 2 February 2016, ZTE HK subscribed for 77 million shares issued by Enablence Technologies for an investment amount of CAD4.62 million. As at the end of the year, ZTE HK held 95 million shares in Enablence Technologies, accounting for 14.80% of its total share capital.

l. Save as aforesaid, the Group did not invest in non-listed financial enterprises such as commercial banks, securities companies, insurance companies, trusts or futures companies, or conduct securities investment such as dealing in stocks of other listed companies during the year.

② Derivative investments

Unit: RMB in ten thousands

Name of party operating the derivative investment	Connected relationship	Whether a connected transaction	Type of derivative investment Note 1	Initial investment amount in the derivative investment	Start date	End date	Opening balance of investment amount Note 2	Amount purchased during the period	Amount disposed of during the period	Impairment provision (if any)	Closing balance of investment	Closing balance of investment amount as a percentage of net assets Note 3 of the Company at the end of the period (%)	Actual profit or loss for the reporting period
Financial institution	N/A	No	Foreign exchange derivative	–	2020/3/11	2021/12/30	1,449,815.20	1,531,660.16	2,301,693.02	–	679,782.34	15.70%	(19,798.11)
Financial institution	N/A	No	Interest rate derivative	–	2020/12/26	2022/12/26	4,471.13	–	1,490.38	–	2,980.75	0.07%	(181.97)
Total				**–**	**–**	**–**	**1,454,286.33**	**1,531,660.16**	**2,303,183.40**	**–**	**682,763.09**	**15.77%**	**(19,980.08)**

Source of funds for derivative investment	Internal funds
Litigation (if applicable)	Not involved in any litigation
Date of announcement of the Board of Directors in respect of the approval of derivative investments (if any)	"Announcement Resolutions of the Forty-sixth Meeting of the Seventh Session of the Board of Directors" and "Overseas Regulatory Announcement Announcement on the Application for Derivative Investment Limits for 2019," both dated 27 March 2019, and "Announcement Resolutions of the Fifteenth Meeting of the Eighth Session of the Board of Directors" and "Overseas Regulatory Announcement Announcement on the Application for Derivative Investment Limits for 2020," both dated 27 March 2020.

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Date of announcement of the general meeting in respect of the approval of derivative investments (if any)	"Announcement on Resolutions of the 2018 Annual General Meeting" dated 30 May 2019 and "Announcement on Resolutions of the 2019 Annual General Meeting" dated 19 June 2020.
Risk analysis and control measures (including but not limited to market risks, liquidity risks, credit risks, operational risks and legal risks) in respect of derivative positions during the reporting period	Value-protection derivative investments were conducted by the Company during 2020. The major risks and control measures are analysed and discussed as follows: 1. Market risks: Gains or losses arising from the difference between the exchange rate for settlement of value protection derivative investment contracts and the exchange rate prevailing on the maturity date will be accounted for as gains or losses on revaluation for each accounting period during the effective period of the value-protection derivative investments. Effective gains or losses shall be represented by the cumulative gains or losses on revaluation on the maturity date; 2. Liquidity risks: The value-protection derivative investments of the Company were based on the Company's budget of foreign exchange income and expenditure and foreign exchange exposure and these investments matched the Company's actual foreign exchange income and expenditure to ensure sufficient fund for settlement on completion. Therefore, their impact on the Company's current assets was insignificant; 3. Credit risks: The counterparties of the derivative investment trades of the Company are banks with sound credit ratings and long-standing business relationships with the Company and therefore the transactions were basically free from performance risks; 4. Other risks: Failure of personnel in charge to operate derivative investments in accordance with stipulated procedures or fully understand information regarding derivatives in actual operation may result in operational risks; obscure terms in the trade contract may result in legal risks; 5. Control measures: The Company addressed legal risks by entering into contracts with clear and precise terms with counterparty banks and strictly enforcing its risk management system. The Company has formulated the "Risk Control and Information Disclosure System relating to Investments in Derivatives" that contains specific provisions for the risk control, approval procedures and subsequent management of derivative investments, so that derivative investments will be effectively regulated and risks relating to derivative investments duly controlled.
Changes in the market prices or fair values of invested derivatives during the reporting period, including the specific methods, assumptions and parameters adopted in the analysis of the fair values of the derivatives	The Company has recognised gains/losses from investments in derivatives during the reporting period. Total loss recognised for the reporting period amounted to RMB200 million, comprising loss from fair-value change of RMB100 million and recognised investment loss of RMB100 million. The calculation of the fair value was based on forward exchange rates quoted by Reuters on a balance sheet date in line with the maturity date of the product.

Statement on whether the accounting policy and accounting audit principles for derivatives for the reporting period were significantly different from the previous reporting period	There was no significant change in the Company's accounting policy and accounting audit principles for derivatives for the reporting period as compared to that of the previous reporting period.
Specific opinion of Independent Non-executive Directors on the Company's derivative investments and risk control	Independent Non-executive Directors' Opinion: The Company has conducted value protection derivative investments by using financial products to enhance its financial stability, so as to mitigate the impact of exchange rate volatility on its assets, liabilities and profitability. The Company has conducted stringent internal assessment of its derivative investments made and has established corresponding regulatory mechanisms and assigned dedicated staff to be in charge thereof. The counterparties with which the Company and its subsidiaries have entered into contracts for derivative investments are organisations with sound operations and good credit standing. The derivative investments made by the Company and its subsidiaries have been closely related to their day-to-day operational requirements and the internal review procedures performed have been in compliance with the provisions of relevant laws and regulations and of the Articles of Association.

Note 1: Derivative investments are classified according to the types of derivative investment. Foreign exchange derivatives include exchange forwards and structural forwards and exchange swaps. Interest rate derivatives are interest rate swap contracts;

Note 2: The investment amount at the beginning of the period represented the amount denominated in the original currency translated at the exchange rate prevailing as at the end of the reporting period;

Note 3: Net assets as at the end of the reporting period represented net assets attributable to holders of ordinary shares of the listed company as at the end of the reporting period.

(4) Entrusted fund management and entrusted loans

① Entrusted fund management

a. General information of entrusted fund management during the year

Unit: RMB in ten thousands

Product type	Source of fund	Amount incurred Note 1	Outstanding amount	Overdue and unrecovered amount
Bank financial products	Internal funds	52,900	52,900	—
Total		**52,900**	**52,900**	**—**

Note 1: The amount of funds under entrusted management incurred represents the highest daily balance of such entrusted funds during the reporting period, namely, the maximum value of the total outstanding daily balance of such entrusted funds during the reporting period.

b. Details of individually significant or high-risk entrusted fund management

☐ Applicable √ N/A

② During the year, the Company did not enter into any entrusted loans.

(5) Use of Issue Proceeds

① Overall application of issue proceeds:

√ Applicable ☐ N/A

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Unit: RMB ten thousand

Year	Mode	Total amount of issue proceeds	Total amount of issue proceeds utilised during the period	Cumulative total amount of issue proceeds utilised	Total amount of issue proceeds applied to changed purposes during the reporting period	Cumulative total amount of issue proceeds applied to changed purposes	Percentage of cumulative total amount of issue proceeds applied to changed purposes	Total amount of unutilised issue proceeds:	Purposes and status of unutilised issue proceeds	Amount of issue proceeds unutilised for more than two years
2020	Nob-public issuance	1,145,941.87 Note	635,184.31	1,132,429.46	–	–	–	–	–	–
Total	**–**	**1,145,941.87**	**635,184.31**	**1,132,429.46**	**–**	**–**	**–**	**–**	**–**	**–**

Overall application of issue proceeds

The total amount of the Company's issue proceeds was RMB11,512,999,800, and the net amount after deduction of issue expenses was RMB11,459,418,700. As at the end of 2020, the total amount of issue proceeds utilised was RMB1,132,294,600. At the Board meeting convened by the Company on 29 January 2021, the closing of investment projects utilising proceeds from the non-public issuance of A shares and allocation of surplus proceeds amounting to RMB138 million (including interest income and after deduction of related expenses, the exact sum being the amount in the designated account for issue proceeds on the date on which the funds are transferred out) as supplementary working capital on a permanent basis was considered and approved. At the time of the cancellation of the designated account for issue proceeds in February 2021, the exact amount of surplus issue proceeds was RMB138,160,600 (including interest income and after deduction of related expenses). The surplus proceeds was applied as supplementary working capital on a permanent basis.

Note: The total amount of the Company's issue proceeds was RMB11,512,999,800, and the net amount after deduction of issue expenses was RMB11,459,418,700.

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② Projects to which issue proceeds were committed

√ Applicable □ N/A

Unit: RMB ten thousand

Projects under investment commitment and application of issue proceeds from over-subscription	Any change to projects (including partial changes)	Total amount of issue proceeds committed to investment	Adjusted total amount of investment (1)	Amount invested during the reporting period	Cumulative investment amount as at the end of the period (2)	Progress of investment as at the end of the period (3) =(2)/(1)	Date on which the project reaches the expected state of usefulness	Benefit realised during the reporting period	Whether expected benefits are achieved	Any material change to project feasibility
Projects under investment commitment										
Technological research and product development projects relating to 5G network evolution	No	755,941.87	755,941.87	245,184.31	742,429.46	98.21%	–	N/A	N/A	No
Replenishment of working capital	No	390,000.00	390,000.00	390,000.00	390,000.00	100.00%	–	N/A	N/A	No
Subtotal of projects under investment commitment	–	1,145,941.87	1,145,941.87	635,184.31	1,132,429.46	–	–	–	–	–
Application of issue proceeds from over-subscription										
Repayment of bank loans (if any)	–	–	–	–	–	–	–	–	–	–
Replenishment of working capital (if any)	–	–	–	–	–	–	–	–	–	–
Subtotal of application of issue proceeds from over-subscription	–	–	–	–	–	–	–	–	–	–
Total	–	**1,145,941.87**	**1,145,941.87**	**635,184.31**	**1,132,429.46**	**–**	**–**	**–**	**–**	**–**

Non-fulfillment of scheduled progress or anticipated earnings and reasons (by specific project)	N/A
Material change to project feasibility	N/A
Amount, purposes and progress of application of intended use and progress of application of issue proceeds from over-subscription	N/A
Change to implementation location of investment projects using issue proceeds	N/A
Change to implementation method of investment projects using issue proceeds	N/A

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Initial investments and fund replacements in investment projects using issue proceeds

Pursuant to the "Resolution on the Application of Issue Proceeds in Replacement of Internal Funds Previously Invested in Projects for which the Issue Proceeds are Intended" considered and approved at the Fourteenth Meeting of the Eighth Session of the Board of Directors of the Company held on 14 February 2020, the Company's application of issue proceeds in replacement of internal funds previously invested in projects for which the issue proceeds are intended with a total fund replacement amount of RMB4,972 million was approved. The aforesaid amount has been verified and confirmed by Ernst & Young Hua Ming LLP with the "Special authentication report on the advanced application of internal funds in projects to be funded by issue proceeds by ZTE Corporation" (Ernst & Young Hua Ming (2020) Zhuang Zi No. 60438556_H01). The Supervisory Committee, Independent Non-executive Directors and sponsor of the Company have furnished opinion of unequivocal consent. Subsequently, the Company replaced the funds with the issue proceeds.

The investment in projects funded by issue proceeds and the approach of "consolidation and audit before transfer to issue proceeds" are explained as follows: among the projects to be funded by issue proceeds raised from the non-public issuance of shares, "technological research and product development projects relating to 5G network evolution" represents primarily the capitalisation of R&D expenses and purchase of R&D equipment and software for technological research and product development projects relating to 5G network evolution. Capitalisation of R&D expenses included R&D staff cost and R&D materials consumed during the R&D process which cannot be paid for in advance directly from the issue proceed account, as these items have to be examined as to whether they qualify for capitalisation, and the relevant amount could only be ascertained after the relevant capitalisation item expenses are accurately consolidated and calculated. Regarding the purchase of R&D equipment and software, for the purposes of supply-chain efficiency, the Company typically purchases similar equipment or software through centralised procurement. The specific uses of the equipment/software are then distinguished when they are collected by different departments, and expenses attributed to projects funded by issue proceeds are subsequently identified. The Company may only replace internal funds invested in projects funded by issue proceeds with issue proceeds based on the amount authenticated by an accountant firm regularly appointed by the Company after such authentication, consideration and approval by the Board and the Supervisory Committee, furnishing of an unequivocal opinion of approval by the Independent Non-executive Directors and Supervisory Committee and an examination opinion by the sponsor.

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Pursuant to the "Resolution on the Application of Issue Proceeds in Replacement of Internal Funds Previously Invested in Projects for which the Issue Proceed s are Intended and Utilised for the Payment of Issue Expenses" considered and approved at the Twentieth Meeting of the Eighth Session of the Board of Directors of the Company held on 28 July 2020 and the Thirty-first Meeting of the Eighth Session of the Board of Directors of the Company held on 29 January 2021, the applications of issue proceeds with the amounts of RMB1,357 million and RMB1,095 million in replacement of internal funds previously invested in projects for which the issue proceeds are intended during the period from 1 January 2020 to 30 June 2020 and during the period form 1 July 2020 to 31 December 2020 was considered, respectively. The aforesaid amount has been verified and confirmed by Ernst & Young Hua Ming LLP with the "Special authentication report on the advanced application of internal funds in projects to be funded by issue proceeds by ZTE Corporation and Issue Expenses Paid" (Ernst & Young Hua Ming (2020) Zhuang Zi No. 60438556_H05) and the "Special authentication report on the advanced application of internal funds in projects to be funded by issue proceeds by ZTE Corporation" (Ernst & Young Hua Ming (2021) Zhuang Zi No. 60438556_H01). The Supervisory Committee, Independent Non-executive Directors and sponsor of the Company have furnished opinion of unequivocal consent. Subsequently, the Company replaced the funds already invested in the projects funded by issue proceeds as authenticated by the accounting firm with the issue proceeds.

Application of unutilised issue proceeds as interim working capital replenishment

Pursuant to the "Resolution on the Partial Application of Unused Issue Proceeds as Interim Working Capital Replenishment" considered and approved at the Fourteenth Meeting of the Eighth Session of the Board of Directors of the Company held on 14 February 2020, the application of unused issue proceeds amounting to not more than RMB2,500 million as interim working capital replenishment to be utilised over a term of not more than 12 months from the date of approval by the Board of Directors. The Supervisory Committee, Independent Non-executive Directors and sponsor of the Company have furnished opinion of unequivocal consent.

According to the "Overseas Regulatory Announcement Announcement on early partial repayment of unutilised issue proceeds applied as interim working capital replenishment" published by the Company on 28 July 2020, the Company had applied unutilised issue proceeds of RMB2,500 million as interim working capital replenishment. As at 28 July 2020, the Company had made an early repayment of RMB1,280 million out of the aforesaid unutilised issue proceeds applied as interim working capital replenishment to the designated account for issue proceeds.

According to the "Overseas Regulatory Announcement Announcement on early repayment of unutilised issue proceeds applied as interim working capital replenishment" published by the Company on 29 January 2021, the Company made repayment of the remaining RMB1,220 million of unutilised issue proceeds applied as interim working capital replenishment to the designated account for issue proceeds on 28 January 2021, upon which the unutilised issue proceeds of RMB2,500 million applied as interim working capital replenishment by the Company had been repaid in full to the designated account for issue proceeds and the duration of application had not exceeded 12 months.

Report of the Board of Directors

Amount of issue proceeds in surplus of requirements in project implementation and reasons	Pursuant to the "Resolution on the closing of investment projects utilising proceeds from the non-public issuance of A shares and allocation of the surplus proceeds as supplementary working capital on a permanent basis" considered and approved at the Thirty-first Meeting of the Eighth Session of the Board of Directors of the Company held on 29 January 2021, the closing of investment projects utilising proceeds from the non-public issuance of A shares and allocation of surplus proceeds amounting to RMB138 million (including interest income and after deduction of relevant expenses, the exact sum being the amount in the designated account for issue proceeds on the date on which the funds are transferred out) as supplementary working capital on a permanent basis was approved. The Supervisory Committee, Independent Non-executive Directors and sponsor of the Company have furnished opinion of unequivocal consent. The surplus in issue proceeds was primarily attributable to: (1) the Company's prudent application of issue proceeds in strict accordance with relevant regulations governing the use of issue proceeds in the implementation of the projects, with enhanced control, supervision and management of project construction costs without compromising the quality of the projects, resulting in reasonable reduction in project cost investment and savings in the expenditure of issue proceeds; (2) interest income accrued on the unutilised issue proceeds of the Company. At the time of the cancellation of the designated account for issue proceeds in February 2021, the exact amount of surplus issue proceeds was RMB138,160,600 (including interest income and after deduction of related expenses).
Application and status of unutilised issue proceeds	As at 31 December 2020, apart from RMB1,220 million applied as interim working capital replenishment, the remaining unutilised issue proceeds was placed in the designated account for issue proceeds. On 28 January 2021, the Company made early repayment of the remaining RMB1,220 million of unutilised issue proceeds applied as interim working capital replenishment to the designated account for issue proceeds on 28 January 2021 and the duration of application had not exceeded 12 months.
Any issues and other information relating to the application of issue proceeds and disclosure thereof	N/A

③ Change of projects utilising issue proceeds

☐ Applicable √ N/A

There was no change to projects utilising issue proceeds of the Company during the reporting period.

10. Material asset and equity disposal by the Group

For details of asset and equity transactions by the Group during the year, please refer to the section headed "Material Matters (V) Asset Transactions" in this report.

11. Analysis of principal subsidiaries and investee companies

Unit: RMB in millions

Name of company	Corporate type	Principal operations	Registered capital	Total assets	Net assets	Operating revenue	Operating profit	Net profit
Zhongxing Software	Subsidiary	Software development	RMB51.08 million	9,383.2	1,774.0	16,600.9	1,611.4	1,688.6
ZTE Capital	Subsidiary	Entrusted management and venture investment fund	RMB30 million	1,416.0	1,302.7	—	623.1	608.8
ZTE Microelectronics	Subsidiary	Design, production and sales of integrated circuits	RMB131,578,947	6,535.6	5,068.0	9,173.9	560.1	525.4
ZTE HK	Subsidiary	Sales and technical support in relation to communication products	HKD995 million	18,861.1	461.9	12,342.0	(480.6)	(622.6)
ZTE (Nanjing) Co., Ltd.	Subsidiary	Production of mobile communication system equipment	RMB1,000 million	11,686.2	2,268.0	30,329.1	1,317.6	970.2

ZTE Microelectronics and ZTE (Nanjing) Co., Ltd. reported year-on-year growth in net profit of more than 30% attributable mainly to growth in revenue; ZTE HK reported year-on-year decrease in net profit of more than 30% reflecting mainly the decrease in revenue of ZTE HK.

For information of other subsidiaries and principal investee companies, please refer to Note XV 4 Long-term equity investments and Note VII to the financial report prepared in accordance with PRC ASBEs. For details of subsidiaries acquired or disposed of during the year and their impact, please refer to Note VI to the financial report prepared in accordance with PRC ASBEs.

12. There was no structured entity under the control of the Company within the meaning of "ASBEs No. 41 — Disclosure of Interests in Other Entities."

Report of the Board of Directors

(III) Management Discussion and Analysis under HKFRSs

The financial data below are extracted from the Group's audited financial statements prepared in accordance with HKFRSs. The following discussion and analysis should be read in conjunction with the Group's financial statements audited by Ernst & Young and the accompanying notes as set out in this report.

Unit: RMB in millions

Consolidated statement of profit or loss and other comprehensive income	2020	2019
Operating revenue:		
Carriers' networks	**74,018.2**	66,584.4
Government and corporate business	**11,272.2**	9,154.8
Consumer business	**16,160.3**	14,997.4
Total revenue	**101,450.7**	90,736.6
Cost of sales	**(69,888.9)**	(58,878.0)
Gross profit	**31,561.8**	31,858.6
Other income and gains	**4,836.3**	6,816.1
Research and development costs	**(14,797.0)**	(12,547.9)
Selling and distribution expenses	**(7,578.8)**	(7,868.7)
Administrative expenses	**(5,463.5)**	(5,289.1)
Impairment loss on financial assets and contract assets, net	**(503.4)**	(2,228.4)
Loss on disposal of financial assets at amortised cost	**(187.5)**	(209.4)
Other expenses	**(887.5)**	(975.7)
Profit from operating activities	**6,980.4**	9,555.5
Finance costs	**(1,495.7)**	(1,718.2)
Share of profits and losses of joint ventures and associates	**(420.5)**	(675.6)
Profit/(loss) before tax	**5,064.2**	7,161.7
Income tax expense	**(342.5)**	(1,385.0)
Profit/(loss) for the year	**4,721.7**	5,776.7
Attributable to:		
Non-controlling interests	**(445.7)**	(280.2)
Attributable to:		
Perpetual capital instruments	**(16.2)**	(348.6)
Attributable to:		
Ordinary shares of the parent company	**4,259.8**	5,147.9
Other comprehensive income	**(295.3)**	49.4
Comprehensive income	**4,426.4**	5,826.1
Dividend	**922.7**	922.7
Earnings per share — Basic	**RMB0.92**	RMB1.22
— Diluted	**RMB0.92**	RMB1.22

Report of the Board of Directors

REVENUE ANALYSIS BY BUSINESS SEGMENT AND REGION

The following table sets out the revenue attributable to the major business segments of the Group for the periods indicated, in monetary amount and as a percentage of the total operating revenue:

Unit: RMB in millions

	2020		2019	
Business segment	**Revenue**	**As a percentage of operating revenue**	Revenue	As a percentage of operating revenue
Carriers' networks	**74,018.2**	**73.0%**	66,584.4	73.4%
Government and corporate business	**11,272.2**	**11.1%**	9,154.8	10.1%
Consumer business	**16,160.3**	**15.9%**	14,997.4	16.5%
Total	**101,450.7**	**100.0%**	90,736.6	100.0%

The following table sets out the revenue of the Group attributable to the PRC, Asia (excluding the PRC), Africa, Europe, the Americas and Oceania for the periods indicated, in monetary amount and as a percentage of the total operating revenue:

Unit: RMB in millions

	2020		2019	
Region	**Revenue**	**As a percentage of operating revenue**	Revenue	As a percentage of operating revenue
The PRC	**68,051.2**	**67.1%**	58,217.0	64.2%
Asia (excluding the PRC)	**14,729.3**	**14.5%**	13,180.3	14.5%
Africa	**4,822.6**	**4.8%**	5,316.1	5.9%
Europe, the Americas and Oceania	**13,847.6**	**13.6%**	14,023.2	15.4%
Total	**101,450.7**	**100.0%**	90,736.6	100.0%

The Group reported RMB101,450.7 million in operating revenue for 2020, increasing by 11.8% as compared with the same period last year. Operating revenue generated from the domestic business amounted to RMB68,051.2 million, increasing by 16.9% as compared with the same period last year. Operating revenue generated from the international business increased by 2.7% to RMB33,399.5 million.

Analysed by business segment, the Group reported year-on-year growth in operating revenue for 2020, reflecting mainly year-on-year growth in operating revenue from carriers' networks, government and corporate business and consumer business. The Group's carriers' networks reported 11.2% year-on-year increase in operating revenue for 2020, reflecting mainly the year-on-year increase in operating revenue from 5G wireless products, bearer products and core network products; the Group's government and corporate business reported 23.1% year-on-year increase in operating revenue for 2020, reflecting mainly the year-on-year increase in operating revenue from bearer products and domestic servers as compared to the same period last year; the Group's consumer business reported 7.8% year-on-year increase in operating revenue for 2020, reflecting mainly the year-on-year increase in operating revenue from handset products and international home terminals as compared to the same period last year.

COST OF SALES AND GROSS PROFIT

The following tables set out (1) the cost of sales of the Group and cost of sales as a percentage of total operating revenue and (2) the Group's gross profit and gross profit margin for the periods indicated:

Unit: RMB in millions

	2020		2019	
Business segment	**Cost of sales**	**As a percentage of business segment revenue**	Cost of sales	As a percentage of business segment revenue
Carriers' networks	**49,443.5**	**66.8%**	39,701.5	59.6%
Government and corporate business	**8,055.1**	**71.5%**	6,636.1	72.5%
Consumer business	**12,390.3**	**76.7%**	12,540.4	83.6%
Total	**69,888.9**	**68.9%**	58,878.0	64.9%

Unit: RMB in millions

	2020		2019	
Business segment	**Gross profit**	**Gross profit margin**	Gross profit	Gross profit margin
Carriers' networks	**24,574.7**	**33.2%**	26,882.9	40.4%
Government and corporate business	**3,217.1**	**28.5%**	2,518.7	27.5%
Consumer business	**3,770.0**	**23.3%**	2,457.0	16.4%
Total	**31,561.8**	**31.1%**	31,858.6	35.1%

Cost of sales of the Group for 2020 increased by 18.7%, year-on-year, to RMB69,888.9 million. The increase reflected mainly the increase in costs of sales for carriers' networks and government and corporate business as compared to the same period last year. The Group's overall gross profit margin decrease by 4.0 percentage points to 31.1% for 2020, as compared to the same period last year, in line with the lower gross profit margin for carriers' networks.

Cost of sales of the Group's carriers' networks for 2020 amounted to RMB49,443.5 million, a 24.5% increase compared to the same period last year. Gross profit margin was 33.2%, compared to 40.4% for the same period last year. The decrease in gross profit margin reflected mainly the increase in revenue from low-margin products in the domestic market as a percentage of total revenue.

Cost of sales of the Group's government and corporate business for 2020 amounted to RMB8,055.1 million, a 21.4% increase compared to the same period last year. The relevant gross profit margin was 28.5%, compared to 27.5% for the same period last year.

Cost of sales of the Group's consumer business for 2020 amounted to RMB12,390.3 million, decreasing by 1.2% compared to the same period last year. The relevant gross profit margin was 23.3%, versus 16.4% for the same period last year. The increase in gross profit margin for the consumer business reflected mainly the increase in revenue from home terminals with a higher margin in the international markets as a percentage of total revenue, as well as higher gross profit margins for handset products in the domestic and international markets.

OTHER INCOME AND GAINS

Other income and gains of the Group for 2020 amounted to RMB4,836.3 million, representing a 29.0% decrease compared to RMB6,816.1 million for 2019, attributable mainly to the recognition of relevant income for the same period last year by the Company as disclosed in "UPDATE ON DISCLOSEABLE TRANSACTION SUPPLEMENTAL AGREEMENT TO THE FRAMEWORK AGREEMENT FOR ENTRUSTMENT OF DEVELOPMENT, CONSTRUCTION, SALES AND OPERATION" published on 11 July 2019.

RESEARCH AND DEVELOPMENT COSTS

The Group's research and development costs for 2020 increased by 17.9% to RMB14,797.0 million from RMB12,547.9 million for 2019, or by 0.8 percentage point from 13.8% for 2019 to 14.6% for 2020 as a percentage of operating revenue. The Group continued to invest in core technologies such as 5G wireless, core network, bearer, access and chips during the period.

SELLING AND DISTRIBUTION EXPENSES

The Group's selling and distribution expenses for 2020 decreased by 3.7% to RMB7,578.8 million from RMB7,868.7 million for 2019, attributable mainly to the decrease in the Group's travel expenses and advertising expenses for the period. Selling and distribution expenses as a percentage of operating revenue decreased by 1.2 percentage points to 7.5%, compared to 8.7% for 2019.

ADMINISTRATIVE EXPENSES

Administrative expenses of the Group for 2020 increased by 3.3% to RMB5,463.5 million, as compared to RMB5,289.1 million for 2019. Administrative expenses as a percentage of operating revenue decreased by 0.4 percentage point to 5.4% as compared to 5.8% for 2019.

IMPAIRMENT LOSS ON FINANCIAL ASSETS AND CONTRACT ASSETS, NET

The Group's net impairment loss on financial assets and contract assets for 2020 amounted to RMB503.4 million, decreasing by 77.4% compared to RMB2,228.4 million for 2019. This was mainly attributable to the decrease in the Group's provision for bad debt and trade receivables for the period.

LOSS ON DISPOSAL OF FINANCIAL ASSETS AT AMORTISED COST

The Group recorded loss on disposal of financial assets at amortised cost for 2020 amounting to RMB187.5 million, decreasing by 10.5% compared to RMB209.4 million for 2019. The decrease reflected mainly the decrease in interests relating to the Group's international factoring without recourse for the period.

OTHER EXPENSES

Other expenses primarily include loss on impairment of assets, non-operating expenses, loss from fair-value change and investment loss. Other expenses of the Group for 2020 was RMB887.5 million, representing a 9.0% decrease from RMB975.7 million for 2019, which was attributable primarily to the decrease in fair-value loss of shares in listed companies held by ZTE Capital for the year.

PROFIT FROM OPERATING ACTIVITIES

The Group's profit from operating activities for 2020 amounted to RMB6,980.4 million, as compared to RMB9,555.5 million for 2019, while operating profit margin was 6.9%, attributable primarily to the recognition of relevant income for the same period last year by the Company as disclosed in the "UPDATE ON DISCLOSEABLE TRANSACTION SUPPLEMENTAL AGREEMENT TO THE FRAMEWORK AGREEMENT FOR ENTRUSTMENT OF DEVELOPMENT, CONSTRUCTION, SALES AND OPERATION" published on 11 July 2019.

FINANCE COSTS

Finance costs of the Group for 2020 amounted to RMB1,495.7 million, decreasing by 12.9% compared to RMB1,718.2 million for 2019, reflecting mainly the decrease in interest expenses in line with the decrease in financing of the Group and finance interest rate for the period.

INCOME TAX EXPENSE

The Group's income tax expense for 2020 was RMB342.5 million, which was 75.3% lower as compared to RMB1,385.0 million for 2019, reflecting mainly the Company's recognition of deferred income tax assets deductible against loss for the period.

PROFIT ATTRIBUTABLE TO NON-CONTROLLING INTERESTS

The Group's profit attributable to non-controlling interests for 2020 amounted to RMB445.7 million, representing an increase of RMB165.5 million compared to RMB280.2 million for 2019, which was attributable mainly to the increase in profit reported by certain subsidiaries of the Group for the period.

OTHER COMPREHENSIVE INCOME

Other comprehensive income of the Group for 2020 amounted to RMB-295.3 million, compared to RMB49.4 million for 2019, which was attributable mainly to loss for the period on translation of the Group's statements denominated in foreign currencies owing to exchange rate fluctuations versus gain for the same period last year.

DEBT-EQUITY RATIO AND THE BASIS OF CALCULATION

Debt-equity ratio is calculated by dividing interest-bearing liabilities by the sum of interest-bearing liabilities and equity (including non-controlling interests).

The Group's debt-equity ratio for 2020 was 44.2%, decreasing by 6.1 percentage points as compared to 50.3% for 2019, reflecting mainly the increase in the Group's profit and non-public issuance of A shares during the period.

LIQUIDITY AND CAPITAL RESOURCES

In 2020, the Group's development funds were financed mainly by cash generated from its operations and bank loans. The Group's cash requirements related primarily to production and operating activities, repayment of due liabilities, capital expenditure, interest and dividend payments and other contingent cash requirements. The Group has adopted a prudent capital management policy and sufficient funds are in place to meet its debt repayment obligations as due, capital expenditure and the requirements of normal production operations.

Cash and cash equivalents of the Group as of 31 December 2020 amounted to RMB31,403.1 million held mainly in RMB and to a smaller extent in USD, EUR, HKD and other currencies.

CASH FLOW DATA

Unit: RMB in millions

Item	2020	2019
Net cash inflow from operating activities	**4,701.0**	4,903.4
Net cash outflow from investing activities	**(4,501.4)**	(6,120.2)
Net cash inflow from financing activities	**2,661.0**	8,362.0
Net increase in cash and cash equivalents	**2,860.6**	7,145.2
Cash and cash equivalents at the end of the period	**31,403.1**	28,505.8

OPERATING ACTIVITIES

The Group's net cash inflow from operating activities of RMB4,701.0 million for 2020, compared to RMB4,903.4 million for 2019, reflecting mainly year-on-year increase in cash received from sales of goods and provision of services by RMB19,157.6 million, decrease in tax refund received by RMB423.6 million, increase in cash paid for the purchase of goods and services by RMB15,697.1 million, and increase in cash payments to and on behalf of employees by RMB3,190.0 million.

INVESTING ACTIVITIES

The Group's net cash outflow from investing activities was RMB4,501.4 million for 2020, compared to RMB6,120.2 million for 2019, reflecting mainly the decrease in pledged bank deposit for the period versus increase in pledged bank deposit for the same period last year.

FINANCING ACTIVITIES

The Group's net cash inflow from financing activities was RMB2,661.0 million for 2020, compared to RMB8,362.0 million for 2019, reflecting mainly the payment of RMB6 billion perpetual instruments by the Group for the period.

CAPITAL EXPENDITURE

The Group's capital expenditure for 2020 amounted to RMB8,471.3 million, compared to RMB5,501.7 million for 2019, which was mainly applied in the Nanjing Project, Shanghai R&D Centre Phase III, Xi'an Project and purchase of electronic equipment and machinery equipment.

INDEBTEDNESS

Unit: RMB in millions

Item	31 December 2020	2019
Secured bank loans	**452.4**	252.2
Unsecured bank loans	**34,372.6**	36,530.9

Unit: RMB in millions

Item	31 December 2020	2019
Short-term bank loans	**12,210.7**	26,738.0
Long-term bank loans	**22,614.3**	10,045.1

Credit facilities available to the Group included long-term and short-term bank loans, which were mainly used as working capital. The Group's RMB short-term and long-term bank loans subject to fixed interest rates amounted to RMB2,137.8 million and RMB653.7 million respectively. Other RMB loans were subject to floating interest rates. Loans in TRY, USD and EUR subject to fixed interest rates in aggregate amounted to the equivalent of approximately RMB493.2 million and the remaining USD loans were subject to floating interest rates. The Group's borrowings were mainly denominated in USD and EUR, apart from certain RMB loans.

The Group's consolidated financial statements are expressed in RMB. The exchange rate risk of the Group arises mainly from foreign exchange exposures associated with the sales, purchases and financing settled in currencies other than RMB and the volatility of exchange rates. With the foreign exchange risk management based on the whole process of business, the Group seeks to mitigate foreign exchange risks on its operations at source through the use of measures such as business strategic guidance, internal settlement management, financing mix optimisation, internal currency settlement and value-protected derivative products on exchange rates. The Group also strengthens liquidity risk management and facilitates RMB pricing and settlement for overseas projects to lower its exchange risks in the long term.

The Group's bank loans as at the end of 2020 decreased by RMB1,958.1 million as compared to the end of 2019, reflecting repayment of short-term loans of the Company upon maturity.

Report of the Board of Directors

CONTRACTUAL OBLIGATIONS

Unit: RMB in millions

Item	Total	31 December 2020 Less than 1 year	2-5 years	More than 5 years
Bank loans	**34,825.0**	12,210.7	22,539.6	74.7

CONTINGENT LIABILITIES

Unit: RMB in millions

Item	31 December 2020	2019
Guarantees given to banks in connection with borrowings to customers	**—**	—
Guarantees given to banks in respect of performance bonds	**12,832.3**	13,559.3
Total	**12,832.3**	13,559.3

CAPITAL COMMITMENTS

The Group had the following capital commitments as of the dates indicated:

Unit: RMB in millions

Item	31 December 2020	2019
Land and buildings:		
Contracted, but not provided for	**2,837.2**	3,097.0
Investment in associates:		
Contracted, but not provided for	**13.0**	48.7

DETAILS OF THE SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES OF THE GROUP

Details of the subsidiaries of the Group as at 31 December 2020 are set out in the section headed "Report of the Board of Directors — (II) 11. Analysis of principal subsidiaries and investee companies" in this report.

Details of the associates and joint ventures of the Group as at 31 December 2020 are set out in Notes 19 and 20 to the financial statements prepared in accordance with HKFRSs.

MATERIAL ACQUISITIONS AND DISPOSALS RELATED TO SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

Details of the acquisitions and disposals related to subsidiaries, associates and joint ventures of the Group in 2020 are set out in the section headed "Material Matters — (V) Asset Transactions" in this report.

PROSPECTS FOR NEW BUSINESS

Details of the prospects for new business of the Group are set out in the section headed "Chairman's Statement — Future Prospects" in this report.

EMPLOYEES

Details of the number of employees, training programmes, remuneration, remuneration policy, bonus and the share option scheme of the Group as at 31 December 2020 are set out in the sections headed "Directors, Supervisors, Senior Management and Employees," "Corporate Governance Structure" and "Material Matters — (VII) Implementation and Impact of the Company's Share Option Incentive Scheme" in this report.

CHARGES ON ASSETS

Details of the Group's charges on assets as at 31 December 2020 are set out in Note 35 to the financial statements prepared under HKFRSs.

PLANS FOR INVESTMENTS OR ACQUISITION OF CAPITAL ASSETS

Details of the Group's investments and their performance and prospects as at 31 December 2020 are set out in the sections headed "Report of the Board of Directors — (II) 9. Analysis of Investments and "Material Matters — (V) Asset Transactions" in this report.

Details of the Group's future plans for investments or acquisition of capital assets are set out in the section headed "Report of the Board of Directors" in this report.

MARKET RISKS

For details of the Group's exposure to market risks, please refer to the section headed "Report of the Board of Directors — (VI) Business outlook for 2021 and risk exposures."

(IV) Compliance with laws and regulations

The Group is one of the world's leading listed manufacturers of integrated communications equipment and providers of global integrated communications and information solutions. The laws and regulations which have a material impact on the business and operations of the Group include, but are not limited to, company laws, contract laws, cyber security laws, product safety laws, intellectual property laws and other pertinent laws and regulations of relevant countries and regions and trade rules of relevant international organisations, countries and regions. The Group is committed to ensuring compliance of its businesses and operations with applicable domestic and international laws and regulations.

As a dedicated functional organisation responsible for the operation of compliance management regimes and policymaking relating to compliance matters in areas including export control, anti-commercial bribery and data protection, the Group's Compliance Management Committee monitors the Group's overall conformity with compliance laws and regulations which have a material impact on the Group's business and operations and reports to the Board on the Group's compliance.

For details of the Group's compliance with the Corporate Governance Code, please refer to the section headed "Corporate Governance Structure" in this report.

During the year, so far as known to the Company, the Group complied in material respects with laws and regulations having a significant impact on the Group's business and operations.

Report of the Board of Directors

(V) Records of reception of investors, communications and press interviews during the year

√ Applicable ☐ N/A

Nature	Time	Location	Mode	Audience received	Key contents discussed	Information furnished
Results presentation	April 2020	Shenzhen	Internet livecast	Investors and securities houses including Southern AMC, Bosera Fund, China AMC, GF Fund, Lombarda China Fund, New China Life, Huitong Rongxin, China Merchants Securities, Haitong Securities, Huatai Securities and Credit Suisse	Day-to-day operations of the Company	Published announcements and regular reports
Research for specific audience and analysts' meeting	November 2020	Shenzhen	On-site meeting Telephone conference	Essence Securities, Bosera Fund, Soochow Securities, Founder Securities, GF Fund, GF Securities, Guosheng Securities, Guotai Junan, Haitong Securities, Huaan Securities, Huachuang Securities, Huatai Securities, China AMC, Southern AMC, Foresight Fund, Shenwan Hongyuan, Tianfeng Securities, New China Life, New Times Securities, China Greatwall Securities, Changjiang Securities, China Merchants Securities, Zheshang Securities, Lombarda China Fund, Zhongtai Securities, CSC Financial, CITIC Securities, UOB Kay Hian, First Shanghai, Jefferies, Goldman Sachs, Guotai Junan International, Guosen HK, Haitong International, Citibank, China Renaissance Securities, HSBC Qianhai, CCB International, BOCOM International, Macquarie, Merrill Lynch, Morgan Stanley, Credit Suisse, UBS, Industrial Securities, Nomura, China Galaxy International, CMBI, CICC, BOCI.	Day-to-day operations of the Company	Published announcements and regular reports
External meeting	January to December 2020	Shenzhen	Investors' telephone conference of Credit Suisse	Customers of Credit Suisse	Day-to-day operations of the Company	Published announcements and regular reports
		Shenzhen	Investors' telephone conference of CITIC Securities	Customers of CITIC Securities	Day-to-day operations of the Company	Published announcements and regular reports
		Haikou	Investors' telephone conference of China Merchants Securities	Customers of China Merchants Securities	Day-to-day operations of the Company	Published announcements and regular reports
		Shenzhen	Investors' telephone conference of Guosen Securities	Customers of Guosen Securities	Day-to-day operations of the Company	Published announcements and regular reports

Report of the Board of Directors

Nature	Time	Location	Mode	Audience received	Key contents discussed	Information furnished
		Shenzhen	Investors' telephone conference of Nomura	Customers of Nomura	Day-to-day operations of the Company	Published announcements and regular reports
		Shenzhen	Investors' telephone conference of CSC Financial	Customers of CSC Financial	Day-to-day operations of the Company	Published announcements and regular reports

(VI) Business outlook of 2021 and risk exposures

1. Business outlook of 2021

Global 5G development is expected to roll out in full gear in the next 5 years, underpinned by a rapidly maturing industry chain and vigorous supply of innovative applications driving a new boom for the communications industry. First of all, 5G will continue to benefit from the volume of mobile data to further enhance personal consumer experience, thereby sustaining growth in mobile data consumption. Second, the integration of infrastructure for the intelligent Internet of Everything built on the back of 5G will give rise to new businesses, models and growth opportunities in the ICT sector, driving robust development of the global digital economy.

In connection with carriers' networks, the Group will steadily enhance its product profile and market share in the domestic and international markets in adherence to its globalisation strategy. The Group will increase investment in core technologies such as chip, algorithm and network architecture to maintain its technological edge and facilitate the provision of end-to-end solutions that would enable carriers to build highly competitive premium 5G networks in a speedy manner.

In connection with the government and corporate business, the Group will continue to focus on the key market sectors of energy, transportation, government affair, finance, Internet and major corporation, among others, targeting at premium partners to incubate business channels and enhance customer satisfaction. The Group will further increase the competitiveness and market share of our wireless, transmission, access and server products, seizing opportunities presented by the new infrastructure to expedite consolidation of the 5G business and assist in the digital transformation and upgrade of various sectors.

In connection with the consumer business, the Group will leverage opportunities in the markets for 5G terminals and data products. We will maintain prudent operations in the overseas market while increasing our investment in brand in the domestic market, expanding our offline channels and seizing opportunities to rise above the competition.

In 2021, the Group will continue to advance digital transformation and increase its effort to attract and incentivise core talents, while making improvements to the compliance and management regime by strengthening internal control governance and regulated operations, so as to foster a positive image in the international market and win greater trust among domestic and overseas clients as well as shareholders. We will consolidate our existing foundation and foster new strengths in order to attain qualitative growth.

2. Risk exposures

(1) Country risks

Given the complex nature of international economic and political conditions and the presence of the Group's business and branch organisations in over 100 countries, as well as the differences in macro-economy, policy and regulation and political and social backgrounds among the countries where the Group's businesses are operated, the Group will continue to be exposed to risks relating to legal compliance, taxation, exchange rates and political developments (such as war and domestic unrest), which might affect the operations of the Group. The Group ensures compliance primarily through the establishment of a complete compliance management regime to identify and comply with trade and taxation policy requirements in these countries (including export control and GDPR (General Data Protection Regulation)); we also work with independent professional organisations to analyse and address country risks. We take out necessary export insurance for businesses in regions with higher evaluated risks, and we also resort to financing to avoid possible losses.

(2) Risk associated with intellectual property rights

The Group has always attached great importance to product technology research and development as well as the protection and management of intellectual property rights. Trademarks of the Group's products and services, "ZTE" or "ZTE中興", are all protected by trademark registration, and intellectual property right protection in various forms, including but not limited to application for patent right or copyright, has been adopted wherever possible in respect of such products and services. While the Group has adopted highly stringent measures to protect its intellectual property rights, potential disputes over intellectual property rights between the Group and other telecommunications equipment manufacturers, franchisee companies and carriers under partnerships with the Group cannot be totally avoided. The Group will continue to drive the solution of related issues with an open-minded, cooperative and mutually beneficial approach.

(3) Exchange rate risks

The Group's consolidated financial statements are expressed in RMB. The exchange rate risk of the Group arises mainly from foreign exchange exposures associated with the sales, purchases and financing settled in currencies other than RMB and the volatility of exchange rates, which might affect the operations of the Group. The Group adopts ongoing measures to strengthen foreign exchange risk management covering the entire business process and seeks to minimise exposures through initiatives such as business strategic guidance, internal settlement management, financing mix design and value-protected derivative exchange instruments. The Group has also strengthened liquidity risk management in countries practicing exchange control and endeavoured to facilitate RMB pricing and settlement for overseas projects to lower its exchange risks in the long term.

(4) Interest rate risk

The interest rate risk of the Group is mainly associated with interest-bearing liabilities. Fluctuations in the interest rates of RMB or foreign currencies will result in changes in the total amount of interest payable by the Group and will therefore affect the Group's profitability. The Group seeks to lower its interest rate risk mainly through control over the total amount and structured management of its interest bearing liabilities. Control over the total amount of interest-bearing liabilities is mainly achieved by improving the cash turnover efficiency and increasing the free cash flow of the Group. Structured management of interest-bearing liabilities is achieved mainly through portfolio control of a mixture of long-term/short-term domestic and overseas loans denominated in RMB or foreign currencies with fixed or floating interests, complemented by derivative instruments such as interest rate swaps, sought from a diverse range of low-cost financing channels in the global market taking into account the trends of market changes.

Report of the Board of Directors

(5) Customer credit risk

The Group provides one-stop communications solutions to its customers. With the rapid expansion of its business, the Group is serving a large customer base with differing credit status, and its business will inevitably be affected by the varied credit profiles of these customers. The Group seeks to mitigate the aforesaid impact mainly by identifying and managing credit risks through the adoption of internal credit management measures, such as customer credit search, customer credit rating, customer credit limit management, overall risk control and credit control against customers with faulty payment records, and by transferring credit risks through the purchase of credit insurance and appropriate financial instruments.

(VII) Other Matters in the Report of the Board of Directors

1. *Fixed assets*

Details of changes in fixed assets of the Group for the year are set out in Note 14 to the financial statements prepared in accordance with HKFRSs.

2. *Bank loans and other borrowings*

Details of bank loans and other borrowings of the Group as at 31 December 2020 are set out in Note 35 to the financial statements prepared in accordance with HKFRSs.

3. *Reserves*

Details of the reserves and changes in the reserves of the Group and the Company for the year are set out in Notes 41 and 54, respectively, to the financial statements prepared in accordance with HKFRSs.

4. *Pre-emptive rights*

There is no provision under the Company Law or the Articles of Association regarding pre-emptive rights that requires the Company to offer new shares to its existing shareholders on a pro-rata basis.

5. *Share capital*

Details of the share capital of the Company, together with movements in such share capital and the reasons therefor, are set out in Note 39 to the financial statements prepared in accordance with HKFRSs and the section headed "Changes in shareholdings and information of shareholders — (I) Changes in share capital during the year" in this report.

6. *Competing interest*

None of the Directors has interest in any business which competes or is likely to compete, either directly or indirectly, with the businesses of the Group.

7. *List of Directors*

The list of Directors of the Company is set out in the section headed "Directors, Supervisors, Senior Management and Employees — (II) Changes in the Shareholdings and Share Options of and Annual Remuneration of the Company's Directors, Supervisors, Senior Management" in this report.

8. Approved indemnity clause

The Company has made proper insurance arrangements for the office of its Directors, Supervisors and senior management personnel to ensure that timely and comprehensive compensation may be made in respect of economic losses incurred by third parties as a result of the discharge of duties by such Directors, Supervisors and senior management personnel. In accordance with the provisions of Section 470 of the Companies Ordinance (Chapter 622 of the laws of Hong Kong), the aforesaid approved indemnity clause for the benefit of the Directors was effective during the financial year ended 31 December 2020 and at the time when the report of the Board of Directors prepared by the Directors was adopted in accordance with Section 391(1) (a) of the Companies Ordinance (Chapter 622 of the laws of Hong Kong).

9. Taxation

In accordance with the Individual Income Tax Law of China and its implementation provisions, dividends in respect of shares issued in Hong Kong paid by non-foreign invested PRC companies to individual shareholders residing outside the PRC shall be subject to an individual income tax based on "interest, dividend and bonus" items deductible and payable by the party responsible for such deduction and payment on behalf of such shareholders in accordance with the law. The Company shall deduct and make payment of such tax amounts on behalf of the said shareholders in accordance with the Notice on Matters Concerning the Levy and Administration of Individual Income Tax After the Repeal of Guo Shui Fa [1993] No. 045 (Guo Shui Han [2011] No. 348) (《關於國稅發[1993] 045號文件廢止後有關個人所得稅徵管問題的通知》(國稅函[2011] 348號)), State Administration of Taxation Announcement on Measures Governing Non-resident Taxpayers' Access to Tax Treaty Treatments (SAT Announcement [2019] No. 35) (《國家稅務總局關於發佈〈非居民納稅人享受稅收協定待遇管理辦法〉的公告》(國家稅務總局公告2019年第35號)) and provisions under pertinent laws and regulations. Shareholders are advised to consult their own tax advisors on the tax implications in the PRC, Hong Kong or otherwise of owning and disposing of the Company's H shares.

10. Stakeholders

The Company respects the rights of its stakeholders, such as banks and other creditors, employees, consumers, suppliers and the community, among others, and actively works with the stakeholders in a joint effort to drive the Company's ongoing sound development.

11. Others

As at the date of the publication of this report, so far as known to the Company, the Group's financial conditions and operating results will not be materially and adversely affected by the COVID-19 epidemic.

12. Post-balance sheet date events

Details of post-balance sheet date events of the Company are set out in Note 53 to the financial statements prepared in accordance with HKFRSs.

Material Matters

(I) PROFIT DISTRIBUTION

1. Proposal for profit distribution of 2020

Audited net profit attributable to holders of ordinary shares of the Company for the year 2020 calculated in accordance with PRC ASBEs amounted to approximately RMB2,723,601,000. Together with undistributed profit of approximately RMB4,208,836,000 carried forward at the beginning of the year, dividend distribution to shareholders for 2019 of approximately RMB922,687,000 and after provision for statutory surplus reserves of approximately RMB192,952,000, profit available for distribution to shareholders amounted to approximately RMB5,816,798,000.

Audited net profit attributable to holders of ordinary shares of the Company for the year 2020 calculated in accordance with HKFRSs amounted to approximately RMB3,132,041,000. Together with undistributed profit of approximately RMB3,315,404,000 carried forward at the beginning of the year, dividend distribution to shareholders for 2019 of approximately RMB922,687,000 and after provision of statutory surplus reserves of approximately RMB192,952,000, profit available for distribution to shareholders amounted to approximately RMB5,331,806,000.

In accordance with MOF requirements and the Articles of Association, profit available for distribution to shareholders shall be the lower of profit available for distribution as calculated in accordance with PRC ASBEs and that calculated in accordance with HKFRSs. Therefore the amount of profit available for distribution is approximately RMB5,331,806,000. The Board of Directors of the Company has recommended:

The profit distribution proposal for 2020: distribution of RMB2 in cash (before tax) for every 10 shares to all shareholders based on the total share capital (including A shares and H shares) as at the record date for profit distribution and dividend payment. In the event of changes in the Company's total share capital after the announcement of the Company's profit distribution proposal for 2020 but before its implementation, the total amount of distribution shall be readjusted in accordance with the law on the basis of the total share capital (including A shares and H shares) as at the record date for profit and dividend distribution for the purpose of the profit distribution proposal for 2020 according to the existing proportion for distribution. The aforesaid matter is subject to consideration and approval at the General Meeting.

The exact timing of payment of the Company's 2020 dividend depends on when the general meeting will be held and the progress of working relating to dividend distribution, and the distribution will be completed no later than 31 August 2021.

2. Formulation, implementation and adjustment of profit distribution policies

According to the Articles of Association of ZTE, aggregate profit distribution of the Company in the form of cash in the past three years shall not be less than 30% of the annual average profit available for distribution in the past three years; the profit distribution plan of the Company should be formulated by the Board of Directors and considered and approved at the general meeting. Following a resolution on the profit distribution plan by the general meeting, the Board of Directors should complete the distribution of dividend (or shares) within two months after the general meeting; when the Board of Directors of the Company formulates a profit distribution proposal, the views of Independent Non-executive Directors should be sufficiently heard and an independent opinion should be furnished by the Independent Non-executive Directors; after the announcement of the profit distribution plan is published in accordance with the law, the views and propositions of shareholders, the minority shareholders in particular, should be sufficiently heard. If the Board of Directors has not drawn up a cash profit distribution proposal, the reasons for not making the profit distribution and the use of funds not applied to profit distribution and retained at the Company should be disclosed in regular reports, and the Independent Non-executive Directors should furnish an independent opinion thereon.

According to the "Profit Distribution Proposal for 2019" considered and approved at the Fifteenth Meeting of the Eighth Session of the Board of Directors of the Company held on 27 March 2020: a dividend of RMB2 in cash (before tax) for every 10 shares shall be distributed to all shareholders based on the total share capital (including A shares and H shares) as at the record date for profit distribution and dividend payment. The proposal was approved at the 2019 Annual General Meeting of the Company held on 19 June 2020 and its implementation was completed on 12 August 2020. A dividend of RMB2 in cash (before tax) for every 10 shares was distributed based on the total share capital of 4,613,434,898 shares (comprising 3,857,932,364 A

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shares and 755,502,534 H shares) as at the record date. The record date for A shares is 11 August 2020. The ex-dividend date for A shares is 12 August 2020. The record date for H shares is 30 June 2020. The dividend payment date is 12 August 2020. Profit distribution for 2019 was completed on 12 August 2020.

The aggregate profit distribution of the Company in the form of cash in 2018-2020 accounted for 242.59% of the annual average profit available for distribution in the past three years, in compliance with Article 234 of the Articles of Association which states that "the aggregate profit distribution of the Company in the form of cash in the past three years shall not be less than 30% of the annual average profit available for distribution in the past three years."

The Company did not make any adjustments or changes to its profit distribution policy during the year.

3. Profit distribution or conversion of capital reserve in the past three years (including the reporting period)

The non-distribution of profit for 2018 by the Company was considered and passed at the 2018 Annual General Meeting of the Company. The profit distribution proposal for 2019 of the Company is as follows: RMB2 in cash (before tax) for every 10 shares, and has been considered and passed at the 2019 Annual General Meeting of the Company. The profit distribution proposal for 2020 of the Company of RMB2 in cash (before tax) for every 10 shares is subject to consideration and approval at the general meeting.

Details of the Company's cash dividend distribution for the past three years (including the reporting period):

Unit: RMB in ten thousands

Year	Cash distribution Amount (before tax)	Net profit attributable to holders of ordinary shares of the listed company in the consolidated statements for the year of dividend distribution	Cash distribution as a percentage of net profit attributable to holders of ordinary shares of the listed company in the consolidated statements	Amount of other manners of cash distribution (e.g., share repurchase)	Amount of other manners of cash distribution as a percentage of net profit attributable to holders of ordinary shares of the listed company in the consolidated statements	Total amount of cash distribution (including other manners of cash distribution)	Total amount of cash distribution (including other manners of cash distribution) as a percentage of net profit attributable to holders of ordinary shares of the listed company in the consolidated statements
2020	92,268.70 Note 1	425,975.20	21.66%	11,476.56 Note 2	2.69%	103,745.26	24.35%
2019	92,268.70	514,787.70	17.92%	–	–	92,268.70	17.92%
2018	–	(698,366.20)	–	–	–	–	–

Note 1: The cash distribution amount (before tax) for 2020 shall be calculated based on the Company's total share capital of 4,613,434,898 shares as at 16 March 2021. The actual amount of profit distribution shall be adjusted on the basis of the total share capital (including A shares and H shares) as at the record date for profit and dividend distribution. For the third exercise period under the Company's 2017 A Share Option Incentive Scheme, 39,726,486 remained unexercised. The third exercise period of the Company's 2017 A Share Option Incentive Scheme will be from 6 July 2021 to 5 July 2022. The exercise of options is subject to consideration by the Board of Directors. Assuming the said options have been exercised in full before the record date for A share dividend distribution, 4,653,161,384 shares in the Company will be entitled to dividend payment, representing a total dividend payment amount of not more than RMB931 million.

Note 2: In accordance with the Shenzhen Stock Exchange Implementation Rules for Share Repurchase by Listed Companies, the Company's repurchase of 2,973,900 A shares by way of centralised price bidding in 2020 with a total amount of RMB114,765,600 (excluding transaction costs) paid for the A share repurchase is deemed cash distribution.

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(II) MATERIAL LITIGATION AND ARBITRATION

During the year, the Group did not incur any material litigation or arbitration. Details of progress during the year of immaterial litigation and arbitration proceedings incurred prior to the year and other litigation and arbitration proceedings occurring during the year are set out as follows:

1. On 11 June 2010, a lawsuit on breach of agreement and infringement of rights was instituted against the Company and its wholly-owned subsidiary ZTE (USA), Inc. ("ZTE USA") by Universal Telephone Exchange, Inc. ("UTE") at the district court of Dallas, Texas, the United States, alleging that the Company and ZTE USA had violated a confidential agreement between UTE and ZTE USA, for which UTE was seeking a compensation of USD20 million in actual damages. UTE further claimed that it had lost a telecommunications project contract, which otherwise should have been secured, as a result of inappropriate actions of the Company and ZTE USA, for which UTE was seeking a compensation of USD10 million in actual damages and USD20 million in punitive damages. Upon receipt of the writ of summons from the court, an attorney has been appointed by the Company to defend its case.

   On 23 February 2012, the Company and ZTE USA applied to the court for the rejection of UTE's suit on the grounds that there was an arbitration clause under the confidential agreement. On 1 March 2012, the attorney representing UTE concurred with the Company's application to subject the case to the arbitration clause and executed with the Company an agreement which was then submitted to the court. On 1 May 2012, UTE filed an application for arbitration to the American Arbitration Association in respect of the case to demand compensation from the Company. UTE subsequently raised the amount of compensation claimed. On 19 September 2014, the arbitration court declared court trial of the case closed. On 17 February 2017, the arbitration court ruled to reject all compensation claims of UTE. On 21 February 2017, the Company submitted a request to the district court of Dallas, Texas for the ratification of the arbitration ruling. On 16 March 2017, UTE filed a motion to the district court of Dallas, Texas for the annulment of the arbitration award. On 19 June 2017, the district court of Dallas, Texas supported the request of UTE and ruled to annul the award of the arbitration court and ordered the case to be returned to the American Arbitration Association to reopen arbitration. On 7 July 2017, the Company filed an appeal with the court of appeal of Dallas, Texas in respect of the aforesaid ruling. On 19 November 2018, the court of appeal of Dallas, Texas ruled to overturn the ruling of the district court of Dallas, Texas of annulling the arbitration award and reinstated the arbitration award. On 4 December 2018, UTE made an application to the court of appeal of Dallas, Texas for review. On 4 January 2019, UTE made an application to the court of appeal of Dallas, Texas for the case to be heard by the full court. On 14 February 2019, the court of appeal of Dallas, Texas ruled to reject the aforesaid application of UTE. On 1 April 2019, UTE made an application to the Supreme Court of Texas for Civil Matters for review. On 4 October 2019, the Supreme Court of Texas for Civil Matters rejected the application for review by UTE. On 2 January 2020, UTE submitted a petition to the U.S. Supreme Court for the review of the case. On 24 February 2020, the U.S. Supreme Court rejected petition of UTE, upon which all litigation procedures relating to the case was closed.

   Based on the legal opinion furnished by legal counsels engaged by the Company and the progress of the case, the aforesaid case will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

2. On 26 July 2011, InterDigital Communications, LLC, InterDigital Technology Corporation and IPR Licensing, Inc (all three of which being wholly-owned subsidiaries of InterDigital, Inc. and referred to hereinafter as the "Three Companies") filed a claim with United States International Trade Commission ("ITC") and the Federal District Court of Delaware alleging infringement upon their 3G patent rights by the Company and ZTE USA, a wholly-owned subsidiary of the Company. Defendants in this case included other companies in the industry. In the ITC case, the three said companies demanded the issue of a permanent exclusion and injunction order against certain of the Company's terminal products. In the case filed with the District Court, damages for losses and payments of legal fees were also demanded of the defendants in addition to the plea for injunction order, although no specific amount of compensation was named. The litigation procedure at the District Court has been suspended. On 28 June 2013, ITC issued its preliminary judgment of the case, ruling that one of the patent relating to the case was invalid, while the Company and ZTE USA had not infringed upon the remaining patents relating to the case, and that Section 337 had not been violated. (Section 337 investigation commonly refers to the investigation of unfair acts and unfair measures in the importation of articles into or subsequent sales of articles in the United States).

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On 19 December 2013, ITC issued its final verdict on the case, ruling that the Company and ZTE USA had not violated Section 337. The three companies filed an appeal with the United States Court of Appeals for the Federal Circuit in respect of the final verdict. On 18 February 2015, the United States Court of Appeals for the Federal Circuit ruled to uphold the final verdict of ITC.

On 2 January 2013, the Three Companies and InterDigital Holdings, Inc. (also a wholly-owned subsidiary of InterDigital, Inc.) filed a claim with ITC and the Federal District Court of Delaware alleging infringement upon their 3G and 4G patent rights by ZTE and ZTE USA. Defendants in this case included other companies in the industry. In the ITC case, the Three Companies and InterDigital Holdings, Inc demanded the issue of a permanent exclusion and injunction order against certain of the Company's terminal products. In the case filed with the District Court, damages for losses and payments of legal fees were also demanded of the defendants in addition to the plea for injunction order, although no specific amount of compensation was named. On 13 June 2014, ITC issued its preliminary judgment of the case, ruling that the Company and ZTE USA had not infringed upon the patents relating to the case, and that Section 337 had not been violated. On 15 August 2014, ITC issued its final verdict on the case, ruling that the Company and ZTE USA had not infringed upon the patents relating to the case and had not violated Section 337. The three companies aforesaid and InterDigital Holdings, Inc. filed an appeal with the United States Court of Appeals for the Federal Circuit in respect of the said final verdict. In June 2015, the three companies aforesaid and InterDigital Holdings, Inc. withdrew their appeal. On 28 October 2014, the Federal District Court of Delaware issued its verdict which ruled that the Company and ZTE USA had infringed upon three out of four patents involved. On 22 April 2015, the Federal District Court of Delaware announced its ruling on another patent involved in the case and ruled that the Company and ZTE USA had not infringed upon the patent. The Company and ZTE USA engaged a legal counsel to conduct active defense of the case and file an appeal to the United States Court of Appeals for the Federal Circuit against the ruling of the Federal District Court of Delaware that the three patents involved in the litigation have been subject to infringement. In November 2017, United States Court of Appeals for the Federal Circuit ruled that the Company and ZTE USA had infringed upon two out of three patents involved in the aforesaid case. No ruling has yet been made in respect of the one remaining patent involved in the case. In January 2020, the court approved the request of the Company and the aforesaid Three Companies and InterDigital Holdings, Inc. to withdraw the case, upon which all litigation procedures relating to the case was closed.

Based on the progress of the case, the aforesaid case will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

3. In November 2012, ZTE Brazil filed an application with the Civil Court of Brasilia to freeze the assets of a Brazilian company on the grounds that the said Brazilian company had failed to honour purchase payments of approximately BRL31,353,700 (equivalent to approximately RMB39,342,600). On 7 February 2013, the Civil Court of Brasilia ruled to suspend the freezing of the assets of such Brazilian company on the grounds that such company was not currently involved in any significant debt dispute with any other companies and that there was no indication that it would be subject to bankruptcy. In July 2013, ZTE Brazil filed a litigation with the Civil Court of Brasilia to demand an compensation amount of BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interests and legal fees payable immediately by the Brazilian company. In January 2016, the Civil Court of Brasilia handed down the first trial judgement, ruling the Brazilian company to pay a compensation amount of BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interests and an adjustment amount for inflation. In April 2016, the Civil Court of Brasilia notified ZTE Brazil that the said Brazilian company had filed an application for appeal in respect of the aforesaid first trial judgement. On 29 August 2016, ZTE Brazil was notified that the federal district court had handed down a second trial judgement rejecting the appeal of the said Brazilian company. In November 2016, the federal district court ruled to activate provisional enforcement procedures to require the said Brazilian company to pay to ZTE Brazil BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interests and an adjustment amount for inflation. In February 2017, the federal district court ruled to reject the request of the said Brazilian company filed in October 2016 for clarification of the aforesaid second trial judgement. The court trial proceedings of the aforesaid case have ended.

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On 30 November 2012, Civil Court No. 15 of Sao Paulo City, Brazil notified ZTE Brazil that the said Brazilian company had filed a lawsuit with the said court alleging that ZTE Brazil had committed fraud and negligence in the course of cooperation and demanding compensation for direct and indirect losses in the aggregate amount of approximately BRL82,974,500 (equivalent to approximately RMB104 million). The Company has appointed a legal counsel to conduct active defense in respect of the said case.

Based on the legal opinion furnished by legal counsels engaged by the Company and the progress of the case, the aforesaid case will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

4. On 12 July 2017, the Company received a notice of arbitration filed with the London Court for International Arbitration (LCIA) against the Company by a Sudanese carrier and its Mauritanian subsidiary (Case No: LCIA No. 173683 and LCIA No. 173696). On the same date, the Company also received a notice of arbitration filed with Dubai International Financial Centre — London Court for International Arbitration (DIFC-LCIA) against the Company by a Mauritanian subsidiary of the said Sudanese carrier (the "Mauritanian Subsidiary") (Case No: DIFC-LCIA No. 17098). The Sudanese carrier and its Mauritanian Subsidiary filed claims against the Company for damages arising from breach of contract amounting to USD31.80 million in aggregate, together with legal fees, arbitration fees and other related costs. Upon receipt of the aforesaid arbitration notices, the Company has appointed an attorney for active response to the case.

   On 10 August 2017, the Company submitted its written defences to LCIA and DIFC-LCIA, respectively, for the aforementioned arbitrations. In the meantime, the Company filed counter-arbitration petitions against the Mauritanian Subsidiary for an aggregate amount of approximately USD22,711,900.

   In May 2018, the Company received the application for arbitration and other evidences submitted by the Mauritanian Subsidiary to DIFC-LCIA. In the said application for arbitration, the Mauritanian Subsidiary demanded compensation amounting to approximately USD37.45 million and other damages for breach of contract, as well as the settlement of other related costs by the Company. Upon receipt of the said information, the Company submitted a written defense to DIFC-LCIA and made counter-claims against the Mauritanian Subsidiary under the arbitration.

   In October 2018, the Company received the application for arbitration and other evidences submitted by the Mauritanian Subsidiary to LCIA. In the said application for arbitration, the Mauritanian Subsidiary demanded compensation amounting to approximately USD31.88 million, as well as the settlement of other related costs by the Company. Upon receipt of the said information, the Company submitted a written defense to LCIA and made counter-claims against the Mauritanian Subsidiary under the arbitration.

   In May 2019, the aforesaid Sudanese carrier withdrew its application for LCIA arbitration (Case No: LCIA No.173696).

   On 31 January 2020, LCIA made a ruling on case LCIA No.173683 to reject the USD30,060,326 claim of the counterparty and order the payment of USD4,209,877 and GBP260,095.20 together with interests to the Company by the said Mauritanian Subsidiary.

   On 23 July 2020, DIFC-LCIA made a ruling on case DIFC-LCIA No. 17098 to order the payment of USD6,678,111.29 to the Company by the counterparty and USD1,562,796.50 by the Company to the counterparty with the two parties each assuming its respective arbitration costs.

   Upon this ruling, all arbitration procedures for the three arbitration cases were concluded.

   Based on the legal opinion furnished by legal counsels engaged by the Company and the progress of the case, the aforesaid case will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

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5. On 31 October 2018, a natural person filed a litigation with the Guangdong Provincial Higher People's Court ("Guangdong Higher Court") against the Company as defendant and ZTE Integration Telecom Limited ("ZTE Integration") and Nubia Technology Limited as third parties without independent rights of claim, on the grounds that the Company had infringed upon his interests as a shareholder of ZTE Integration, demanding (1) a RMB200 million compensation payable to him by the Company; and (2) the assumption by the Company of all costs of the litigation (including but not limited to litigation costs and legal fees amounting to RMB200,000).

   On 9 April 2019, the Company received judiciary documents from the Guangdong Higher Court, including a notice of response to action, summons for exchange of evidence and a notice requiring the provision of evidence, among others. The Company has appointed an attorney for active response to the case.

   On 28 December 2020, the Guangdong Higher Court made a ruling on the case to reject the aforesaid natural person's petition for litigation and to require the aforesaid natural person to pay the case admission fees.

   On 25 January 2021, the aforesaid natural person filed an appeal demanding the Guangdong Higher Court to withdraw the first trial judgement and rule in support of all the claims of the aforesaid natural person instead.

   Based on the legal opinion furnished by the legal counsel engaged by the Company and the progress of the cases, the aforesaid case will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

6. In August 2020, China MCC20 Group Corporation ("MCC20") filed a litigation with the People's Court of Jinwan District, Zhuhai, Guangdong Province demanding progress payment together with outstanding interests in the amount of RMB12,307,000 in aggregate from ZTE Smart Auto Company Limited ("ZTE Smart Auto"). The People's Court of Jinwan District, Zhuhai, Guangdong Province ruled to freeze ZTE Smart Auto's cash at bank amounting to RMB12,307,000. ZTE Smart Auto has appointed an attorney for active response to the case.

   In September 2020, ZTE Smart Auto filed a counter-claim for a total amount of RMB17,958,000 and application for preservation with the court on the grounds that the work project involved in the case had been grossly overdue, the construction process had been subject to numerous penalties and a number of work items had required repair because of quality issues.

   In October 2020, MCC20 applied for change of its litigation claim, demanding ZTE Smart Auto to settle project work payment and related outstanding interests amounting in aggregate to RMB188 million, and the case was referred to Zhuhai Intermediate People's Court ("Zhuhai Intermediate Court").

   In December 2020, Zhuhai Intermediate Court ruled to freeze funds in ZTE Smart Auto's account with an amount of RMB15,865,000 and seize the land use rights of two sites under the name of ZTE Smart Auto. ZTE Smart Auto has filed an objection to the court ruling and the court is currently under preparation to organise a hearing.

   In January 2021, ZTE Smart Auto filed an application to increase the amount of counter-claim to RMB72,548,000 on the grounds that MCC20 had not applied for relevant certificates in a timely manner and the project work under the case had not passed the delivery inspection in one instance. Application was also made to the court for property preservation in relation to the additional amount of counter-claim.

   Based on the legal opinion furnished by the legal counsel engaged by the Company and the progress of the cases, the aforesaid case will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

   Note: The exchange rates are based on the book exchange rates of the Company as at 31 December 2020 where BRL amounts are translated at the exchange rate of BRL1: RMB1.2548.

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(III) APPROPRIATION AND REPAYMENT OF NON-OPERATING FUNDS BY CONTROLLING SHAREHOLDER AND OTHER CONNECTED PARTIES

1. There was no appropriation and repayment of non-operating funds of the Company by the controlling shareholder and other connected parties during the year.

2. Statement on fund appropriation issued by Ernst & Young Hua Ming LLP

The "Statement on Appropriation of Non-operating Funds and Other Fund Transactions with Connected Parties of ZTE Corporation in 2020" issued by Ernst & Young Hua Ming LLP has been set out in the Overseas Regulatory Announcement published by the Company on 16 March 2021.

(IV) THE COMPANY WAS NOT SUBJECT TO BANKRUPTCY, REORGANISATION OR RELATED ACTIONS DURING THE YEAR

(V) ASSET TRANSACTIONS

1. Acquisition of 24% equity interests and disposal of 18.8219% equity interests in ZTE Microelectronics by Renxing Technology

Following friendly negotiations between National Integrated Circuit Industry Investment Fund Corporation ("IC Fund") and the Company, the Company acquired, through Shenzhen Renxing Technology Company Limited ("Renxing Technology"), a wholly-owned subsidiary of the Company, the 24% equity interests in ZTE Microelectronics, a subsidiary of the Company, held by IC Fund (the "Acquisition") and entered into the "Cooperation Agreement" with Guangdong Hengjian Xinxin Investment Partnership Enterprise (Limited Partnership) ("Hengjian Xinxin") and Shenzhen Huitong Rongxin Investment Co., Ltd ("Huitong Rongxin"), pursuant to which Hengjian Xinxin and Huitong Rongxin will provide cooperation funds of RMB1.4 billion and RMB1.2 billion, respectively, to Renxing Technology to finance the payment of the consideration for the acquisition. Following evaluation by and filing with the Ministry of Finance, the transfer price for the acquisition was finalised at RMB3,315,287,671. The closing of the acquisition was completed.

The aforesaid matter was considered and approved at the Twenty-third Meeting of the Eighth Session of the Board of Directors and the First Extraordinary General Meeting of 2020 of the Company. For details, please refer to the "Announcement Resolutions of the Twenty-third Meeting of the Eighth Session of the Board of Directors", "Announcement on the Acquisition of 24% Equity Interests in ZTE Microelectronics by Renxing Technology and the Waiver of Pre-emptive Subscription Rights by the Company" and "Announcement on the Signing of the 'Cooperation Agreement' with Hengjian Xinxin and Huitong Rongxin" published by the Company on 10 September 2020, the "Announcement Update on the Acquisition of 24% Equity Interests in ZTE Microelectronics by Renxing Technology and the Waiver of Pre-emptive Subscription Rights by the Company" published on 25 September 2020 and the "Announcement on Resolutions of the First Extraordinary General Meeting of 2020" published by the Company on 30 September 2020.

On 20 October 2020, Renxing Technology, Hengjian Xinxin and Huitong Rongxin and ZTE Microelectronics entered into the "ZTE Microelectronics Technology Company Limited Equity Transfer Agreement", pursuant to which Renxing Technology shall transfer its 18.8219% equity interests held in ZTE Microelectronics and all rights and obligations attached to such equity interests to Hengjian Xinxin and Huitong Rongxin to implement the exit arrangement in connection with the provision of the cooperation funds to Renxing Technology by Hengjian Xinxin and Huitong Rongxin under the "Cooperation Agreement". The closing of the aforesaid transfer of equity interests was completed. For details, please refer to the "Announcement on the disposal of 18.8219% equity interests in ZTE Microelectronics by Renxing Technology" published by the Company on 20 October 2020.

Material Matters

2. Issuance of shares by the Company for asset acquisition and ancillary fund raising

The Company proposed to acquire 18.8219% equity interests in ZTE Microelectronics, a subsidiary of the Company, held in aggregate by Hengjian Xinxin and Huitong Rongxin at a transaction price of RMB2,610,827,000 by way of share issue; and meanwhile to raise ancillary funds of not more than RMB2.61 billion by the non-public issuance of shares to not more than 35 specific investors. The total amount of ancillary funds to be raised thereunder shall be not more than 100% of the consideration for the proposed acquisition of the target assets by way of share issue. The volume of shares to be issued under the transaction shall comply with the pertinent provisions of CSRC and other regulatory authorities and requirements under the general mandate. The Company intended to apply the ancillary funds raised after deduction of relevant intermediary fees and relevant taxes) to finance research and development projects for core 5G chips and to replenish its working capital, provided that not more than 50% of the gross proceeds of ancillary funds raised shall be used for the replenishment of working capital. The aforesaid matter was approved at the Twenty-sixth Meeting of the Eighth Session of the Board of Directors, Twenty-eighth Meeting of the Eighth Session of the Board of Directors and Third Extraordinary General Meeting 2020 of the Company. For details, please refer to the announcements "(1) SHARE TRANSACTION — PROPOSED ACQUISITION OF 18.8219% EQUITY INTEREST IN ZTE MICROELECTRONICS AND (2) PROPOSED NON-PUBLIC ISSUANCE OF A SHARES TO RAISE ANCILLARY FUNDS" published by the Company on 28 October 2020 and "UPDATE ANNOUNCEMENT ON(1) SHARE TRANSACTION — PROPOSED ACQUISITION OF 18.8219% EQUITY INTEREST IN ZTE MICROELECTRONICS AND (2) PROPOSED NON-PUBLIC ISSUANCE OF A SHARES TO RAISE ANCILLARY FUNDS" published by the Company on 16 November 2020 and the circulars of the Company dated 14 September 2020 and 3 December 2020.

On 24 November 2020, the Company received the Letter of Query on the Restructuring of ZTE Corporation ("Letter of Query"). As required by the Letter of Query, the Company has actively organised relevant parties to address questions raised in the Letter of Query. For details, please refer to the "Overseas Regulatory Announcement Response to the 'Letter of Query on the Restructuring of ZTE Corporation' from Shenzhen Stock Exchange" and "Overseas Regulatory Announcement" published by the Company on 1 December 2020.

On 4 January 2021, the Company received the "Form of Admission of Application for CSRC Administrative Approval" issued by CSRC, pursuant to which CSRC decided to admit the application for administrative approval for acquisition of assets by issuance of shares by listed companies submitted by the Company. For details, please refer to the "Overseas Regulatory Announcement Announcement on Admission by CSRC of the Application for the Acquisition of Assets by Issuance of Shares and Ancillary Fund-raising" published by the Company on 4 January 2021.

On 20 January 2021, the Company published the "Overseas Regulatory Announcement Announcement on the Receipt of 'Notice Regarding the China Securities Regulatory Commission's First Feedback on the Review of Administrative Permission Items'" and published "Overseas Regulatory Announcement Announcement on Extension of Deadline for Reply to the 'Notice Regarding the China Securities Regulatory Commission's First Feedback on the Review of Administrative Permission Items'" on 26 February 2021. The Company and relevant intermediaries studied and deliberated on issues raised in the notice and submitted an item-by-item response to the relevant questions. For details of our response, please refer to the "Overseas Regulatory Announcement" published by the Company on 16 March 2021.

3. Subscription for shares in Hongtu Zhanlu Fund

The Company subscribed for shares in Zhuhai Hongtu Zhanlu Equity Investment Partnership Enterprise (Limited Partnership) (hereinafter the "Hongtu Zhanlu Fund") as limited partner with a capital contribution of not more than RMB400 million. The aforesaid matter was considered and approved at the Twenty-fourth Meeting of the Eighth Session of the Board of Directors of the Company. For details, please refer to the "Announcement on Resolutions of the Twenty-fourth Eleventh Meeting of the Eighth Session of the Board of Directors" and "Overseas Regulatory Announcement Announcement on the Subscription for Shares in Hongtu Zhanlu Fund" published by the Company 25 September 2020. Hongtu Zhanlu Fund completed registration with the industrial and commercial administration authorities as well as filing and registration with the Asset Management Association of China. For details, please refer to the "Overseas Regulatory Announcement Announcement on the completion of filing and registration of Hongtu Zhanlu Fund that participates in subscription" published by the Company on 22 December 2020.

Material Matters

4. Transfer of 90% equity interests in Caltta by the Company

Based on considerations relating to the Company's strategic development, the Company entered into the Equity Transfer Agreement with Beijing E-Town Semiconductor Industry Investment Centre (Limited Partnership) (hereinafter "E-Town Semiconductor") on 11 January 2021. Pursuant to the Equity Transfer Agreement, the Company shall transfer its 90% equity interests in Caltta Technologies Co., Ltd. (hereinafter "Caltta") to E-Town Semiconductor for a consideration of RMB1,035 million (hereinafter "the Transaction"). Following the completion of the Transaction, the Company will cease to hold any equity interest in Caltta. The aforesaid matter was considered and approved at the Thirtieth Meeting of the Eighth Session of the Board of Directors of the Company. For details, please refer to the "Announcement Resolutions of the Thirtieth Meeting of the Eighth Session of the Board of Directors" and "Announcement Transfer of 90% Equity Interests in Caltta Technologies Co., Ltd." published by the Company on 11 January 2021.

(VI) TERMINATION OF QUOTATION OF ZXELINK, A SUBSIDIARY OF THE COMPANY, ON NEEQ

Pursuant to the "Resolution on the proposed application for termination of quotation on the National Equities Exchange and Quotations by subsidiary SHANGHAI ZXELINK CO., LTD" considered and approved at the Thirtieth Meeting of the Eighth Session of the Board of Directors of the Company held on 11 January 2021, it was approved that SHANGHAI ZXELINK CO., LTD (formerly known as Shanghai Zhongxing Telecom Equipment Technologies Corporation, hereinafter "ZXELINK") would apply for the termination of its quotation on the National Equities Exchange and Quotations ("NEEQ"). The termination of the quotation of ZXELINK on NEEQ was approved by National Equities Exchange and Quotations Limited and ZXELINK shares have ceased to be quoted on NEEQ as from 25 February 2021.

For details, please refer to the "Announcement Resolutions of the Thirtieth Meeting of the Eighth Session of the Board of Directors" and "Overseas Regulatory Announcement Announcement Proposed Application for Termination of Quotation on National Equities Exchange and Quotations by Subsidiary SHANGHAI ZXELINK CO., LTD" published on 11 January 2021 and "Overseas Regulatory Announcement Announcement on the Approval for Termination of Quotation on National Equities Exchange and Quotations of SHANGHAI ZXELINK CO., LTD, a subsidiary" published on 24 February 2021 by the Company.

(VII) IMPLEMENTATION AND IMPACT OF THE COMPANY'S SHARE OPTION INCENTIVE SCHEME (THE "SCHEME")

(1) Summary of the 2017 Share Option Incentive Scheme

① Objective

The 2017 Share Option Incentive Scheme has been implemented by the Company to further refine the corporate governance structure of the Company, improve corporate incentive systems of the Company, enhance loyalty and sense of responsibility of the management and key personnel of the Company and retain talent, so as to facilitate sustainable development of the Company and ensure the realisation of its development targets.

② Adjustments to participants, number of share options, exercise price and adjustments thereto

Scheme participants of the 2017 Share Option Incentive Scheme include Directors, senior management and key employees who have a direct impact on, or have made outstanding contributions to, the Company's overall results and sustainable development (excluding Independent Non-executive Directors, Supervisors and substantial shareholders interested in 5% or above of the Company's shares or the de facto controller, or their respective spouses and immediate or close family members).

Pursuant to the "2017 Share Option Incentive Scheme (Draft) of ZTE Corporation" (the "2017 Share Option Incentive Scheme (Draft)") considered and approved by the 2016 Annual General Meeting, the First A Shareholders' Class Meeting of 2017 and the First H Shareholders' Class Meeting of 2017, a total of 150 million share options shall be granted to the Directors, senior management and key employees of the Company.

Material Matters

Prior to the grant of share options under the 2017 Share Option Incentive Scheme of the Company, the Company revoked the qualification to participate in the share option incentive scheme of 17 participants and cancelled a total of 398,800 share options previously proposed to be granted in accordance with provisions of the 2017 Share Option Incentive Scheme (Draft), pertinent laws and regulations and the approval granted by the Twentieth Meeting of the Seventh Session of the Board of Directors of the Company held on 6 July 2017. As a result, the number of participants was adjusted from 2,013 to 1,996 and the number of share options to be granted was adjusted from 150 million to 149,601,200 under the share option incentive scheme.

Pursuant to the "Resolution on the adjustments to the participants and number of share options granted under the 2017 Share Option Incentive Scheme", "Resolution on the fulfillment of exercise conditions for the first exercise period under the 2017 Share Option Incentive Scheme", "Resolution on the Non-fulfillment of exercise conditions for the second exercise period under the 2017 Share Option Incentive Scheme" and "Resolution on the cancellation of certain share options" considered and passed at the Fifth Meeting of the Eighth Session of the Board of Directors of the Company held on 1 July 2019, the adjustments to participants and volume granted under the 2017 Share Option Incentive Scheme, confirmation of the fulfillment of exercise conditions for the first exercise period, non-fulfillment of exercise conditions for the second exercise period under the 2017 Share Option Incentive Scheme and cancellation of share options previously granted to original participants who no longer fulfilled the conditions to be a participant or share options that did not meet the exercise conditions were approved. The number of participants under the 2017 Share Option Incentive Scheme was adjusted from 1,996 to 1,687, and the volume of share options granted was adjusted from 149,601,200 to 119,115,591. The number of participants for the first exercise period was adjusted from 1,996 to 1,684, and the volume of exercisable share options was adjusted from 49,866,471 to 39,664,153. A total of 70,210,561 share options, comprising share options previously granted to original participants who no longer qualified as participants, share options previously granted to participants who did not qualify for exercise in the first exercise period under the share option incentive scheme and share options not exercisable as a result of the non-fulfillment of exercise conditions for the second exercise period under the share option incentive scheme, were cancelled. For details, please refer to the "Overseas Regulatory Announcement Announcement on the Adjustment of Participants and Number of Share Options under the 2017 Share Option Incentive Scheme", "Overseas Regulatory Announcement Announcement on the Fulfillment of Exercise Conditions for the First Exercise Period under the 2017 Share Option Incentive Scheme", "Overseas Regulatory Announcement Announcement Non-fulfillment of Exercise Conditions for the Second Exercise Period under the 2017 Share Option Incentive Scheme" and "Overseas Regulatory Announcement Announcement on the Cancellation of Certain Share Options" published by the Company on 1 July 2019.

On 5 July 2019, as verified and confirmed by the Shenzhen Branch of China Securities Depository and Clearing Corporation Limited, the Company completed the cancellation of the 70,210,561 granted share options. For details, please refer to the "Overseas Regulatory Announcement Announcement on the Completion of Cancellation of Certain Share Options" published by the Company on 5 July 2019.

At the Twenty-second Meeting of the Eighth Session of the Board of Directors of the Company held on 28 August 2020, the "Resolution on the cancellation of certain share options" and "Resolution on the adjustment of the exercise price under the 2017 Share Option Incentive Scheme in accordance with the rules" were considered and passed, pursuant to which the cancellation of 66 share options unexercised as at the close of the exercise period under first exercise period and the adjustment of the exercise price of share options under the 2017 Share Option Incentive Scheme to RMB16.86 were approved. For details, please refer to the "Overseas Regulatory Announcement Announcement on the Cancellation of Certain Share Options" and "Overseas Regulatory Announcement Announcement on the adjustment of the exercise price under the 2017 Share Option Incentive Scheme in accordance with the rules" published by the Company on 28 August 2020.

On 2 September 2020, as examined and confirmed by China Securities Depository and Clearing Company Limited Shenzhen Branch, the Company has completed procedures for the cancelation of 66 granted share options. For details, pleases refer to the "Overseas Regulatory Announcement Announcement on the Completion of Cancellation of Certain Share Options" published by the Company on 2 September 2020.

Material Matters

③ Maximum share options that may be granted to scheme participants

Each share option granted shall entitle its holder to purchase one ZTE ordinary A share on any exercise date during the effective period of the share option incentive scheme at the exercise price and subject to the conditions of exercise. The source of shares under the 2017 Share Option Incentive Scheme comprises shares of the Company issued to the scheme participants by the Company by way of placing.

Unless approved by the shareholders in a general meeting, the aggregate number of A shares to be issued to a scheme participant upon exercise of his share options under the 2017 Share Option Incentive Scheme and other effective share option incentive schemes of the Company (if any) at any time must not exceed 1% of the Company's total share capital of the same class, and the maximum entitlement which may be granted to a scheme participant (including exercised, cancelled and outstanding share options) within any 12-month period shall not exceed 1% of the Company's total share capital of the same class.

④ Date of grant, validity period, vesting period, exercise period and exercisable percentage

The 2017 Share Option Incentive Scheme of the Company shall remain in force for 5 years from the date of grant (i.e. 6 July 2017). The closing price of the Company's A shares on the trading date which is 1 day prior to the date of grant was RMB23.52/share. There shall be a vesting period of 2 years from the date of grant, after which share options can be exercised according to the following proportion, subject to the fulfillment of the exercise conditions:

Exercise period	Duration	Exercisable share options as a percentage of the total number of share options granted
First exercise period	Commencing from the first trading day after expiry of the 24-month period from the date of grant and ending on the last trading day of the 36-month period from the date of grant	1/3
Second exercise period	Commencing from the first trading day after expiry of the 36-month period from the date of grant and ending on the last trading day of the 48-month period from the date of grant	1/3
Third exercise period	Commencing from the first trading day after expiry of the 48-month period from the date of grant and ending on the last trading day of the 60-month period from the date of grant	1/3

Pursuant to the "Resolution on the fulfillment of exercise conditions for the first exercise period under the 2017 Share Option Incentive Scheme" and the "Resolution on the Non-fulfillment of exercise conditions for the second exercise period under the 2017 Share Option Incentive Scheme" considered and passed at the Fifth Meeting of the Eighth Session of the Board of Directors of the Company held on 1 July 2019, it was confirmed that the exercise conditions for the first exercise period had been fulfilled and the exercise conditions for the second exercise period had not been fulfilled under the 2017 Share Option Incentive Scheme. For details, please refer to the "Overseas Regulatory Announcement Announcement on the Fulfillment of Exercise Conditions for the First Exercise Period under the 2017 Share Option Incentive Scheme" and "Overseas Regulatory Announcement Announcement Non-fulfillment of Exercise Conditions for the Second Exercise Period under the 2017 Share Option Incentive Scheme" published by the Company on 1 July 2019.

The first exercise period under the 2017 Share Option Incentive Scheme of the Company shall comprise the exercise dates within the period from 6 July 2019 to 5 July 2020. There were 1,684 participants entitled to exercise a total of 39,664,153 exercisable share options. For details, please refer to the "Overseas Regulatory Announcement Announcement on the Commencement of the First Exercise Period under the 2017 Share Option Incentive Scheme" published by the Company on 14 July 2019.

Material Matters

⑤ *Exercise price and basis of determination*

The exercise price of the 2017 share options shall be RMB17.06 per A share. The initial exercise price for the aforesaid is the higher of the following:

a. the average trading price of the A Shares of the Company on the last trading day immediately preceding the announcement of the draft and summary of the 2017 Share Option Incentive Scheme (i.e. 24 April 2017); and

b. the average trading price of the A Shares quoted on the Shenzhen Stock Exchange for the 120 trading days immediately preceding the announcement of the draft and summary of the 2017 Share Option Incentive Scheme.

Based on the aforesaid principle, the initial exercise price of the share options granted under the 2017 Share Option Incentive Scheme is RMB17.06 per A share.

During the validity period of the 2017 Share Option Incentive Scheme, in the event of any dividend distribution, capitalisation through conversion of capital reserves, bonus issue, sub-division, rights issue or consolidation of shares in relation to the A shares of the Company before the exercise of the share options, an adjustment to the exercise price shall be made accordingly.

Following the implementation of the 2019 profit distribution plan of the Company, the exercise price under the 2017 Share Option Incentive Scheme was adjusted to RMB16.86. For details, please refer to the section "② Adjustments to participants, number of share options, exercise price and adjustments thereto" above.

⑥ *Approval procedures fulfilled*

The 2017 Share Option Incentive Scheme implemented by the Company has been approved by the Remuneration and Evaluation Committee, Board of Directors, Supervisory Committee and general meeting of the Company. For details, please refer to the "Announcement of Matters relating to the Grant of 2017 Share Options" published by the Company on 7 July 2017.

(2) Details of share options held by the participants and their exercise during the year

The share options under the 2017 Share Option Incentive Scheme of the Company shall be exercised on a voluntary basis. During the year, a total of 4,806,061 share options were exercised at an exercise price of RMB17.06, while the closing price of our A shares as at the end of the year was RMB33.65. The number of the Company's A shares increased by 4,806,061 shares accordingly, and the proceeds received were placed in a designated account of the Company. Details of share options held and exercised by scheme participants under the 2017 Share Option Incentive Scheme during the reporting period are set out in the following table:

Name of participant	Position of participant	Number of unexercised options at the beginning of the reporting period	Number of options granted during the reporting period	Number of options exercisable during the reporting period	Number of options exercised during the reporting period	Number of options cancelled during the reporting period	Number of options lapsed during the reporting period	Number of outstanding options at the end of the reporting period	Weighted average closing price (RMB/share) Note
Xu Ziyang	Director and President	126,000	0	42,000	42,000	0	0	84,000	39.16
Wang Xiyu	Executive Vice President	133,434	0	45,966	45,966	0	0	87,468	37.00
Li Ying	Executive Vice President and Chief Financial Officer	79,600	0	26,800	26,800	0	0	52,800	39.16
Xie Junshi	Executive Vice President	112,468	0	0	0	0	0	112,468	N/A
Ding Jianzhong	Secretary to the Board of Directors and Company Secretary	33,160	0	0	0	0	0	33,160	N/A
Other participants	–	44,047,951	0	4,691,361	4,691,295	66	0	39,356,590	41.76
Total	**–**	**44,532,613**	**0**	**4,806,127**	**4,806,061**	**66**	**0**	**39,726,486**	**41.68**

Note: The weighted average closing price of the A shares of the Company on the trading day immediately preceding the date of exercise.

Material Matters

As at the date of this report, there are 39,726,486 unexercised A share options under the 2017 Share Option Incentive Scheme of the Company, accounting for approximately 0.86% of the Company's total share capital in issue and approximately 1.03% of its A shares in issue.

For details of the date of grant, validity period, vesting period, exercise period and exercise price under the 2017 Share Option Incentive Scheme in respect of the share options set out above, please refer to the section headed "(1) Summary of the 2017 Share Option Incentive Scheme" above.

(3) Valuation and accounting policies relating to the share options and impact on the financial conditions and operating results of the Company

① Valuation of the share options

The Company has adopted the Binomial Tree model to calculate the value of the 2017 share options. The date of grant (6 July 2017) has been adopted as the measurement date and the estimated value of the 2017 share options is RMB10.40 per A share, representing 44.73% of the market price of the A shares on the date of grant. Data used in and results of the calculation are as follows:

Factors	Amount of factors and description
Initial exercise price	RMB17.06 per A share
Market price	RMB23.25 per A share, being the closing price of the A shares on the date of grant
Expected life	The scheme participants shall exercise all his/her options exercisable in the first, second and third exercise period within the 3rd, 4th and 5th year from the date of grant, respectively.
Expected price volatility rate	The historical price volatility rate of ZTE A share used for the first, second and third exercise period being 43.35%, 42.20% and 42.90%, respectively.
Expected dividend (Note 1)	RMB0.18 per share
Risk-free interest rate (Note 2)	The risk-free interest rate for the first, second and third exercise period shall be 3.50%, 3.51% and 3.52%, respectively.
Value of share options per A share	RMB10.40

Note 1: The expected dividend was calculated based on the historical dividends of the Company.

Note 2: The Company adopted the corresponding national bond yield rates as the risk-free interest rates.

Note 3: The calculation results of the value of the share options are subject to a number of assumptions of the parameters used herein and the limitation of the model adopted, therefore the estimated value of the share options may be subjective and is subject to uncertainties.

② Accounting policies relating to the share options and impact on the financial conditions and operating results of the Company

In accordance with "ASBEs No. 11 — Share-based Payment," services rendered by participants during the period may be charged to relevant costs or expenses and the capital reserve at fair value on the date of grant based on the Company's best estimates of exercisable share options. Costs and expenses which have been recognised will not be adjusted during the exercise period of the share options. At each balance sheet date, exercised share options are recognised in the capital reserve according to the status of exercise. Specific accounting treatments of share options and the impact on the Company's financial conditions and operating results for the year and in future are set out in Note XI to the financial statements prepared under PRC ASBEs and Note 40 to the financial statements prepared under HKFRSs.

Material Matters

2. The 2020 Share Option Incentive Scheme

(1) Summary of the 2020 Share Option Incentive Scheme

① Objective

The 2020 Share Option Incentive Scheme adopted by the Company is aimed at further refining the corporate governance structure, improving the incentive systems of the Company, enhancing the sense of responsibility and mission of the management and key business personnel of the Company for the sound and sustainable development of the Company and safeguarding the realisation of development targets of the Company.

② Participants and adjustments thereto

The proposed participants of the 2020 Share Option Incentive Scheme include Directors, senior management and key business personnel (excluding any independent non-executive Directors, Supervisors, substantial shareholders individually or together interested in 5% or above of the Company's shares or the de facto controller, and their spouses, parents and children).

Pursuant to the "2020 Share Option Incentive Scheme (Draft) of ZTE Corporation" ("2020 Share Option Incentive Scheme (Draft)") considered and approved at the Second Extraordinary General Meeting of 2020 of the Company, a total of not more than 163,492,000 share options, including 158,492,000 share options under the initial grant and 5,000,000 reserved share options as reserved entitlements, may be granted to the Directors, senior management and key business personnel of the Company.

Prior to the grant of share options under the 2020 Share Option Incentive Scheme of the Company, the Company revoked the qualification to participate in the share option incentive scheme of 1 participant and cancelled a total of 20,000 share options previously proposed to be granted in accordance with provisions of the 2020 Share Option Incentive Scheme (Draft), pertinent laws and regulations and the approval granted by the Twenty-seventh Meeting of the Eighth Session of the Board of Directors of the Company held on 6 November 2020, as such participant has waived participation in the 2020 Share Option Incentive Scheme due to personal reasons. As a result, the number of participants was adjusted from not more than 6,124 to 6,123, the number of share options to be granted was adjusted from not more than 163,492,000 to 163,472,000, of which the number of share options to be granted initially was adjusted from not more than 158,492,000 to 158,472,000 and the number of reserved share options remained 5,000,000 under the share option incentive scheme.

③ Number of underlying shares and maximum share options that may be granted to scheme participants

Each share option granted shall entitle its holder to purchase one ZTE ordinary A share on any exercise date during the effective period of the share option incentive scheme at the exercise price and subject to the conditions of exercise. The source of shares under the 2020 Share Option Incentive Scheme comprises shares of the Company issued to the scheme participants by the Company by way of placing. The total number of underlying A Shares in relation to the share options to be granted under the 2020 Share Option Incentive Scheme shall not exceed 163,492,000 A Shares, comprising 158,492,000 A shares under the initial grant and 5,000,000 reserved share options.

Unless approved by the shareholders in a general meeting, the aggregate number of A shares to be issued to a scheme participant upon exercise of his share options under the 2020 Share Option Incentive Scheme and other effective share option incentive schemes of the Company (if any) at any time must not exceed 1% of the Company's total share capital of the same class, and the maximum entitlement which may be granted to a scheme participant (including exercised, cancelled and outstanding share options) within any 12-month period shall not exceed 1% of the Company's total share capital of the same class.

Material Matters

④ Date of grant, validity period, vesting period, exercise period and exercisable percentage

The 2020 Share Option Incentive Scheme of the Company shall remain in force for 4 years from the date of grant (i.e. 6 November 2020). The closing price of the Company's A shares on the trading date which is 1 day prior to the date of grant was RMB34.80/share. There shall be a vesting period of 1 year from the date of grant, after which share options can be exercised according to the following proportion, subject to the fulfillment of the exercise conditions:

Exercise period	Duration	Exercisable share options as a percentage of the total number of share options granted
First exercise period	Commencing from the first trading day after expiry of the 12-month period from the date of grant and ending on the last trading day of the 24-month period from the date of grant	1/3
Second exercise period	Commencing from the first trading day after expiry of the 24-month period from the date of grant and ending on the last trading day of the 36-month period from the date of grant	1/3
Third exercise period	Commencing from the first trading day after expiry of the 36-month period from the date of grant and ending on the last trading day of the 48-month period from the date of grant	1/3

⑤ Exercise price and basis of determination

The exercise price of the 2020 share options shall be RMB34.47 per A share. The initial exercise price for the aforesaid is the higher of the following:

a. the average trading price of the A Shares of the Company on the last trading day immediately preceding the announcement of the draft and summary of the 2020 Share Option Incentive Scheme (i.e. 12 October 2020); and

b. the average trading price of the A Shares quoted on the Shenzhen Stock Exchange for the 20 trading days immediately preceding the announcement of the draft and summary of the 2020 Share Option Incentive Scheme.

Based on the aforesaid principle, the initial exercise price of the share options granted under the 2020 Share Option Incentive Scheme is RMB34.47 per A share.

During the validity period of the 2020 Share Option Incentive Scheme, in the event of any capitalisation through conversion of capital reserves, dividend distribution, bonus issue, sub-division or consolidation, or rights issue of shares before the exercise of the share options, an adjustment to the exercise price shall be made in accordance with pertinent provisions.

⑥ Approval procedures fulfilled

The 2020 Share Option Incentive Scheme implemented by the Company has been approved by the Remuneration and Evaluation Committee, Board of Directors, Supervisory Committee and general meeting of the Company. For details, please refer to the "Announcement of Matters relating to the Grant of 2020 Share Options" published by the Company on 6 November 2020.

Material Matters

(2) Details of share options held by the participants and their exercise during the year

During the year, a total of 158,472,000 share options were granted under the 2020 Share Option Incentive Scheme, the details of which are as follows:

Name of participant	Position of participant	Number of options granted during the reporting period	Number of options exercisable during the reporting period	Number of options exercised during the reporting period	Number of options cancelled during the reporting period	Number of options lapsed during the reporting period	Number of outstanding options at the end of the reporting period
Li Zixue	Chairman	180,000	0	0	0	0	180,000
Xu Ziyang	Director and President	180,000	0	0	0	0	180,000
Li Buqing	Director	50,000	0	0	0	0	50,000
Gu Junying	Director and Executive Vice President	180,000	0	0	0	0	180,000
Zhu Weimin	Director	50,000	0	0	0	0	50,000
Fang Rong	Director	50,000	0	0	0	0	50,000
Wang Xiyu	Executive Vice President	180,000	0	0	0	0	180,000
Li Ying	Executive Vice President and Chief Financial Officer	180,000	0	0	0	0	180,000
Xie Junshi	Executive Vice President	180,000	0	0	0	0	180,000
Ding Jianzhong	Secretary to the Board of Directors and Company Secretary	120,000	0	0	0	0	120,000
Other participants	—	157,122,000	0	0	0	0	157,122,000
Total	**—**	**158,472,000**	**0**	**0**	**0**	**0**	**158,472,000**

For details of the date of grant, validity period, vesting period, exercise period and exercise price under the 2020 Share Option Incentive Scheme in respect of the share options set out above, please refer to the section headed "(1) Summary of the 2020 Share Option Incentive Scheme" above.

(3) Valuation and accounting policies relating to the share options and impact on the financial conditions and operating results of the Company

① Valuation of the share options

The Company has adopted the Binomial Tree model to calculate the value of the 2020 share options. The date of grant (6 November 2020) has been adopted as the measurement date and the estimated value of the 2020 share options is RMB9.12 per A share, representing 25.47% of the market price of the A shares on the date of grant. Data used in and results of the calculation are as follows:

Factors	Amount of factors and description
Initial exercise price	RMB34.47 per A share
Market price	RMB35.80 per A share, being the closing price of the A shares on the date of grant
Expected life	The scheme participants shall exercise all his/her options exercisable in the first, second and third exercise period within the 3rd, 4th and 5th year from the date of grant, respectively.
Expected price volatility rate	The historical price volatility rate of ZTE A share used for the first, second and third exercise period being 34.40%, 33.57% and 30.33%, respectively.
Expected dividend (Note 1)	RMB0.20 per share
Risk-free interest rate (Note 2)	The risk-free interest rate for the first, second and third exercise period shall be 2.78%, 2.85% and 2.91%, respectively.
Value of share options per A share	RMB9.12

Material Matters

Note 1: The expected dividend was calculated based on the historical dividends of the Company.

Note 2: The Company adopted the corresponding national bond yield rates as the risk-free interest rates.

Note 3: The calculation results of the value of the share options are subject to a number of assumptions of the parameters used herein and the limitation of the model adopted, therefore the estimated value of the share options may be subjective and is subject to uncertainties.

② *Accounting policies relating to the share options and impact on the financial conditions and operating results of the Company*

In accordance with "ASBEs No. 11 — Share-based Payment," services rendered by participants during the period may be charged to relevant costs or expenses and the capital reserve at fair value on the date of grant based on the Company's best estimates of exercisable share options. Costs and expenses which have been recognised will not be adjusted during the exercise period of the share options. At each balance sheet date, exercised share options are recognised in the capital reserve according to the status of exercise. Specific accounting treatments of share options and the impact on the Company's financial conditions and operating results for the year and in future are set out in Note XI to the financial statements prepared under PRC ASBEs and Note 40 to the financial statements prepared under HKFRSs.

(VIII) REPURCHASE OF A SHARES BY THE COMPANY

At the Fifteenth Meeting of the Eighth Session of the Board of Directors and the 2019 Annual General Meeting of the Company, the "Resolution on the tabling of the proposed mandate for the repurchase of the Company's A shares at the general meeting for consideration" was considered and approved. The Board of Directors was authorised by the general meeting to determine the amount of the repurchase of A shares within the authorised cap of 1% of the Company's A share capital in issue on the date of consideration and approval at the general meeting.

The "Resolution on the plan for the repurchase of the Company's A shares by way of centralised price bidding" was considered and approved at the Twenty-first Meeting of the Eighth Session of the Board of Directors of the Company held on 14 August 2020, pursuant to which the repurchase of A shares by the Company by way of centralised price bidding using internal funds for the implementation the Company's staff shareholding schemes or as share incentives subject to a total repurchase amount of not less than RMB100 million and not more than RMB120 million was approved. The repurchase may be conducted within 12 months from the date on which it is considered and approved at the Twenty-first Meeting of the Eighth Session of the Board of Directors.

On 1 September 2020, the Company conducted the first repurchase of A shares by way of centralised price bidding via the trading system of the Shenzhen Stock Exchange and repurchased 2,973,900 A shares, which accounted for 0.06% of the Company's total share capital. The traded prices ranged from the highest of RMB38.85 per share to the lowest of RMB38.40 per share, and the total amount paid for the repurchase of A shares was RMB114,765,557.00 (excluding transaction costs). The repurchase plan has been completed.

For details of the aforementioned matters, please refer to the "Announcement of the Resolutions of the Twenty-first Meeting of the Eighth Session of the Board of Directors" and "Announcement on the plan for the repurchase of the Company's A shares by way of centralised price bidding" published on 14 August 2020 and the "Overseas Regulating Announcement Announcement on the first repurchase of A shares, share repurchase progress and completion of the share repurchase plan" published on 1 September 2020 by the Company.

Material Matters

(IX) MANAGEMENT STOCK OWNERSHIP SCHEME OF THE COMPANY

The Management Stock Ownership Scheme of the Company was approved by the Remuneration and Evaluation Committee, Twenty-fifth Meeting of the Eighth Session of the Board of Directors, Eighteenth Meeting of the Eighth Session of the Supervisory Committee and the Second Extraordinary General Meeting of 2020 of the Company. The source of funds was the Management Stock Ownership Scheme Special Fund amounting to RMB114,765,557.00 set aside by the Company. The source of shares under the Management Stock Ownership Scheme was 2,973,900 repurchased A shares of the Company placed in the Company's designated securities repurchase account, accounting for 0.06% of the total share capital of the Company. There were 27 participants.

The total amount of funds paid for the Management Stock Ownership Scheme was RMB114,765,557.00 and the total number of units was 114,766,000 at RMB1.00 each, The Directors, Supervisors and senior management of the Company subscribed for a total of 62,606,000 units (with Chairman Mr. Li Zixue subscribing for 12,000,000 units, President Mr. Xu Ziyang subscribing for 12,000,000 units, Executive Vice President Mr. Gu Junying subscribing for 9,000,000 units, Supervisory Committee Chairman Mr. Xie Dawei subscribing for 3,026,000 unit, Executive Vice President Mr. Wang Xiyu subscribing for 10,000,000 units, Executive Vice President and Chief Financial Officer Ms. Li Ying subscribing for 8,000,000 units, Executive Vice President Mr. Xie Junshi subscribing for 7,000,000 units, Secretary to the Board of Directors Mr. Ding Jianzhong subscribing for 1,580,000 units), and other participants subscribed for a total of 52,160,000 units.

The non-trading transfer of Company shares held in the Company's designated securities repurchase account to the securities account titled "ZTE Corporation — Tranche I Employee Stock Ownership Scheme" were conducted on 16 December 2020, with 2,973,900 shares transferred. The lock-up period for Company shares transferred to the Management Stock Ownership Scheme shall be from 18 December 2020 to 17 December 2021.

The Company has established a Management Stock Ownership Scheme Management Committee with Mr. Xu Ziyang as chairman and Mr. Gu Junying and Ms. Li Ying as members. The Management Stock Ownership Scheme Management Committee, as appointor, entered into the "CICC ZTE Corporation Management Stock Ownership Scheme Standalone Asset Management Plan Asset Management Contract" with China International Capital Corporation Limited (as manager) and Guotai Junan Securities Co., Ltd. (as trustee).

For details, please refer to the "Announcement Resolutions of the Twenty-fifth Meeting of the Eighth Session of the Board of Directors" and "Proposed Adoption of the Management Stock Ownership Scheme" published on 12 October 2020 and the circulars of the Company dated 20 October 2020, the "Announcement on Resolutions of the Second Extraordinary General Meeting of 2020" published on 6 November 2020, "Overseas Regulating Announcement Announcement on the establishment of the Management Stock Ownership Scheme Management Committee of the Company" and "Overseas Regulating Announcement Announcement on the signing of the ZTE Corporation Management Stock Ownership Scheme Asset Management Contract" published on 30 November 2020, and the "Overseas Regulating Announcement Announcement on the completion of non-trading transfer relating to the Management Stock Ownership Scheme of the Company" published on 17 December 2020 by the Company.

Details of the accounting treatment of the Management Stock Ownership Scheme have been disclosed in Note XI to the financial statements prepared under PRC ASBEs and Note 40 to the financial statements prepared under HKFRSs.

Material Matters

(X) NON-PUBLIC ISSUANCE OF A SHARES BY THE COMPANY

For details of matters pertaining to the Company's non-public issue of A shares, please refer to the announcements of the Company 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, 22 August 2019 and 21 October 2019 and the circulars of the company dated 2 March 2018 and 28 February 2019.

On 15 January 2020, the Company entered into the Subscription Agreement with 10 target subscribers (who was independent professional or institutional investors in the PRC). The issue price for the Company's non-public issuance of A shares was set at RMB30.21 per share and a total of 381,098,968 shares were issued, raising gross proceeds of RMB11,512,999,823.28, and the net proceeds (after deducting all expenses related to the issuance) was RMB11,459,418,724.31, which was to be applied in (1) technology research and product development relating to 5G network evolution; and (2) replenishment of working capital. The total nominal value of A shares issued by the Company was RMB381,098,968, and the net price derived from each A Share was RMB30.07. On the signing date of the subscription agreement pursuant to which the issue price and other terms of the proposed non-public issuance of A Shares were determined (i.e. 15 January 2020), the closing price of H Shares was HK$27.05 and the closing price of A Shares was RMB36.92. The new shares under the non-public issue of A shares by the Company were listed on the Shenzhen Stock Exchange on 4 February 2020. For details, please refer to the announcements "DETERMINATION OF ISSUE PRICE FOR THE NON-PUBLIC ISSUANCE OF A SHARES AND ENTERING INTO OF SUBSCRIPTION AGREEMENT", "COMPLETION OF NON-PUBLIC ISSUANCE OF A SHARES" and "Announcement on the Adjustment to the Listing Date of Non-public Issuance of New A Shares" published by the Company on 16 January 2020, 23 January 2020 and 2 February 2020, respectively.

On 3 February 2020, the party responsible for the implementation of investment projects utilising issue proceeds of the non-public issue of A shares of the Company entered into the "Agreement for Tripartite Supervision of Issue Proceeds" with CSC Financial Co., Ltd., the sponsor, and various regulatory banks. For details, please refer to the "Overseas Regulating Announcement Announcement on the Agreement for Tripartite Supervision of Issue Proceeds" published by the Company on 4 February 2020.

As at 29 January 2021, the investment projects utilising proceeds from the Company's non-public issuance of A shares were closed, and surplus proceeds amounting to RMB138,160,600 (including interest income and after deduction of related expenses) was applied as supplementary working capital on a permanent basis. The designated account for issue proceeds was cancelled in February 2021, and the relevant tripartite agreement on the supervision of the issue proceeds was also terminated. For details of the use of issue proceeds of the Company, please refer to the section in this report headed "Report of the Directors (II) 9.(5) Use of issue proceeds".

(XI) REGISTRATION AND ISSUE OF THE COMPANY'S MEDIUM TERM NOTES AND SCPS

1. Completion of payment of 2015 Tranche I Medium Term Notes

The "Resolution on the Proposed Registration and Issue of Perpetual Medium Term Notes" was considered and approved at the Twentieth Meeting of the Sixth Session of the Board of Directors and the First Extraordinary General Meeting of 2014 of the Company, granting approval to the Company's application to the National Association of Financial Market Institutional Investors (中國銀行間市場交易商協會) ("NAFMII") for the registration and issue of Perpetual Medium Term Notes with an amount of not more than RMB9 billion.

The National Association of Financial Market Institutional Investors has accepted the registration of the Company's RMB9 billion Medium Term Notes. For details, please refer to the "Approval of the Registration of Issuance of Medium Term Notes" published on 16 December 2014 by the Company.

On 27 January 2015, the Company completed the issue of 2015 Tranche I Medium Term Notes ("Medium Term Notes") with an amount of RMB6,000 million for a term of 5+N years (maturity upon redemption by the Company pursuant to the terms of the issue). The Medium Term Notes became due on 27 January 2020 (the due payment date coincided with statutory holidays and was rescheduled to 31 January 2020). The Company completed the payment of the principal and interests of the Medium Term Notes with a total amount of RMB6,348,600,000 on 31 January 2020.

Material Matters

2. Issue of the Company's 2020 SCPs

The "Resolution on the Proposed Registration and Issue of Super and Short-term Commercial Paper ("SCP")" was considered and approved at the Twenty-fourth Meeting of the Seventh Session of the Board of Directors of the Company and the First Extraordinary General Meeting of 2017 of the Company, pursuant to which the Company's application to NAFMII for the registration and issue of SCP with a total amount of not more than RMB8,000 million was approved.

The Company's SCP with an amount of RMB8,000 million was registered with and approved by the NAFMII. For details, please refer to the "Announcement on the Approval of Registration for the Medium Term Notes and Super and Short-term Commercial Paper" published by the Company on 10 October 2019.

During the reporting period, the Company completed nine tranches of SCP issue for an aggregate amount of RMB10 billion (the amount of SCP issued and outstanding did not exceed RMB8,000 million at any one point of time during the reporting period). For details, please refer to the relevant announcements published by the Company on 26 March 2020, 22 April 2020, 26 May 2020, 12 June 2020, 28 June 2020 and 31 August 2020, respectively.

As at 21 December 2020, the Company completed a total payment of RMB10,090,598,630.12 for the nine tranches of SCP.

3. The Company's registration and issue of medium term notes

The "Resolution on the Proposed Registration and Issue of Medium Term Notes" was considered and approved at the Fifteen Meeting of the Eighth Session of the Board of Directors of the Company and the 2019 Annual General Meeting of the Company, pursuant to which the Company's application to NAFMII for the registration and issue of medium term notes with an amount of not more than RMB8,000 million was approved.

The registration of the Company's medium term notes with a total registered amount of RMB8,000 million have been approved by NAFMII. For details, please refer to the "Overseas Regulating Announcement Approval of the Registration of Medium Term Notes" published on 21 July 2020 by the Company.

(XII) SIGNIFICANT CONNECTED TRANSACTIONS

1. SIGNIFICANT CONNECTED TRANSACTIONS AS DEFINED UNDER PRC LAWS AND REGULATIONS

(1) Connected transactions in the ordinary course of business

The connected transactions disclosed in the following table represent continuing connected transactions in 2020 reaching the benchmark for public disclosure as defined under the Shenzhen Listing Rules.

Material Matters

Counterparty to connected transaction	Nature of connection	Classification	Subject matter	Pricing principle	Price (RMB)	Amount (RMB in ten thousands)	As a percentage of transactions in the same classification (%)	Whether approved cap has been exceeded	Settlement	Market price for similar transactions available (RMB)	Domestic announcement date	Domestic announcement index
Zhongxingxin and its subsidiaries and companies in which it held equity interests of 30% or above	Controlling shareholder of the Company and its subsidiaries and companies in which it held equity interests of 30% or above	Purchase of raw materials	The purchase of cabinets and related accessories, cases and related accessories, shelters, railings, antenna poles, optical products, refined-processing products, packaging materials, FPC, R-FPC and components by the Company from the connected party	Connected parties from which the Company made purchases were selected through the Company's accreditation and bidding or negotiation procedures. Prices at which the purchase orders were entered into by the two parties were determined through arm's length negotiations and on the basis of normal commercial terms. The prices of properties leased to connected parties by the Group were determined through arm's length negotiations based on normal commercial terms. Transaction prices at which products were sold by the Group to connected parties were based on market prices and were not lower than prices at which similar products and services of similar quantities were purchased by third parties from the Group, taking into consideration of factors relating to the specific transactions such as conditions of the projects, size of transaction and product costs.	Cabinets and related accessories: RMB1-RMB300,000 per unit, cases and related accessories: RMB1-RMB15,000 per unit, depending on level of sophistication; Shelters: RMB1,000-RMB100,000 per unit depending on measurement, materials used and configuration; Railings: RMB1,000-50,000 per piece depending on level of sophistication and functional features; Antenna poles: RMB200-2,000 per piece depending on level of sophistication and functional features; Optical products: RMB1.3-30,000 per unit depending on level of sophistication and functional features; Refined-processing products: RMB0.5-50,000 per unit depending on level of sophistication and functional features; Packaging materials: RMB0.01-5,000 per piece depending on level of sophistication and functional features; FPC, R-FPC and components: RMB0.5-100 per piece depending on measurement, level of process sophistication and materials used.	33,028.02	0.45%	No	Commercial acceptance bill	N/A	2018-12-25	Announcement No. 2018104 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
Huatong Technology Company Limited ("Huatong")	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president	Purchase of software outsourcing services	The purchase of personnel hiring and project outsourcing services by the Company from the connected party		Special-grade engineer at a price ranging from RMB970–1,800 per head/day; Supervisory engineer at a price ranging from RMB830–1,300 per head/day; Senior engineer at a price ranging from RMB520–1,150 per head/day; Common engineer at a price ranging from RMB440–750 per head/day; Assistant engineer at a price ranging from RMB350–550 per head/day; Technician at a price ranging from RMB320–500 per head/day.	6,746.97	0.09%	No	Tele-transfer	N/A	2020-1-17	Announcement No. 202004 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
ZTE Software Technology (Nanchang) Company Limited ("Nanchang Software")	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president	Purchase of software outsourcing services	The purchase of personnel hiring and project outsourcing services by the Company from the connected party		Special-grade engineer at a price ranging from RMB970–1,800 per head/day; Supervisory engineer at a price ranging from RMB830–1,300 per head/day; Senior engineer at a price ranging from RMB520–1,150 per head/day; Common engineer at a price ranging from RMB440–750 per head/day; Assistant engineer at a price ranging from RMB350–550 per head/day; Technician at a price ranging from RMB320–500 per head/day.	3,061.91	0.04%	No	Tele-transfer	N/A	2020-1-17	Announcement No. 202004 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
Nanchang Software	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president	Purchase of engineering services	The purchase of personnel hiring services by the Company from the connected party		Work delivery personnel ranging from RMB398–1,322 per head/day; Ancillary product personnel ranging from RMB401–805 per head/day; Core network personnel ranging from RMB485–851 per head/day; Service product personnel ranging from RMB451–793 per head/day; Wireless product personnel ranging from RMB418–774 per head/day; Fixed-line product personnel ranging from RMB418–735 per head/day; Bearer product personnel ranging from RMB418–735 per head/day; Government and energy product personnel ranging from RMB433–1,197 per head/day; Network optimisation personnel ranging from RMB491–958 per head/day.	–	–	No	Tele-transfer	N/A	2018-12-25	Announcement No. 2018104 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited ("Zhongxing Hetai") or its subsidiaries	A company for which a connected natural person of the Company acted as director and its subsidiaries	Purchase of hotel services	The purchase of hotel services by the Company from the connected party		Purchase price not higher than prices at which Zhongxing Hetai sells products (or services) to other customers purchasing similar products (or services) in similar amounts, subject to the actual agreement signed by the two parties.	2,855.87	0.04%	No	Tele-transfer	N/A	2018-12-25	Announcement No. 2018104 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
Zhongxing Hetai or its subsidiaries	A company for which a connected natural person of the Company acted as director and its subsidiaries	Lease of property and equipment and facilities	The lease of property and related equipment and facilities by the Company to the connected party		In 2020, RMB80/sq.m./month for hotel properties in Dameisha in Shenzhen; RMB62/sq.m./month for hotel properties in Nanjing; RMB84/sq.m./month for hotel properties in Shanghai; RMB53/sq.m./month for hotel properties in Xi'an. The rental fee for related equipment and facilities required by the hotel operations in Shenzhen, Shanghai, Nanjing and Xi'an was 1,370,000/year.	7,339.03	0.10%	No	Tele-transfer	N/A	2020-1-17	Announcement No. 202004 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
航天歐華	Subsidiary of a company for which a connected natural person of the Company acted as senior management	Sale of products	The sale of the full range of government and enterprise products by the Company to the connected party		Based on market prices and not lower than prices at which similar products of similar quantities were purchased by third parties from the Company, taking into consideration factors relating to the specific transactions such as conditions of the projects, size of transaction and product costs.	83,557.62	0.82%	No	Tele-transfer or bank acceptance bill	N/A	2020-1-17	Announcement No. 202004 "Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange"
Total				–	–	**136,589.42**	**N/A**	–	–	–	–	–

Material Matters

Detailed information of substantial sales return	None
Necessity and continuity of connected transactions and reasons for choosing to conduct transactions with the connected party (rather than other parties in the market)	The aforesaid connected parties were able to manufacture products required by the Group on a regular basis and provide quality products and services at competitive prices. The Company considers trustworthy and cooperative partners as very important and beneficial to the Group's operations.
Effect of the connected transaction on the independence of the listed company	The Company was not dependent on the connected parties and the connected transactions would not affect the independence of the Company.
The Company's dependence on the connected party and relevant solutions (if any)	The Company was not dependent on the connected parties.
Projected total amount of continuing connected transaction during the period by type and actual performance during the reporting period (if any)	At the Forty-second Meeting of the Seventh Session of the Board of Directors of the Company held on 25 December 2018, it was considered and approved that the estimated purchases of raw materials from Zhongxingxin, a connected party, and its subsidiaries and companies in which it held equity interests of 30% or above by the Group in 2020 be capped at RMB800 million (before VAT); At the Thirteen Meeting of the Eighth Session of the Board of Directors of the Company held on 17 January 2020, it was considered and approved that the estimated purchases of software outsourcing services from Huatong and Nanchang Software, both connected parties by the Group in 2020 be capped at RMB86.19 million and RMB52.30 million (before VAT), respectively; At the Forty-second Meeting of the Seventh Session of the Board of Directors of the Company held on 25 December 2018, it was considered and approved that the estimated purchases of engineering services from Nanchang Software, a connected party, during the periods from 1 November 2019 to 31 October 2020 be capped at RMB1 million (before VAT), respectively; At the Forty-second Meeting of the Seventh Session of the Board of Directors of the Company held on 25 December 2018, it was considered and approved that the estimated purchases of hotel services from Zhongxing Hetai, a connected party, or its subsidiaries by the Group in 2020 be capped at RMB36.50 million (before VAT); At the Thirteen Meeting of the Eighth Session of the Board of Directors of the Company held on 17 January 2020, it was considered and approved that the estimated lease of properties and equipment and facilities to Zhongxing Hetai or its subsidiaries by the Group in 2020 be capped at RMB73.40 million (before VAT); At the Thirteen Meeting of the Eighth Session of the Board of Directors of the Company held on 17 January 2020 and the 2019 Annual General Meeting of the Company held on 19 June 2020, it was considered and approved that the estimated sales of products to 航天歐華, a connected party, by the Group in 2020 be capped at RMB800 million (before VAT); the amount of the aforesaid connected transaction exceeded the approved cap by RMB35,576,200. The amount of excess did not reach the threshold required for the consideration of the Board of Directors or compulsory disclosure; and Please refer to the above table for details of the execution of the aforesaid continuing connected transactions.
Reason for the substantial difference between transaction prices and referential market prices (if applicable)	N/A

Material Matters

Note: For details of "Approved Cap", please refer to the section headed "Projected total amount of continuing connected transaction during the period by type and actual performance during the reporting period (if any)".

(2) The Company did not conduct any connected transactions arising from acquisitions or disposals of assets and equity interests during the year.

(3) Connected transactions of the Company involving joint investment in third parties during the year

The Company did not enter into any connected transactions involving joint investment in third parties during the year.

(4) Creditors and debtors with connected parties

During the year, the Company did not incur any creditors or debtors with connected parties of a non-operating nature.

(5) Other material connected transactions

Pursuant to the "Resolution on Continuing Connected Transactions relating to the '2021 ZTE Channel Cooperation Framework Agreement — General Distributorship' entered into with connected party 航天歐華" considered and approved at the Twenty-ninth Meeting of the Eighth Session of the Board of Directors of the Company held on 21 December 2020, the estimated amount of sales of products by the Group to 航天歐華 is capped at RMB1,100 million (excluding VAT). For details, please refer to the "Announcement of Resolutions of the Twenty-ninth Meeting of the Eighth Session of the Board of Directors" and "Overseas Regulatory Announcement Announcement on Projected Continuing Connected Transactions under the Rules Governing Listing of Stocks on The Shenzhen Stock Exchange" published by the Company on 21 December 2020.

2. Continuing connected transactions under the Hong Kong Listing Rules

In accordance with Chapter 14A of the Hong Kong Listing Rules, the following connected transactions are required to be disclosed in this report. The Company hereby confirms that the disclosures requirements under Chapter 14A of the Hong Kong Listing Rules have been complied with.

(1) Continuing connected transactions for the purchase of raw materials from Zhongxingxin

The Group has entered into a new purchase framework agreement with Zhongxingxin, and has fulfilled the statutory procedures of reporting and announcement in accordance with relevant clauses under Chapter 14A of the Hong Kong Listing Rules based on the estimated annual cap of connected transactions under the new purchase framework agreement. For details, please refer to the "CONTINUING CONNECTED TRANSACTIONS PURCHASES OF RAW MATERIALS FROM ZHONGXINGXIN" published by the Company on the respective websites of Hong Kong Stock Exchange and the Company on 26 December 2018.

① Purchases of raw materials by the Company from Zhongxingxin and companies in which it directly or indirectly holds 30% shareholdings or above, comprising primarily cabinets and accessories, cases and accessories, shelters, railings, antenna poles, optical products, refined processing products, packaging materials, FPC, R-FPC and components

- Description of the connected relationship between the parties to the transaction:

  Zhongxingxin is the largest shareholder of the Company. As controlling shareholder of the Company, Zhongxingxin is a connected person of the Company under the Hong Kong Listing Rules. Zhongxingxin, its subsidiaries and investees companies (namely, companies in which Zhongxingxin holds, directly or indirectly, 30% of shareholdings or above) are connected persons of the Company under the Hong Kong Listing Rules.

- Total transaction amount in 2020:

  Approximately RMB330,280,200

Material Matters

- Price and other terms:

  Pursuant to the Zhongxingxin Purchase Framework Agreement between the Company and Zhongxingxin in respect of the purchase of raw materials by the Group from Zhongxingxin and its subsidiaries and investee companies (namely, companies in which Zhongxingxin holds, directly or indirectly, 30% of shareholdings or above) dated 25 December 2018 as considered and approved at the Forty-second Meeting of the Seventh Session of the Board of Directors of the Company held on 25 December 2018, the effective period shall be from 1 January 2019 to 31 December 2021 and the amount of purchase from Zhongxingxin and its subsidiaries and investee companies (namely, companies in which it directly or indirectly holds equity interests of 30% or above) made by the Group for 2019-2021 shall be capped at RMB700 million, RMB800 million and RMB900 million (before VAT), respectively.

  Before becoming an approved supplier of the Group, Zhongxingxin and its subsidiaries and investee companies (companies in which it directly or indirectly holds equity interests of 30% or above) must pass the Group's internally formulated qualification procedures based on qualifications, competence, product quality and price. Zhongxingxin and its subsidiaries and investee companies (companies in which it directly or indirectly holds equity interests of 30% or above) were selected through the Group's qualification and bidding procedures as described above. For details, please refer to the "CONTINUING CONNECTED TRANSACTIONS PURCHASES OF RAW MATERIALS FROM ZHONGXINGXIN" published by the Company on the respective websites of Hong Kong Stock Exchange and the Company on 26 December 2018. The Directors confirm that the accreditation of qualifications, bidding procedures, pricing bases and internal Group procedures under the Zhongxingxin Purchase Framework Agreement will effectively ensure that the Group's purchases from Zhongxingxin and its subsidiaries and investee companies (companies in which it directly or indirectly holds equity interests of 30% or above) are made on an arm's length basis and on normal commercial terms without compromising the interests of the Group and its shareholders as a whole.

  Pursuant to and subject to the terms of the Zhongxingxin Purchase Framework Agreement and bidding results, the Group will enter into specific agreements with Zhongxingxin and its subsidiaries and investee companies (companies in which it directly or indirectly holds equity interests of 30% or above) by way of the issuance of purchase orders, specifying, among other things, product types, agreed quantities and prices, quality specifications, delivery schedules, locations and modes, payment methods, packaging, receipt of delivery, default liability, quality specifications and after-sale service terms. Prices shall be determined in accordance with the pricing policy stipulated under the Zhongxingxin Purchase Framework Agreement. The annual cap for purchase in 2020 was estimated at RMB800 million (before VAT).

- Purpose of the transaction:

  Zhongxingxin and its subsidiaries and investee companies (companies in which it directly or indirectly holds equity interests of 30% or above) had been selected as long-term suppliers through the Group's qualification and bidding procedures as they had consistently been able to manufacture products in compliance with the Group's demands and supply premium products and services at competitive prices. The Group considers it very important and beneficial to have reliable and cooperative suppliers, and purchasing raw materials required for the Group's products from Zhongxingxin and its subsidiaries and investee companies (companies in which it directly or indirectly holds equity interests of 30% or above) allows the Group to ensure the quality and timely delivery of such parts.

② **The Independent Non-executive Directors of the Company have reviewed each of the aforesaid continuing connected transactions of the Group and confirmed that:**

- the transactions were conducted in the ordinary and usual course of business of the Company;
- the transactions were entered into on normal commercial terms or above;
- the transactions were conducted in accordance with the terms of the agreements governing them and the terms of the transactions are fair and reasonable and in the interests of the shareholders of the Company as a whole; and
- the Company has established adequate and efficient internal control procedures in relation to the aforesaid connected transactions.

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③ The auditors of the Company have examined the aforesaid continuing connected transactions and confirmed to the Board of Directors of the Company that, in relation to the continuing connected transactions:

- no matters had come to the attention of the auditors causing the auditors to believe that the disclosed continuing connected transactions had not been approved by the Board of Directors of the Company;
- no matters had come to the attention of the auditors causing the auditors to believe that such continuing connected transactions had not been conducted in accordance with the pricing policies of the Group in all material aspects (where goods or services are being supplied or rendered by the Company);
- no matters had come to the attention of the auditors causing the auditors to believe that such continuing connected transactions had not been conducted in accordance with the terms of the agreements governing them in all material aspects;
- no matters had come to the attention of the auditors causing the auditors to believe that such continuing connected transactions had exceeded the relevant annual caps as disclosed by announcements.

(2) Connected transactions

During 2020, the Group was engaged in certain transactions with its connected parties under HKFRSs, the details of which are set out in Note 48 to the financial statements.

Transactions relating to the payment of remuneration by the Company to its key management personnel, including remuneration for the directors, supervisors and chief executive officers of the Company and its subsidiaries, fall within the scope of connected transaction defined under Chapter 14A of the Hong Kong Listing Rules. Such transactions are exempted from compliance with provisions relating to connected transactions under Rule 14A.76 or Rule 14A.95. Moreover, transactions relating to the issue of new shares to the Directors and Chief Executive Officer of the Company and its subsidiaries by the Company pursuant to the share option incentive scheme also fall within the scope of connected transaction defined under Chapter 14A of the Hong Kong Listing Rules. Such transactions are exempted from compliance with provisions relating to connected transactions under Rule 14A.92 (3).

In 2020, Chengdu ZTE Software Company Limited ("Chengdu Software"), a subsidiary of the Company, leased a property from Zhongxingxin for a rental amount of RMB10,225,000. Such transaction is exempted from compliance with connected transaction provisions under Rule 14A.76.

In 2020, ZTE (Heyuan) Company Limited, a subsidiary of the Company, leased properties to 深圳市中興新力精密機電技術有限公司 (a subsidiary of Zhongxingxin) for a rental amount of RMB7,000 and Xi'an Zhongxing New Software Company Limited, a subsidiary of the Company, leased properties to Shenzhen Zhongxing Cloud Service Company Limited (a subsidiary of Zhongxingxin) for a rental amount of RMB1,586,000. Such transactions are exempted from compliance with connected transaction provisions under Rule 14A.76.

During 2020, the Group sold wireless communication system equipment products, etc. with a total amount of RMB6,198,000 to Zhongxingxin and companies in which it held 30% shareholdings or above. Such transaction is exempted from compliance with provisions relating to connected transactions pursuant to Rule 14A.76.

Save as disclosed in the above, there were no other connected transactions which should be deemed as "connected transactions" or "continuing connected transactions" as defined under Chapter 14A of the Hong Kong Listing Rules. The Company has complied with applicable disclosure requirements under Chapter 14A of the Hong Kong Listing Rules in respect of the aforesaid connected transactions.

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(XIII) MATERIAL CONTRACTS AND THEIR PERFORMANCE

1. There was no trust, contract management or lease of assets of other companies by the Company or of the Company's assets by other companies commencing or subsisting during the year.

2. Third-party guarantees of the Group

Third-party guarantees provided by the Company and subsidiaries (excluding guarantees provided by the Company on behalf of subsidiaries and vice versa and by subsidiaries on behalf of fellow subsidiaries)								
Guaranteed party	Date and index of domestic announcement disclosing the guarantee amount	Amount guaranteed	Date incurred	Actual amount guaranteed	Type of guarantee	Term of guarantee	Whether performance was completed	Whether provided on behalf of connected parties
Beijing Fuhua Yuqi Information Technology Co., Ltd Note 1	1 December 2016 201678	RMB21,019,250	1 April 2017	RMB21,019,250	Joint liability assurance	From the date on which the Technology Development (Entrustment) Contract comes into effect upon execution and ending on the completion of Fuhua Yuqi's performance of obligations under the Technology Development (Entrustment) Contract.	No	No
Total amount of third-party guarantee approved during the reporting period (A1)		–		Total amount of third-party guarantee actually incurred during the reporting period (A2)		–		
Total amount of third-party guarantee approved as at the end of the reporting period (A3)		RMB21,019,300		Total amount of balance of third-party guarantee actually incurred as at the end of the reporting period (A4)		RMB21,019,300		

Guarantees provided by the Company on behalf of subsidiaries								
Guaranteed party	Date and index of domestic announcement disclosing the guarantee amount	Amount guaranteed	Date incurred	Actual amount guaranteed	Type of guarantee	Term of guarantee	Whether performance was completed	Whether provided on behalf of connected parties
ZTE France SASU Note 2	14 December 2011 201152	EUR10 million	N/A	–	Guarantee	From maturity to the date on which performance of obligations of ZTE France under the "SMS Contract" and "PATES Contract" expires or terminates (whichever is later)	N/A	No
PT. ZTE Indonesia Note 3	13 September 2013 201362	USD40 million	23 October 2013	USD40 million	Joint liability	From maturity to the date on which performance of material obligations of PT. ZTE Indonesia under the "Equipment Purchase Contract" and "Technical Support Contract" is completed	No	No
PT. ZTE Indonesia Note 3	13 September 2013 201362	USD15 million	11 September 2013	USD15 million	Joint liability	From maturity to 5 March 2017 or the date on which performance of obligations of PT. ZTE Indonesia under the "Equipment Purchase Contract" and "Technical Support Contract" is completed (whichever is later)	No	No
ZTE (Malaysia) Corporation SDN. BHD Note 4	24 September 2014 201440 8 January 2016 201605	USD60 million	27 November 2014	USD1,127,000	Joint liability	Commencing on the date on which the "UM Wireless Capacity Expansion Contract" comes into effect upon execution and ending on the date on which performance of the obligations of ZTE Malaysia under the "UM Wireless Capacity Expansion Contract" is completed	No	No
ZTE (Malaysia) Corporation SDN. BHD Note 4	24 September 2014 201440 8 January 2016 201605	USD2 million	4 January 2015	–	Joint liability	Not more than 6 years from the date on which the bank letter of guarantee comes into effect upon issuance	Yes	No

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Guarantees provided by the Company on behalf of subsidiaries								
Guaranteed party	Date and index of domestic announcement disclosing the guarantee amount	Amount guaranteed	Date incurred	Actual amount guaranteed	Type of guarantee	Term of guarantee	Whether performance was completed	Whether provided on behalf of connected parties
ZTE (Wenzhou) Railway Communication Technology Limited Note 5	30 September 2017 201765	RMB3,300,000	28 December 2017	RMB3,152,500	Joint liability	Commencing on the date of issuance of the performance bond and ending on the 30th day after the due fulfilment of inspection upon completion of the Wenzhou Public Security Communications Project with the receipt of an acceptance certificate	No	No
ZTE (H.K.) Limited Note 6	16 March 2018 201822	Not more than USD600 million	1 June 2020	USD300 million	Joint liability assurance	From 1 June 2020 to (1) six months after 1 June 2023, or (2) the irrevocable settlement in full by ZTE HK of all amounts payable under the loan agreement and other agreements and documents thereunder, including the guarantee agreement, from the date of such agreements and documents to the long-stop date, whichever period occurs first	No	No
			13 August 2020	USD50 million	Joint liability assurance	From 13 August 2020 to (1) 13 August 2025, or (2) the irrevocable settlement in full by ZTE HK of all amounts payable under the loan agreement and other agreements and documents thereunder, including the guarantee agreement, from the date of such agreements and documents to the long-stop date, whichever period occurs first	No	No
PT. ZTE Indonesia Note 7	15 October 2018 201890	USD40 million	25 October 2018	USD40 million	Joint liability	Commencing on the date of issuance of the guarantee letter of the parent company and ending on the date on which the parent company is fully released from its assurance obligations under the guarantee	No	No
PT. ZTE Indonesia Note 7	15 October 2018 201890	IDR300 billion	26 April 2019	IDR300 billion	Joint liability	Commencing on the date of issuance of the bank guarantee letter and ending upon the conclusion of an effective term of 3 years and 6 months or the date on which performance of obligations of PT. ZTE Indonesia under the "Equipment Purchase Contract" and "Technical Support Contract" is completed, whichever is later	No	No
Total amount of guarantee approved during the reporting period (B1)		RMB1,304,080,000 Note 8		Total amount of guarantee actually incurred during the reporting period (B2)		RMB2,282,140,000		
Total amount of guarantee approved as at the end of the reporting period (B3)		RMB6,462,221,500 Note 8		Total amount of balance of guarantee actually incurred as at the end of the reporting period (B4)		RMB3,050,761,800		

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Guaranteed party	Date and index of domestic announcement disclosing the guarantee amount	Amount guaranteed	Date incurred	Actual amount guaranteed	Type of guarantee	Term of guarantee	Whether performance was completed	Whether provided on behalf of connected parties
Guarantees provided by subsidiaries on behalf of fellow subsidiaries								
Xi'an ZTE Terminal Technology Company Limited Note 9	N/A	RMB60,005,000	13 March 2015	RMB60,005,000	Joint liability	5 years	Yes	No
Shenzhen Zhongxin New Energy Technology Company Limited Note 10 (formerly known as Shenzhen Zhongxing New Energy Automobile Service Company Limited)	N/A	RMB60 million	29 December 2015	–	Joint liability assurance	Commencing on the date on which the "CDB Development Fund Investment Agreement" comes into effect and ending upon on the conclusion of a period of 2 years from the date on which the amounts payable by Shenzhen Zhongxing New Energy Automobile Service Company Limited under the contract are settled in full	Yes	No
Xi'an Cris Semiconductor Technology Company Limited Note 11	N/A	RMB30 million	26 January 2017	USD8,201,800	Joint liability	Commencing on the date on which the "Guarantee Contract" comes into effect and ending upon on the conclusion of a 2-year period during which Cris has not ordered any manufacturing service from TSMC provided that no debt payment is due and outstanding.	No	No
Netas Bilişim Teknolojileri A.Ş. Note 12	N/A	USD2,153,300	14 November 2012	–	Joint liability	Commencing on the date on which the "Systems Integration Agreement" comes into effect upon execution and ending on the date on which performance of the obligations of Netas Bilişim under the "Systems Integration Agreement" is completed.	No	No
BDH Bilişim Destek Hizmetleri Sanayi ve Ticaret A.Ş. Note 12	N/A	EUR10,753,800	5 May 2017	EUR10,753,800	Joint liability	Commencing on 5 May 2017 and ending on the date on which the performance of obligations of BDH under the "Procurement and Installation Agreement" is completed	No	No
NetaşBilişim Teknolojileri A.Ş Note 13	6 May 2020 202036	USD93 million	7 May 2020	USD7,387,800	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
	22 December 2020 2020112	USD90 million	–	–	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
BDH Bilişim Destek Hizmetleri Sanayi ve Ticaret.A.Ş. Note 13	6 May 2020 202036	USD18 million	4 August 2020	USD888,500	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
	22 December 2020 2020112	USD20 million	–	–	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
NETAŞ TELEKOMÜNİKASYON A.Ş. Note 13	6 May 2020 202036	USD28 million	25 August 2020	USD3,697,800	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
	22 December 2020 2020112	USD30 million	–	–	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
Netaş Telecom Limited Liability Partnership Note 13	22 December 2020 2020112	USD10 million	–	–	Joint liability	Ending on the date on which the repayment of debt relating to the guarantee is competed	No	No
ZTE ICT (Guangxi) Company Limited Note 14	19 March 2019 201916	RMB10 million	20 March 2019	RMB10 million	Joint liability assurance	Commencing on the date on which the "Maximum Guarantee Contract" comes into effect upon execution and ending on the date on which a period of 3 years has lapsed since the conclusion of the performance period for the primary creditor rights guaranteed	No	No
ZTE ICT Company Limited Note 15	27 May 2019 201937	RMB80 million	4 June 2019	RMB80 million	Guarantee with pledge	During the incurrence of the primary creditor rights	Yes	No
ZTE ICT Company Limited Note 16	24 April 2020 202032	RMB100 million	7 May 2020	RMB100 million	Guarantee with security	Commencing on the date on which the "Maximum Mortgage Contract" comes into effect and ending on 3 January 2023	No	No

Total amount of guarantee for subsidiary approved during the reporting period (C1)	RMB1,984,395,600	Total amount of guarantee for subsidiary actually incurred during the reporting period (C2)	RMB231,554,900
Total amount of guarantee for subsidiary approved as at the end of the reporting period (C3)	RMB2,490,315,700	Total amount of balance of guarantee for subsidiaries actually incurred as at the end of the reporting period (C4)	RMB327,817,600

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Total amount guaranteed by the Company (sum of the three categories set out above)			
Total amount of guarantee approved during the reporting period (A1+B1+C1)	RMB3,288,475,600	Total amount of guarantee actually incurred during the reporting period (A2+B2+C2)	RMB2,513,694,900
Total amount of guarantee approved as at the end of the reporting period (A3+B3+C3)	RMB8,973,556,500	Total amount of balance of guarantee actually incurred as at the end of the reporting period (A4+B4+C4)	RMB3,399,598,700
Total amount of guarantee (A4+B4+C4) as a percentage of net assets of the Company		7.85%	
Including:			
Amount of guarantee provided on behalf of shareholders, de facto controllers and their connected parties (D)		0	
Amount of debt guarantee provided directly or indirectly on behalf of parties with a gearing ratio exceeding 70% (E)		RMB3,187,836,700	
Amount of total guarantee exceeding 50% of net assets (F)		0	
Aggregate amount of the three guarantee amounts stated above (D+E+F)		RMB3,187,836,700	
Statement on liability incurred during the reporting period or potential joint liability for debt settlement (if any) in respect of outstanding guarantees		N/A	
Statement on provision of guarantee to third parties in violation of stipulated procedures (if any)		N/A	

Note 1: It was considered and approved at the Tenth Meeting of the Seventh Session of the Board of Directors of the Company that guarantee be provided by the Company by way of joint liability assurance for the performance of obligations by Beijing Fuhua Yuqi Information Technology Co., Ltd. ("Fuhua Yuqi") under the Technology Development (Entrustment) Contract for a guarantee amount of not more than RMB21,019,250 for a term commencing on the date on which the Technology Development (Entrustment) Contract comes into effect upon execution and ending on the completion of Fuhua Yuqi's performance of obligations under the Technology Development (Entrustment) Contract. The Technology Development (Entrustment) Contract came into effect on 1 April 2017 upon execution. Fuhua Yuqi has provided a third-party counter-guarantee to the Company in respect of the aforesaid guarantee. As at the end of the reporting period, the aforesaid guarantee was under normal performance.

Note 2: It was approved at the Twenty-fourth Meeting of the Fifth Session of the Board of Directors of the Company that a guarantee for an amount of not more than EUR10 million in respect of the performance obligations of ZTE France SASU ("ZTE France"), a wholly-owned subsidiary of the Company under the 2010 SMS Execution Contract ("SMS Contract") and the PATES-NG Execution Contract ("PATES Contract"). The PATES Contract was completed and the guarantee provided by the Company in respect of the performance obligations of ZTE France was undergoing registration procedures of the State Administration of Foreign Exchange and had yet to be performed.

Note 3: It was considered and approved at the Ninth Meeting of the Sixth Session of the Board of Directors of the Company and the Third Extraordinary General Meeting of 2013 of the Company that a performance guarantee of USD40 million be provided by the Company for ZTE Indonesia, a wholly-owned subsidiary of the Company, and application be made by the Company to the relevant bank for the issuance of a letter of performance guarantee with an amount of USD15 million. As at the end of the reporting period, the aforesaid guarantee was under normal performance.

Note 4: At the Twenty-first Meeting of the Sixth Session of the Board of Directors of the Company, it was considered and approved that the Company would provide a USD20 million performance guarantee for ZTE Malaysia, a wholly-owned subsidiary of the Company, and apply to relevant banks for the issuance of a USD2 million bank letter of guarantee. As the gearing ratio of ZTE Malaysia was above 70%, the aforesaid guarantee was considered and approved at the First Extraordinary General Meeting of 2014 of the Company. At the Thirty-ninth Meeting of the Sixth Session of the Board of Directors and the First Extraordinary General Meeting of 2016 of the Company, it was considered and approved that the Company would increase the USD20 million performance guarantee for ZTE Malaysia, a wholly-owned subsidiary of the Company, by USD40 million (namely, a total of not more than USD60 million) and to extend the valid period of the USD2 million bank letter of guarantee to 6 years after the date of issuance. As at the end of the reporting period, USD1,127,000 of the USD60 million performance guarantee provided by the Company for ZTE Malaysia had come into effect. The guarantee letter sought from the relevant bank by the Company on behalf of ZTE Malaysia had expired.

Note 5: As considered and passed at the Twenty-third Meeting of the Seventh Session of the Board of Directors of the Company, the provision by the Company of a guarantee by way of performance bond amounting to not more than RMB3.30 million in respect of the performance obligations of ZTE (Wenzhou) Railway Communication Technology Limited ("ZTE Wenzhou") under the "Wenzhou Public Security Communications Contract" for a period commencing on the date of issuance of the performance bond and ending on the 30th day after the due fulfilment of inspection upon completion of the Wenzhou Public Security Communications Project with the receipt of an acceptance certificate was approved. The Company has applied to the relevant bank for the issuance of a bank guarantee letter providing guarantee by way of performance bond with a cumulative maximum amount of RMB3,152,500 in respect of the performance obligations of ZTE Wenzhou under the "Wenzhou Public Security Communications Contract". As at the end of the reporting period, the performance bond had come into effect. ZTE Wenzhou had provided counter-guarantees in equivalent amounts to the Company in respect of the aforesaid guarantees. As at the end of the reporting period, the aforesaid guarantee was under normal performance.

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Note 6: The Company sought medium/long-term debt financing (including but not limited to syndicate loans, bank facilities and the issue of corporate bonds) in Hong Kong, with ZTE HK, a wholly-owned subsidiary of the Company, as the principal. The Company provided guarantee by way of joint liability assurance for an amount of not more than USD600 million. The aforesaid guarantee was considered and passed at the Twenty-eighth Meeting of the Seventh Session of the Board of Directors and the 2017 Annual General Meeting of the Company. In June 2020, ZTE HK entered a USD300 million loan agreement with 8 Chinese/foreign banks headed by Bank of China, Macau Branch ("BOC Macau"). At the same time, the Company entered into a guarantee agreement with BOC Macau to provide guarantee by way of joint liability assurance in respect of the debt of ZTE HK under the loan agreement and the agreements and documents thereunder. On 13 August 2020, ZTE HK entered into a USD50 million loan agreement with 3 banks, including CITIC Bank London Branch. At the same time, the Company entered into a guarantee agreement with CITIC Bank London Branch to provide guarantee by way of joint liability assurance in respect of the debt of ZTE HK under the loan agreement and the agreements and documents thereunder.

Note 7: As considered and passed at the Thirty-ninth Meeting of the Seventh Session of the Board of Directors of the Company, the provision of USD40 million performance guarantee and the application to the relevant bank for the issuance of an IDR300 billion bank letter of guarantee by the Company for ZTE Indonesia, a wholly-owned subsidiary, was approved. The aforesaid guarantee was within the limit of USD200 million for the guarantee of contract performance provided for wholly-owned overseas subsidiaries as considered and passed at the 2017 Annual General Meeting. The aforesaid performance guarantee and letter of guarantee have come into effect. As at the end of the reporting period, the aforesaid guarantee was under normal performance.

Note 8: As considered and passed at the Fifteen Meeting of the Eighth Session of the Board of Directors of the Company and the 2019 Annual General Meeting, the Company would provide a guarantee amount for contract performance (including but not limited to the execution of guarantee agreements by the parent company and the provision of bank letters of guarantee) of not exceeding USD200 million in aggregate for 7 wholly-owned overseas subsidiaries. The aforesaid guarantee amount may be applied on a revolving basis during an effective period commencing on the date on which the limit of performance guarantee provided by the Company for wholly-owned overseas subsidiaries is considered and approved at the 2019 Annual General Meeting of the Company and ending on the date on which the Company's 2020 Annual General Meeting is convened. After the limit of performance guarantee provided by the Company for wholly-owned overseas subsidiaries has been considered and approved at the Company's Annual General Meeting, specific guarantees within the limit shall be approved by the Board of Directors of the Company, which shall be responsible for disclosing relevant information. The computations of the total amount of guarantee on behalf of subsidiaries approved during the reporting period (B1) and the total amount of guarantee on behalf of subsidiaries approved as at the end of the reporting period (B3) include a USD200 million guarantee provided for overseas wholly-owned subsidiaries. As at the end of the reporting period, the aforesaid guarantee had yet to be applied.

Note 9: It was considered and approved at the board meeting of ZTE Group Finance, a wholly-owned subsidiary of the Company, that ZTE Group Finance would provide joint liability guarantee for an amount of not more than RMB60.005 million in respect of the performance of the "Smart Phone Manufacturing Equipment Lease Contract" by Xi'an ZTE Terminal Technology Company Limited, a wholly-owned subsidiary of the Company, for a term of 5 years. The term of the aforesaid guarantee expired and the guarantee was released during the reporting period.

Note 10: It was considered and approved at the board meeting and general meeting of Zhongxing New Energy Automobile Company Limited, a subsidiary of the Company, that Zhongxing New Energy Automobile Company Limited would provide guarantee by way of joint liability assurance for an amount of not more than RMB60 million in respect of a project financing for Shenzhen Zhongxing New Energy Automobile Service Company Limited (now renamed "Shenzhen Zhongxin New Energy Technology Company Limited"), its wholly-owned subsidiary, for a term commencing on the date on which the "CDB Development Fund Investment Agreement" comes into effect and ending upon on the conclusion of a period of 2 years from the date on which the amounts payable by Shenzhen Zhongxing New Energy Automobile Service Company Limited are settled in full. During the reporting period, the amounts payable by Shenzhen Zhongxin New Energy Technology Company Limited were settled in full and the guarantee was released.

Note 11: It was considered and approved at the board meeting of ZTE Micro-electronics, a subsidiary of the Company, that ZTE Micro-electronics would provide joint liability guarantee for an amount of not more than USD30 million in connection with the procurement orders between Xi'an Cris Semiconductor Technology Company Limited ("Cris"), its wholly-owned subsidiary, and Taiwan Semiconductor Manufacturing Company Limited ("TSMC") for a term commencing on the date on which the "Guarantee Contract" comes into effect and ending upon on the conclusion of a 2-year period during which Cris has not ordered any manufacturing service from TSMC provided that no debt payment is due and outstanding. As at the end of the reporting period, the aforesaid guarantee was under normal operation and guarantee for an amount of USD8,201,800 had come into effect.

Note 12: The Company completed the acquisition of Netaş, a listed Turkish company, on 28 July 2017. Prior to the acquisition of Netaş by the Company, Netaş had provided the following guarantee for its subsidiaries Probil Bilgi şlem Destek ve Danışmanlık San.ve Tic. A.Ş. (renamed Netas Bilişim Teknolojileri A.Ş and hereinafter as "Netas Bilişim") and BDH Bilişim Destek Hizmetleri Sanayi ve Ticaret A.Ş. ("BDH"): (1) guarantee in respect of the performance obligations of Netas Bilişim under the "Systems Integration Agreement" for an amount of approximately USD2,153,300 for a term commencing on the date on which the "Systems Integration Agreement" comes into effect upon execution and ending on the date on which the performance of the obligations of Netas Bilişim under the "Systems Integration Agreement" are completed. As at the end of the reporting period, the actual amount of guarantee incurred by Netas Bilişim was 0; (2) guarantee in respect of the performance obligations of BDH under the "Procurement and Installation Agreement" for an amount of EUR10,753,800 for a term commencing on 5 May 2017 and ending on the date on which the performance of obligations of BDH under the "Procurement and Installation Agreement" is completed. As at the end of the reporting period, the aforesaid guarantees were under normal performance.

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Note 13: As considered and approved at the Seventeenth Meeting of the Eighth Session of the Board of Directors of the Company and the Netaş board of directors, it was approved that a reciprocal joint-liability guarantee would be effected among Netaş and its subsidiaries in respect of composite credit facilities sought from financial institutions for an amount of not more than USD139 million. The effective period of the guarantee shall commence on the date of approval by the Board of Directors and end on 31 December 2020. As at the end of the reporting period, Netaş and BDH had provided guarantee for credit facilities amounting to USD7,387,800 for Netaş Bilişim; Netaş and Netaş Bilişim had provided guarantee for credit facilities amounting to USD888,500 for BDH; and Netaş Bilişim had provided guarantee for credit facilities amounting to USD3,697,800 for Netaş.

As considered and approved at the Twenty-ninth Meeting of the Eighth Session of the Board of Directors of the Company and the Netaş board of directors, it was approved that a reciprocal joint-liability guarantee would be effected among Netaş and its subsidiaries in respect of composite credit facilities sought from financial institutions for an amount of not more than USD150 million. The facilities shall cover loans, letters of guarantee and reverse supply chain financing, among others. The effective period of the guarantee shall be 1 January 2021 to 31 December 2021.

Note 14: As considered and approved at the Forty-fifth Meeting of the Seventh Session of the Board of Directors of the Company and by the board of directors and general meeting of ZTE ICT, ZTE ICT would provide guarantee by way of assurance with an amount of RMB10 million in respect of the obligations of ZTE ICT (Guangxi) Company Limited ("Guangxi ICT"), under the "Working Capital Maximum Borrowing Contract" in favour of Guilin Bank, Wuzhou Branch, for a term commencing on the date on which the "Maximum Guarantee Contract" comes into effect and ending on the date on which a period of 3 years has lapsed since the conclusion of the performance period for the primary creditor rights guaranteed. On 20 March 2019, ZTE ICT entered into a "Maximum Guarantee Contract" with Guilin Bank, Wuzhou Branch and the aforesaid guarantee documents has come into effect.

Note 15: As considered and approved at the Third Meeting of the Eighth Session of the Board of Directors of the Company and by the board of directors and general meeting of Shenzhen Zhongxing Zhiping Technology Company Limited ("Zhongxing Zhiping"), Zhongxing Zhiping would provide an RMB80 million guarantee pledged by trade receivables in favour of China Minsheng Banking Corp., Ltd., Shenzhen Branch ("Minsheng Bank") in respect of a loan extended to ZICT by Minsheng Bank. On 4 June 2019, Zhongxing Zhiping entered into the Contract for Maximum Pledge Secured by Trade Receivables with Minsheng Bank. The aforesaid guarantee was released after ZICT had settled the loans with Minsheng Bank in full and filed registration for the cancellation of the pledge in June 2020.

Note 16: As considered and approved at the Sixteenth Meeting of the Eighth Session of the Board of Directors of the Company and by the board of directors and general meeting of Hunan ZICT Technology Co., Ltd ("Hunan ZICT"), Hunan ZICT would provide a maximum RMB100 million guarantee backed by real estate mortgages in favour of Shanghai Pudong Development Bank Corporation Shenzhen Branch ("PDB") in respect of financing for ZICT. The real estate mortgage came into effect after ZICT entered into a Finance Facility Agreement with PDB and Hunan ZICT entered into a Maximum Mortgage Contract with PDB and completed registration of the mortgage on 7 May 2020.

Note 17: The guaranteed amounts are translated at the following book exchange rates of the Company as at 31 December 2021: USD1: RMB6.5204, EUR1: RMB8.0216, IDR1: RMB0.000462276.

3. The Group's third-party guarantees subsequent to the end of the year

In 2021, PT. ZTE Indonesia, a subsidiary of the Company, proposed to enter into the New Telkomsel Ultimate Radio Solution Rollout Agreement and New Telkomsel Radio Ultimate Solution Technical Support Agreement with Indonesian mobile carrier PT. Telekomunikasi Selular ("Telkomsel"), pursuant to which PT. ZTE Indonesia proposed to construct wireless networks for and provide technical support services to Telkomsel. In 2018, PT. ZTE Indonesia entered into the Ultimate Radio Network Infrastructure Rollout Agreement and Ultimate Radio Network Technical Support Agreement with Telkomsel, pursuant to which PT. ZTE Indonesia proposed to construct 4G networks for and provide maintenance services to Telkomsel. The aforesaid New Telkomsel Ultimate Radio Solution Rollout Agreement and Ultimate Radio Network Infrastructure Rollout Agreement are collectively referred to as the Rollout Agreement, and the New Telkomsel Radio Ultimate Solution Technical Support Agreement and Ultimate Radio Network Infrastructure Technical Support Agreement are collectively referred to as the Technical Support Agreement.

The Company proposed to provide joint liability guarantee in respect of PT. ZTE Indonesia's performance obligations under the Rollout Agreement and the Technical Support Agreement for a guarantee amount of USD40 million for a term commencing on the date of issuance of the guarantee letter of Company and ending on the date on which on which performance of obligations of PT. ZTE Indonesia under the Rollout Agreement and the Technical Support Agreement is completed. At the same time, the Company proposed to apply to the relevant bank for the issuance of a bank letter of guarantee to provide guarantee in the amount of INR400 billion in respect of PT. ZTE Indonesia's performance obligations under the Rollout Agreement and the Technical Support Agreement. The bank letter of guarantee shall come into effect on the date of issuance and remain valid until the conclusion of an effective term of 3 years and 6 months or the date on which performance of obligations of PT. ZTE Indonesia under the Rollout Agreement and the Technical Support Agreement is completed, whichever is later. The aforesaid guarantee was considered and approved at the

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Thirty-second Meeting of the Eighth Session of the Board of Directors of the Company held on 18 February 2021 and is pending consideration at the general meeting. For details, please refer to the "Overseas Regulating Announcement Announcement on Third-party Guarantee" published by the Company on 18 February 2021.

Following the coming into effect of the aforesaid guarantee and the furnishing of guarantee documents to Telkomsel, the guarantee described in the "Overseas Regulating Announcement Announcement on Third-party Guarantee" published by the Company on 15 October 2018 will lapse.

4. **For the special statement and independent opinion on the fund transfers between the Company and connected parties and third-party guarantees of the Company furnished by the Independent Non-Executive Directors of the Company, please refer to the Overseas Regulatory Announcement published by the Company on 16 March 2021.**

5. **Entrusted investments and entrusted loans of the Group**

For details of the entrusted investment and entrusted loans of the Group during the year, please refer to the section headed "Report of the Board of Directors — (II) 9. Analysis of Investment" in this report.

6. **Progress of material contracts entered into during or prior to the year**

☐ Applicable √ N/A

(XIV) UNDERTAKING

1. **Undertakings by relevant undertaking parties, including the shareholders, connected parties, acquirer of the Company and the Company completed during the reporting period and outstanding as at the end of the reporting period**

(1) Undertaking given upon the initial public offering or any refinancing exercise

a. Zhongxingxin, the controlling shareholder of the Company, entered into "Non-Competition Agreement" with the Company on 19 November 2004, pursuant to which Zhongxingxin has undertaken to the Company that: Zhongxingxin will not, and will prevent and preclude any of its other subsidiaries from carrying on or participating in any activities in any businesses deemed to be competing with existing and future businesses of the Company in any form (including but not limited to sole ownership, equity joint venture or co-operative joint venture and direct or indirect ownership of equity or other interests in other companies or enterprises, other than through ZTE); Zhongxingxin will immediately terminate and/or procure any of its subsidiaries to terminate any participation in, management or operation of any competing businesses or activities that Zhongxingxin and/or such subsidiaries are participating in or carrying on in any manner at any time.

b. Zhongxingxin, the controlling shareholder of the Company, provided the following undertaking on 31 January 2018 in respect of the implementation of remedial measures to address the dilution of return for the current period due to the Company's non-public issuance of A shares of 2018: (1) that it will not, for so long as it remains the controlling shareholder of the Company, act beyond its powers to interfere with the Company's operating and management activities or infringe upon the Company's interests; (2) that it will willingly assume the liability for compensating the Company or other shareholders in accordance with the law in the event of losses incurred by the Company or other shareholders as a result of its violation of or refusal to honour its undertaking.

c. On 7 August 2019, the Company gave an undertaking in respect of the Company's proposed non-public issue of A Shares in accordance with the pertinent requirements of set out in the "Answers to Certain Questions on Refinancing Business" published by the CSRC: If the non-public issuance of A shares is approved by the competent authorities, including the CSRC, and is implemented, prior to the utilisation in full of proceeds from the non-public issuance of A shares or within 36 months from the date of receipt of the issue proceeds, the Company shall not commit new funds to the quasi-financial business (類金融業務) (including fund commitments in various forms such as capital increase, loans and guarantees, among others).

Material Matters

(2) Other undertaking given to minority shareholders of the Company

On 10 December 2007, Zhongxingxin gave an undertaking that it shall disclose any intention in future to dispose of unlocked shares in the Company held via the securities trading system to sell down shareholdings by a volume equivalent to 5% or more within six months after the first sell-down, by way of an indicative announcement to be published by the Company within two trading days before the first sell-down.

2. Undertaking by the Directors and senior management of the Company in relation to the implementation of remedial measures to address the dilution of return for the current period due to the non-public issuance of A shares of the Company in 2018

The Directors and senior management of the Company provided the following undertaking on 31 January 2018 in respect of the implementation of remedial measures to address the dilution of return for the current period due to the non-public issuance of A shares in 2018: (1) that they will not be engaged in tunneling in favour of other units or individuals on a no-payment basis or upon unfair terms, or otherwise compromise the interests of the Company in any other manner; (2) that they will exercise restraint in spending when performing duties of their office; (3) that they will not misappropriate Company assets for investing activities or expenses not related to the performance of their duties; (4) that they will procure the linking of the remuneration regime formulated by the Board of Directors or the Remuneration and Evaluation Committee of the Board of Directors with the implementation of the Company's measures relating to compensation for return; (5) that they will procure the linking of the exercise conditions under the Company's share option incentives to be announced with the implementation of the Company's measures relating to compensation for return; (6) that they will willingly assume the liability for compensating the Company or shareholders in accordance with the law in the event of losses incurred by the Company or shareholders as a result of their violation of or refusal to honour their undertaking.

3. Undertaking by parties to issuance of shares for asset acquisition and raising ancillary funds

(1) Undertaking that information provided is true, accurate and complete

Undertaking party	Details
The Company and ZTE Microelectronics	1. Our company shall provide information and data relating to the transaction to the parties, intermediaries and regulatory authorities involved in the transaction in a timely manner, and warrants that all information, data and descriptions and confirmations furnished (collectively, the "Relevant Information") are true, accurate and complete without any false information, misleading statement or material omission; 2. Our company warrants that all information in the form of document provided to the parties, intermediaries and regulatory authorities involved in the transaction are true, accurate and complete original written information or duplicate copy of information, that information in printed version is consistent with information in electronic version, that duplicate copy or photocopy of the information is consistent with the original information or document, that the signatures and seals of all documents are authentic, that the signatories of such documents are legally authorised and such documents have been validly signed, without any false information, misleading statement or material omission; 3. Our company warrants the performance of statutory disclosure and reporting obligations and that there are no discloseable contracts, agreements, arrangements or other matters that have not been disclosed; 4. During the period in which we are involved in the transaction, our company shall disclose Relevant Information of the transaction in a timely manner in accordance with the provisions of pertinent laws, regulations, rules and regulatory documents, as well the requirements of CSRC, stock exchanges and other regulatory authorities, and shall warrant that such Relevant Information is true, accurate and complete without any false information, misleading statement or material omission; 5. In the event of any violation of the aforesaid warranty, our company shall assume legal liability in accordance with the law.

Material Matters

Undertaking party	Details
Directors, Supervisors and senior management of the Company	1. I warrant that all information, data and descriptions and confirmations furnished (collectively, the "Relevant Information") are true, accurate and complete without any false information, misleading statement or material omission, and assume individual and collective legal responsibility for the truthfulness, accuracy and completeness of the Relevant Information provided; 2. I warrant that all information in the form of document provided by me to the parties, intermediaries and regulatory authorities involved in the transaction are true, accurate and complete original written information or duplicate copy of information, that information in printed version is consistent with information in electronic version, that duplicate copy or photocopy is consistent with the original information or document, that the signatures and seals of all documents are authentic, that the signatories of such documents are legally authorised and such documents have been validly signed, without any false information, misleading statement or material omission; 3. If the Relevant Information provided or disclosed by me in connection with the transaction is alleged to contain false information or misleading statement or be subject to material omissions, for which a case has been opened with the judiciary authorities or CSRC for investigation, I shall suspend the transfer of any share interests in ZTE before a conclusion has been reached in such investigation, and shall submit the written application for and share account subject to transfer suspension to the Board of ZTE within two trading days upon receipt of the notification of such case investigation, and the Board shall apply to the stock exchange and clearing company for a lock-up on my behalf; in the event no application for lock-up has been submitted within two trading days, the Board is authorised to submit, after verification, my ID information and account information directly to the stock exchange and clearing company and apply for the lock-up; in the event the Board fails to submit my ID information and account information to the stock exchange and clearing company, the stock exchange and clearing company are authorised to lock up the relevant shares directly. If violations of laws and regulations are identified in the conclusion of investigation, I will assume legal liability in accordance with the law.
Zhongxingxin	1. Our company shall disclose or provide information and data relating to the transaction to the parties, intermediaries and regulatory authorities involved in the transaction in a timely and impartial manner, and warrants that all information, data and descriptions and confirmations furnished are true, accurate and complete without any false information, misleading statement or material omission; 2. If the Relevant Information provided or disclosed by our company in connection with the transaction is alleged to contain false information or misleading statement or be subject to material omissions, for which a case has been opened with the judiciary authorities or CSRC for investigation, our company shall suspend the transfer of any share interests in ZTE before a conclusion has been reached in such investigation, and shall submit the written application for and share account subject to transfer suspension to the Board of ZTE within two trading days upon receipt of the notification of such case investigation, and the Board of ZTE shall apply to the stock exchange and clearing company for a lock-up on behalf of our company; in the event no application for lock-up has been submitted within two trading days, the Board of ZTE is authorised to submit, after verification, our company's ID information and account information directly to the stock exchange and clearing company and apply for the lock-up; in the event the Board of ZTE fails to submit our company's ID information and account information to the stock exchange and clearing company, the stock exchange and clearing company are authorised to lock up the relevant shares directly. If violations of laws and regulations are identified in the conclusion of investigation, our company undertakes to voluntarily apply the locked up shares in compensation arrangements for investors.

Material Matters

Undertaking party	Details
Hengjian Xinxin and Huitong Rongxin	1. Our enterprise shall provide information and data relating to the transaction to ZTE and the parties, intermediaries and regulatory authorities involved in the transaction in a timely manner, and warrants that all information, data and descriptions and confirmations furnished (collectively, the "Relevant Information") are true, accurate and complete without any false information, misleading statement or material omission; 2. Our enterprise warrants that all information in the form of document provided to ZTE and the parties, intermediaries and regulatory authorities involved in the transaction are true, accurate and complete original written information or duplicate copy of information, that information in printed version is consistent with information in electronic version, that duplicate copy or photocopy of the information is consistent with the original information or document, that the signatures and seals of all documents are authentic, that the signatories of such documents are legally authorised and such documents have been validly signed, without any false information, misleading statement or material omission; 3. Our enterprise Our company warrants the performance of statutory disclosure and reporting obligations and that there are no discloseable contracts, agreements, arrangements or other matters that have not been disclosed; 4. During the period in which our enterprise is involved in the transaction, our company shall disclose Relevant Information of the transaction in a timely manner in accordance with the provisions of pertinent laws, regulations, rules and regulatory documents, as well the requirements of CSRC, stock exchanges and other regulatory authorities, and shall warrant that such Relevant Information is true, accurate and complete without any false information, misleading statement or material omission; 5. If the Relevant Information provided or disclosed by our enterprise in connection with the transaction is alleged to contain false information or misleading statement or be subject to material omissions, for which a case has been opened with the judiciary authorities or CSRC for investigation, we shall suspend the transfer of any share interests in ZTE before a conclusion has been reached in such investigation, and shall submit the written application for and share account subject to transfer suspension to the Board of ZTE within two trading days upon receipt of the notification of such case investigation, and the Board of ZTE shall apply to the stock exchange and clearing company for a lock-up on behalf of our enterprise; in the event no application for lock-up has been submitted within two trading days, the Board of ZTE is authorised to submit, after verification, my ID information and account information directly to the stock exchange and clearing company and apply for the lock-up; in the event the Board of ZTE fails to submit the ID information and account information of our enterprise to the stock exchange and clearing company, the stock exchange and clearing company are authorised to lock up the relevant shares directly. If violations of laws and regulations are identified in the conclusion of investigation, our enterprise undertakes to voluntarily apply the locked up shares in compensation arrangements for investors. 6. Our enterprise undertakes that if the Relevant Information provided in the course of the transaction is not true, accurate or complete or contains false information or misleading statements or is subject to material omission, our enterprise will willingly assume legal liability in accordance with the law; 7. If our enterprise violates the aforesaid undertaking, our enterprise will assume legal liability in accordance with the law.

Material Matters

Undertaking party	Details
Directors, supervisors and senior management of ZTE Microelectronics	1. I warrant that all information, data and descriptions and confirmations furnished (collectively, the "Relevant Information") are true, accurate and complete without any false information, misleading statement or material omission, and assume individual and collective legal responsibility for the truthfulness, accuracy and completeness of the Relevant Information provided; 2. I warrant that all information in the form of document provided by me to the parties, intermediaries and regulatory authorities involved in the transaction are true, accurate and complete original written information or duplicate copy of information, that information in printed version is consistent with information in electronic version, that duplicate copy or photocopy is consistent with the original information or document, that the signatures and seals of all documents are authentic, that the signatories of such documents are legally authorised and such documents have been validly signed, without any false information, misleading statement or material omission; 3. In the event of any violation of the aforesaid undertaking, I will assume legal liability in accordance with the law.

(2) Undertaking in relation to the lock-up of shares

Undertaking party	Details
Hengjian Xinxin and Huitong Rongxin	1. In the event of the acquisition of any new ZTE shares in the transaction, if the ZTE Microelectronics equity interests used for the acquisition of the new shares have been consecutively held for less than 12 months, the new ZTE shares acquired by our enterprise as a result shall not be directly or indirectly transferred and/or entrusted to the management of a third party within 36 months since the listing of the new shares; in the event of the acquisition of any new ZTE shares in the transaction, if the ZTE Microelectronics equity interests used for the acquisition of the new shares have been consecutively held for more than 12 months, the new ZTE shares acquired by our enterprise as a result shall not be directly or indirectly transferred and/or entrusted to the management of a third party within 12 months since the listing of the new shares; 2. ZTE shares derived from ZTE shares acquired through the transaction as a result of ex-right or ex-dividend events of ZTE such as bonus issues, share capital increase or share placing during the lock up period and acquired by our enterprise shall also be subject to the aforesaid undertaking relating to the lock up period; 3. If the information provided or disclosed in connection with the transaction is alleged to contain false information or misleading statement or be subject to material omissions, for which a case has been opened with the judiciary authorities or CSRC for investigation, our enterprise shall not transfer any share interests in ZTE before a conclusion has been clearly stated in the case investigation. 4. If the lock up period relating to the aforesaid undertaking is inconsistent with the lock up period stipulated by securities regulatory authorities, stock exchange or under pertinent provisions, our enterprise shall adjust the aforesaid lock-up period in accordance with the securities regulatory authorities, stock exchanges or pertinent provisions; 5. Upon conclusion of the aforesaid lock-up period, any sell-down of shares by our enterprise shall be in compliance with the provisions of laws and regulations, pertinent rules of the stock exchange and the articles of association, internal regulations and other relevant documents of ZTE; 6. In the event of any violation of the aforesaid undertaking, our enterprise will assume legal liability in accordance with the law.

Material Matters

(3) Undertaking in relation to ownership of the target assets

Undertaking party	Details
Hengjian Xinxin and Huitong Rongxin	1. Our enterprise has fulfilled the obligation of capital contribution as a shareholder of the target company in accordance with the law without any defect in capital contribution. There is no act in violation of its obligation and responsibility as shareholder, or any condition that might affect the legal subsistence of the target company. As shareholder of the target company, our enterprise is not subject to any defect or objection in its eligibility as shareholder. Our enterprise concurs with the current shareholding structure of the target company; 2. Our enterprise has legal ownership of the equity interests in the target company held by us (the "Target Equity") and related shareholders' rights. The ownership over the Target Equity is clear without any form of entrusted shareholding, trust arrangement, arrangement for revenue rights, option arrangement, equity holding for the account of other parties or any representation of the interests of other parties. The Target Equity is not subject to any mortgage, pledge, seizure, freezing and other restrictions of rights, or any undertaking or arrangement prohibiting or restricting transfers or any other third-party claims; our enterprise warrants that it will not create any encumbrance or limitation to rights, such as mortgage, pledge, freezing or seizure, or carry out any transfer or disposal prior to the transfer of the Target Equity to ZTE; 3. There is no litigation, arbitration of other forms of dispute of which the Target Equity is a subject or target, nor any pending or potential litigation, arbitration, any other administrative or judicial procedures or other forms of disputes that might cause the Target Equity held by our enterprise to be seized, frozen or subject to transfer restrictions by relevant judicial authorities or administrative authorities, and the transfer or transmission of the Target Equity to ZTE is not subject to any impediment caused by internal decision making or legal or policy impediment; 4. The internal and external authorisations, approvals, evaluation (where necessary), filing (where necessary) and decisions required for the implementation of the transaction, execution of relevant transaction documents and performance of the transaction by our enterprise have been legally and validly obtained; 5. Our enterprise undertakes that, if our enterprise violates the aforesaid undertaking our enterprise will assume legal liability in accordance with the law.

Material Matters

(4) Undertaking in relation to maintaining the independence of the listed company

Undertaking party	Details
Hengjian Xinxin and Huitong Rongxin	1. Following the completion of the transaction, our enterprise will strictly comply with the provisions of CSRC regarding the independence of listed companies and refrain from taking advantage of its position as shareholder to violate the normative operating procedures of listed companies, acting beyond its powers to interfere with the operation and management of ZTE and its subsidiaries, appropriating the interests of ZTE and its subsidiaries and compromising the lawful interests of ZTE and other shareholders; 2. Our enterprise warrants the independence of ZTE from our enterprise, the connected persons of our enterprise and other entities controlled by our enterprise in terms of business, assets, finance, staffing and organisation. We will not engage in any activities that might affect the independence of ZTE or compromise the interests of ZTE and its shareholders; 3. Our enterprise warrants to maintain the independence of ZTE, and our enterprise and other entities controlled by our enterprise will not illicitly appropriate the funds and resources of ZTE by any means, and will strictly comply with the rules and regulations of ZTE on avoiding fund appropriation by connected parties, as well as the provisions of pertinent laws, regulations and regulatory documents; 4. In the event of any violation of the aforesaid undertaking, our enterprise will assume legal liability in accordance with the law.

(5) Undertaking relating to remedial measures to address the dilution of return for the current period following the reorganisation

Undertaking party	Details
Directors and senior management of the Company	1. To refrain in tunneling in favour of other units or individuals on a no-payment basis or upon unfair terms, or otherwise compromise the interests of ZTE; 2. To exercise restraint in spending when performing duties of my office; 3. To refrain from appropriating ZTE assets for investing activities or expenses not related to the performance of my duties; 4. To procure the linking of the remuneration regime formulated by the Board or the Remuneration and Evaluation Committee of the Board with the implementation of ZTE's measures relating to compensation for return; 5. To procure the linking of the exercise conditions under ZTE's share option incentives to be announced with the implementation of ZTE's measures relating to compensation for return; 6. To willingly assume the liability for compensating ZTE and/or shareholders in accordance with the law in the event of losses incurred by the ZTE and/or shareholders as a result of their violation of or refusal to honour their undertaking.
Zhongxingxin	For so long as it remains the controlling shareholder of ZTE, to refrain from acting beyond its powers to interfere with the operation and management of ZTE and from appropriating the interests of ZTE.

Material Matters

(6) Undertaking relating to plans for sell-down of shares

Undertaking party	Details
Zhongxingxin	Our company signed a "Summary Report on Equity Change" on 22 June 2020, disclosing that the possibility of increasing or decreasing shareholdings in ZTE within the 12 months commencing on the date of signing of the said "Summary Report on Equity Change" cannot be ruled out. Other than the aforesaid, during the period from the date on which the first Board resolution of ZTE considering and approving the transaction plan was announced to the date on which the implementation of the reorganisation is completed, if our company conducts sell-down based on its own requirements or market changes, our company will strictly comply with the provisions and requirements of pertinent laws and regulations regarding the sell-down of shares, and shall fulfill information disclosure obligations as required in a timely manner in accordance with the law.
Directors and senior management of the company	During the period from the date on which the first Board resolution of ZTE considering and approving the transaction plan was announced to the date on which the implementation of the reorganisation is completed, if I conduct sell-down based on my own requirements or market changes, I will strictly comply with the provisions and requirements of pertinent laws and regulations regarding the sell-down of shares, and shall fulfill information disclosure obligations as required in a timely manner in accordance with the law.

The aforesaid undertakings were under normal performance during the during and there was no unfulfilled undertaking overdue and outstanding.

4. **Company statement on meeting original profit forecasts for assets or projects and the reasons therefor, where such profit forecasts have been made and the reporting period falls within the profit forecast period**

☐ Applicable √ N/A

(XV) EXPLANATORY STATEMENT FROM THE BOARD OF DIRECTORS, THE SUPERVISORY COMMITTEE AND THE INDEPENDENT NON-EXECUTIVE DIRECTORS OF THE COMPANY ON THE ACCOUNTANT'S "QUALIFIED AUDIT REPORT" FOR THE YEAR

☐ Applicable √ N/A

(XVI) EXPLANATORY STATEMENT ON CHANGES IN THE ACCOUNTING POLICIES, ACCOUNTING ESTIMATES AND AUDITING METHODS FOR THE YEAR IN COMPARISON WITH THE PREVIOUS ANNUAL FINANCIAL REPORT

☐ Applicable √ N/A

(XVII) EXPLANATORY STATEMENT ON RECTIFICATION OF SIGNIFICANT ACCOUNTING ERRORS FOR THE YEAR REQUIRING RETROSPECTIVE RESTATEMENT

☐ Applicable √ N/A

Material Matters

(XVIII) EXPLANATORY STATEMENT ON CHANGES TO THE SCOPE OF CONSOLIDATION FINANCIAL STATEMENT IN COMPARISON WITH THE PREVIOUS ANNUAL FINANCIAL REPORT

New subsidiaries established during the period included: tier-one subsidiaries Shenzhen Renxing Technology Company Limited and Zhongxing Terminal Company Limited.

The Company completed the acquisition of 28.43% equity interests in Nubia Technology Limited in December 2020 and Nubia Technology Limited has been included in the consolidated financial statements of the Group as from December 2020.

Subsidiaries deregistered during the period included: tier-one subsidiaries Shenzhen Zhongrui Detection Technology Co., Ltd; tier-two subsidiaries ZTE Albania sh.p.k, ZTE (Lithuania) Limited, Foshan Zhongxing Gaojian New Energy Technology Limited, Xi'an Zhongxing Jingcheng Communications (Hong Kong) Limited, ZTE PORTUGAL-TELECOMMUNICATIONS PROJECTS, UNIPERSONNEL LIMITED and ZTE Benin Sarl; tier-three subsidiaries ZTE Singapore Pte Ltd and ZICT (Nigeria) Limited; and a tier-five subsidiary NXT NETCARE SERVICES S.R.L..

Zhongxin New Energy Technology Company Limited (formerly known as Zhongxing New Energy Automobile Company Limited), a subsidiary of the Company, completed the disposal of 5.1% equity interests in Shenzhen Zhongxin New Energy Technology Company Limited in March 2020, and Shenzhen Zhongxin New Energy Technology Company Limited and its subsidiaries have been excluded from the consolidated financial statements of the Group as from March 2020. The Company disposed of 100% equity interests in Shenzhen Guoxin Electronics Development Company Limited in December 2020, and Shenzhen Guoxin Electronics Development Company Limited has been excluded from the consolidated financial statements of the Group as from December 2020.

For details of changes to the scope of consolidated financial statement in comparison with the annual financial report for the previous year, please refer to Note VI to the financial report prepared under PRC ASBEs.

(XIX) APPOINTMENT OF AUDITORS, FINANCIAL ADVISOR OR SPONSOR BY THE COMPANY

1. Appointment of auditors by the Company

Ernst & Young Hua Ming LLP ("Ernst & Young Hua Ming") and Ernst & Young acted as the Group's PRC auditor and Hong Kong auditor, respectively. For details, please refer to the section headed "Corporate Governance Structure PART II — VI. Auditors' Remuneration" in this report.

2. Appointment of financial advisor or sponsor by the Company

The Company appointed China Securities Co., Ltd as sponsor and lead underwriter in connection with its non-public issuance of A shares and paid underwriting fees and sponsors with an aggregate amount of RMB50 million in 2020.

In 2020, the Company appointed China Securities Co., Ltd as independent financial advisor in connection with its issuance of shares for asset acquisition and raising ancillary funds. No fees have yet been paid.

Material Matters

(XX) DURING THE PAST THREE YEARS, NONE OF THE COMPANY, ITS DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT OR CONTROLLING SHAREHOLDER, WAS SUBJECT TO INVESTIGATION BY COMPETENT PRC AUTHORITIES, ENFORCEMENT BY PRC JUDICIARY OR DISCIPLINARY AUTHORITIES, DETAINMENT BY PRC JUDICIAL AUTHORITIES OR PROSECUTION FOR CRIMINAL CHARGES, CASE INVESTIGATION OR ADMINISTRATIVE PENALTY BY CSRC, PROHIBITION FROM PARTICIPATION IN THE SECURITIES MARKET, OPINION OF DEEMED INAPPROPRIATENESS, MATERIAL ADMINISTRATIVE PUNISHMENT BY ENVIRONMENTAL PROTECTION, SECURITY REGULATION, TAXATION OR OTHER PRC ADMINISTRATIVE AUTHORITIES OR PUBLIC CENSURE BY PRC STOCK EXCHANGES.

☐ Applicable √ N/A

(XXI) THERE WAS NON-COMPLIANCE WITH VALID COURT JUDGEMENT ON THE PART OF OR OVERDUE DEBTS OF A SUBSTANTIAL NATURE OWED BY THE COMPANY OR ITS CONTROLLING SHAREHOLDER DURING THE YEAR

(XXII) ALLEGED ILLICIT TRADING IN SHARES OF THE COMPANY BY DIRECTORS, SUPERVISORS, SENIOR MANAGEMENT OR SHAREHOLDERS HOLDING 5% OR MORE OF SHARES IN THE COMPANY IN RESPECT OF WHICH THE RETRIEVAL OF ALLEGED ILLICIT GAINS HAS BEEN ANNOUNCED BY THE COMPANY

☐ Applicable √ N/A

(XXIII) PROSPECTS OF WITHDRAWAL FROM LISTING SUBSEQUENT TO THE PUBLICATION OF THE ANNUAL REPORT

☐ Applicable √ N/A

(XXIV) NO DEBENTURES OF THE COMPANY WERE IN ISSUE OR LISTED ON STOCK EXCHANGES DURING THE YEAR

(XXV) OTHER SIGNIFICANT EVENTS

Save as aforesaid, no other significant events as specified under Rule 80 of the Securities Law and Article 30 of the Measures for the Administration of Information Disclosure by Listed Companies and events that were significant in the judgment of the Board of Directors of the Company occurred to the Company during the year.

(XXVI) THERE WERE NO OTHER DISCLOSEABLE MATERIAL MATTERS OCCURRING TO THE SUBSIDIARIES OF THE COMPANY DURING THE YEAR THAT REMAINED UNDISCLOSED

Material Matters

(XXVII) PERFORMANCE OF CORPORATE SOCIAL RESPONSIBILITY BY THE COMPANY

1. Performance of social responsibilities in defined poverty aid

In adherence to its fundamental objectives of "championing the spirit of community welfare, fulfilling corporate responsibility and promoting public welfare development", ZTE Charity Foundation is engaged in work in three major areas: poverty aid through education, medical care for the poor and relief for the underprivileged. Meanwhile, in active response to the call of the community, we address the actual needs in the fight against poverty and leverage our role as a charitable group, as we seek to help impoverished regions win the battle against poverty.

During the year, the Company launched defined poverty aid projects by way of poverty aid through education, poverty aid through industrial development and infrastructure construction in Qinghai, Xinjiang, Gansu, Heilongjiang, Shaanxi, Guangxi, Hainan and Yunnan. Specifically: (1) projects in connection with poverty aid through education included the Xinghua Education Assistance Project, "Q&A for the Young" Online Reading Programme and Shaanxi Charity 100 Education Assistance Action, providing ongoing financial assistance to students in western regions to safeguard their education; (2) in connection with relief for the underprivileged, the Company organised visits to veteran soldiers in Baoshan, Yunnan for the 15th consecutive year and encouraged staff and families to take part in this initiative, offering care in both materialistic and emotional terms while giving proper propagation of the history of the Anti-Japanese War; (3) in connection with poverty aid through industrial development, feature industrial projects were rolled out in Tianlin in Guangxi Province and Tangyuan in Heilongjiang Province, such as the plantation of Badu asparagus, development of foodstuff processing base, cultivation base and dairy product processing base, in an effort to help villagers earn more income and lift themselves from poverty. Moreover, the Company supported the construction of roads and bridges, improvements to the development of affordable housing estates and infrastructure projects such as road and bridge construction, village facelifts and drinking water supply work in the counties of Luopu, Akto and Shule in Xinjiang, Huanan County in Heilongjiang Province and Baisha County in Hainan Province, in order to further improve the living environment in these regions.

Material Matters

Statistics of the Company's defined poverty aid during the year are set out as follows:

Indicator	Unit	Count/status
I. Overview	—	—
Including: 1. Cash	RMB in ten thousands	1,044
2. Value of donation in kind	RMB in ten thousands	—
3. Number of people lifted from poverty among registered population of poverty	Person	—
II. Breakdown of contributions	—	—
1. Poverty aid through industrial development	—	—
Including: 1.1 Types of industrial poverty aid projects	—	Poverty aid through agricultural and forestry operations
1.2 Number of industrial poverty aid projects	Project	7
1.3 Amount contributed to the industrial poverty aid projects	RMB in ten thousands	360
1.4 Number of people lifted from poverty among registered population of poverty	Person	500
2. Poverty aid through education	—	—
Including: 2.1 Amount contributed to the aid of underprivileged students	RMB in ten thousands	335
2.2 Number of underprivileged students receiving financial aid	Person	996
3. Poverty aid through healthcare	—	—
Including 3.1 amount contributed as healthcare resources for impoverished areas	RMB in ten thousands	—
4. Social poverty aid	—	—
Including: 4.l amount contributed to poverty aid welfare funds	RMB in ten thousands	—
5. Other projects	—	—
Including: 5.1. Number of projects	Project	18
5.2. Amount contributed	RMB in ten thousands	349
III. Awards (details and class)	—	—

In 2021, the Company will continue to focus on the healthcare and education sectors in its poverty aid efforts and launch practical initiatives for the revival of rural economies according to actual needs in the community. While seeking to enhance the social benefits of our key projects, we encourage staff participation in voluntary services to foster a culture of community welfare, in a bid to share the message of charity and compassion with the community through small but concrete actions.

Material Matters

2. Status in relation to environmental protection

Whether the listed company and its key subsidiaries are major pollution discharging units announced by environmental protection authorities

☐ Applicable √ N/A

The Company takes heed of the impact of its operations on the environment and has developed a comprehensive environmental management system in relation to its production and operation that seeks to procure environmental protection at the source of product manufacturing, endeavouring to reduce the full-cycle environmental impact of our products to a minimum. Meanwhile, in an active response to address climate change, the Company seeks to reduce the discharge of waste by promoting the use of clean energy on the back of its formidable technological strengths. The Company takes vigorous actions to fulfil its environmental duties and gives full consideration to the environmental effect of all operating segments. We also give thorough consideration to the environmental concerns arising throughout the life cycle of our products, such that a green strategy is underpinning all business segments of the Company, while new products and services featuring higher commercial value and environmental efficiency are being provided to facilitate fulfilment of environmental responsibilities on the part of the industry chain alongside the community.

For details of social charity (including donations) and details of the Company's performance of social responsibility, please refer to the "2020 Sustainability Report" published by the Company on 16 March 2021.

Changes in Shareholdings and Information of Shareholders

(I) CHANGES IN SHAREHOLDINGS DURING THE YEAR

Unit: shares

		31 December 2019		Increase/decrease as a result of the change during the year (+, -)					31 December 2020	
		Number of shares	Percentage	New issue Note	Bonus issue	Transfer from capital reserve	Others	Sub-total	Number of shares	Percentage
I.	**Shares subject to lock-up**	**493,522**	**0.01%**	**+381,185,042**	**–**	**–**	**–**	**+381,185,042**	**381,678,564**	**8.27%**
1.	State-owned shares	–	–	–	–	–	–	–	–	–
2.	State-owned corporate shares	–	–	+43,032,108	–	–	–	+43,032,108	43,032,108	0.93%
3.	Other domestic shares	–	–	+338,066,860	–	–	–	+338,066,860	338,066,860	7.33%
	Comprising: domestic non-state-owned corporate shares	–	–	+338,066,860	–	–	–	+338,066,860	338,066,860	7.33%
	Domestic natural person shares	–	–	–	–	–	–	–	–	–
4.	Foreign shares	–	–	–	–	–	–	–	–	–
	Comprising: Foreign corporate shares	–	–	–	–	–	–	–	–	–
	Foreign natural person shares	–	–	–	–	–	–	–	–	–
5.	Senior management shares	493,522	0.01%	+86,074	–	–	–	+86,074	579,596	0.01%
II.	**Shares not subject to lock-up**	**4,227,036,347**	**99.99%**	**+4,719,987**	**–**	**–**	**–**	**+4,719,987**	**4,231,756,334**	**91.73%**
1.	RMB ordinary shares	3,471,533,813	82.12%	+4,719,987	–	–	–	+4,719,987	3,476,253,800	75.35%
2.	Domestic-listed foreign shares	–	–	–	–	–	–	–	–	–
3.	Overseas-listed foreign shares (H shares)	755,502,534	17.87%	–	–	–	–	–	755,502,534	16.38%
4.	Others	–	–	–	–	–	–	–	–	–
III.	**Total number of shares**	**4,227,529,869**	**100.00%**	**+385,905,029**	**–**	**–**	**–**	**+385,905,029**	**4,613,434,898**	**100.00%**

Note: The A share capital of the Company was increased by 385,905,029 shares following the non-public issue of 381,098,968 A shares by the Company and the exercise of 4,806,061 A share options by scheme participants under the 2017 Share Option Incentive Scheme of the Company during the reporting period.

Changes in Shareholdings and Information of Shareholders

(II) CHANGES IN SHARES SUBJECT TO LOCK-UP DURING THE YEAR

Unit: shares

No.	Name of shareholders subject to lock-up	Number of A shares subject to lock-up as at 31 December 2019	Number of A shares unlocked during the reporting period	Increase in the number of A shares subject to lock-up during the reporting period	Number of A shares subject to lock-up as at 31 December 2020	Reason for lock-up	Date of unlocking
1	Shenzhen Huitong Rongxin Investment Co., Ltd.	–	–	43,032,108	43,032,108		
2	Nanjing Xinchuangxing Consulting and Management Partnership (Limited)	–	–	43,032,108	43,032,108		
3	New China Life Insurance Company Limited — New Traditional Products [2]	–	–	43,032,108	43,032,108		
4	Shenzhen Investment Holding Capital Co., Ltd. — Holding Win-win Equity Investment Fund Partnership	–	–	43,032,108	43,032,108	Restricted shares under non-public issue	4 February 2021 [Note 1]
5	Guangdong Hengjian Asset Management Co., Ltd. — Guangdong Henghui Equity Investment Fund (Limited Partnership)	–	–	43,032,108	43,032,108		
6	NSSF Portfolio #101	–	–	42,204,567	42,204,567		
7	NSSF Portfolio #108	–	–	18,205,892	18,205,892		
8	Basic Pension Insurance Fund Portfolio #808	–	–	7,447,864	7,447,864		
9	NSSF Portfolio #115	–	–	6,620,324	6,620,324		
10	NSSF Portfolio #401	–	–	6,620,324	6,620,324		
11	Other restricted shares under non-public issue	–	–	84,839,457	84,839,457		
12	Restricted senior management shares	493,522	–	86,074	579,596	Restricted senior management shares [Note 2]	–
–	**Total**	**493,522**	**–**	**381,185,042**	**381,678,564**	–	–

Note 1: The new shares under the non-public issue of A shares by the Company were listed on the Shenzhen Stock Exchange on 4 February 2020. The said restricted shares under the non-public issuance shall not be transferred within 12 months from 4 February 2020. The date of listing and trading of the new shares under the Company' non-public issuance of A shares was 4 February 2021. For details, please refer to the "Overseas Regulatory Announcement — Indicative Announcement on the Release of Selling Restrictions for Restricted Shares under the Non-public Issuance of A Shares" published by the Company on 2 February 2021.

Note 2: The increase in the number of shares subject to lock-up is attributable to the exercise of 2017 A share options by the Directors and senior management of the Company. New shares not subject to lock-up of Directors, Supervisors and senior management shall be subject to a 75% automatic lock-up in accordance with relevant domestic regulations.

(III) ISSUE AND LISTING OF SECURITIES DURING THE YEAR

1. The Company granted 149,601,200 A share options to 1,996 participants on 6 July 2017. The registration of the grant of such A share options was completed on 20 July 2017. The code of the options is "037050" and the abbreviated name is "中興JLC2". For details of the exercise and cancellation of the aforesaid share options, please refer to the section headed "Material Matters — (VII) IMPLEMENTATION AND IMPACT OF THE COMPANY'S SHARE OPTION INCENTIVE SCHEME" in this report. During the reporting period, a total of 4,806,061 A share options were exercised by scheme participants under the 2017 Share Option Incentive Scheme of the Company, and the total share capital of the Company was increased by 4,806,061 shares accordingly.

2. On 15 January 2020, the Company entered into the Subscription Agreement with 10 subscribers. The issue price for the Company's non-public issuance of A shares was set at RMB30.21 per share and a total of 381,098,968 shares were issued, raising gross proceeds of RMB11,512,999,823.28. Net proceeds after deducting issue expenses amounted to RMB11,459,418,724.31.The new shares under the non-public issue of A shares by the Company were listed on the Shenzhen Stock Exchange on 4 February 2020.

3. On 6 November 2020, the Company awarded 158,472,000 A shares options to 6,123 participants. The registration of the aforesaid award of A share options was completed on 30 November 2020 with the share option code of "037099" and abbreviated name of "中興JLC3".

4. The Company had no employees' shares.

(IV) SHAREHOLDERS AND DE FACTO CONTROLLERS OF THE COMPANY AS AT THE END OF THE YEAR

1. Total number of shareholders, shareholdings of top ten shareholders and top ten holders that were not subject to lock-up as at the end of the year

	Total number of shareholders
As at 31 December 2020	There were 596,189 shareholders (comprising 595,874 holders of A shares and 315 holders of H shares)
As at 28 February 2021, namely the last day of the preceding month of the date of publication of the Annual Report	There were 606,664 shareholders (comprising 606,351 holders of A shares and 313 holders of H shares)

Shareholdings of shareholders holding 5% or above of the shares or top 10 shareholders

Name of shareholders	Nature of shareholders	Percentage of shareholdings	Total number of shares held as at the end of the reporting period (shares)	Class of shares	Increase/ decrease during the reporting period (shares)	Number of shares held subject to lock-up (shares)	Number of shares pledged or frozen (shares)
1. Zhongxingxin	Domestic general corporation	22.44%	1,033,442,200	A share	-113,369,400	–	Nil Note 2
			2,038,000 Note 1	H share	–		
2. HKSCC Nominees Limited Note 3	Foreign shareholders	16.30%	752,209,308	H share	-102,078	–	Unknown
3. Hong Kong Securities Clearing Company Limited Note 4	Foreign corporation	1.22%	56,082,897	A share	-11,785,409	–	Nil
4. Central Huijin Asset Management Co. Ltd.	State-owned corporation	1.14%	52,519,600	A share	–	–	Nil
5. NSSF Portfolio #101	Others	1.10%	50,644,553	A share	34,324,915	42,204,567	Nil
6. Shenzhen Huitong Rongxin Investment Co., Ltd.	State-owned corporation	0.93%	43,032,108	A share	43,032,108	43,032,108	Nil
7. Nanjing Xinchuangxing Consulting and Management Partnership (Limited)	Domestic general corporation	0.93%	43,032,108	A share	43,032,108	43,032,108	Nil
8. New China Life Insurance Company Limited – New Traditional Products 2	Others	0.93%	43,032,108	A share	43,032,108	43,032,108	Nil

Changes in Shareholdings and Information of Shareholders

Shareholdings of shareholders holding 5% or above of the shares or top 10 shareholders							
Name of shareholders	Nature of shareholders	Percentage of shareholdings	Total number of shares held as at the end of the reporting period (shares)	Class of shares	Increase/ decrease during the reporting period (shares)	Number of shares held subject to lock-up (shares)	Number of shares pledged or frozen (shares)
9. Shenzhen Investment Holding Capital Co., Ltd. — Holding Win-win Equity Investment Fund Partnership	Others	0.93%	43,032,108	A share	43,032,108	43,032,108	Nil
10. Guangdong Hengjian Asset Management Co., Ltd. — Guangdong Henghui Equity Investment Fund (Limited Partnership)	Others	0.93%	43,032,108	A share	43,032,108	43,032,108	Nil

Shareholdings of top 10 holders of shares that were not subject to lock-up		
Name of shareholders	Number of shares not subject to lock-up (shares)	Class of shares
1. Zhongxingxin	1,033,442,200	A share
	2,038,000	H share
2. HKSCC Nominees Limited	752,209,308	H share
3. Hong Kong Securities Clearing Company Limited	56,082,897	A share
4. Central Huijin Asset Management Co. Ltd.	52,519,600	A share
5. Hunan Nantian (Group) Co., Ltd	41,516,065	A share
6. Bank of China Limited — Huaxia Chinese Securities 5G Themed Traded Open-ended Index Securities Fund	37,908,924	A share
7. Bank of Communications Co., Ltd. — Southern Growth Vanguard Hybrid Securities Fund	21,306,863	A share
8. China Mobile No. 7 Research Institute	19,073,940	A share
9. China Construction Bank Co., Ltd. — Southern Information Innovation Hybrid Securities Fund	11,876,071	A share
10. China Life Insurance Company Limited — Dividend — Personal Dividend — 005L-FH002 Shen	11,789,965	A share

Descriptions of any connected party relationships or concerted actions among the above shareholders	1. Zhongxingxin was neither a connected party nor a party of concerted action of any of the top ten shareholders and top ten holders of shares that were not subject to lock-up set out in the table above. 2. Save for the above, the Company is not aware of any connected party relationships or concerted party relationships among the top ten shareholders and the top ten holders of shares that were not subject to lock-up.
Description of involvement in financing and securities lending businesses of top 10 shareholders (if any)	N/A

Changes in Shareholdings and Information of Shareholders

Note 1: 2,038,000 H shares in the Company held by Zhongxingxin were held by HKSCC Nominees Limited as nominee.

Note 2: Zhongxingxin pledged its holdings of 98,667,983 A shares in the Company for financing requirements on 20 December 2018. As a result of the expiry and renewal of the relevant financing agreement, Zhongxingxin released the aforesaid pledge and created a new pledge on 25 March 2020, which was subsequently released on 14 July 2020. For details, please refer to the "Overseas Regulatory Announcement Announcement on the Release of Pledge and Creation of New Pledge against Shares held by the Controlling Shareholder" and "Overseas Regulatory Announcement Announcement on the Release of Pledge on Shares held by the Controlling Shareholder" published by the Company on 26 March 2020 and 15 July 2020, respectively.

Note 3: Shares held by HKSCC Nominees Limited represented the sum of shares held in the accounts of the H shareholders of the Company traded on the trading platform of HKSCC Nominees Limited. To avoid repetition in counting, 2,038,000 H shares in the Company held by Zhongxingxin have been excluded from the number of shares held HKSCC Nominees Limited.

Note 4: Shares held by Hong Kong Securities Clearing Company Limited represented the sum of A shares in the Company purchased through Shenzhen Hong Kong Stock Connect (Northbound).

Note 5: During the reporting period, there was no placing of new shares in the Company to any strategic investors or ordinary legal persons that required shareholding for a designated period.

Note 6: Shareholders holding 5% or above of the Company's shares — Zhongxingxin, holding 1,035,480,200 shares in the Company in aggregate, representing 22.44% of the total share capital of the Company as at the end of the reporting period, was the controlling shareholder of the Company. Changes in the shareholdings of the Zhongxingxin during the reporting period are as follows:

Name of shareholder	Increase/ decrease of number of shares held during the reporting period (shares)	Number of shares held at the end of the reporting period (shares)	Class of shares held	Number of shares subject to lock-up held at the end of the reporting period (shares)	Number of shares not subject to lock-up held at the end of the reporting period (shares)	Number of shares pledged or frozen (shares)
Zhongxingxin	-113,369,400	1,033,442,200	A shares	0	1,033,442,200	Nil
	0	2,038,000	H shares	0	2,038,000	Nil

Note: Zhongxingxin conducted a sell-down of 48,913,100 A shares in the Company through block trading at the stock exchange during the period from 2 April 2020 to 7 April 2020. On 22 June 2020, Zhongxingxin conducted a sell-down of 20,366,800 A shares in the Company through block trading at the stock exchange. On 1 July 2020, Zhongxingxin completed a sell-down of 44,089,500 A shares in the Company by way of block trading via Shenzhen Stock Exchange. As at the end of the year, Zhongxingxin held 1,035,480,200 shares in the Company in aggregate, accounting for 22.44% of the Company's total share capital. On 25 January 2021, Zhongxingxin conducted a sell-down of 27,601,800 A shares in the Company through block trading at the stock exchange. As at the Latest Practicable Date, Zhongxingxin held 1,007,878,400 shares in the Company in aggregate, accounting for 21.85% of the Company's total share capital.

Whether the top ten shareholders and the top ten holders of shares that were not subject to lock-up of the Company conducted any transactions on agreed repurchases during the reporting period

☐ Yes √ No

The company had no preferential shares.

2. Controlling shareholder of the Company

During the year, there was no change in the Company's controlling shareholder, the details of which are as follows:

Name of controlling shareholder:	Zhongxingxin
Legal representative:	Wei Zaisheng
Date of incorporation:	29 April 1993
Uniform social credit code:	91440300192224518G
Registered capital:	RMB100 million
Scope of business:	R&D of machine vision systems integration; design and production of optical instruments, industrial cameras and instruments and high-end mechanical equipment; computer systems integration; R&D, technology development, technology transfer, technical services, technical consultation and import and export of technologies in relation to software and hardware of computer vision data processing systems, electronic components and raw materials; leasing of owned housing properties; industrial investment; import and export business. (Commencement of operation of enterprises requiring prerequisite administrative approvals shall be subject to the obtaining of documents for such prerequisite administrative approvals.)

During the year, Pylon Technologies Co., Ltd. (上海派能能源科技股份有限公司), a subsidiary of Zhongxingxin, was listed on the STAR Market of Shanghai Stock Exchange on 30 December 2020 (stock code: 688063, stock name: 派能科技).

3. The shareholders (or de facto controllers) of the controlling shareholders of the Company

Zhongxingxin, the controlling shareholder of the Company, was jointly formed by three shareholders, Xi'an Microelectronics, Aerospace Guangyu and Zhongxing WXT. In April 2017, Aerospace Guangyu transferred 2.5% equity interests in Zhongxingxin to Guoxing Ruike. Upon closing of the transfer, each of Xi'an Microelectronics, Aerospace Guangyu, Zhongxing WXT and Guoxing Ruike held a 34%, 14.5%, 49% and 2.5% stake in Zhongxingxin, respectively. Zhongxingxin currently has 9 directors, of which 3 have been nominated by Xi'an Microelectronics, 2 by Aerospace Guangyu and 4 by Zhongxing WXT, representing 33.33%, 22.22% and 44.45% of the board of directors of Zhongxingxin, respectively. Therefore, no shareholder of Zhongxingxin has the right to control the financial and operating decisions of the Company whether in terms of shareholding or corporate governance structure. Therefore, the Company does not have any de facto controller and no party has effective control over the Company, whether by way of trust or other asset management. Details of the four shareholders of Zhongxingxin are as follows

Xi'an Microelectronics, a subsidiary of China Aerospace Electronics Technology Research Institute, is a large-scale state-owned research institute established in 1965 with a start-up capital of RMB198,530,000. Its legal representative is Tang Lei and its uniform social credit code is 12100000H0420141X7. It is the only large-scale integrated research institute in China engaged in the research and development, commercial production and complementary integration and inspection/testing of semi-conductor integrated circuits, hybrid integrated circuits and computers.

Aerospace Guangyu, a subsidiary of CASIC Shenzhen (Group) Company Limited, is a state-owned enterprise established on 17 August 1989. The legal representative is Xie Jing and the registered capital amounts to RMB17,950,000. Its uniform social credit code is 91440300192175031U. The scope of business includes sales of aerospace technology products, machinery equipment, electrical appliances, apparatuses and instruments, electronic products, plastic products, chemical products, hoisting and transportation products, hardware and furniture, construction materials, magnetic materials, powder metallurgy, raw materials for textile, raw materials for chemical fibre, apparel, textile and automobile. Domestic trade and import and export operations; trade brokerage and agency; lease of owned properties; wholesale of aqua-products; sales of mining products (other than mining products required to be centrally purchased by entities designated by the State) and timber; sales of goldware and silverware; logistics information service (excluding dangerous items) and sales of construction materials (other than items prohibited under laws, administrative regulations or State Council decisions and subject to the obtaining of relevant permits for restricted items). Cargo freight and warehousing; wholesale of

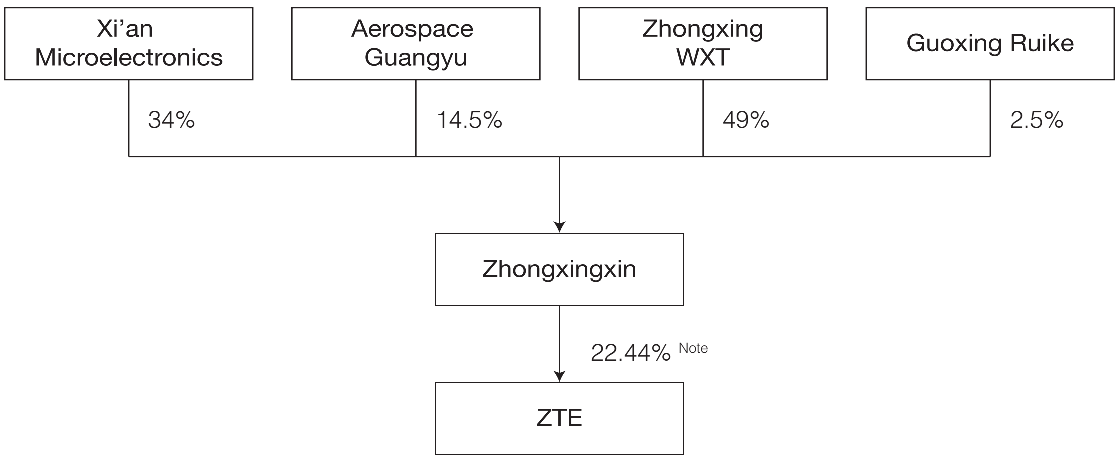
Changes in Shareholdings and Information of Shareholders

pre-packaged food; wholesale of agricultural by-products; sales of coal products; sales of pre-packaged food (including refrigerated food) and sales of bulk food (including refrigerated food); sales of medical equipment; sales of Class II and Class III radioactive devices; sales of light cycle oil (excluding dangerous chemicals).

Zhongxing WXT is a private enterprise incorporated on 23 October 1992. Its legal representative is Hou Weigui and its registered capital amounts to RMB10 million. Its uniform social credit code is 9144030027941498XF. The scope of business includes the development and production of telecommunications and transmission equipment, ancillary equipment, computer and peripheral equipment (excluding restricted projects); investment in industrial operations (subject to separate applications for specific projects).

Guoxing Ruike is a limited partnership established on 2 December 2016 with Guoxing Ruike Capital Management Company Limited as executive partner and a registered capital of RMB500 million. Its uniform social credit code is 91440400MA4W1GHE5H and its scope of operation includes capital management, investment with owned funds and project investment (commencement of operations subject to approval of relevant authorities if so required under the law).

The following diagram shows the shareholding and controlling relationships between the aforesaid entities and the Company as at 31 December 2020:



Note: As at the Latest Practicable Date, Zhongxingxin held 1,007,878,400 shares in the Company in aggregate, accounting for 21.85% of the Company's total share capital.

4. **The Company had no other corporate shareholder which was interested in more than 10% of its shares.**

5. **During the year, no controlling shareholder, parties to reorganisation or other entities of undertaking were subject to restrictions against the sell-down of the Company's shares.**

Changes in Shareholdings and Information of Shareholders

6. Interests of substantial shareholders of the Company in shares and underlying shares

As at 31 December 2020, the following shareholders held interests or short positions in 5% or more in various classes of the issued share capital of the Company, as shown in the share register maintained by the Company in accordance with Section 336 of the SFO:

Name	Capacity	Number of shares held	Shareholding as an approximate percentage (%) of: Note Total share capital	Class shares
Zhongxingxin	Beneficial owner	1,033,442,200 A share (L)	22.40%(L)	26.79%(L)
Zhongxing WXT	Interests of corporate controlled by you	1,033,442,200 A share (L)	22.40%(L)	26.79%(L)
Xi'an Microelectronics	Interests of corporate controlled by you	1,033,442,200 A share (L)	22.40%(L)	26.79%(L)
China Aerospace Electronics Technology Research Institute	Interests of corporate controlled by you	1,033,442,200 A share (L)	22.40%(L)	26.79%(L)
China Aerospace Science and Technology Corporation	Interests of corporate controlled by you	1,033,442,200 A share (L)	22.40%(L)	26.79%(L)
BlackRock, Inc.	Interests of corporate controlled by you	41,277,025 H share (L)	0.89%(L)	5.46%(L)
		8,080,680 H share (S)	0.18%(S)	1.07%(S)
Capital Research and Management Company	Investment manager	38,410,000 H share (L)	0.83%(L)	5.08%(L)

(L) — long position, (S) — short position, (P) — lending pool

Note: Shareholdings as percentage of total share capital and relevant class of shares was calculated on the basis of the Company's total share capital of 4,613,434,898 shares, comprising 3,857,932,364 A shares and 755,502,534 H shares, as at 31 December 2020.

Save as disclosed above, as at 31 December 2020, so far as the Directors, Supervisors and chief executive of the Company are aware, other than the Directors and chief executive of the Company, no person had an interest or short position in the shares and underlying shares of the Company that was required to be recorded in the register maintained pursuant to Section 336 of the SFO.

7. Repurchase, sale and redemption of securities

For details concerning the Company's repurchase of securities during the year, please refer to the section headed "Material Matters VIII REPURCHASE OF A SHARES BY THE COMPANY" in this report.

8. Public float

As at the date of publication of this report prior to the publication of this report, so far as the Company and the Board of Director was aware of based on publicly available information, the Company's public float is in compliance with the minimum requirement for public float under the Hong Kong Listing Rules.

Directors, Supervisors, Senior Management and Employees

(I) BRIEF BIOGRAPHIES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY

1. Brief biographies of Directors

Mr. Li Zixue, born in 1964, is Chairman and Executive Director of the Company. Mr. Li graduated from Xi'an Jiaotong University in 1987 with a bachelor's degree in engineering majoring in electronic components and materials, and currently holds the professional title of researcher. Mr. Li joined Xi'an Microelectronics Technology Research Institute in 1987, working on research and development and management in relation to microelectronic technology. From 1987 to 2010, Mr. Li served successively as technician, deputy head, deputy chief and chief of hybrid integrated circuit department. From 2010 to 2014, Mr. Li acted successively as deputy head, deputy secretary of party committee, general secretary of discipline inspection committee and chairman of the supervisory committee of Xi'an Microelectronics Technology Research Institute. From 2014 to 2015, he was general secretary of party committee and general secretary of discipline inspection committee, chairman of the supervisory committee and deputy head of Xi'an Microelectronics Technology Research Institute. Mr. Li acted as general secretary of party committee and deputy head of Xi'an Microelectronics Technology Research Institute from 2015 to January 2019. Mr. Li has been Chairman and Executive Director of the Company since June 2018. Mr. Li has rich experience in practice and management in the electronics industry.

Mr. Xu Ziyang, born in 1972, is Executive Director and President of the Company. He graduated from University of Electronic Science and Technology of China with a bachelor's degree in engineering majoring in physical electronics technology in 1994. Mr. Xu joined the Company in 1998, and served successively as programmer, section chief of GSM product line development department, head of PS development department, deputy general manager of core network, and product general manager of core network of Nanjing Research and Development Center of the Company from 1998 to 2011. From 2011 to 2013, he acted as general manager of MKT Fourth Branch of the Company in charge of European and United States systems products. From 2014 to 2016, Mr. Xu acted as general manager of ZTE Services Deutschland Gmbh, a subsidiary of the Company. From 2016 to July 2018, he acted concurrently as assistant to the President of the Company and product general manager of the CCN core network product line of the Wireless Operations Department of the Company. Mr. Xu has been President of the Company since July 2018 and Executive Director of the Company since August 2018. Mr. Xu has many years of operational and management experience in the telecommunication industry.

Mr. Li Buqing, born in 1972, is Non-executive Director of the Company. Mr. Li graduated from Jiangxi University of Finance & Economics with a bachelor's degree in economics majoring in financial accounting in 1994, and currently holds the professional title of senior economist. From 1994 to 2001, Mr. Li worked in Shenzhen Aerospace Guangyu Industrial Company Limited. From 2001 to 2009, Mr. Li served successively as deputy general manager and general manager of Shenzhen Zhenfeng Industry Limited. From 2009 to 2012, he was deputy general manager of Shenzhen Aerospace Real Estate Development Co., Ltd. From 2011 to 2017, Mr. Li worked successively as general manager and chairman of Shenzhen Aerospace Real Estate Consultation Co., Ltd. Mr. Li has successively acted as deputy chief economist, director and chief accountant of CASIC Shenzhen (Group) Company Limited since 2015, and as deputy chief economist and chief accountant of Shenzhen Aerospace Industrial Technology Research Institute Limited since 2016. Mr. Li has been Non-executive Director of the Company since June 2018. Mr. Li has rich experience in management and operations.

Directors, Supervisors, Senior Management and Employees

Mr. Gu Junying, born in 1967, is Executive Director and Executive Vice President of the Company. Mr. Gu graduated from the Department of Aerospace Engineering of Shenyang Institute of Aeronautical Industry in 1989 with a bachelor's degree in engineering majoring in aircraft manufacturing and from Beijing Institute of Technology in 2002 with a master's degree in industrial engineering majoring in management engineering, and currently holds the professional title of researcher. From 1989 to 2003, Mr. Gu served successively as process technician, workshop director, division chief, deputy plant manager, and deputy plant manager and deputy party secretary at Factory 211. From 2003 to 2009, He served successively as head of human resources department/head of party committee work department, head of managerial department and assistant to general manager of China Aerospace Times Electronics Limited. From 2009 to January 2019, Mr. Gu served as assistant to the dean of China Aerospace Electronics Technology Research Institute, and concurrently acted as director and general manager of China Times Prospect Technology Co., Ltd. From 2017 to January 2019, he acted as vice president of China Aerospace Times Electronics Co., Ltd. (a company listed on the Shanghai Stock Exchange). Mr. Gu has been Executive Director of the Company since June 2018 and Executive Vice President of the Company since July 2018. Mr. Gu has rich experience in management and operations.

Mr. Zhu Weimin, born in 1966, is Non-executive Director of the Company. Mr. Zhu graduated from the Department of Electronic Engineering of Shanghai Jiaotong University in 1988 with a bachelor's degree in engineering majoring in electronic engineering and obtained an MBA degree from China Europe International Business School in Shanghai in 2003. Mr. Zhu served successively as a technician and deputy head of Suzhou Dongfeng Communication Equipment Factory Research Institute from 1988 to 1991; research engineer and deputy director of the development department of Shenzhen Zhongxing Semiconductor Co., Ltd. from 1991 to 1993; research engineer of Zhongxingxin, the controlling shareholder of the Company, and head of Nanjing Research Institute of Zhongxingxin from 1993 to 1997. Mr. Zhu served as Director and Deputy General Manager of the Company from 1997 to 2000; deputy general manager of Zhongxingxin from 2002 to 2003; general manager of Shenzhen Changfei Investment Co., Ltd. from 2004 to 2013; and director of Shenzhen Jufei Optoelectronics Co., Ltd. (a company listed on the Shenzhen Stock Exchange in 2012) from 2009 to 2015. Mr. Zhu has served as director of Shenzhen Techaser Technologies Co., Ltd. since 2008 (concurrently acting as advisor from 2013 to 2018); and chairman/director of Shenzhen Zhongxing International Investment Co., Ltd. and its certain subsidiaries since 2018. At present, he is concurrently serving as director of Zhongxingxin, Shenzhen Zhongxing WXT Equipment Company Limited and Shenzhen Xinyu Tengyue Electronics Co., Ltd. Mr. Zhu has been Non-executive Director of the Company since June 2018. Mr. Zhu has rich experience in management and operations.

Ms. Fang Rong, born in 1964, is Non-executive Director of the Company. She graduated from Nanjing Institute of Posts and Telecommunications (now known as Nanjing University of Posts and Telecommunications) in 1987 with a bachelor's degree in engineering, majoring in telecommunications engineering. From 1987 to 1995, Ms. Fang worked at Wuhan Posts and Telecommunications and Science Research Institute under the Ministry of Posts and Telecommunications. She worked with Zhongxingxin from 1995 to 1997 and with the Company from 1997 to 2009, acting as Senior Vice President of the Company from 1998 to 2009. She has been director and executive vice president of Zhongxing Development Company Limited since 2009. Ms. Fang has been Non-executive Director of the Company since June 2018. Ms. Fang has many years of operational and management experience in the telecommunication industry.

Directors, Supervisors, Senior Management and Employees

Ms. Cai Manli, born in 1973, is Independent Non-executive Director of the Company. Ms. Cai graduated from Renmin University of China in 1998 with a bachelor's degree in economics majoring in accounting and obtained a master's degree in management from Central University of Finance and Economics in 2006. She is a certified public accountant and certified tax agent of the PRC and certified valuation specialist. From 2002 to 2015, Ms. Cai was involved in regulatory governance of listed companies at CSRC, holding successively the positions of deputy chief of the M&A Governance Office II and chief of the M&A Governance Office I while also serving as the leader of the accounting and evaluation group at the Department for the Governance of Listed Companies. Since 2015, she has been general manager of HEYI Rising Assets Management Co., Ltd. and senior advisor at King & Wood Mallesons. Since 2016, she has been concurrently serving external supervisor of Sichuan Xinwang Bank Co., Ltd. Ms. Cai has been independent director of Shanghai Flyco Electrical Appliance Co., Ltd (a company listed on the Shanghai Stock Exchange) since November 2018. She has been independent director of Hubei Radio & Television Information Network Co., Ltd. (a company listed on the Main Board of Shenzhen Stock Exchange) since February 2019 and independent director of New Hope Liuhe Co., Ltd. (a company listed on the Main Board of Shenzhen Stock Exchange) and general manager of Shanghai Heyi Consulting and Management Limited since June 2019. She has been chairperson of Zhejiang Caihe Tongyi Enterprises Development Co., Ltd. since June 2020 and independent director of Kuangshi Technology Co., Ltd. Since December 2020. She has been Independent Non-executive Director of the Company since June 2018. Ms. Cai has rich experience in consultation and equity investments relating to capital markets.

Mr. Gordon Ng, born in 1964, is Independent Non-executive Director of the Company. He graduated with a bachelor's degree in microbiology and biochemistry in 1987 and further obtained a master's degree in intellectual property rights in 1988 from the University of London. He is a solicitor admitted in England and Wales and in Hong Kong. Mr. Ng has been the head of the Corporate Finance/Capital Markets Department at the Hong Kong Office of Dentons, an international law firm, since July 2013. He is currently an independent non-executive director of China Energine International (Holdings) Limited (a company listed on The Stock Exchange of Hong Kong Limited) and Mainland Headwear Holdings Limited (a company listed on The Stock Exchange of Hong Kong Limited), respectively. Mr. Ng has been independent non-executive Director of the Company since June 2018. Mr. Ng brings with him extensive experience in corporate listing and merger and acquisition.

Mr. Zhuang Jiansheng, born in 1965, is Independent Non-executive Director of the Company. Mr. Zhuang graduated from East China University of Political Science and Law with a bachelor's degree in law in 1988, and obtained a master's degree in international and economic law from the University of International Business and Economics in 1991. Mr. Zhuang has been admitted as a PRC Attorney. Mr. Zhuang has worked in Shanghai WGQ Free Trade Zone Development Group, PricewaterhouseCoopers Consulting Firm, and Baker & McKenzie LLP in the United States. Mr. Zhuang has been the advisory partner of Shanghai Huiye Law Firm with respect to the business of trade compliance and customs since January 2016. He has been independent non-executive Director of the Company since June 2020. Mr. Zhuang has extensive experience in the laws and practices in areas like international trade compliance, corporate regulatory matters, customs and tax laws.

Directors, Supervisors, Senior Management and Employees

2. Brief biography of Secretary to the Board of Directors/Company Secretary

Mr. Ding Jianzhong, born in 1976, is Secretary to the Board of Directors and Company Secretary of the Company. Mr. Ding holds a master's degree in management and is a certified public accountant of the PRC and an Associate Member of China Certified Tax Agents Association. Mr. Ding joined the Company in 2003. From 2003 to March 2019, he had served successively as: financial officer-in-charge of the Business Department, Principal of the Cost and Strategy Office, financial officer-in-charge of the Engineering Service Operation Department, Deputy Head of the Engineering Business Department, Deputy Head of the Business Centre, Head of Financial Division II under the Financial Management Department, Head of Supply Chain Procurement Division III and Head of Work Outsourcing Division under the Engineering Service Operation Department. He has been Head of the Securities Department under the Finance Department of the Company since April 2019, Secretary to the Board of the Company since July 2019 and Company Secretary since November 2019. Mr. Ding has many years of operational and management experience in the financial and telecommunication sectors.

3. Brief biographies of Supervisors

Mr. Xie Daxiong, born in 1963, is Chairman of the Supervisory Committee of the Company. Mr. Xie is a professor-grade senior engineer. He graduated from the Nanjing University of Science and Technology in 1986 with a master's degree in engineering, specialising in applied mechanics. Mr. Xie joined Zhongxingxin, controlling shareholder of the Company, in 1994 and had been the head of the Nanjing Research Institute of Zhongxingxin. From 1998 to 2004, Mr. Xie had been CDMA Product Manager and General Manager of CDMA Division of the Company. From 2004 to 2012, he was Executive Vice President of the Company in charge of the Company's technology planning and strategy. He has been Chairman of the Supervisory Committee of the Company since March 2013. Mr. Xie is a national-level candidate of the talent programme entitled to special government grants awarded by the State Council. He was a recipient of the first Shenzhen Mayor Prize. Mr. Xie is currently the director of the National Key Laboratory for Mobile Networks and Mobile Multi-media Technologies and a standing member of the Communications Science and Technology Committee under the Ministry of Industry and Information Technology. Mr. Xie has many years of operational and management experience in the telecommunications industry.

Ms. Xia Xiaoyue, born in 1975, is a Supervisor of the Company. Ms. Xia graduated from the Department of Finance of Nankai University in July 1998 with a bachelor's degree in economics. She joined the Company in the same year and has since served as Head of the Supplies Department and Head of the Planning Department. She is currently Deputy Head of the Human Resources Department of the Company. Ms. Xia has been Supervisor of the Company since March 2016. She has extensive experience in management and operations.

Mr. Li Quancai, born in 1961, is a Supervisor of the Company. Mr. Li graduated from Xi'an Jiaotong University in 1989 with a bachelor's degree, majoring in industrial and corporate automation. Mr. Li worked at China Aerospace Factory No. 691 from August 1981 to October 1989. From November 1989 to September 1993, he was under the employment of Shenzhen Zhongxing Semiconductor Co., Ltd. He joined Zhongxingxin, the controlling shareholder of the Company, in October 1993 and had since successively served as after-sales engineer, manager of sales department and regional general manager of marketing until October 1997. From November 1997 to May 2018, Mr. Li was working at the Company, having held the positions of Deputy General Manager of Marketing Division II, Deputy General Manager of Marketing of the Mobile Division, Deputy General Manager of Production of the Mobile Division, Head of the Xi'an Research Institute of the Mobile Division and Deputy Head of the Wireless Research Institute. He has been a Supervisor of the Company since November 2017 and chairman of the Trade Union of the Company since May 2018. Mr. Li has extensive experience in management and operations.

Directors, Supervisors, Senior Management and Employees

Mr. Shang Xiaofeng, born in 1975, is a Supervisor of the Company. Mr. Shang graduated from Shanxi University of Finance and Economics in 2001 with a master's degree in management majoring in accounting and holds qualifications as a certified management accountant and the title of senior accountant. From July 2001 to September 2002, Mr. Shang was an accountant at the Agricultural Bank of China, Shenzhen Branch; from September 2002 to March 2011, he worked at the treasury department of Ping An Insurance (Group) Company of China, Ltd.; from March 2011 to May 2017, Mr. Shang had successively undertaken the positions of deputy treasury department manager of the finance centre, treasury department manager of the finance centre and head of the finance centre of CASIC Shenzhen (Group) Limited; from May 2017 to June 2020 he had been head of the finance department of Shenzhen Aerospace Industrial Technology Research Institute Limited and general manager of its international operations company. He has been director and general manager of Shenzhen Aerospace Guangyu Industrial Company Limited since June 2020. Mr. Shang has been Supervisor of the Company since March 2019. Mr. Shang has extensive experience in financial and operational management.

Ms. Zhang Sufang, born in 1974, is a Supervisor of the Company. graduated from Nankai University in June 2000 with a master's degree in management. From July 2000 to February 2009, Ms. Zhang had successively served at the promotion and reception department and as head of the finance department of Zhongxingxin; she has been secretary to the board of directors of Zhongxingxin since July 2006 and head of the general office of Zhongxingxin since February 2009. Since December 2011, Ms. Zhang has served as a member of the fourth and fifth sessions of CPPCC Shenzhen Luohu District Committee. Ms Zhang has been Supervisor of the Company since March 2019. She is also concurrently serving as director/supervisor/appointed representative of the executive partner at various subsidiaries of Zhongxingxin. Ms. Zhang has extensive experience in management and operations.

4. Brief biographies of Senior Management

Mr. Xu Ziyang, President of the Company. Please refer to the section headed "Brief biography of Directors" for his biography.

Mr. Wang Xiyu, born in 1974, is Executive Vice President of the Company. Mr. Wang graduated from Northern Jiaotong University (now renamed as "Beijing Jiaotong University") in 1995 with a bachelor's degree in engineering, majoring in power traction and transmission control, and further obtained a master's degree in engineering from Northern Jiaotong University in 1998 majoring in railway traction electrification and automation. Mr. Wang joined the Company in 1998 and served successively as engineer, project manager, head of development division and deputy general manager at the CDMA Department of the Company from 1998 to 2007. From 2008 to 2016, he was Head of the Wireless Structure Division and Deputy Head/Head of the Wireless Research Institute at the Wireless Department of the Company. He was Deputy CTO and Assistant to the President of the Company from 2016 to July 2018. Mr. Wang has been Executive Vice President of the Company since July 2018. He has many years of operational and management experience in telecommunications industry.

Mr. Gu Junying, Executive Vice President of the Company. Please refer to the section headed "Brief biography of Directors" for his biography.

Ms. Li Ying, born in 1978, is Executive Vice President and Chief Financial Officer of the Company. Ms. Li graduated from Xi'an Jiaotong University in 1999 with a bachelor's degree in management and a bachelor's degree in engineering, and from Xi'an Jiaotong University in 2002 with a master's degree in management majoring in management science and engineering. Ms. Li joined the Company in 2002 and acted successively as Principal of the Cost and Strategy Office, Chief of the Logistics Finance Department, Chief of the Production Research Finance Department, Deputy Chief of the Finance Management Department and Deputy Head of the Finance Management Department from 2002 to January 2018. From January to July 2018, she was Head of Finance Management Department. She has been Executive Vice President and Chief Financial Officer of the Company since July 2018. Ms. Li has many years of experience in finance and the operation and management of the telecommunication industry.

Directors, Supervisors, Senior Management and Employees

Mr. Xie Junshi, born in 1975, graduated from Tsinghua University in 1998 with a bachelor's degree in engineering majoring in engineering mechanics and further obtained a master's degree in engineering majoring in fluid mechanics in 2001, also from Tsinghua University. After joining the Company in 2001, Mr. Xie had been dedicated to the Company's international market development from 2001 to 2018. From 2001 to 2012, he had successively served as the Company's Technology Manager (International Markets), Business Technology Manager (Europe and South Asia) and Deputy General Manager (Europe and North America) in charge of MKT. He served as the Company's Deputy General Manager (Europe) in charge of terminals, corporate business and operations in 2013. From 2014 to July 2018, he was the Company's General Manager (Europe and America) for MKT and Solutions. He was Senior Vice President and Chief Operating Officer from July 2018 to September 2019. Since September 2019, he has been Executive Vice President and Chief Operating Officer of the Company. Mr. Xie has many years of experience in the operation and management of the telecommunication industry.

Ding Jianzhong, Secretary to the Board of Directors/Company Secretary of the Company. Please refer to the section headed "Brief biographies of Secretary to the Board of Directors/Company Secretary" for his biography.

(II) CHANGES IN THE SHAREHOLDINGS AND SHARE OPTIONS OF AND ANNUAL REMUNERATION OF THE COMPANY'S DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY

No.	Name	Gender	Age	Title	Status of office	Term of office commencing on Note 1	Term of office ending on Note 1	Number of A shares held at the beginning of the reporting period (shares)	Increase in the number of A shares held during the period (shares)	Decrease in the number of A shares held during the period (shares)	Number of A shares held at the end of the reporting period (shares)	Reasons for changes	Total payable remuneration received from the Company during the reporting period (RMB in ten thousands)	Whether remuneration is received from related parties Note 2
Directors of the Company														
1	Li Zixue	Male	56	Chairman	Incumbent	3/2019	3/2022	–	–	–	–	–	850.1	No
2	Xu Ziyang	Male	48	Director	Incumbent	3/2019	3/2022	42,000	42,000	–	84,000	Note 4	1,118.3	No
				President		4/2019	3/2022							
3	Li Buqing	Male	48	Director	Incumbent	3/2019	3/2022	–	–	–	–	–	10.0	Yes
4	Gu Junying	Male	53	Director	Incumbent	3/2019	3/2022	–	–	–	–	–	755.7	No
				Executive Vice President		4/2019	3/2022							
5	Zhu Weimin	Male	55	Director	Incumbent	3/2019	3/2022	–	–	–	–	–	10.0	Yes
6	Fang Rong	Female	56	Director	Incumbent	3/2019	3/2022	–	–	–	–	–	10.0	Yes
7	Cai Manli	Female	47	Independent Non-executive Director	Incumbent	3/2019	3/2022	–	–	–	–	–	25.0	Yes
8	Gordon Ng	Male	56	Independent Non-executive Director	Incumbent	3/2019	3/2022	–	–	–	–	–	25.0	Yes
9	Zhuang Jiansheng Note 3	Male	55	Independent Non-executive Director	Incumbent	6/2020	3/2022	–	–	–	–	–	13.2	Yes
10	Yuming Bao Note 3	Male	48	Former Independent Non-executive Director	Resigned	3/2019	6/2020	–	–	–	–	–	11.8	Yes
Supervisors of the Company														
11	Xie Daxiong	Male	57	Chairman of Supervisory Committee	Incumbent	3/2019	3/2022	495,803	–	–	495,803	–	599.2	No
12	Xia Xiaoyue	Female	45	Supervisor	Incumbent	3/2019	3/2022	50,927	–	–	50,927	–	136.4	No
13	Li Quancai	Male	59	Supervisor	Incumbent	3/2019	3/2022	–	–	–	–	–	167.5	No
14	Shang Xiaofeng	Male	45	Supervisor	Incumbent	3/2019	3/2022	–	–	–	–	–	–	Yes
15	Zhang Sufang	Female	46	Supervisor	Incumbent	3/2019	3/2022	–	–	–	–	–	–	Yes
Senior management of the Company														
16	Wang Xiyu	Male	46	Executive Vice President	Incumbent	4/2019	3/2022	41,500	45,966	18,900	68,566	Note 4	973.0	No
17	Li Ying	Female	42	Executive Vice President and Chief Financial Office	Incumbent	4/2019	3/2022	27,800	26,800	–	54,600	Note 4	780.1	No
18	Xie Junshi	Male	45	Executive Vice President	Incumbent	9/2019	3/2022	–	–	–	–	–	768.5	No
19	Ding Jianzheng	Male	44	Secretary to the Board	Incumbent	7/2019	3/2022	–	–	–	–	–	267.9	No
–	**Total**	–	–	–	–	–	–	**658,030**	**114,766**	**18,900**	**753,896**	–	**6,521.7**	–

Note 1: The starting and ending dates of the term of office set out in this table are the starting and ending dates of the term of office of the Directors of the Eighth Session of the Board of Directors, Supervisors of the Eighth Session of the Supervisory Committee and senior management of the Company appointed by the Eighth Session of the Board of Directors.

Note 2: Pursuant to Rule 10.1.3(III) of the Shenzhen Listing Rules, legal entities or other entities in which the Directors, Supervisors and senior management of a listed company act as directors and senior management (other than the said listed company and its subsidiaries) are deemed as connected parties of such listed company.

Note 3: Mr. Yuming Bao resigned as Independent Non-executive Director of the Company on 10 April 2020, which resignation became effective after the election of a new Independent Non-executive Director at the 2019 Annual General Meeting of the Company. At the 2019 Annual General Meeting of the Company held on 19 June 2020, Mr Zhuang Jiansheng was elected as Independent Non-executive Director of the Eighth Session of the Board of Directors of the Company for a term commencing on 19 June 2020 and ending on 29 March 2022.

Note 4: Increase or decrease of shareholdings, including the exercise of A share options, in accordance with pertinent domestic regulations.

Note 5: None of the Directors, Supervisors and senior management personnel in office as at the end of the year held any H shares in the issued share capital of the Company during the year.

Note 6: As at the end of the year, Mr. Zhang Changling, spouse of Ms. Li Ying, held 20,000 2020 A shares options of the Company. Such share options have been recorded in the register required to be kept under the SFO.

Note 7: The Directors, Supervisors and senior management of the Company have not been subject to disciplinary actions of the securities regulatory authorities in the past three years.

For details of the share options of A shares of the Company held by the Directors and senior management of the Company, please refer to the section headed “Material Matters — (VII) Implementation and Impact of the Company’s Share Option Incentive Scheme” in this report.

(III) INFORMATION CONCERNING CURRENT DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY HOLDING POSITIONS IN CORPORATE SHAREHOLDERS OF THE COMPANY AS AT THE END OF THE YEAR

Name	Name of shareholder	Position with the shareholder	Commencement of term of office Note 1	Conclusion of term of office Note 1	Whether receiving remuneration from Zhongxingxin
Zhu Weimin	Zhongxingxin	Director	August 2018	August 2021	Yes
Shang Xiaofeng	Zhongxingxin	Supervisor	August 2018	August 2021	Yes
Zhang Sufang	Zhongxingxin	Secretary to the Board of Directors	August 2018	August 2021	Yes

Note 1: The starting and ending dates of the term of office set out in this table are the starting and ending dates of the term of office of the directors of the ninth session of the board of directors, supervisors of the ninth session of the supervisory committee and senior management appointed by the ninth session of the board of directors of Zhongxingxin.

Directors, Supervisors, Senior Management and Employees

(IV) INFORMATION CONCERNING CURRENT DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY HOLDING MAJOR POSITIONS IN OTHER ENTITIES AS AT THE END OF THE YEAR

Name	Name of other entities	Position in other entities	Whether remuneration is received from other entities
Li Buqing Note 1	Shenzhen Aerospace Industrial Technology Research Institute Limited	Chief accountant	Yes
	CASIC Shenzhen (Group) Company Limited	Director and Chief accountant	No
	Shenzhen Aerospace Property Management Co., Ltd	Director	No
	Shenzhen Aerospace Liye Industry Development Co., Ltd.	Chairman	No
	Shenzhen Zhongxing Information Company Limited	Director	No
Zhu Weimin	Shenzhen ZTE International Investment Limited	Chairman	Yes
	Held positions in 6 subsidiaries of Shenzhen ZTE International Investment Limited including Beijing United ZTE International Investment Limited	Chairman/Director	No
	Zhongxing WXT	Director	No
	Shenzhen Techaser Technologies Co., Ltd.	Director	No
	Shenzhen Xinyu Tengyue Electronics Co., Ltd	Director	No
Fang Rong Note 2	Zhongxing Development Company Limited	Director and Executive vice president	Yes
	Shenzhen ZTE International Investment Limited	Director	No
	Held positions in 11 subsidiaries or investees of Zhongxing Development Company Limited including Beijing Holi Health Information Scientific and Technological Co., Ltd.	Director	No
	Beijing United ZTE International Investment Limited	Director	No
Cai Manli Note 3	HEYI Rising Assets Management Co., Ltd	General manager	Yes
	King & Wood Mallesons	Senior consultant	No
	Sichuan Xinwang Bank Co., Ltd	External supervisor	Yes
	Zhejiang Caihe Tongyi Enterprise Development Co., Ltd.	Chairman	No
	Ningpo Meishan Bonded Area Heyi Ruixiang Asset Management Co., Ltd.	Manager	No
	Ningpo Meishan Bonded Area Heyi Yuejing Asset Management Co., Ltd.	Manager	No
	Heyi Ruifeng Investment Management Co., Ltd.	Chairman	No
	Shanghai Heyi Consulting and Management Group Co., Ltd.	General manager	No
	Kuangshi Technology Co., Ltd.	Independent director	Yes
	Shanghai Flyco Electrical Appliance Co., Ltd	Independent director	Yes
	Hubei Radio & Television Information Network Co., Ltd.	Independent director	Yes
	New Hope Liuhe Co., Ltd.	Independent director	Yes
Gordon Ng	Dentons Hong Kong LLP	Partner	Yes
	China Energine International (Holdings) Limited	Independent non-executive director	Yes
	Mainland Headwear Holdings Limited	Independent non-executive director	Yes

Directors, Supervisors, Senior Management and Employees

Name	Name of other entities	Position in other entities	Whether remuneration is received from other entities
Zhuang Jiansheng	Shanghai Huiyue Law Firm	Partner	Yes
Xie Daxiong	Guangdong Newstart Technology & Service Company Limited	Chairman	No
	Guangzhou Huijian Testing Technology Company Limited	Chairman	
Li Quancai Note 4	深圳市中興宜和投資發展有限公司	Chairman	No
	深圳市益和天成投資發展有限公司	Supervisor	No
Shang Xiaofeng Note 5	Shenzhen Aerospace Guangyu Industrial Company Limited	Director and general manager	Yes
	廣東歐科空調製冷有限公司	Director	No
Zhang Sufang Note 6	Held positions in 15 subsidiaries or investee companies of Zhongxingxin including Sindi Technologies Co., Ltd.	Director/Chairman of the supervisory committee/ Supervisor/ Representative of executive partner	No
Wang Xiyu Note 7	ZTE Microelectronics	Chairman	No
	Xi'an Cris Semiconductor Technology Company Limited	Chairman	
	ZTE Optoelectronics Technology Company Limited	Chairman	
	Guangdong Newstart Technology & Service Company Limited	Director	
Li Ying	ZTE Group Finance	Chairman	No
	ZTE HK	Chairman	
	Shenzhen ZTE Jinkong Commercial Factoring Company Limited	Chairman	
	ZTE Microelectronics	Director	

Note 1: Mr. Li Buqing has ceased to be director of Shenzhen Aerospace Guangyu Industrial Company Limited as from June 2020 and supervisor of HT-Hysa Securtiy Technology Enginneering Co., Ltd. as from September 2020.

Note 2: Ms. Fang Rong has ceased to be director of Zhongxing Nonggu Hubei Company Limited as from January 2020 and of Zhongxing Food & Oil (Honghu) Company Limited as from March 2020.

Note 3: Ms. Cai Manli has ceased to be independent director of Beijing Yadii Media Co., Ltd as from January 2020 and independent director of SF Diamond Co., Ltd. as from October 2020; and has been appointed chairman of Zhejiang Caihe Tongyi Enterprise Development Co., Ltd. and Heyi Ruifeng Investment Management Co., Ltd. since June 2020 and independent director of Kuangshi Technology Co., Ltd. since December 2020.

Note 4: Mr. Li Quancai has ceased to be director of Shenzhen Xiaohe Technology Co., Ltd. as from January 2020.

Note 5: Mr. Shang Xiaofeng has ceased to be director of Aerospace Yinshan Electric Co., Ltd. and of Shenzhen Aerospace Kechuang Industrial Co., Ltd. as from January 2020; and ceased to be general manager of the international operations company of Shenzhen Aerospace Industrial Technology Research Institute Limited as from June 2020; and has been appointed director and general manager of Shenzhen Aerospace Guangyu Industrial Company Limited since June 2020.

Note 6: Ms. Zhang Sufang has been appointed representative of the executive partner of Hefei Zhongxing Hechuang Semiconductor Venture Investment Fund (Limited Partnership) since April 2020 and has ceased to be supervisor of Shenzhen Xinyu Tengyue Electronics Co., Ltd as from May 2020, director of Zhongxing Development Company Limited since September 2020, supervisor of Shenzhen Zhongxing Xinzhou Complete Equipment Company Limited since November 2020 and director and general manager of Shanghai Zhongxing New Energy Technology Company Limited since December 2020.

Note 7: Mr. Wang Xiyu has ceased to be chairman of ZTE Kela Technology (Suzhou) Co., Ltd. as from March 2020, chairman of Wuhan Zhongxing Software Company Limited as from June 2020, chairman of 8 subsidiaries of the Company including Shenzhen Zhongxing Software Company Limited as from September 2020, chairman of Changsha Zhongxing Software Company Limited as from October 2020, chairman of Chongqing Zhongxing Software Company Limited as from November 2020 and chairman of Chengdu Zhongxing Software Company Limited as from December 2020; and has been appointed chairman of ZTE Microelectronics, Zhongxing Optoelectronics Technology Company Limited as from September 2020.

Note 8: Mr. Xu Ziyang has ceased to be chairman of ZTE Microelectronics as from September 2020. As at the end of the reporting period, Mr. Xu Ziyang did not hold with other entities.

Note 9: Mr. Xie Junshi has ceased to be chairman of Shenzhen Zhongrui Detection Technology Co., Ltd. as from May 2020. As at the end of the reporting period, Mr. Xie Junshi did not hold any position with other entities.

(V) DECISION-MAKING PROCESS, BASES FOR DETERMINATION AND ACTUAL PAYMENT OF REMUNERATION FOR DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY

Allowances for Directors are based on recommendations made to the Board of Directors by the Remuneration and Evaluation Committee of the Board of Directors with reference to the duties of Directors at the Company and markets levels represented by other listed companies in the same industry and determined upon consideration and approval by the Board of Director and the general meeting.

Allowances for Supervisors are based on recommendations of the Supervisory Committee made with reference to the duties of Supervisors and markets levels represented by other listed companies in the same industry and determined upon consideration and approval by the general meeting.

The remuneration for senior management personnel is based on the results of their annual performance appraisals conducted by the Remuneration and Evaluation Committee and determined upon consideration by the Board of Directors.

Remuneration for the Directors, Supervisors and senior management are determined and payable by the Company in accordance with the aforesaid provisions and procedures.

(VI) CHANGES IN DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY DURING THE YEAR

On 10 April 2020, Independent Non-executive Director Mr. Yuming Bao tendered his resignation to the Company to resign as Independent Non-executive Director, as well as the member of each of the specialist committees of the Board of Directors of the Company due to other personal commitments. Following his resignation, Mr. Bao ceased to hold any positions with the Company. The resignation of Mr. Yuming Bao will come into effect after a new Independent Non-executive Director has been at the general meeting of the Company. For details, please refer to the “Announcement Resignation of Independent Non-executive Director” published by the Company on 13 April 2020.

At the 2019 Annual General Meeting of 2019 of the Company held on 19 June 2020, Mr. Zhuang Jiansheng was elected Independent Non-executive Director of the Eighth Session of the Board of Directors of the Company for a term commencing on the date of consideration and approval at the 2019 Annual General Meeting and expiring upon the conclusion of the term of the Eighth Session of the Board of Directors of the Company (namely 29 March 2022). On the same date, the Company convened the Nineteenth Meeting of the Eighth Session of the Board of Directors, at which Mr. Zhuang Jiansheng was elected members of the Audit Committee, Nomination Committee, Remuneration and Evaluation Committee and Export Compliance Committee of the Eighth Session of the Board of Directors of the Company and chair of the Export Compliance Committee of the Eighth Session of the Board of Directors of the Company. For details, please refer to the “Announcement on Resolutions of the 2019 Annual General Meeting” and “Announcement Resolutions of the Nineteenth Meeting of the Eighth Session of the Board of Directors” published by the Company on 19 June 2020.

Directors, Supervisors, Senior Management and Employees

(VII) INFORMATION ON GROUP EMPLOYEES

As at the end of the year, the Group had 73,709 employees (including 65,898 as employees of the parent company), with an average age of 33.16. There were 173 resigned/retired employees, including 142 resigned/retired employees in respect of which expenses were payable by the Company.

1. Classification by specialisation as follows:

Specialisation	Headcount	As an approximate percentage of total headcount
Research and development	31,747	43.1%
Marketing and sales	9,030	12.3%
Customer service	8,953	12.1%
Manufacturing	18,143	24.6%
Financial	1,198	1.6%
Administration	4,638	6.3%
Total	**73,709**	**100%**

2. Classification by academic qualifications as follows:

Academic qualifications	Headcount	As an approximate percentage of total headcount
Doctorate degree	395	0.5%
Master's degree	25,791	35.0%
Bachelor's degree	25,626	34.8%
Others	21,897	29.7%
Total	**73,709**	**100.0%**

3. Remuneration Package and Training for Employees

The remuneration package for the Group's employees includes salary, bonuses and allowances. Our employees are also entitled to accident insurance, business travel insurance, housing allowance, retirement and other benefits. In accordance with relevant regulations of countries where the employees are located, the Group also participates in social insurance plans organised by the relevant government authorities, under which the Group makes contributions towards each employee's social insurance fund in an amount equivalent to a specified percentage of his/her monthly salaries.

Staff training provided by the Group includes induction training, business skills training, professional aptitude training, compliance training and leadership training. Such training are conducted in the forms of class lessons, online learning via PC terminals or mobile phones, public lectures, themed seminars and sand table drilling. Training programmes will be arranged for new employees upon their induction according to their job positions, and instructors will be assigned to provide supervision. In-service staff may take part in group training or project assignment organised by the Group based on their job requirements, qualifications required for various positions and aptitude assessment results, or conduct online and offline self-learning based on their personal career planning. For management officers, the Group provides a combination of online and offline training comprising reading classes, close-ended training, guided reading and online learning.

Corporate Governance Structure

The Company has prepared the "Corporate Governance Work Report" and the "Corporate Governance Report" in accordance with different requirements in form and content of PRC securities regulatory authorities and the Hong Kong Listing Rules, respectively. To avoid undue repetitions and to keep the presentation lucid, a cross-referencing approach has been adopted.

PART I: CORPORATE GOVERNANCE WORK REPORT PREPARED IN ACCORDANCE WITH PRC SECURITIES REGULATORY REQUIREMENTS

I. Status of Corporate Governance

The Company improves its corporate governance systems and regimes, regulates operations and optimises internal control regimes on an ongoing basis in accordance with requirements of the Company Law, Securities Law, Corporate Governance Standards for Listed Companies and relevant laws and regulations of CSRC. During the year, the Company carried out its internal control tasks in accordance with the "Notice on the Publication of Supplementary Guidelines for Corporate Internal Control" (《關於印發企業內部控制配套指引通知》) and other regulations.

As at the end of the year, the status of corporate governance of the Company was in compliance with provisions of regulatory documents relating to the governance of listed companies published by the CSRC. The Company had not received any documents relating to administrative regulatory measures adopted by regulatory authorities in China against the Company.

(I) Shareholders and general meetings: The general meeting of shareholders is the highest authority of the Company and an important channel for shareholders' participation in corporate governance. The Company has established a corporate governance structure to ensure that all shareholders, minority shareholders in particular, can fully exercise their rights and enjoy equal status. Sufficient time is provided at general meetings of shareholders for the discussion of each proposal, insofar as they are convened and held in a legal and valid manner, to provide a good opportunity for communications between the Board of Directors and the shareholders. In accordance with the revised Rules for General Meetings of Listed Companies, the Company has introduced a combination of on-site and online voting to afford convenience to shareholders participating in its general meetings, as well as the practice of separately disclosing the votes of minority shareholders in announcements of resolutions of general meetings to give an adequate account of the views of minority shareholders. In addition, shareholders may contact the Company through its shareholder hotline during normal working hours or contact and communicate with the Company through its designated e-mail address and the investors' relations interactive platform of the Shenzhen Stock Exchange.

(II) Controlling shareholder and the listed company: The Company's controlling shareholder is Zhongxingxin. The controlling shareholder exercises its rights as an investor in strict compliance with the law, without compromising the lawful rights and interests of the Company and other shareholders. Candidates for election as Directors and Supervisors are nominated in strict compliance with laws and regulations and the terms and procedures as set out in the Articles of Association. The staffing, assets, financial affairs, business and organisation of the controlling shareholder of the Company are independent from those of the listed company, with the controlling shareholder and listed company each carrying out independent auditing and assuming its own responsibilities and risks. The controlling shareholder of the Company was not engaged in any direct or indirect interference with the decision-making and business activities of the Company in circumvention of the general meeting.

(III) Directors and the Board: The Company appoints directors in strict compliance with the criteria and procedures set out its Articles of Association, ensuring that the directors are appointed in an open, fair, just and independent manner. In order to fully reflect the opinions of minority shareholders, a cumulative voting scheme is adopted for the appointment of directors. The Company has formulated the Rules of Procedure of the Board Meetings, and board meetings are convened and held in strict compliance with the Articles of Association and Rules of Procedure of the Board Meetings. The Board is responsible for convening the general meeting, report its work to the general meeting and implement the resolutions of the general meeting in a timely manner; it also determines the operational plans and investment plans of the Company and supervises and provides guidance to the Company's management. To optimise the corporate governance structure, four specialised committees — the Nomination Committee, Audit Committee, Remuneration and Evaluation Committee and Export Compliance Committee — have been established by the Board of Directors. The majority of members and the respective convenors of these committees are Independent Non-executive Directors, providing scientific and professional opinions for reference by the Board of Directors in its decision-making.

The Management of the Company conducts day-to-day operations and management and reports to the Board, and provides adequate information to the Board and its specialist committees in a timely manner to ensure that the Board makes informed decision. All Directors are entitled to require further information from the Company's management.

(IV) **Supervisors and the Supervisory Committee:** The Supervisors of the Company offer expertise and experience in management, finance and other areas and Shareholders' Representative Supervisors of the Company are elected by way of cumulative voting. The Supervisory Committee is accountable to the general meeting. It monitors the financial affairs of the Company and inspect and supervise legal compliance in the performance of duties by the Company's Directors, the President and other members of the senior management to safeguard the legal rights and interests of the Company and shareholders. The Company has formulated the Rules of Procedure for Supervisory Committee Meetings. Meetings of the Supervisory Committee are convened and held in strict compliance with the Articles of Association and the Rules of Procedure for Supervisory Committee Meetings.

(V) **Performance appraisal and incentive mechanism:** During the year, the Remuneration and Evaluation Committee of the Board of Directors linked the salaries of the senior management with the results of the Company and their personal performances in accordance with the Scheme for the Administration of Senior Management's Performance. Senior management personnel are recruited and appointed in strict accordance with relevant rules, regulations and the Articles of Association. We have established a long-term incentive mechanism closely linked with the Company's business performance and long-term strategy and optimised the overall remuneration structure to create a competitive advantage in human resources that will contribute to the long-term, sustainable growth of the Company's business results.

(VI) **Stakeholders:** The Company respects the legal rights of banks and other stakeholders such as creditors, employees, consumers, suppliers, and the community, and works actively with these stakeholders to promote the sustainable and healthy development of the Company.

(VII) **Information disclosure and transparency:** The Secretary to the Board of Directors and dedicated officers are responsible for handling information disclosure, arranging receptions of visiting shareholders and answering enquiries on behalf of the Company. The Company procures true, accurate, complete and timely disclosure of relevant information in compliance with relevant PRC laws and regulations and the Articles of Association, ensuring that all shareholders have equal access to information. There were no instances of controlling shareholders owning information otherwise not publicly disclosed or other irregularities in corporate governance during the year.

II. Information on general meetings convened

The Company's 2019 Annual General Meeting was held on 19 June 2020 by way of a combination of on-site voting and online voting. For relevant details, please refer to the "Announcement on Resolutions of the 2019 Annual General Meeting" published on 19 June 2020.

The Company's First Extraordinary General Meeting of 2020 was held on 30 September 2020 by way of a combination of on-site voting and online voting. For relevant details, please refer to the "Announcement on Resolutions of the First Extraordinary General Meeting of 2020" published on 30 September 2020.

The Company's Second Extraordinary General Meeting of 2020 was held on 6 November 2020 by way of a combination of on-site voting and online voting. For relevant details, please refer to the "Announcement on Resolutions of the Second Extraordinary General Meeting of 2020" published on 6 November 2020.

The Company's Third Extraordinary General Meeting of 2020 was held on 21 December 2020 by way of a combination of on-site voting and online voting. For relevant details, please refer to the "Announcement on Resolutions of the Third Extraordinary General Meeting of 2020" published on 21 December 2020.

Corporate Governance Structure

III. Performance of duties by Independent Non-executive Directors

During the year, the Independent Non-executive Directors of the Company did not dispute any resolutions passed at the Board meetings and other matters of the Company. In relation to important matters on which they were required to give independent opinions (including connected transactions, appointment of auditors, securities investment, derivative investment, remuneration of senior management, profit distribution, repurchase of A shares, nomination of candidate for Independent Non-executive Director, use of proceeds, 2017 and 2020 Share Option Incentive Schemes, Management Stock Ownership Scheme and issuance of shares for asset acquisition and ancillary funds), the Independent Non-executive Directors have diligently examined the matters concerned and have issued independent opinions in writing. By providing valuable and professional recommendations on major decisions by the Company, the Independent Non-executive Directors have improved the rationality and objectiveness of the Company's decisions. The Company has adopted the relevant recommendations proposed by the Independent Non-executive Directors.

The attendance records of Independent Non-executive Directors of the Company for Board meetings and general meetings during the year were set out as follows:

Independent Non-executive Directors	Number of Board meetings required to attend	Number of personal attendance (including video/ telephone conference)	Number of attendance via communications	Number of attendance by proxy	Absence	Failure to attend in person at two consecutive meetings	Number of general meetings required to attend	Number of general meetings attended
Cai Manli	17	11	6	0	0	No	4	4
Gordon Ng	17	11	6	0	0	No	4	2
Zhuang Jiansheng (appointed) Note	11	7	4	0	0	No	3	2
Yuming Bao (resigned) Note	6	2	2	2	0	No	1	0

Note 1: The changes in the Directors of the Company during the year are set out in the section of this report headed "Directors, Supervisors, Senior Management and Employees (VI) Changes in Directors, Supervisors and Senior Management of the Company During the Year".

Note 2: The attendance of the Directors of the Company for the year is computed on the basis of the number of meetings convened during the period of his office.

IV. Performance of principal duties by specialised committees of the Board of Directors

During the year, the specialist committees under the Board of Directors of the Company convened meetings and performed their duties in strict accordance with the provisions and requirements of the Articles of Association, Rules of Procedure of the Board Meetings and their respective working rules, playing an important role in ensuring scientific decision making at the Board of Directors by furnishing advice and recommendations in respect of matters such as the Company's financial information and its disclosure, internal audit system and its implementation, internal control system and risk management system, nomination of candidates for Directors management of remuneration and performance of Directors and senior management, share option incentive schemes, the Management Stock Ownership Scheme and export compliance.

1. Performance of principal duties by the Audit Committee

During the year, the Audit Committee diligently performed its duties in accordance with the "Working Rules for the Audit Committee" and the "Guidelines for Work of the Audit Committee relating to the Annual Report" and performed important duties such as the vetting of the annual auditing and supervision and inspection of the building and improvement of the Company's internal controls.

(1) Issue of three review opinions on the 2020 annual financial report of the Company

Members of the Audit Committee boast rich expertise and experience in financial operations. During the year, the Audit Committee issued three review opinions on the annual financial report in accordance with relevant requirements of the CSRC.

Corporate Governance Structure

First, the Audit Committee examined the unaudited financial statements and issued an opinion in writing. The Audit Committee was of the view that: the unaudited financial statements for 2020 were basically in compliance with requirements of the ASBEs and their practice notes and currently no matters having a material impact on the fair reflection in all aspects of the Company's financial conditions as at the end of 2020 and the operating results and cash flow for 2020 have been identified. The passing of the unaudited financial statements to the PRC and Hong Kong auditors for auditing was approved.

Second, the Audit Committee conducted timely review of the preliminary opinion of the audit report and discussions with the PRC and Hong Kong auditors, and was of the view that the preliminary audit results of the 2020 financial report was in compliance with the ASBEs and their practice notes and the HKFRSs in material aspects such as assets, liabilities, income, cost and expenditure, among others.

Finally, the Audit Committee reviewed the audit opinion of the PRC and Hong Kong auditors and the audited financial report of the Company for 2020 and approved the submission of the report for consideration by the Board of Directors.

(2) Supervision of the audit work of the accountants' firms

To ensure the conduct of auditing work in an orderly manner given the complex nature of the Company's business, the PRC and Hong Kong auditors of the Company had finalised the audit timetable for the year ahead of schedule. In accordance with "Guidelines for Work of the Audit Committee relating to the Annual Report", the Company arranged the timely report of such audit timetable to the Audit Committee. Following discussion with the accountants' firms, the Audit Committee was of the view that the annual audit timetable scheduled by the Company according to actual circumstances was appropriate, and the Audit Committee concurred with the annual audit plan arranged by the accountants' firms. During the course of audit, members of the Audit Committee held discussions with principal officers in charge of the assignment to inform themselves of the progress of audit and concerns of the accountants. Such concerns were then communicated to relevant departments of the Company in a timely manner. The Audit Committee also issued two letters to the accountants' firms procuring auditors in charge of the assignment to expedite their work in accordance with the original timetable.

(3) Summary report on the 2020 audit work performed by the accountants' firms

The PRC and Hong Kong auditors of the Company performed auditing on the Company's annual report during the period from September 2020 to March 2021. During such period, the PRC and Hong Kong auditors of the Company and the Audit Committee held discussions on the annual audit plan, while issues identified in the audit process were also brought to the attention of the Audit Committee in a timely manner. The preliminary audit opinion was submitted to the Audit Committee for consideration. The PRC and Hong Kong auditors of the Company completed the full audit process and acquired sufficient and appropriate audit evidence after about 7 months of auditing work. The audit reports by PRC and Hong Kong auditors with unqualified opinion were then submitted to the Audit Committee.

The PRC auditors of the Company performed auditing on the internal control of the Company's financial reporting during the period from September 2020 to March 2021. During such period, the PRC auditors of the Company conducted enquiry, testing and evaluation in respect of our internal control in accordance with the annual audit plan. The PRC completed the full audit process and acquired sufficient and appropriate audit evidence. An internal control audit report in respect of financing reporting with unqualified opinion were then submitted to the Audit Committee.

During the course of the annual audit, the Audit Committee held discussions and exchanged views with the PRC and Hong Kong auditors of the Company, and also examined the annual audit report furnished by the PRC and Hong Kong auditors. The Audit Committee was of the view that the PRC and Hong Kong auditors of the Company were capable of performing their tasks in strict accordance with audit regulations, focusing on knowledge of the Company and the environment in which it operated, understanding the building, improvement and implementation of the Company's internal control, demonstrating acute risk awareness and completing the audit work in accordance with the audit timetable in a timely manner. The auditors maintained their independence and their prudent approach in the course of audit and completed the audit of the Company's 2020 financial report and its internal control audit in a satisfactory manner.

Corporate Governance Structure

(4) Supervision of measures to improve the Company's internal control system

The Audit Committee is highly concerned with the establishment of a department with appropriate staffing for the inspection and supervision of the Company's internal control. The Internal Control and Audit Department serves as the day-to-day executive arm of the Audit Committee to implement supervision and inspection of internal controls on behalf of the Audit Committee. The Audit Committee supports the performance of audit functions by the Internal Control and Audit Department in accordance with the law and assumes a supervisory role over the audit function. During the year, the Audit Committee received the report of the Internal Control and Audit Department on internal control and audit and furnished relevant opinion.

2. Performance of principal duties by the Remuneration and Evaluation Committee

During the year, Remuneration and Evaluation Committee diligently performed its duties in accordance with the "Working Rules for the Remuneration and Evaluation Committee" and made recommendations to the Board of Directors with respect to the performance and remuneration package of the senior management personnel of the Company, share option incentive schemes and the Management Stock Ownership Scheme and other important tasks.

3. Performance of principal duties by the Nomination Committee

During the year, the principal work of the Nomination Committee included the proposal and nomination of candidates for appointment as Independent Non-executive Director and the review of the structure, size and composition of the Board.

4. Performance of principal duties by the Export Compliance Committee

During the year, the principal work of the Export Compliance Committee included the consideration of matters pertaining to export compliance.

V. Performance of duties by the Supervisory Committee

Having conducted diligent supervision and inspection in relation to matters such as proper operation, financial conditions, use of proceeds, share option incentive schemes, the Management Stock Ownership Scheme, issuance of shares for asset acquisition and ancillary funds and performance of duties by directors and senior management of the Company during the year in accordance with the provisions of pertinent PRC laws and regulations and the Articles of Association, the Supervisory Committee of the Company has not expressed any dissent during the course of its supervision over these matters.

VI. The Company's independence from its controlling shareholder and integrity in staffing, assets, finance, business and organisation

The Company is independent of its controlling shareholder Zhongxingxin in respect of staffing, assets, finance, business and organisation. Each of the Company and Zhongxingxin is audited independently and assumes its own responsibilities and risks.

With respect to **staffing**, the Company is fully independent in matters including the management of labour, human resources and salaries. Members of the senior management receive their remuneration from the Company. They do not receive any remuneration from, nor have they taken up other major positions (other than as directors and supervisors) with, the controlling shareholder and other companies under its control.

With respect to **assets**, the Company's assets are fully independent with unequivocal ownership. The Company has independent production systems, supplementary production systems and ancillary facilities. Intangible assets such as industrial property rights, trademarks, and non-patentable technologies are owned by the Company. The Company's procurement and sales systems are independently owned by the Company.

With respect to **finance**, the Company has an independent financial department with an independent accounting and audit system and a financial management system, and maintains an independent bank account.

With respect to **business**, the Company's business is fully independent from the controlling shareholder. Neither the controlling shareholder nor its subsidiaries are engaged in competition in the same business with the Company.

With respect to **organisation**, the Board of Directors, the Supervisory Committee and other internal organisations of the Company operate in complete independence. There is no reporting relationship between the controlling shareholder (and its functional departments) and the Company (and its functional departments).

VII. Establishment and Implementation of the Appraisal and Incentive Mechanism for Senior Management

The Company has established a performance appraisal system for senior management and an incentive mechanism linking remuneration to the Company's results and the individual staff member's performance. The Remuneration and Evaluation Committee is principally responsible for formulating and examining proposals for the management of remuneration and performance of the senior management of the Company, conducting annual performance appraisals for the senior management of the Company and determining the remuneration of the senior management based on the results of such appraisals for implementation after consideration and approval by the Board of Directors.

VIII. Internal Control

In accordance with provisions of the Company Law, the Securities Law, Corporate Governance Standards for Listed Companies, Basic Rules for Corporate Internal Control and Supplementary Guidelines for Corporate Internal Control and other pertinent laws, regulations and regulatory documents, the Company has established a reasonable and effectively operating internal control regime to enhance internal control, improve the Company's operational management standard and risk aversion ability and reasonably safeguard the security, compliance and effective operation of the Company's assets.

1. Establishment of internal control departments

The Company has established an all-encompassing and multi-level structure for internal control development comprising mainly the Board of Directors, the Audit Committee, the Internal Control Committee, the internal control and audit department and the internal control teams of various business units of the Company.

The Company has formed the Internal Control Committee as a corporate-level internal control administration responsible for the soundness and effectiveness of the Company's internal control and exercises the functions of decision making, planning, supervision and instruction in respect of the Company's internal control. The Internal Control Committee is supported by a secretarial group and an internal control development group.

The Company has developed and made ongoing improvements to the risk management and internal control systems featuring primarily a "three-tier protection" as follows: the first line of protection involves the business units and functional departments as the main units responsible for implementation of risk management and internal control. The second line of protection involves the Internal Control Committee. It is responsible for decision-making, planning, supervision, direction and enforcement in relation to risk management and internal control. The third line of protection is formed by the Audit Committee and the internal audit organisation as the supervisory unit for risk management and internal control responsible for internal audit.

2. Establishment and implementation of internal control system

The Company's internal control establishment has basically covered all operating segments of the Company, including production operations, financial management, organisation, personnel management, and information disclosure, etc. The Company has, taking into account its specific conditions, developed a comprehensive internal control system.

The Company has formulated and implemented the ZTE Corporation Internal Control System to define the functional institutions of the Company's internal control and their powers, stipulate principles for internal control and key internal control factors and methods. The Company has formulated and put into implementation the ZTE Corporate Risk Management Regulations to define risk management organisation and duties at various levels and regulate the risk evaluation standards and risk management processes of the Company. The Company has formulated and put into implementation the ZTE Administrative Measures for Driving Rectifications of Internal Control Deficiencies to regulate the entire process covering the confirmation of internal control deficiencies, control over rectification plans, tracking of rectification processes and closing of rectification results. Each year, the Company will review the effectiveness of its risk management and internal control systems and the implementation processes and outcomes of the annual risk management and internal control action plans based on the ZTE Corporation Internal Control System and ZTE Risk Management Regulations with reference to the Internal Control Handbook.

In 2020, the Company internal control efforts were focused on the following:

1. The Company continued to advance the development of its internal control regime with a strong focus on enhancing capabilities in key areas. In accordance with the provisions under the Basic Rules for Corporate Internal Control and its supplementary guide and the Company's systems and standards, revisions to our internal control system were completed.

2. Business audit was enhanced and the audit system was improved to strengthen the audit of various business segments and bolster the accountability management mechanism.

3. The Company's derivative and securities investments and issue proceeds were examined. Support was provided to the internal audit process carried out by Ernst & Young Hua Ming LLP.

4. Risk evaluation methods were optimised and risk classification and hierarchy was developed to strengthen duties of risk management units at all levels, while standardising the risk control process for identifying, assessing and addressing risks.

5. Key internal control tasks for crucial business areas such as corporate contract management, management of subsidiaries and file management were developed, while the operating pattern of the internal control regime was optimised. The digitalisation of various business processes was facilitated, while the review mechanism for deficiencies was completed to further improve administrative measures for the rectification of internal control deficiencies. The responsibilities of management units were also clarified to enhance accountability.

6. Measures were adopted to strengthen the awareness of internal control and responsibilities on management officers, where were asked to sign the "internal control undertaking", as we endeavoured to foster an internal environment characterised by rigid compliance with rules and enforcement against violations. Internal control culture building activities, such as lectures, seminars, case sharing and quizzes on aspects of internal controls for all employees, were organised on a continuous basis.

3. The 2020 Internal Control Assessment Report published by the Company

The Company has conducted an assessment on the effectiveness of its internal control as at 31 December 2020 (being the record date for the internal control assessment report) in accordance with the Basic Rules for Corporate Internal Control, its supplementary guidelines and other internal control regulatory requirements and taking into account its internal control system and assessment methods, based on general as well as specific supervision of internal control. Based on the work of identifying significant deficiencies in the Company's internal control in relation to financial reporting and non-financial reporting, as at the record date for the internal control assessment report, the Company was not subject to any significant deficiency in internal control in relation to financial reporting, nor was any significant deficiency identified in internal control in relation to non-financial reporting.

Total assets of units being assessed accounted for more than 92.73% of the total assets as recorded in the consolidated financial statements of the Company, while the aggregate operating revenue of such units also accounted for more than 99.26% of the total operating revenue recorded in the consolidated financial statements of the Company. For the principal units under assessment and standards for assessing deficiencies in financial reports and non-financial reports and other details of the Company's internal control, please refer to the "The 2020 Internal Control Assessment Report of ZTE Corporation" published by the Company on 16 March 2021.

4. Internal control audit report furnished by the audit firm

Ernst & Young Hua Ming LLP conducted an audit on the effectiveness of internal control in relation to the financial reporting of the Company for the year ended 31 December 2021 in accordance with relevant requirements under the Corporate Internal Control Audit Guidelines and the Practicing Guidelines for Chinese

Certified Public Accountants and is of the view that the Company has maintained effective internal control in financial reporting in all material aspects in accordance with the Basic Rules for Corporate Internal Control and pertinent provisions.

For the internal control audit report of the Company, please refer to the "The Internal Control Audit Report of ZTE Corporation" published by the Company on 16 March 2021.

PART II: CORPORATE GOVERNANCE REPORT PREPARED IN ACCORDANCE WITH THE REQUIREMENTS OF THE HONG KONG LISTING RULES

The Company is dedicated to improving its corporate governance standards and strives to enhance its enterprise value through the implementation of corporate governance, with a view to ensuring sustainable development in the long term.

The Company had fully complied with all the principles and code provisions of the Corporate Governance Code set out in Appendix 14 to the Hong Kong Listing Rules throughout the year ended 31 December 2020, save for deviation as set out in the section headed "II. Board of Directors (IV) Board Meetings" below.

I. Shareholders' rights, investor relations and dividend policy

(I) Shareholders' rights

The Company adopts relevant measures to actively facilitate and ensure the smooth exercise of shareholders' rights in strict compliance with the Company Law, Securities Law, Hong Kong Listing Rules and other relevant laws and regulations and in accordance with pertinent requirements under the Articles of Association.

Details of the shareholding structure of the Company are set out in the section of this report headed "Changes in Shareholdings and Information of Shareholders".

The Company has always maintained effective communications with its shareholders by reporting the Group's results and operations to shareholders through numerous official channels, such as the publication of annual reports, interim reports and quarterly reports. Shareholders can also express their views or exercise their rights through communication channels set up by the Company, such as the shareholders' hotline and e-mail contacts. The Company's website is updated regularly to provide investors and the public with timely information of the Company's latest developments. Shareholders can also submit their enquiries and questions to the Board of Directors in writing through the Company Secretary, whose contact details are set out in the section headed "Corporate Information" in this report.

The circular and the notice of general meeting of the Company is in strict compliance with pertinent provisions of the Company Law, the Articles of Association and the Hong Kong Listing Rules in terms of dates, details, delivery modes, announcement methods and shareholders' voting procedures, ensuring the smooth exercise of shareholders' right to participate in general meetings. Shareholders holding 10% of above of the shares of the Company alone or in aggregate shall be entitled to request the Board of Directors or Supervisory Committee to convene an extraordinary general meeting or to unilaterally convene such extraordinary general meeting. For details, please refer to Articles 74, 75 and 76 of the Articles of Association. Shareholders holding 3% of above of the shares of the Company alone or in aggregate shall be entitled to propose ex tempore motions 10 days prior to the convening of the general meeting and submit the same in writing to the convener of the general meeting. For details, please refer to Article 78 of the Articles of Association. In accordance with Article 100 of the Articles of Association, the Directors, Supervisors and senior management of the Company are obliged to give explanations in response to queries and suggestions of shareholders. In 2020, the Company convened 4 general meetings. For details, please refer to the section headed "II Information on general meetings convened" in Part I of this chapter.

During the year, the Company made amendments to Articles 50, 53, 79, 80, 83, 139, and 253 of the Articles of Association based on the conditions of the Company and pertinent laws and regulations. The latest updated version of the Articles of Association is available for inspection on the respective websites of Hong Kong Stock Exchange and the Company.

Corporate Governance Structure

(II) Investor relations

The Company is committed to the development of investors' relations programmes and sound communications with investors are being maintained via our investor relations hotline, e-mail and investor receptions. The Company regards the convening of its annual general meeting as one of the most important annual events for the Company. All Directors and key senior management members attend the meeting on a best effort basis and are engaged in direct dialogue with the shareholders during the arranged Q&A sessions. Details of the Company's reception of investors during 2020 are set out in the section of this report headed "Report of the Board of Directors (V) Records of reception of investors, communications and press interviews during the year".

In the coming year, the Company will further enhance communications with investors with the hope that they will offer more support and concern for the Company on the back of better understanding.

(III) Dividend Policy

The Company holds the attainment of reasonable investment return for investors in high regard and has formulated a relevant dividend policy. For details, please refer to the section headed "Material Matters (I) Profit distribution" in this report.

II. Board of Directors

Members of the Board of Directors seek to act in the best interests of the Company, providing leadership and supervision over the Company and assuming collective and individual responsibility to all shareholders of the Company in respect of the management, control and operations of the Company.

(I) Functions of the Board of Directors

The Board of Directors is responsible for convening general meetings, reporting its work to the general meeting and implementing resolutions of the general meeting in a timely manner; monitoring the development of the overall operational strategy of the Company, deciding on the operational plans and investment proposals of the Company, as well as providing supervision over and guidance to the management team of the Company. The Board of Directors is also responsible for monitoring the business and financial performance of the Company.

The Directors confirm that it is their responsibility to prepare financial statements in respect of each financial year to give a true and fair report on the Group's conditions, as well as the results and cash flow accounts for the relevant periods. The Directors have consistently applied appropriate accounting policies and complied with all applicable accounting standards in preparing the financial statements for the year ended 31 December 2020. After due enquiries, the Directors are of the opinion that the Group has sufficient resources to carry on operations in the foreseeable future, and as a result it is appropriate for the Group to prepare its financial statements on an ongoing concern basis.

(II) Composition of the Board of Directors

As at the end of the year under review, the Eighth Session of the Board of Directors of the Company comprised 9 Directors, including 3 Executive Directors, namely, Mr. Li Zixue, Mr. Xu Ziyang and Mr. Gu Junying, with Mr. Li Zixue as Chairman of the Company, who have extensive experience in the electronics/ communications industries as well as experience in management and operations; 3 Independent Non-executive Directors, namely Ms. Cai Manli, Mr. Gordon Ng and Mr. Zhuang Jiansheng, who performed their duties in a proactive manner with the benefit of their professional qualifications and substantial experience as influential members respectively of the monetary, financial, legal and compliance sectors; and 3 Non-executive Directors, namely Mr. Li Buqing, Mr. Zhu Weimin and Ms. Fang Rong, who had extensive business and management experience. The composition of the Board of the Company has enabled stringent review and control of the management procedures and safeguards the interests of shareholders as a whole, including minority shareholders. The profiles and terms of office of the Directors are set out in the section of this report headed "Directors, Supervisors, Senior Management and Employees". The composition of the Board of Directors was in compliance with the provisions of Rule 3.10(1) and (2) and Rule 3.10A of the Hong Kong Listing Rules.

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The Company confirms that it has received annual written confirmations of independence from all the Independent Non-executive Directors regarding their independence in accordance with Rule 3.13 of the Hong Kong Listing Rules. In accordance with the guidelines on independence set out in the Hong Kong Listing Rules, the Company is of the opinion that all the Independent Non-executive Directors are independent persons.

There were no financial, business, family or other material/relevant connections among members of the Board of Directors of the Company.

(III) Term of office, appointment and removal of Directors

A Director (including Non-executive Director) of the Company is appointed for a term of 3 years and is eligible for re-election upon conclusion of each term. An Independent Non-executive Director can hold office for a maximum of 6 years. Other than Mr. Zhuang Jiansheng, current Independent Non-executive Director of the Company, who serve a term commencing on 19 June 2020 and ending on 29 March 2022, all current Directors of the Company serve a term commencing on 30 March 2019 and ending on 29 March 2022.

The appointment and removal of Directors is subject to the approval of the general meeting of the Company. Each Director has entered into a Director's Service Contract with the Company. The changes in the Directors of the Company during the year are set out in the section of this report headed "Directors, Supervisors, Senior Management and Employees (VI) Changes in Directors, Supervisors and Senior Management of the Company During the Year".

(IV) Board Meetings

1. The Articles of Association requires that the Board of Directors convene at least 4 meetings a year. In 2020, the Board of Directors of the Company convened 17 meetings. In 2020, the Company convened 4 general meetings.

Attendance of Directors at the meetings of the Board of Directors and the general meetings during the year was set out in the following:

Number of meetings		Board meeting 17		General meeting 4	
Directors	**Attendance in person**	**Attendance by proxy**	**Attendance**	**Attendance in person**	**Attendance**
Chairman and Executive Director					
Li Zixue	17	0	17/17	4	4/4
Executive Director					
Xu Ziyang	17	0	17/17	4	4/4
Gu Junying	17	0	17/17	4	4/4
Non-executive Director					
Li Buqing	17	0	17/17	4	4/4
Zhu Weimin	17	0	17/17	4	4/4
Fang Rong	17	0	17/17	3	3/4
Independent Non-executive Director					
Cai Manli	17	0	17/17	4	4/4
Gordon Ng	17	0	17/17	2	2/4
Zhuang Jiansheng (appointed Note 1)	11	0	11/11 Note 2	2	2/3 Note 2
Yuming Bao (resigned Note 1)	4	2	4/6 Note 2	0	0/1 Note 2

Corporate Governance Structure

Note 1: The changes in the Directors of the Company during the year are set out in the section of this report headed "Directors, Supervisors, Senior Management and Employees (VI) Changes in Directors, Supervisors and Senior Management of the Company During the Year".

Note 2: Attendance by proxy is not counted for the percentage of attendance. The attendance rate of the Directors for the year is computed on the basis of the number of Board meetings and general meetings convened during the period of his/her office.

2. Notices of regular Board meetings and interim Board meetings of the Company were given 14 days and 3 days (other such other period as might be agreed), respectively, prior to the convening of the meetings, with the exception of the following meetings: the Company gave notice to the Directors on 15 April 2020 of the Sixteenth Meeting of the Eighth Session of the Board of Directors held on 24 April 2020 to consider and approve the first quarterly results of the Company for 2020 and its announcement. The length of notice was waived with the unanimous consent of the Directors of the Company and attendance was not affected. The secretary to the Board of Directors should provide details of regular and interim Board meetings (including information in relation to each of the meetings of specialised committees of the Board of Directors) not later than 3 days (or other agreed periods) prior to the commencement of the meeting. The Company Secretary would respond to questions raised by the Directors and take appropriate action in a timely manner to help ensure that the procedures of the Board of Directors are in compliance with the Company Law, the Articles of Association, the Hong Kong Listing Rules and other applicable regulations.

3. Minutes of each Board of Directors meetings should be signed by the attending Directors and minute-takers, and be kept for a period of 10 years, during which the minutes are available for Directors' inspection from time to time upon their request.

4. Where any matters (including connected transactions) to be considered by the Board of Directors of the Company are deemed by the Board of Directors to involve a material conflict of interest, abstention measures are adopted and the Directors who are by any means connected with such transactions would abstain from voting.

(V) Respective scopes of delegation and duties of the Board of Directors and the management

The scopes of delegation and duties of the Board of Directors and the management have been clearly defined. Duties of the Board of Directors are set forth in Article 160 of the Articles of Association, a summary of which can be found in the section headed "II (I) Functions of the Board of Directors" under Part II of this chapter. The management should be responsible for the day-to-day operation and management and be accountable to the Board of Directors by furnishing sufficient information to the Board of Directors and the specialised committees in a timely manner to enable them to make informed decisions. All Directors are entitled to obtain further information from the management of the Company.

(VI) Chairman and the President

The roles of Chairman and President are two distinctly separate positions. Mr. Li Zixue has been appointed Chairman of the Company, while Mr. Xu Ziyang has been appointed President. Their respective roles have been clearly defined in the Articles of Association, and the duties of the Chairman and those of the President are set out in Article 164 and Article 181, respectively, of the Articles of Association.

The President maintains close liaison with the Chairman and all Directors and reports his work to the Board on a regular basis to ensure that all Directors are sufficiently informed of all significant business developments.

Corporate Governance Structure

(VII) Measures Taken to Ensure the Performance of Duties by Directors

1. The Company would provide the Directors with all the relevant and necessary information when they take office, and thereafter provide, on a regular basis and from time to time, information that would help the Directors understand the business and operating conditions of the Company. Updated information such as newly promulgated laws and regulations and internal publications are sent to the Directors from time to time and arrangements are made for the Directors to attend relevant continuing professional training courses at the cost of the Company, in order to assist them to fully understand their duties as a director under the requirements of the Hong Kong Listing Rules and other relevant laws and regulations, as well as to gain comprehensive insight in the Company's operation in a timely manner. To ensure adequate performance of duties by the Independent Non-executive Directors, the Company will organise on-site visits for the Independent Non-executive Directors and facilitate close communication with the Chief Financial Officer and the auditor.

2. According to records maintained by the Company, the current Directors of the Company received the following training focused on the roles, functions and duties of directors of listed companies in 2020:

Contents Board members	Laws, regulations and rules Reading materials	 Attendance at talks or seminars
Chairman and Executive Director		
Li Zixue	√	—
Executive Director		
Xu Ziyang	√	—
Gu Junying	√	—
Non-executive Director		
Li Buqing	√	√
Zhu Weimin	√	—
Fang Rong	√	—
Independent Non-executive Director		
Cai Manli	√	√
Gordon Ng	√	—
Zhuang Jiansheng	√	√

3. Whenever the Directors of the Company are required to provide an opinion in relation to matters including the provision of third-party guarantees, appropriation of funds, connected transactions, share option incentive schemes and Management Stock Ownership Scheme, the Company would engage relevant independent professional bodies, such as auditors or lawyers, to provide independent professional advice so as to assist the Directors in performing their duties.

4. In connection with potential legal risks arising from the performance of duties by the Directors, Supervisors and senior management, the "Resolution on Authorisation for the Purchase of Directors', Supervisors' and Senior Management's Liability Insurance"" was considered and passed at the First Extraordinary General Meeting of 2019 held on 20 March 2019. With the mandate of the general meeting, the "Resolution on Renewal of Directors', Supervisors' and Senior Management's Liability Insurance" was considered and passed at the Twenty-fourth Meeting of the Eighth Session of the Board of Directors held on 25 September 2020.

III. Specialised Committees under the Board of Directors

There are 4 specialised committees under the Board of Directors of the Company, namely the Remuneration and Evaluation Committee, Nomination Committee, Audit Committee and Export Compliance Committee. Specific working rules have been formulated for each of the specialised committees, stipulating, among other things, the duties and powers of these committees. The working rules of each of the specialised committees have been posted on the website of the Hong Kong Stock Exchange and the website of the Company. The order of meeting for the specialised committees is conducted in accordance with the provisions of the "Working Rules for the Remuneration and Evaluation Committee of the Board of Directors", "Working Rules for the Nomination Committee of the Board of Directors", "Working Rules for the Audit Committee of the Board of Directors" and "Working Rules for the Export Compliance Committee of the Board of Directors", respectively, and is implemented by reference to the statutory procedures for meetings of the Board of Directors.

(I) The Remuneration and Evaluation Committee

1. Roles and functions of the Remuneration and Evaluation Committee

The Remuneration and Evaluation Committee is primarily responsible for determining and reviewing specific remuneration packages and performances of the Directors and senior management of the Company based on the policies and structures for the management of remuneration and performance of Directors and senior management laid down by the Board of Directors, and conducting appraisal of the performance of Executive Directors.

2. Members and Meetings of the Remuneration and Evaluation Committee

The Remuneration and Evaluation Committee of the Eighth Session of the Board of Directors of the Company comprised 5 members, including 3 Independent Non-executive Directors, 1 Non-executive Directors and 1 Executive Director. As at the end of the year, the convenor of the Remuneration and Evaluation Committee of the Eighth Session of the Board of Directors was Ms. Cai Manli, Independent Non-executive Director. Members of the committee included Mr. Gu Junying, Mr. Zhu Weimin, Mr. Gordon Ng and Mr. Zhuang Jiansheng.

The Remuneration and Evaluation Committee held 4 meetings in 2020. Attendance at the meetings was as follows:

Members of the Remuneration and Evaluation Committee	Attendance in Person	Attendance by Proxy
Cai Manli	4/4	0/4
Gu Junying	4/4	0/4
Zhu Weimin	4/4	0/4
Gordon Ng	4/4	0/4
Zhuang Jiansheng (appointed)	2/2 Note	0/2 Note
Yuming Bao (resigned)	1/2 Note	1/2 Note

Note: The attendance rate is computed on the basis of the number of Remuneration and Evaluation Committee meetings convened during the period of his office.

3. The decision-making process and criteria for determining remuneration for Directors and senior management

The Remuneration and Evaluation Committee makes recommendations to the Board of Directors on the allowances for Directors by reference to the work performance of the Directors of the Company as well as the levels offered by other listed companies in the industry. Such recommendations shall be confirmed upon consideration and approval both by the Board of Directors and the general meeting, namely in the manner set out in Code B.1.2 (c) (ii) of Appendix 14 to the Hong Kong Listing Rules.

The Remuneration and Evaluation Committee conducts annual performance appraisals of the senior management personnel of the Company and determines the remuneration of such senior management personnel based on the results of such appraisals for implementation after consideration and approval by the Board of Directors.

4. Work of the Remuneration and Evaluation Committee during the year

The Remuneration and Evaluation Committee held 4 meetings in 2020 to consider and approve, among others, the performance of and annual bonus amount for senior management personnel for 2019, the 2020 Measures for the Administration of Senior Management's Performance, principles for determining bonuses for the Chairman of the Board of Directors and Chairman of the Supervisory Committee, remuneration budget for 2020, 2020 Share Option Incentive Scheme and Management Stock Ownership Scheme.

(II) The Nomination Committee

1. Roles and functions of the Nomination Committee

The Nomination Committee is primarily responsible for considering standards and procedures for the selection of Directors and senior management of the Company. The committee considers the criteria, procedures and duration of appointment for Directors and senior management of the Company in accordance with relevant laws and regulations and the Articles of Association, taking into account the actual conditions of the Company. The Nomination Committee then submits a proposal to the Board of Directors and general meetings (if applicable) for approval, and implements accordingly.

2. Members and Meetings of the Nomination Committee

The Nomination Committee of the Eighth Session of the Board of Directors of the Company comprises 5 members, including 3 Independent Non-executive Directors, 1 Non-executive Directors and 1 Executive Director. As at the end of the year, the convenor of the Nomination Committee of the Eighth Session of the Board of Directors was Mr. Gordon Ng, Independent Non-executive Director. Members of the committee included Mr. Li Zixue, Ms. Fang Rong, Ms. Cai Manli and Mr. Zhuang Jiansheng.

The Nomination Committee held 1 meeting in 2020. Attendance at the meeting was as follows:

Members of the Nomination Committee	Attendance in Person	Attendance by Proxy
Gordon Ng	1/1	0/1
Li Zixue	1/1	0/1
Fang Rong	1/1	0/1
Cai Manli	1/1	0/1
Zhuang Jiansheng (appointed)	0/0 Note	0/0 Note
Yuming Bao (resigned)	0/1 Note	1/1 Note

Note: The attendance rate is computed on the basis of the number of Nomination Committee meetings convened during the period of his office.

3. The criteria and procedures for the nomination, selection and recommendation of Directors and senior management and the board diversity policy

(1) The Nomination Committee conducts extensive searches for candidates for Directors and senior management both internally in the Company, its subsidiaries or associate companies and externally in the open market after considering the Company's requirements for new Directors and senior management. With the consent of the nominees, a meeting of the Nomination Committee will be convened to examine the qualifications of the shortlisted nominees based on the terms for appointment of Directors and senior management. Prior to the election of new Directors, the Nomination Committee will propose candidates for Directors to the Board of Directors and furnish the Board of Directors with relevant information. Prior to the appointment of new senior management personnel, the Nomination Committee will also propose to the Board of Directors candidates to be appointed as senior management personnel and furnish the Board of Directors with relevant information.

(2) The Nomination Committee shall recommend candidates for Directors and new senior management appointments to the Board of the Directors in accordance with qualifications for directors and senior management set out in, among others, the Company Law, Guiding Opinion of the China Securities Regulatory Commission on the Establishment of the Independent Director System at Listed Companies (《中國證監會關於在上市公司建立獨立董事制度的指導意見》), Measures of the Shenzhen Stock Exchange for the Registration of Independent Directors (《深圳證券交易所獨立董事備案辦法》), the Hong Kong Listing Rules, the Articles of Association and the Rules of Procedures of the Board of Directors.

Corporate Governance Structure

(3) The Nomination Committee has formulated a Board Diversity Policy, which has been set out in the Working Rules of the Nomination Committee of the Board of Directors. The Board Diversity Policy primarily states that the Company considers board diversity in a range of aspects when determining the composition of the Board, including but not limited to age, cultural and education background, professional experience, skills and know-how. All appointments of the Board of Directors are based solely on meritocracy, and candidates are being considered under objective conditions taking into account the benefits of board diversity.

The Company is a world-leading provider of integrated communication and information solutions. In determining the membership of its Board, the Company has taken into full consideration of its business model and sought to appoint directors with backgrounds in expertise such as management, communications, finance, law and compliance, among others. The Company has basically achieved diversity in the composition of its Board. For details, please refer to the section headed "Directors, Supervisors and Senior Management — (I) BRIEF BIOGRAPHIES OF DIRECTORS, SUPERVISORS AND SENIOR MANAGEMENT OF THE COMPANY" in this report.

4. Work of the Nomination Committee during the year

The Nomination Committee held 1 meeting in 2020 to consider and approve the proposed candidate for nomination as Independent Non-executive Director and to discuss the structure, size and composition of the Board.

(III) The Audit Committee

1. Roles and functions of the Audit Committee

The Audit Committee is primarily responsible for making recommendations to the Board of Directors on the appointment and removal, remuneration and terms of engagement of external auditors; supervising the effectiveness of the Company's internal audit system and its implementation; examining the financial information of the Company and its disclosure (including the inspection of the completeness of the Company's financial statements and annual reports and accounts, interim reports and quarterly reports, as well as the review of significant opinions on financial reporting contained in the statements and reports); reviewing the financial controls, internal controls and risk management system of the Company, and examining material connected transactions.

2. Members and Meetings of the Audit Committee

The Audit Committee of the Eighth Session of the Board of Directors of the Company comprised 5 members, including 3 Independent Non-executive Directors and 2 Non-executive Directors. As at the end of the year, the convenor of the Audit Committee of the Eighth Session of the Board of Directors was Ms. Cai Manli, Independent Non-executive Director. Members of the committee included Mr. Li Buqing, Mr. Zhu Weimin, Mr. Gordon Ng and Mr. Zhuang Jiansheng. The composition of the Audit Committee was in compliance with the provisions of Rule 3.21 of the Hong Kong Listing Rules.

The Audit Committee held 7 meetings during 2020. Attendance at the meetings was as follows:

Members of the Audit Committee	Attendance in person	Attendance by proxy
Cai Manli	7/7	0/7
Li Buqing	6/7	1/7
Zhu Weimin	6/7	1/7
Gordon Ng	7/7	0/7
Zhuang Jiansheng (appointed)	3/3 Note	0/3 Note
Yuming Bao (resigned)	3/4 Note	1/4 Note

Note: The attendance rate is computed on the basis of the number of Audit Committee meetings convened during the period of his office.

Corporate Governance Structure

3. Work of the Audit Committee during the year

In 2020, the Audit Committee held 7 meetings to consider and approve audit arrangements, regular financial reports, appointment of reporting accountants, investment in derivatives, investments in securities, connected transactions and the internal control audit report of the Company, and maintained close liaison with the auditors.

For details of work conducted by the Audit Committee of the Company in fulfilment of its duties for reviewing the risk management and internal control systems of the Company during 2020, please refer to "Part II — IX. Risk Management and Internal Control" in this chapter.

(IV) Export Compliance Committee

1. Roles and functions of the Export Compliance Committee

The Export Compliance Committee is principally responsible for regulation over matters pertaining to compliance with export control and economic sanction laws.

2. Members and Meetings of the Export Compliance Committee

The Export Compliance Committee of the Eighth Session of the Board of Directors of the Company comprises 5 members, including 3 Independent Non-executive Directors, 1 Non-executive Director and 1 Executive Director. As at the end of the year, the chair of the Export Compliance Committee of the Eighth Session of the Board of Directors was Mr. Zhuang Jiansheng, Independent Non-executive Director, and its members included Mr. Li Zixue, Ms. Fang Rong, Ms. Cai Manli and Mr. Gordon Ng.

The Export Compliance Committee held 4 meetings during 2020. Attendance at the meetings was as follows:

Export Compliance Committee	Attendance in person	Attendance by proxy
Zhuang Jiansheng (appointed)	3/3 Note	0/3 Note
Li Zixue	4/4	0/4
Fang Rong	4/4	0/4
Cai Manli	4/4	0/4
Gordon Ng	4/4	0/4
Yuming Bao (resigned)	1/1 Note	0/1 Note

Note: The attendance rate is computed on the basis of the number of Export Compliance Committee meetings convened during the period of his office.

3. Work of the Export Compliance Committee during the year

In 2020, the Export Compliance Committee held 4 meetings to consider matters pertaining to the Company's export compliance.

(V) Corporate governance functions

The Board of Directors is charged with duties in corporate governance, procuring the management to establish a compliant organisational structure and regime and to abide by the Corporate Governance Code and other laws and regulations relevant to corporate governance in day-to-day management. During the year, the Board of Directors examined the Company's compliance with corporate governance policies and codes. In accordance with the Articles of Association and Rules of Procedure of the Board Meetings, the Board of Directors is responsible for the following corporate governance functions:

1. Formulating and reviewing the corporate governance policies and practices of the Company;

2. Reviewing and monitoring training and continuous professional development of the Directors and senior management;

3. Reviewing and monitoring the Company's policies and practices in compliance with legal and regulatory provisions;

Corporate Governance Structure

4. Formulating, reviewing and monitoring the code of conduct and compliance guide for employees and Directors (if any); and

5. Reviewing the Company's compliance with the Corporate Governance Code set out in Appendix 14 to the Hong Kong Listing Rules and the disclosures in its corporate governance report.

IV. Remuneration and Interests of Directors, Supervisors and Chief Executive Officer

(I) Remuneration

Please refer to the section of this report headed "Directors, Supervisors, Senior Management and Employees — (II) Changes in the Shareholdings and Share Options of and Annual Remuneration of the Company's Directors, Supervisors, Senior Management" for details of the annual remuneration of the Directors, Supervisors and senior management of the Company.

Further details of the remuneration of Directors and Supervisors for 2020 are set out in Note 9 to the financial statements prepared in accordance with HKFRSs.

(II) Interests

1. Service contracts and contractual interests of Directors and Supervisors

The Company did not enter into any service contract which is not determinable by the Company within one year without payment of compensation (other than statutory compensation) with any Director or Supervisor.

2. Interests of Directors and Supervisors or entities which are connected to the Directors and Supervisors in transactions, arrangements and contracts

None of the Directors and Supervisors of the Company or entities which are connected to the Directors and Supervisors was or had been materially interested, either directly or indirectly, in any transactions, arrangements and contracts of significance to which the Group is a party subsisting during or at the end of 2020.

3. Interests of Directors, Supervisors and Chief Executive Officer in shares or debentures

The interests in shares of the Company held by Directors, Supervisors and Chief Executive Officer of the Company as at 31 December 2020 are set out in the section of this report headed "Directors, Supervisors, Senior Management and Employees — (II) Changes in the Shareholdings and Share Options of and Annual Remuneration of the Company's Directors, Supervisors, Senior Management."

Save as disclosed above, as at 31 December 2020, none of the Directors, Supervisors and Chief Executive Officer of the Company had any interest or short position in the shares, underlying shares and debentures of the Company and its associated corporations (within the meaning of Part XV of the SFO) that is required to be recorded in the register to be kept under Section 352 of the SFO, or otherwise notified to the Company and the Hong Kong Stock Exchange pursuant to the Model Code for Securities Transactions by Directors of Listed Issuers (the "Model Code") as set out in Appendix 10 to the Hong Kong Listing Rules.

Save as disclosed above, as at 31 December 2020, none of the Directors, Supervisors or the Chief Executive Officer of the Company, or their respective spouses or children under the age of 18 had been granted or had exercised any rights to subscribe for the share capital or debentures of the Company or its associated corporations.

4. Securities transactions by Directors and Supervisors

The Directors and Supervisors of the Company confirmed that the Company has adopted the Model Code. Upon due enquiry with all Directors and Supervisors of the Company, the Company is not aware of any information that reasonably indicates non-compliance with code provisions set out in the Model Code by any Director or Supervisor during the year.

Corporate Governance Structure

V. Remuneration Package and Retirement Benefits for Employees

The remuneration package for the Group's employees includes salary, bonuses and allowances. Our employees are also entitled to accident insurance, business travel insurance, housing subsidies, retirement and other benefits. In accordance with relevant regulations of countries where the employees are located, the Group also participates in social insurance plans organised by the relevant government authorities, under which the Group makes contributions towards each employee's social insurance fund in an amount equivalent to a specified percentage of his/her monthly salaries. Further details of the remuneration of top 5 employees of the Company for 2020 are set out in Note 10 to the financial statements prepared in accordance with HKFRSs.

Details of staff retirement benefits provided by the Group are set out in Note 37 to the financial statements prepared in accordance with HKFRSs.

VI. Auditors' Remuneration

Ernst & Young Hua Ming LLP ("Ernst & Young Hua Ming") and Ernst & Young acted as the Group's PRC and Hong Kong auditors, respectively.

Ernst & Young Hua Ming has been appointed the Company's PRC auditor for 16 consecutive years since 2005. Ernst & Young has been appointed the Company's Hong Kong auditor for 17 consecutive years since 2004. The undersigning accountants of Ernst & Young Hua Ming are Mr. Li Jianguang and Ms. Ma Jing. Mr. Li Jianguang has been providing audit services to the Company for 1 year and the year under review was the first year for which he acted in the capacity of undersigning accountant. Ms. Ma Jing has been providing audit services to the Company for 8 years and the year under review was the fifth year for which she acted in the capacity of undersigning accountant.

Financial report audit fees payable to the PRC auditor and the Hong Kong auditor for 2020 were paid on a consolidated basis, whereby an aggregate audit fee of RMB8.10 million was paid to Ernst & Young Hua Ming and Ernst & Young.

Ernst & Young Hua Ming was appointed the Company's internal control auditor for 2020. The amount of 2020 internal control audit fee paid to Ernst & Young Hua Ming by the Company was RMB1.20 million.

In 2020, Ernst & Young provided audit services to ZTE HK for a fee of RMB546,000; Ernst & Young Hua Ming provided audit services to other subsidiaries of the Company for an audit fee of RMB1,124,700.

In 2020, Ernst & Young Hua Ming provided authentication services for the audit, capital verification and replacement report in relation to the Company's non-public issuance of A shares for an authentication fee of RMB1.10 million; Ernst & Young provided tax return and tax advisory services to the Company and ZTE HK for a fee of HKD80,400.

Item	Amount	Auditor
Audit fees 2020	RMB8.10 million	Ernst & Young Hua Ming (PRC) Ernst & Young (Hong Kong)
Internal control audit fees 2020	RMB1.20 million	Ernst & Young Hua Ming
Audit fees 2020 for ZTE HK	RMB546,000	Ernst & Young
Audit fees 2020 for other subsidiaries of the Group	RMB1,124,700	Ernst & Young Hua Ming
Authentication fees for the audit, capital verification and replacement report in relation to the non-public issuance of A shares in 2020	RMB1.10 million	Ernst & Young Hua Ming
Fees for tax return and tax advisory services 2020	HKD80,400	Ernst & Young

Corporate Governance Structure

VII. Company Secretary

The Company Secretary (Mr. Ding Jianzhong) is responsible for facilitating the procedures of the Board of Directors of the Company and communications among Directors, between Directors and shareholders and among the management. A brief biography of the Company Secretary is set out in the section of this report headed "Directors, Supervisors, Senior Management and Employees (I) Brief Biographies of Directors, Supervisors and Senior Management". In 2020, the Company Secretary received more than 15 hours of training to update his professional skills and expertise.

VIII. Accountability and Audit

The Directors of the Company confirm that they are responsible for preparing the accounts and providing balanced, objective assessments which are clear and easy to understand in the consolidated financial statements of the annual reports, interim reports and quarterly reports, other inside information announcements and other financial disclosures required under the Hong Kong Listing Rules, and disclosing information to regulatory authorities in accordance with statutory requirements.

The Directors confirmed that they were not aware of significant uncertainties or conditions that might have an adverse material impact on the ability of the Company to operate as a going concern, in relation to which a clear disclosure and detailed discussion which must be provided in the corporate governance report.

A statement of the Company's Hong Kong auditor on its reporting responsibility and views on the financial statements of the Company for the year ended 31 December 2020 is set out in the Independent Auditors' Report on page 321–329 of this report.

IX. Risk Management and Internal Control

The Board of Directors of the Company is responsible for reviewing the Company's risk management and internal control systems to ensure their effective implementation. The Board of Directors has delegated to the Audit Committee the responsibility for reviewing the effectiveness of the risk management and internal control systems of the Company and its subsidiaries. The Board of Directors shall ensure the adequacy of resources, staff qualifications and experience for accounting, internal audit and financial reporting functions, and of the training and budget for staff training.

During the year, the Audit Committee under the Board of Directors of the Company held three meetings to review controls over financial, operational and compliance matters of the Company and its subsidiaries and to consider whether the risk management and internal control systems had been operating effectively and what further improvements could be made, and reported their findings to the Board of Directors of the Company, in accordance with relevant laws and regulations.

The Company has developed and made ongoing improvements to its risk management and internal control systems featuring primarily a "three-tier protection" as follows: the first line of protection involves the business units and functional departments as the main units responsible for the implementation of risk management and internal control. The second line of protection involves the Internal Control Committee of the Company, which is the unit responsible for decision-making, planning, supervision, direction and enforcement in respect of risk management and internal control. The third line of protection is formed by the Audit Committee and the audit department as the supervisory unit for risk management and internal control responsible for internal audit.

Corporate Governance Structure

The Company has formulated and put into implementation the ZTE Risk Management Regulations to further define risk management organisation and duties at various levels and optimise the risk evaluation standards and risk management processes of the Company. The Company has also formulated and put into implementation of the ZTE Administrative Measures for Driving Rectifications of Internal Control Deficiencies to optimise the entire process covering the confirmation of internal control deficiencies, control over rectification plans, tracking of rectification processes and closing of rectification results. The Company reviews annually the effectiveness of its risk management and internal control systems and the implementation processes and outcomes of the annual risk management and internal control action plans based on the ZTE Risk Management Regulations and Basic Rules for Corporate Internal Control with reference to the Internal Control Handbook.

The Company has formulated and put into implementation the Administrative Rules for Information Disclosure to strengthen the duty of the Company's internal institutions and staff for information disclosure and to ensure that the information disclosure of the Company is true, accurate, complete and timely. The Company has formulated and put into implementation the System of Registration of Owners of Inside Information to regulate administration of the Company's inside information, procure confidentiality of the inside information and safeguard the principle of fairness in information disclosure. During the year, the Company implemented the aforesaid systems in a meticulous manner and rigorously conducted the administration of inside information.

The risk management and internal control systems of the Company have been designed to provide reasonable (but not absolute) assurance against material misstatements or losses and to manage (but not eliminate) risks associated with the malfunctioning of operating systems or failure to attain the Company's objectives. The Board of Directors of the Company has reviewed the effectiveness of the risk management and internal control systems of the Company and its subsidiaries and is of the view that the risk management and internal control systems had been effective and adequate throughout the financial year ended 31 December 2020.

During the year, the Company performed self-inspection on its corporate governance and self-assessment on its internal control. An assessment report on internal control has been prepared as a result. For details of the Company's internal control in 2020, please refer to the section headed "Part I. VIII — Internal Control" in this chapter.

Report of the PRC Auditors

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
ZTE CORPORATION

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To the Shareholders of ZTE Corporation:

I. AUDIT OPINION

We have audited the accompanying financial statements of ZTE Corporation which comprise the consolidated and company balance sheets as at 31 December 2020, the consolidated and company income statements, statement of changes in equity and cash flow statement for the year ended 31 December 2020 and notes to the financial statements.

In our opinion, the accompanying financial statements of ZTE Corporation have been prepared in accordance with the PRC ASBEs in all material aspects and give a true and fair view of the consolidated and company financial position of ZTE Corporation as at 31 December 2020 and the consolidated and company results of operation and cash flows of ZTE Corporation for the year ended 31 December 2020.

II. BASIS FOR OPINION

We conducted our audit in accordance with the China Standards on Auditing ("CSAs"). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report. We are independent of ZTE Corporation in accordance with the Code of Ethics for PRC certified accountants and we have fulfilled our other ethical responsibilities. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

III. KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the Auditor's responsibilities for the audit of the consolidated financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying financial statements as a whole.

Report of the PRC Auditors

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
ZTE CORPORATION

III. KEY AUDIT MATTERS (continued)

Key audit matter:	How our audit addressed the key audit matter:
Revenue recognition of telecommunication system construction contract	
Revenue generated from telecommunication system construction contract recognised amounted to RMB63,970,456,000, representing 63% of the total revenue, in the consolidated financial statements and RMB67,612,135,000, representing 72% of the total revenue, in the company financial statements for 2020. Such contracts consisted a number of performance obligations for goods and services including mainly sales of equipment and installation services, among others. Significant judgements and estimates by the management are required for the revenue recognition of telecommunication system construction contracts I. Whether the promised goods or services represent separate performance obligations. In making such judgment, the management needs to assess whether the promised goods or services are distinct. II. Whether each distinct performance obligation is satisfied over time or at a point in time. The management needs to consider how the promised goods or services is being delivered to customers. III. To allocate the transaction price to each performance obligation on the basis of the relative stand-alone selling prices of the distinct good or service underlying each performance obligation, the management adopts the cost plus approach, which is primarily based on historic data, past experience, parts and configuration of the projects and the evaluation of risk and uncertainty inherent in the arrangement.	Our audit procedures mainly included: We evaluated the process of revenue recognition of telecommunication system construction contracts and the related internal controls, assessed the Group's accounting policies, and tested the effectiveness of the design and execution of key internal controls. We performed tests of details on the recognition of revenue from telecommunication system construction contract on a sampling basis: In respect of the judgement on whether a performance obligation is distinct and on the timing of the transfer of control, we have assessed the management's judgement, assumptions and methodology upon which it is based, as well as reviewed the key terms of the contract. In respect of the allocation of transaction price, we have assessed the expected cost margin approach and compared the major parameters (e.g., cost, gross margin percentage, etc.) used in the model against historical data. In respect of contract modification, we have examined the supplemental agreements signed with customers and assessed the methods for allocating transaction prices between the delivered and undelivered performance obligations; for contract modification of which amount has yet to be confirmed, we have assessed the key assumptions on which the management's estimates are based.

Report of the PRC Auditors

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
ZTE CORPORATION

III. KEY AUDIT MATTERS (continued)

Key audit matter:	How our audit addressed the key audit matter:

Revenue recognition of telecommunication system construction contract (continued)

IV. For contract modification, the management needs to judge whether this constitute new distinct goods or services and whether satisfied and unsatisfied performance obligation are distinct from each other on the date of modification, in order to allocate the modified transaction prices appropriately between the delivered and undelivered performance obligation. When changes in the corresponding transaction price are yet to be confirmed, the management needs to make estimations on the change in transaction price caused by contract modification.

In view of the above, the revenue recognition of telecommunication system construction contracts is relatively complicated, we have identified the recognition of revenue from telecommunication system construction as a key audit matter.

For disclosure of our policy for the revenue recognition, please refer to Note III.24; for disclosure of judgements and estimates for revenue recognition, please refer to Note III.32; for disclosure of categories of revenue, please refer to Note V.40; for disclosure of contract assets, please refer to Note V.8; for disclosure of contract liabilities, please refer to V.24.

Report of the PRC Auditors

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III. KEY AUDIT MATTERS (continued)

Key audit matter:	How our audit addressed the key audit matter:
Expected credit loss of trade receivables and contract assets	
The carrying amount of trade receivables (long-term trade receivables included) and contract assets as at 31 December 2020 was approximately RMB27,497,009,000, representing 18% of total assets on the consolidated financial statements and RMB31,398,185,000, representing 21% of total assets on the company financial statements. In accordance with "ASBE No.22 — Recognition and measurement of financial instruments (Revised 2017) since 1 January 2018. Impairment losses of trade receivables and contact assets are accounted for using the expected credit loss ("ECL") approach. For trade receivables and contract assets that contain a significant financing component, ZTE Corporation elects to measure loss provision based on the ECL amount for the whole period, therefore the loss provision for all trade receivables and contract assets shall be measured on the basis of the ECL amount for the whole period. The Management assesses the ECL of some trade receivables and contract assets individually and others by group. For trade receivables or contract assets that are individually significant with objective evidence that the credit risk are obviously different from others, ECL is measured as the shortfall between the present value of all contract cashflow receivable and the present value of all contract cashflow expected to be received under the individual contract.	Our audit procedure mainly included: We evaluated the processes relating to the ECL of trade receivables and contract assets and the related internal controls, tested the effectiveness of design and execution of key internal controls. For ECL of individually assessed trade receivables and contract assets, we have examined on a sampling basis the objective evidence relating to the impairment of trade receivables and contract assets and the key assumptions used in the estimate of the present value of all cash shortfalls. We have also reviewed whether amounts have been recovered after the end of reporting period. For other trade receivables and contract assets, we have assessed whether the provision matrix established by the management was in compliance with the ECL approach and assessed the key parameters used in the provision matrix including mainly: credit rating, historical rates of bad debts, migration rates and forward-looking information, etc. We have obtained debtors' credit information on a sampling basis to ascertain whether the classification of debtors is in compliance with the Group's policy. We have tested the management's ageing analysis based on days past due by examining the original documents (such as bills and bank deposit advices). We have recalculated the ECL of each type of trade receivables and contract assets according to the provision matrix.

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III. KEY AUDIT MATTERS (continued)

Key audit matter:	How our audit addressed the key audit matter:
Expected credit loss of trade receivables and contract assets (continued)	
For others trade receivables and contract asset, ECLs are assessed by groups with past due information in response to credit risk characteristics of different debtors. The management has established a provision matrix based on days past due for customers of different credit standings by reference to its historical credit loss experience, on the basis of which ECL is estimated. In assessing the ECL, the management takes into consideration past events, current conditions and reasonable and well-founded information on future economic forecasts. The ECL of trade receivables and contract assets has a significant impact on the financial statements and is subject to significant management judgement estimation. Accordingly, the ECL of trade receivables and contract assets was identified as a key audit matter. *For disclosure on estimations of trade receivable and contract asset impairment provision, please refer to Note III.9; for disclosure of significant accounting judgements and estimates for trade receivable and contract asset impairment, please refer to Note III.32; for disclosure of the amount of bad debt provision for trade receivables and long-term receivables, please refer to Note V. 4A and 9; for disclosure of contract asset impairment provision, please refer to Note V.8.*	

Report of the PRC Auditors

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
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III. KEY AUDIT MATTERS (continued)

Key audit matter:	How our audit addressed the key audit matter:
Impairment provision for inventories	
As at 31 December 2020, the carrying amount of inventories was RMB33,689,306,000, representing 22% of total assets, on the consolidated financial statements and RMB18,444,527,000, representing 12% of total assets, on the company financial statements. The impairment provision of inventories was made based on their respective estimated net realisable value. The assessment of the estimated net realisable value was calculated based on the management's estimated selling prices, estimated costs to be incurred upon completion of production, costs to be incurred to make the sale and the relevant tax. The estimated selling price is determined with reference to the contract price if the inventories are held for particular contracts. For those which are not earmarked to particular contracts or held for contracts which were cancelled or modified, the management will estimate their respective realisable value based on judgments on the method by which they subsequently realised. The amount of inventory impairment loss has a significant impact on the financial statements and is subject to significant management judgements and estimates. Therefore, impairment provision for inventories was identified as a key audit matter. *For disclosure of the accounting policy on impairment provision please refer to Note III.10; for disclosure of significant judgement and estimates on impairment provision please refer to Note III.32; for disclosure of impairment provision for inventories, please refer to Note V.7.*	Our audit procedure mainly included: We obtained an understanding of the processes of impairment provision of inventories and the related internal controls; performed testing on key controls to assess the design and execution effectiveness of key internal controls. We observed the stocktaking process to ascertain whether the damaged, slow-moving and obsolete inventories were identified. We tested the aging analysis of inventories by checking the original documents. We evaluated the key assumptions, such as selling prices, cost to be incurred upon completion, selling expense and the relevant taxes, which were used by the management in calculating net realisable value. For inventories held for particular contracts, we checked the respective contract price on a sampling basis. For those without earmarked prices or was cancelled/modified, we inspected key assumptions used by management in estimating the recoverable amount on a sampling basis and checked whether inventories were sold subsequent to the reporting period.

Report of the PRC Auditors

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
ZTE CORPORATION

IV. OTHER INFORMATION

The management of ZTE Corporation are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

V. RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The management of the Company are responsible for the preparation of the financial statements that give a true and fair view in accordance with the PRC ASBEs and for such internal control as is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the management of the Company are responsible for assessing ZTE Corporation's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless there are plans for liquidation or cessation or there are no other realistic alternatives.

The governance body of the Company is responsible for overseeing ZTE Corporation's financial reporting process.

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
ZTE CORPORATION

VI. AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with audit standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with audit standards, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

(1) Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

(2) Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances.

(3) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

(4) Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on ZTE Corporation's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to issue a qualified opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause ZTE Corporation to cease to continue as a going concern.

(5) Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

(6) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within ZTE Corporation to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the governance body regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report of the PRC Auditors

Ernst & Young Hua Ming (2021) Shen Zi No. 60438556_H01
ZTE CORPORATION

VI. AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

We also provide the governance body with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with the governance body, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Ernst & Young Hua Ming LLP PRC certified public accountant	PRC certified public accountant: **Li Jianguang (李劍光)** (Partner in charge)
	PRC certified public accountant: **Ma Jing (馬婧)**
Beijing, PRC	16 March 2021

Consolidated Balance Sheet

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

Assets	Note V	31 December 2020	31 December 2019
Current assets			
Cash	1	**35,659,832**	33,309,347
Trading financial assets	2	**1,036,906**	560,662
Derivative financial assets	3	**36,118**	106,065
Trade receivables	4A	**15,891,020**	19,778,280
Receivable financing	4B	**1,970,624**	2,430,389
Factored trade receivables	4A	**199,872**	308,710
Prepayments	5	**321,792**	402,525
Other receivables	6	**1,152,479**	1,023,271
Inventories	7	**33,689,306**	27,688,508
Contract assets	8	**8,926,411**	9,537,850
Other current assets	20	**8,092,915**	7,421,567
Total current assets		**106,977,275**	102,567,174
Non-current assets			
Long-term receivables	9	**2,679,578**	2,819,606
Factored long-term receivables	9	**347,920**	200,671
Long-term equity investments	10	**1,713,803**	2,327,288
Other non-current financial assets	11	**1,536,741**	1,594,254
Investment properties	12	**2,035,234**	1,957,242
Fixed assets	13	**11,913,942**	9,383,488
Construction in progress	14	**1,039,900**	1,171,716
Right-of-use assets	15	**1,047,210**	1,063,781
Intangible assets	16	**9,367,282**	7,718,820
Development costs	17	**2,072,857**	1,876,409
Goodwill	18	**186,206**	186,206
Deferred tax assets	19	**3,437,101**	2,511,372
Other non-current assets	20	**6,279,857**	5,824,108
Total non-current assets		**43,657,631**	38,634,961
TOTAL ASSETS		**150,634,906**	141,202,135

The notes to the financial statements appended hereto form part of these financial statements.

Consolidated Balance Sheet

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

Liabilities	Note V	**31 December 2020**	31 December 2019
Current liabilities			
Short-term loans	21	**10,559,160**	26,645,966
Bank advances on factored trade receivables	4A	**201,484**	310,024
Derivative financial liabilities	22	**153,961**	126,223
Bills payable	23A	**11,364,056**	9,372,940
Trade payables	23B	**17,151,733**	18,355,610
Contract liabilities	24	**14,998,172**	14,517,057
Salary and welfare payables	25	**10,545,495**	8,954,005
Taxes payable	26	**878,201**	888,848
Other payables	27	**4,352,802**	4,621,118
Provisions	28	**2,085,234**	1,966,464
Non-current liabilities due within one year	29	**2,104,677**	612,261
Total current liabilities		**74,394,975**	86,370,516
Non-current liabilities			
Long-term loans	30	**22,614,304**	10,045,093
Bank advances on factored long-term trade receivables	9	**353,446**	200,858
Lease liabilities	31	**718,186**	645,294
Provision for retirement benefits	25	**144,250**	144,505
Deferred income		**2,228,313**	2,656,024
Deferred tax liabilities	19	**134,317**	172,060
Other non-current liabilities	32	**3,924,609**	3,013,487
Total non-current liabilities		**30,117,425**	16,877,321
Total liabilities		**104,512,400**	103,247,837

The notes to the financial statements appended hereto form part of these financial statements.

Consolidated Balance Sheet

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

Shareholder's equity	Note V	31 December 2020	31 December 2019
Shareholder's equity			
Share capital	33	**4,613,435**	4,227,530
Capital reserves	34	**23,275,810**	12,144,432
Less: treasury stock	35	**114,766**	—
Other comprehensive income	36	**(2,270,622)**	(2,000,980)
Surplus reserve	37	**2,968,473**	2,775,521
Retained profits	38	**14,824,478**	11,680,365
Total equity attributable to holders of ordinary shares of the parent		**43,296,808**	28,826,868
Other equity instruments			
Including: perpetual capital instruments	39	**—**	6,252,364
Non-controlling interests		**2,825,698**	2,875,066
Total shareholders' equity		**46,122,506**	37,954,298
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**150,634,906**	141,202,135

The notes to the financial statements appended hereto form part of these financial statements.

The financial statements have been signed by:

Legal Representative:	Chief Financial Officer:	Head of Finance Division:
Li Zixue	Li Ying	Xu Jianrui

Consolidated Income Statement

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

	Note V	2020	2019
Operating revenue	40	**101,450,670**	90,736,582
Less: Operating costs	40	**69,379,215**	57,008,377
Taxes and surcharges	41	**684,617**	930,511
Selling and distribution costs	42	**7,578,837**	7,868,722
Administration expenses	43	**4,994,996**	4,772,823
Research and development costs	44	**14,797,025**	12,547,898
Finance costs	45	**420,537**	965,955
Including: Interest expense		**1,495,660**	1,718,187
Interest income		**1,238,753**	931,929
Add: Other income	46	**1,572,666**	1,695,878
Investment income	47	**906,406**	249,445
Including: Share of losses of associates and joint ventures		**(420,515)**	(675,616)
Losses from derecognition of financial assets at amortised cost		**(187,525)**	(209,387)
Gain/(losses) from changes in fair values	48	**39,023**	(213,992)
Credit impairment losses	49	**(433,103)**	(1,933,779)
Asset impairment losses	50	**(209,715)**	(1,575,702)
Gains from asset disposals	51	**—**	2,688,036
Operating profit		**5,470,720**	7,552,182
Add: Non-operating income	52	**237,759**	183,700
Less: Non-operating expenses	52	**644,313**	574,212
Total profit		**5,064,166**	7,161,670
Less: Income tax	54	**342,474**	1,385,001
Net profit		**4,721,692**	5,776,669
Analysed by continuity of operations			
Net profit from continuing operations		**4,721,692**	5,776,669
Analysed by ownership			
Holders of ordinary shares of the parent		**4,259,752**	5,147,877
Holders of perpetual capital instruments		**16,236**	348,600
Non-controlling interests		**445,704**	280,192

The notes to the financial statements appended hereto form part of these financial statements.

Consolidated Income Statement

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

	Note V	2020	2019
Other comprehensive income, net of tax		**(295,330)**	49,441
Other comprehensive income attributable to holders of ordinary shares of the parent company, net of tax	36	**(269,642)**	46,581
Other comprehensive income that cannot be reclassified to profit or loss			
Share of investee results in other comprehensive income under equity method which will not be reclassified to profit and loss		**–**	–
Change in net assets arising from the re-measurement of defined benefit plans		**350**	(7,599)
		350	(7,599)
Other comprehensive income that will be reclassified to profit or loss			
Exchange differences on translation of foreign operations		**(269,992)**	54,180
		(269,992)	54,180
Other comprehensive income attributable to non-controlling interests, net of tax		**(25,688)**	2,860
Total comprehensive income		**4,426,362**	5,826,110
Attributable to:			
Holders of ordinary shares of the parent		**3,990,110**	5,194,458
Holders of perpetual capital instruments		**16,236**	348,600
Non-controlling interests		**420,016**	283,052
Earnings per share (RMB/share)			
Basic	55	**RMB0.92**	RMB1.22
Diluted	55	**RMB0.92**	RMB1.22

The notes to the financial statements appended hereto form part of these financial statements.

Consolidated Statement of Changes in Equity

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

2020

	Equity attributable to holders of ordinary shares of the parent							Other equity instruments		
	Share capital	Capital reserves	Less: treasury stocks	Other comprehensive income	Surplus reserve	Retained profits	Sub-total	Including: Perpetual capital instruments	Non-controlling interests	Total shareholders' equity
I. Closing balance of previous year	4,227,530	12,144,432	–	(2,000,980)	2,775,521	11,680,365	28,826,868	6,252,364	2,875,066	37,954,298
II. Changes during the year										
(I) Total comprehensive income	–	–	–	(269,642)	–	4,259,752	3,990,110	16,236	420,016	4,426,362
(II) Shareholder's capital injection and capital reduction										
1. Ordinary share capital injection from shareholders	385,905	11,206,155	–	–	–	–	11,592,060	–	437,145	12,029,205
2. Share-based payment included in shareholders' equity	–	188,797	–	–	–	–	188,797	–	–	188,797
3. Capital reduction by shareholders	–	–	–	–	–	–	–	–	(384,274)	(384,274)
4. Acquisition of non-controlling interests	–	(458,009)	–	–	–	–	(458,009)	–	(288,333)	(746,342)
5. Redemption of perpetual instruments	–	(80,000)	–	–	–	–	(80,000)	(5,920,000)	–	(6,000,000)
6. Others	–	274,435	(114,766)	–	–	–	159,669	–	–	159,669
(III) Profit appropriation										
1. Surplus reserve	–	–	–	–	192,952	(192,952)	–	–	–	–
2. Distribution to shareholders	–	–	–	–	–	(922,687)	(922,687)	(348,600)	(233,922)	(1,505,209)
III. Closing balance of the year	4,613,435	23,275,810	(114,766)	(2,270,622)	2,968,473	14,824,478	43,296,808	–	2,825,698	46,122,506

2019

	Equity attributable to holders of ordinary shares of the parent						Other equity instruments		
	Share capital	Capital reserves	Other comprehensive income	Surplus reserve	Retained profits	Sub-total	Including: Perpetual capital instruments	Non-controlling interests	Total shareholders' equity
I. Closing balance of previous year	4,192,672	11,444,456	(2,047,561)	2,324,748	6,983,261	22,897,576	6,252,364	3,810,735	32,960,675
Add: Others	–	–	–	(1,441)	1,441	–	–	–	–
Opening balance of the year as adjusted	4,192,672	11,444,456	(2,047,561)	2,323,307	6,984,702	22,897,576	6,252,364	3,810,735	32,960,675
II. Changes during the year									
(I) Total comprehensive income	–	–	46,581	–	5,147,877	5,194,458	348,600	283,052	5,826,110
(II) Shareholder's capital injection and capital reduction									
1. Ordinary share capital injection from shareholders	34,858	943,559	–	–	–	978,417		112,167	1,090,584
2. Equity settled share expenses charged to equity	–	(148,435)	–	–	–	(148,435)		–	(148,435)
3. Capital reduction by shareholders	–		–	–	–	–	–	(820,451)	(820,451)
4. Acquisition of non-controlling interests		(95,148)				(95,148)		(29,856)	(125,004)
(III) Profit appropriation									
1. Surplus reserve	–	–	–	452,214	(452,214)	–	–	–	–
2. Distribution to shareholders	–	–	–	–	–	–	(348,600)	(480,581)	(829,181)
III. Closing balance of the year	4,227,530	12,144,432	(2,000,980)	2,775,521	11,680,365	28,826,868	6,252,364	2,875,066	37,954,298

The notes to the financial statements appended hereto form part of these financial statements.

Consolidated Cash Flow Statement

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

		Note V	2020	2019
I.	**Cash flows from operating activities**			
	Cash received from sale of goods or rendering of services		114,716,078	95,558,437
	Refunds of taxes		3,985,133	4,408,771
	Cash received relating to other operating activities		6,771,002	5,372,061
	Sub-total of cash inflows		125,472,213	105,339,269
	Cash paid for goods and services		79,466,978	63,769,922
	Cash paid to and on behalf of employees		18,795,464	15,605,420
	Cash paid for various types of taxes		6,599,758	7,821,369
	Cash paid relating to other operating activities		10,377,362	10,696,004
	Sub-total of cash outflows		115,239,562	97,892,715
	Net cash flows from operating activities	57	10,232,651	7,446,554
II.	**Cash flows from investing activities**			
	Cash received from sale of investments		6,509,874	1,956,504
	Cash received from return on investment		273,809	210,091
	Net cash received from the disposal of fixed assets, intangible assets and other long-term assets		9,398	1,883,702
	Net cash received from the disposal of subsidiaries and other operating units		251,702	447,907
	Other cash received in relation to investing activities	56	–	65,000
	Sub-total of cash inflows		7,044,783	4,563,204
	Cash paid to acquisition of fixed asset, intangible assets and other long-term assets		6,471,652	6,550,620
	Cash paid for acquisition of investments		7,363,565	1,835,699
	Other cash paid in relation to investing activities	56	34,009	2,200,000
	Cash paid for the acquisition of subsidiaries and other business units, net		257,671	–
	Sub-total of cash outflows		14,126,897	10,586,319
	Net cash flows from investing activities		(7,082,114)	(6,023,115)

The notes to the financial statements appended hereto form part of these financial statements.

Consolidated Cash Flow Statement

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

		Note V	2020	2019
III.	**Cash flows from financing activities**			
	Cash received from capital injection		**14,166,524**	590,720
	Including: Capital injection into subsidiaries by minority shareholders		**2,612,000**	4,570
	Cash received from borrowings		**48,160,989**	45,320,925
	Other cash received in relation to financing activities	56	**6,540**	26,280
	Sub-total of cash inflows		**62,334,053**	45,937,925
	Cash repayment of borrowings		**49,454,964**	36,301,498
	Cash payments for perpetual capital instruments		**6,000,000**	—
	Cash payments for distribution of dividends, profits and for interest expenses		**2,950,970**	2,640,253
	Including: Distribution of dividends, profits by subsidiaries to minority shareholders		**259,200**	480,581
	Other cash paid relating to financing activities	56	**4,218,024**	1,274,456
	Sub-total of cash outflows		**62,623,958**	40,216,207
	Net cash flows from financing activities		**(289,905)**	5,721,718
IV.	**Effect of changes in foreign exchange rate on cash and cash equivalents**		**36,624**	226,532
V.	**Net increase in cash and cash equivalents**		**2,897,256**	7,371,689
	Add: cash and cash equivalents at beginning of year		**28,505,800**	21,134,111
VI.	**Net balance of cash and cash equivalents at the end of year**	57	**31,403,056**	28,505,800

The notes to the financial statements appended hereto form part of these financial statements.

Balance Sheet

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

Assets	Note XV	**31 December 2020**	31 December 2019
Current assets			
Cash		**23,398,960**	13,001,412
Derivative financial assets		**35,995**	103,889
Trade receivables	1	**19,779,132**	24,893,537
Receivable financing		**1,864,477**	1,980,798
Factored trade receivables	1	**178,443**	230,035
Prepayments		**11,779**	7,559
Other receivables	2	**40,271,860**	32,126,268
Inventories		**18,444,527**	19,692,914
Contract assets		**5,180,041**	4,460,977
Other current assets		**3,490,828**	3,516,370
Total current assets		**112,656,042**	100,013,759
Non-current assets			
Long-term trade receivables	3	**6,439,012**	7,736,877
Factored long-term trade receivables	3	**305,062**	200,671
Long-term equity investments	4	**13,475,272**	12,270,582
Other non-current financial assets		**706,117**	725,125
Investment properties		**1,600,000**	1,562,380
Fixed assets		**6,056,830**	5,717,601
Construction in progress		**365,523**	154,636
Right-of-use assets		**372,162**	534,988
Intangible assets		**3,156,323**	3,064,383
Development costs		**314,854**	479,320
Deferred tax assets		**2,244,139**	1,063,838
Other non-current assets		**4,983,901**	4,749,554
Total non-current assets		**40,019,195**	38,259,955
TOTAL ASSETS		**152,675,237**	138,273,714

The notes to the financial statements appended hereto form part of these financial statements.

Balance Sheet

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

Liabilities and shareholders' equity	31 December 2020	31 December 2019
Current liabilities		
Short-term loans	**7,590,608**	11,729,902
Bank advances on factored trade receivables	**180,055**	230,323
Derivative financial liabilities	**140,982**	115,811
Bills payable	**12,884,302**	19,363,815
Trade payables	**44,970,734**	29,734,983
Contract liabilities	**10,202,939**	9,347,162
Salary and welfare payables	**5,782,275**	5,223,312
Taxes payable	**131,279**	97,735
Other payables	**13,871,716**	21,362,474
Provisions	**1,568,818**	1,786,167
Non-current liabilities due within one year	**747,843**	309,489
Total current liabilities	**98,071,551**	99,301,173
Non-current liabilities		
Long-term loans	**16,931,479**	7,550,990
Bank advances on factored long-term trade receivables	**310,588**	200,858
Lease liabilities	**218,235**	337,764
Provision for retirement benefits	**144,250**	144,505
Deferred income	**293,675**	849,320
Other non-current liabilities	**1,798,324**	2,393,468
Total non-current liabilities	**19,696,551**	11,476,905
Total liabilities	**117,768,102**	110,778,078
Shareholders' equity		
Share capital	**4,613,435**	4,227,530
Capital reserves	**21,583,815**	9,996,674
Less: treasury stock	**114,766**	—
Other comprehensive income	**701,136**	696,467
Surplus reserve	**2,306,717**	2,113,765
Retained profits	**5,816,798**	4,208,836
Shareholders' equity attributable to holders of ordinary shares	**34,907,135**	21,243,272
Other equity instruments		
Including: perpetual capital instruments	**—**	6,252,364
Total shareholders' equity	**34,907,135**	27,495,636
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY	**152,675,237**	138,273,714

The notes to the financial statements appended hereto form part of these financial statements.

Income Statement

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

	Note XV	2020	2019
Operating revenue	5	**94,147,280**	80,177,614
Less: Operating costs	5	**81,047,285**	65,054,578
Taxes and surcharges		**194,958**	446,433
Selling and distribution costs		**4,578,571**	4,498,782
Administrative expenses		**4,099,577**	3,917,938
Research and development costs		**3,371,221**	3,267,566
Finance costs		**885,257**	476,385
Including: Interest expense		**1,070,039**	994,596
Interest income		**737,628**	482,275
Add: Other income		**349,010**	236,919
Investment income	6	**2,065,939**	7,751,031
Including: Share of losses of associates and joint ventures	6	**(408,440)**	(159,135)
Losses from derecognition of financial assets at amortised cost		**(65,131)**	(95,861)
(Losses) from changes in fair values		**(41,334)**	(41,547)
Credit impairment losses		**65,556**	(2,464,932)
Asset impairment losses		**139,396**	(1,691,201)
Gains from asset disposals		**–**	2,662,740
Operating profit		**2,548,978**	8,968,942
Add: Non-operating income		**96,955**	109,566
Less: Non-operating expenses		**543,741**	430,876
Total profit		**2,102,192**	8,647,632
Less: Income tax		**(637,645)**	523,153
Net profit		**2,739,837**	8,124,479
Including: net profit/(loss) from continuing operations		**2,739,837**	8,124,479
Analysed by ownership			
Attributable to holders of ordinary shares		**2,723,601**	7,775,879
Attributable to holders of perpetual capital instruments		**16,236**	348,600
Other comprehensive income, net of tax		**4,669**	(8,219)
Other comprehensive income that cannot be reclassified to profit and loss			
Share of investee results in other comprehensive income under equity method which will not be reclassified to profit and loss		**–**	–
Change in net assets arising from the re-measurement of defined benefit plans		**350**	(7,599)
Other comprehensive income that will be reclassified to profit and loss			
Exchange differences on translation of foreign operations		**4,319**	(620)
Total comprehensive income		**2,744,506**	8,116,260
Attributable to:			
Holders of ordinary shares		**2,728,270**	7,767,660
Holders of perpetual capital instruments		**16,236**	348,600

The notes to the financial statements appended hereto form part of these financial statements.

Statement of Changes in Equity

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

2020	Share capital	Capital reserves	Less: treasury stocks	Other comprehensive income	Surplus reserve	Retained profits	Total equity of holders of ordinary shares	Other equity instruments – Perpetual capital instruments	Total shareholders' equity
I. Closing balance of previous year	4,227,530	9,996,674		696,467	2,113,765	4,208,836	21,243,272	6,252,364	27,495,636
II. Changes during the year									
(I) Total comprehensive income	–	–	–	4,669	–	2,723,601	2,728,270	16,236	2,744,506
(II) Shareholder's capital injection and capital reduction									
1. Shareholder's capital injection	385,905	11,203,909	–	–	–	–	11,589,814	–	11,589,814
2. Share-based payment included in shareholders' equity	–	188,797	–	–	–	–	188,797	–	188,797
3. Redemption of perpetual instruments	–	(80,000)	–	–	–	–	(80,000)	(5,920,000)	(6,000,000)
4. Others	–	274,435	(114,766)	–	–	–	159,669	–	159,669
(III) Profit appropriation									
1. Surplus reserve	–	–	–	–	192,952	(192,952)	–	–	–
2. Distribution to shareholders	–	–	–	–	–	(922,687)	(922,687)	(348,600)	(1,271,287)
III. Closing balance of the year	4,613,435	21,583,815	(114,766)	701,136	2,306,717	5,816,798	34,907,135	–	34,907,135

2019	Share capital	Capital reserve	Other comprehensive income	Surplus reserve	Retained (loss)/profit	Total equity of holders of ordinary shares	Other equity instruments – Perpetual capital instruments	Total shareholders' equity
I. Closing balance of previous year	4,192,672	9,244,984	704,686	1,662,992	(3,101,864)	12,703,470	6,252,364	18,955,834
Add: Others	–	–	–	(1,441)	(12,965)	(14,406)	–	(14,406)
Opening balance of the year as adjusted	4,192,672	9,244,984	704,686	1,661,551	(3,114,829)	12,689,064	6,252,364	18,941,428
II. Changes during the year								
(I) Total comprehensive income	–	–	(8,219)	–	7,775,879	7,767,660	348,600	8,116,260
(II) Shareholder's capital injection and capital reduction								
1. Shareholder's capital injection	34,858	900,125	–	–	–	934,983	–	934,983
2. Equity settled share expenses charged to equity	–	(148,435)	–	–	–	(148,435)	–	(148,435)
(III) Profit appropriation								
1. Surplus reserve	–	–	–	452,214	(452,214)	–	–	–
2. Distribution to shareholders	–	–	–	–	–	–	(348,600)	(348,600)
III. Current year's closing balance	4,227,530	9,996,674	696,467	2,113,765	4,208,836	21,243,272	6,252,364	27,495,636

The notes to the financial statements appended hereto form part of these financial statements.

Cash Flow Statement

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

		2020	2019
I.	**Cash flows from operating activities**		
	Cash received from sale of goods or rendering of services	**106,663,870**	87,512,224
	Refunds of taxes	**2,360,236**	3,059,581
	Cash received relating to other operating activities	**1,591,760**	1,678,287
	Sub-total of cash inflows	**110,615,866**	92,250,092
	Cash paid for goods and services	**94,158,730**	80,621,791
	Cash paid to and on behalf of employees	**5,930,104**	4,587,041
	Cash paid for various types of taxes	**1,410,785**	2,690,912
	Cash paid relating to other operating activities	**5,852,676**	6,890,651
	Sub-total of cash outflows	**107,352,295**	94,790,395
	Net cash flows from operating activities	**3,263,571**	(2,540,303)
II.	**Cash flows from investing activities**		
	Cash received from sale of investments	**3,028,230**	750,421
	Cash received from return on investments	**4,332,809**	4,152,616
	Net cash received from the disposal of fixed assets, intangible assets and other long-term assets	**6,749**	1,869,598
	Net cash received from the disposal of subsidiaries	**—**	—
	Other cash paid in relation to investing activities	**6,385,000**	65,000
	Sub-total of cash inflows	**13,752,788**	6,837,635
	Cash paid to acquisition of fixed asset, intangible assets and other long-term assets	**2,574,830**	3,903,286
	Cash paid for acquisition of investments	**5,583,800**	1,390,605
	Other cash paid in relation to investing activities	**7,590,000**	2,200,000
	Sub-total of cash outflows	**15,748,630**	7,493,891
	Net cash flows from investing activities	**(1,995,842)**	(656,256)
III.	**Cash flows from financing activities**		
	Cash received from capital injection	**11,554,524**	586,150
	Cash received from borrowings	**37,216,367**	25,305,218
	Sub-total of cash inflows from financing activities	**48,770,891**	25,891,368
	Cash repayment of borrowings	**31,024,267**	21,438,566
	Cash payment for perpetual capital instruments	**6,000,000**	—
	Cash payments for distribution of dividends and profits or for interest expenses	**2,354,201**	1,329,965
	Other cash paid in relation to financing activities	**305,692**	243,716
	Sub-total of cash outflows	**39,684,160**	23,012,247
	Net cash flows from financing activities	**9,086,731**	2,879,121
IV.	**Effect of changes in foreign exchange rate on cash and cash equivalents**	**(289,710)**	202,184
V.	**Net increase/(decrease) in cash and cash equivalents**	**10,064,750**	(115,254)
	Add: cash and cash equivalents at the beginning of the year	**10,032,692**	10,147,946
VI.	**Net balance of cash and cash equivalents at the end of the year**	**20,097,442**	10,032,692

The notes to the financial statements appended hereto form part of these financial statements.

Notes to Financial Statements

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

I. CORPORATE BACKGROUND

ZTE Corporation (the "Company") was a limited liability company jointly founded by Zhongxingxin Telecom Company Limited, China Precision Machinery Import & Export Shenzhen Company, Lishan Microelectronics Corporation, Shenzhen Zhaoke Investment Development Company Limited, Hunan Nantian (Group) Company Limited, Shaanxi Telecom Industrial Corporation, China Mobile No. 7 Research Institute, Jilin Posts and Telecommunications Equipment Company and Hebei Posts and Telecommunications Equipment Company and incorporated through a public offering of shares to the general public. On 6 October 1997, the Company issued ordinary shares to the general public within the network through the Shenzhen Stock Exchange and the shares were listed and traded on the Shenzhen Stock Exchange on 18 November 1997.

The Company and its subsidiaries (collectively the "Group") are mainly engaged in production of remote control switch systems, multimedia communications systems and communications transmission systems; provision of technical design, development, consultation and related services for the research and manufacture and production of mobile communications systems equipment, satellite communications, microwave communications equipment, beepers, computer hardware and software, closed-circuit TVs, microwave communications, automated signal control, computer information processing, process monitoring systems, fire alarm systems, new energy power generation and application systems; provision of technical design, development, consultation and related services for wireline and wireless communications projects of railways, mass transit railways, urban rail transit, highways, plants and mines, ports and terminals and airports (excluding restricted projects); research and development, production, sales, technical services, engineering installation and maintenance relating to communication power sources and power distribution system, research and development, production, sales, technical services, engineering installation and maintenance relating to data centre infrastructure facilities and ancillary products (including power distribution, air-conditioning refrigeration equipment, cooling passage, smart management systems and others); purchase and sale of electronics devices, micro-electronics components (excluding franchised, state-controlled and monopolised merchandises); sub-contracting of communications and related projects outside the PRC and global tendering projects within the PRC, as well as import and export of the equipment and materials required by the aforesaid projects outside the PRC and sending labors and workers for carrying out the aforesaid projects outside the PRC; technical development and sale of electronics systems equipment (excluding restricted items and franchised, state controlled and monopolised merchandises); operations of import and export businesses (implemented in accordance with the provision under the certificate of qualifications approved and issued by Shenzhen Bureau of Trade and Development); specialised subcontracting of telecommunications projects (subject to obtaining relevant certificate of qualification); lease of owned properties.

The controlling shareholder of the Group is Zhongxingxin Telecom Company Limited, a company incorporated in the PRC.

The financial statements were approved by the Board of Directors of the Company on 16 March 2021.

The consolidation scope for consolidated financial statement is determined based on the concept of control. For details of changes during the year, please refer to Note VI.

II. BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

These financial statements have been prepared in accordance with the "Accounting Standards for Business Enterprises — Basic Standards" promulgated by the Ministry of Finance and the specific accounting standards, subsequent practice notes, interpretations and other relevant regulations subsequently announced and revised (collectively "ASBEs").

The financial statements are prepared on a going concern basis.

In the preparation of the financial statements, all items are recorded by using historical cost as the basis of measurement except for some financial instruments and investment properties. Impairment provision is made according to relevant regulation if the assets are impaired.

Notes to Financial Statements

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES

The specific accounting policies and accounting estimation prepared by the Group based on actual production and operation characteristics mainly include provisions for trade receivables and bad debts, inventory pricing, government grants, revenue recognition and measurement, deferred development costs, depreciation of fixed assets, amortisation of intangible assets and measurement of investment properties.

1. Statement of compliance

The financial statements truly and completely reflect the financial position of the Group and the Company as at 31 December 2020 and the results of their operations and their cash flows for the year ended 31 December 2020.

2. Financial year

The financial year of the Group is from 1 January to 31 December of each calendar year.

3. Reporting currency

The Company's reporting currency and the currency used in preparing the financial statements were Renminbi. The amounts in the financial statements were denominated in thousands of Renminbi, unless otherwise stated.

The Group's subsidiaries, jointly-controlled entities and associates determine their reporting currency according to the major economic environment in which they operate the business, and translate into Renminbi when preparing the financial statements.

4. Business combination

Business combinations are classified into business combinations involving entities under common control and business combinations not involving entities under common control.

Business combinations involving entities under common control

A business combination involving entities under common control is a business combination in which all of the combining entities are ultimately controlled by the same party or parties both before and after the business combination, and that control is not transitory. The acquirer is the entity that obtains control of the other entities participating in the combination at the combination date, and the other entities participating in the combination are the acquirees. The combination date is the date on which the combining party effectively obtains control of the parties being combined.

Assets and liabilities obtained by combining party in the business combination involving entities under common control (including goodwill arising from the acquisition of the merged party by the ultimate controller) are recognised on the basis of their carrying amounts at the combination date recorded on the financial statements of the ultimate controlling party. The difference between the carrying amount of the consideration paid for the combination (or aggregate face values of the shares issued) and the carrying amount of the net assets obtained is adjusted to capital reserves. If the capital reserve is not sufficient to absorb the difference, any excess is adjusted to retained profits.

Notes to Financial Statements

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(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

4. Business combination (continued)

Business combinations not involving entities under common control

A business combination not involving entities under common control is a business combination in which all of the combining entities are not ultimately controlled by the same party or parties both before and after the business combination. The acquirer is the entity that obtains control of the other entities participating in the combination at the acquisition date, and the other entities participating in the combination are the acquirees. The acquisition date is the date on which the acquirer effectively obtains control of the acquiree.

The acquiree's identifiable assets, liabilities and contingent liabilities are recognised at their fair values at the acquisition date.

The excess of the sum of the consideration paid (or equities issued) for business combination and equity interests in the acquiree held prior to the date of acquisition over the share of the attributable net identifiable assets of the acquiree, measured at fair value, was recognised as goodwill, which is subsequently measured at cost less cumulative impairment loss. In case the fair value of the sum of the consideration paid (or equities issued) and equity interests in the acquire held prior to the date of acquisition is less than the fair value of the share of the attributable net identifiable assets of the acquiree, a review of the measurement of the fair values of the identifiable assets, liabilities and contingent liabilities, the consideration paid for the combination (or equity issued) and the equity interests in the acquiree held prior to the date of acquisition is conducted. If the review indicates that the fair value of the sum of the consideration paid (or equities issued) and equity interests in the acquiree held prior to the date of acquisition is indeed less than the fair value of the share of the attributable net identifiable assets of the acquiree, the difference is recognised in current profit or loss.

5. Consolidated financial statements

The consolidation scope for consolidated financial statement is determined based on the concept of control, including the Company and all subsidiaries' financial statements are those enterprises or entities which the Company has control over (including enterprises, separable components of investee units and structured entities controlled by the Company).

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. All assets, liabilities, equities, income, costs and cash flows arising from intercompany transactions, and dividends are eliminated on consolidation.

The excess of current loss attributable to minority shareholders of a subsidiary over their entitlements to the opening balance of shareholders' equity shall be charged to minority interests.

For subsidiaries obtained through a business combination not involving entities under common control, the operating results and cash flows of the acquirees will be recognised in consolidated financial statements from the date the Group effectively obtains the control until the date that control is terminated. When consolidated financial statement is prepared, the subsidiaries' financial statements will be adjusted based on the fair values of the identifiable assets, liabilities and contingent liabilities at the acquisition date.

Notes to Financial Statements

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(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

5. Consolidated financial statements (continued)

For subsidiaries obtained through a business combination involving entities under common control, the operating result and cash flow of the party being combined will be recognised in consolidated financial statement from the beginning of the period during which the combination occurs. In preparing the comparative consolidated financial statements, adjustments were made to relevant items in financial statements in previous periods as if the reporting entity formed after the consolidation had been in existence since the ultimate controlling party started to exercise effective control.

In the event of the change in one or more elements of control as a result of changes in relevant facts and conditions, the Group reassesses whether it has control over the investee.

6. Classification of joint venture arrangements and joint operation

Joint venture arrangements are in the form of joint operation or joint venture enterprise. A joint operation is a joint venture arrangement under which the joint venture parties are entitled to assets and undertake liabilities under the arrangement. A joint venture enterprise is a joint venture arrangement under which the joint venture parties are only entitled to the net assets under such arrangement.

The following items should be recognised by a joint venture party in relation to its share of profit in the joint operation: solely held assets, as well as jointly held assets according to its share; solely assumed liabilities, as well as jointly assumed liabilities according to its share; income derived from its entitled share of production of the joint operation; income derived from the sales of production of production of the joint operation according to its share; solely incurred expenses, as well as expenses incurred by the joint operation according to its share.

7. Cash and cash equivalents

Cash comprises cash on hand and deposits readily available for payments. Cash equivalents represent short-term highly liquid investments which are readily convertible to known amounts of cash, and subject to an insignificant risk of changes in value.

8. Foreign currency translation

For foreign currency transactions, the Group translates the foreign currency into its functional currency.

Upon initial recognition, foreign currency transactions are translated into the functional currency using the median exchange rate published by the PBOC at the beginning of the month in which transactions occur. At the balance sheet date, foreign currency monetary items are translated using the spot exchange rate at the balance sheet date. The translation differences arising from the settlement and foreign currency monetary items, except those relating to foreign currency monetary items eligible for the capitalisation shall be dealt with according to the principle of capitalisation of borrowing costs, are recognised in profit or loss. Also at the balance sheet date, foreign currency non-monetary items measured at historical cost continue to be translated using the spot exchange rate at the dates of the transactions and it does not change its carrying amount in functional currency. Foreign currency non-monetary items measured at fair value are translated using the spot exchange rate. The differences arising from the above translations are recognised in current profit or loss or other comprehensive income according to the nature of foreign currency non-monetary items.

Notes to Financial Statements

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(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

8. Foreign currency translation (continued)

The Group translates the functional currencies of foreign operations into Renminbi when preparing the financial statements. Asset and liability items in the balance sheet are translated at the spot exchange rate prevailing at the balance sheet date. Shareholders' equity items, except for retained profits, are translated at the spot exchange rates at the date when such items arose. Income and expense items in the income statement are translated using the average exchange rate for the periods when transactions occur. Translation differences arising from the aforesaid translation of financial statements denominated in foreign currency shall be recognised as other comprehensive income. When foreign operations are disposed, other comprehensive income relating to the foreign operation is transferred to current profit or loss. Partial disposal shall be recognised on a pro-rata basis.

Cash flows denominated in foreign currencies and foreign subsidiaries' cash flows are translated using the average exchange rate for the period when cash flows occur. The impact on cash by the fluctuation of exchange rates is presented as a separate line item of reconciliation in the cash flow statement.

9. Financial instruments

Financial instruments refer to the contracts which give rise to a financial asset in one entity and a financial liability or equity instrument in another entity.

Recognition and derecognition of financial instruments

The Group recognises a financial asset or a financial liability when it becomes a party to the contractual provisions of the financial instrument.

A financial asset (or part of it, or a part of a group of similar financial asset) is derecognised when one of the following criteria is met, that is, when a financial asset is written off from its account and balance sheet:

(1) The right of receiving the cash flow generated from the financial asset has expired;

(2) The right of receiving cash flow generated by the financial assets is transferred, or an obligation of paying the full amount of cash flow received to third parties in a timely manner has been undertaken under "pass-through" agreements, where (a) substantially all risks and rewards of the ownership of such type of financial assets have been transferred, or (b) control over such type of financial assets has not been retained even though substantially all risks and rewards of the ownership of such type of financial assets have been neither transferred nor retained.

If the obligation of financial liability has been fulfilled, cancelled or expired, the financial liability is derecognised. If the present financial liability is substituted by the same debtor with another liability differing in substance, or the terms of the present liability have been substantially modified, this substitution or modification is treated as derecognition of a present liability and recognition of a new liability with any arising differences recognised in profit or loss.

Conventional dealings in financial assets are recognised or derecognised under the trade day accounting method. Conventional dealings refer to the receipt or delivery of financial assets within periods stipulated by the law and according to usual practices in accordance with contractual terms. The trade day is the date on which the Group undertakes to buy or sell a financial asset.

Notes to Financial Statements

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(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

9. Financial instruments (continued)

Classification and valuation of financial assets

At initial recognition, the Group classifies its financial assets into: financial assets at fair value through profit or loss, financial assets at amortised cost, or financial assets at fair value through other comprehensive income, according to the Group's business model for managing financial assets and the contract cash flow characteristics of the financial assets. Financial assets are measured at fair value at initial recognition, provided that trade receivables or bills receivable not containing significant financing components or for which financing components of not more than 1 year are not taken into consideration shall be measured at their transaction prices at initial recognition.

For financial assets at fair value through profit or loss, the relevant transaction costs are directly recognised in profit or loss; for other financial assets, the relevant transaction costs are recognised in their initial recognition amount.

The subsequent measurement of financial assets is dependent on its classification:

Debt instruments at amortised cost

Financial assets fulfilling all of the following conditions are classified as financial assets at amortised cost: the objective of the Group's business management model in respect of such type of financial assets is to generate contract cash flow; the contract terms of such type of financial assets provide that cash flow generated on specific dates represents only interest payment in relation to principal amounts based on outstanding principal amounts only. Interest income from such type of financial assets are recognised using the effective interest rate method, and any profit or loss arising from derecognition, amendments or impairment shall be charged to current profit or loss.

Debt instrument at fair value through other comprehensive income

Financial assets fulfilling all of the following conditions are classified as financial assets at fair value through other comprehensive income: the objective of the Group's business management model in respect of such type of financial assets is both to generate contract cash flow and to sell such type of financial assets; the contract terms of such type of financial assets provide that cash flow generated on specific dates represents interest payment in relation to principal amounts based on outstanding principal amounts only. Interest income from this type of financial assets are recognised using the effective interest rate method. Other than interest income, impairment loss and exchange differences which shall be recognised as current profit or loss, other fair value changes shall be included in other comprehensive income. Upon derecognition of the financial assets, the cumulative gains or losses previously included in other comprehensive income shall be transferred from other comprehensive income to current profit or loss.

Financial assets at fair value through current profit or loss

Other than financial assets measured at amortised cost and financial assets at fair value through other comprehensive income as aforementioned, all financial assets are classified as financial assets at fair value through current profit or loss, which are subsequently measured at fair value, any changes of which are recognised in current profit or loss.

A financial asset which has been designated as financial asset at fair value through current profit or loss upon initial recognition cannot be reclassified as other types of financial assets; neither can other types of financial assets be redesignated, after initial recognition, as financial assets at fair value through current profit or loss.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

9. Financial instruments (continued)

Financial assets at fair value through current profit or loss (continued)

In accordance with the aforesaid criterion, financial assets designated by the Group as such include mainly equity investments, and have not been designated as at fair value through other comprehensive income at initial measurement.

Classification and valuation of financial liabilities

The Group classifies its financial liabilities at initial recognition: financial liabilities at fair value through profit or loss, other financial liabilities. For financial liabilities at fair value through profit or loss, the relevant transaction costs are directly recognised in profit or loss; for other financial liabilities, the relevant transaction costs are recognised in their initial recognition amount.

The subsequent measurement of financial liabilities is dependent on its classification:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include mainly derivative financial liabilities (comprising derivatives classified as financial liabilities) and financial liabilities designated at initial recognition to be measured at fair value through current profit or loss.

Trading financial liabilities (comprising derivatives classified as financial liabilities) are subsequently measured at fair value and all changes, other than those relating to hedge accounting, are recognised in current period's profit or loss.

Other financial liabilities

Subsequent to initial recognition, these financial liabilities are carried at amortised cost using the effective interest method.

Impairment of financial instruments

The Group performs impairment treatment on financial assets at amortised cost, debt instruments at fair value through other comprehensive income and contract assets based on expected credit losses and recognises provision for losses.

For receivables, contract assets and bills receivable under other current assets that do not contain significant financing components, the Group adopts a simplified measurement method to measure provision for losses based on an amount equivalent to expected credit losses for the entire period.

For trade receivables and contract assets that contain a significant financing component and lease receivables, the Group chooses as its accounting policy to adopt the simplified approach in calculating ECLs with policies as described above.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

9. Financial instruments (continued)

Impairment of financial instruments (continued)

Financial assets other than those measured with simplified valuation methods, the Group evaluates at each balance sheet date whether its credit risk has significantly increased since initial recognition. The period during which credit risk has not significantly increased since initial recognition is considered the first stage, at which the Group shall measure loss provision based on the amount of expected credit loss for the next 12 months and shall compute interest income according to the book balance and effective interest rate; the period during which credit risk has significantly increased since initial recognition although no credit impairment has occurred is considered the second stage, at which the Group shall measure loss provision based on the amount of expected credit loss for the entire valid period and shall compute interest income according to the book balance and effective interest rate; The period during which credit impairment has occurred after initial recognition is considered the third stage, at which the Group shall measure loss provision based on the amount of expected credit loss for the entire period and shall compute interest income according to the amortised cost and effective interest rate. For financial instruments with relatively low credit risk at the balance sheet date, the Group assumes its credit risk has not significantly increase since initial recognition.

The Group estimates the expected credit loss of financial instruments individually and on a group basis. The Group considers the credit risk features of different customers and estimates the expected credit loss of amounts receivable, receivable financing and contract assets based on geographical region, customers' credit rating portfolio and aging portfolio of overdue debts.

For the Group's criteria for judging whether credit risks have significantly increased, the definition of assets subjected to credit impairment, and assumptions underlying the measurement of expected credit losses, please refer to Note VIII.3.

When the Group no longer reasonably expects to be able to fully or partially recover the contract cash flow of financial assets, the Group directly writes down the book balance of such financial assets.

Financial guarantee contracts

A financial guarantee contract is a contract under which the issuer shall indemnify the contract holder suffering losses with a specified amount in the event that the debtor fails to repay its debt in accordance with the terms of the debt instrument. Financial guarantee contracts are measured at fair value at initial recognition, other than financial guarantee contracts designated as financial liabilities at fair value through current profit or loss, other financial guarantee contracts shall be subsequently measured at the higher of the amount of provision for expected credit loss determined as at the balance sheet date after initial recognition and the amount at initial recognition less the cumulative amortised amount determined in accordance with revenue recognition principles.

Derivative financial instruments

The Group uses derivative financial instruments such as forward currency contracts. Such derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently re-measured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Other than to the extent related to hedge accounting, profit or loss arising from changes in the fair value of derivative instruments shall be directly recognised in current profit or loss.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

9. Financial instruments (continued)

Transfer of financial assets

If the Group has transferred substantially all the risks and rewards associated with the ownership of a financial asset to the transferee, the asset should be derecognised. If the Group retains substantially all the risks and rewards of ownership of a financial asset, the asset should not be derecognised.

When the Group has neither transferred nor retained substantially all the risks and rewards of ownership of the financial asset, it may either derecognise the financial asset and recognise any associated assets and liabilities if control of the financial asset has not been retained; or recognises the financial asset to the extent of its continuing involvement in the transferred financial asset and recognises an associated liability if control has been retained.

Assets formed by the continuing involvement by way of the provision of financial guarantee in respect of the transferred financial assets shall be recognised as the lower of the carrying value of the financial asset and the amount of financial guarantee. The amount of financial guarantee means the maximum amount among considerations received to be required for repayment.

10. Inventories

Inventories include raw materials, materials sub-contracted for processing, work-in-progress, finished goods, product deliveries and cost of contract performance.

Inventories are initially recorded at costs. Inventories' costs include purchasing costs, processing costs and other costs. Actual costs of goods delivered are recognised using the weighted moving average method.

Inventories are valued using the perpetual inventories stock-take system.

Inventories at the end of the year are stated at the lower of cost or net realisable value. Provision for impairment of inventories is made and recognised in profit or loss when the net realisable value is lower than cost. If the factors that give rise to the provision in prior years are not in effect in current year, as a result that the net realisable value of the inventories is higher than cost, provision should be reversed within the impaired cost, and recognised in profit or loss.

Net realisable values represent estimated selling prices less any estimated costs to be incurred to completion, estimated selling expenses and relevant tax amounts. Provision for impairment of inventories is made on the basis of individual categories.

11. Long-term equity investments

Long-term equity investments include equity investments in subsidiaries, joint ventures and associates.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

11. Long-term equity investments (continued)

Long-term equity investments were recorded at initial investment cost on acquisition. For long-term equity investments acquired through the business combination of entities under common control, the initial investment cost shall be the share of carrying value of the owners' equity of the merged party at the date of combination as stated in the consolidated financial statements of the ultimate controlling party. Any difference between the initial investment cost and the carrying value of the consideration for the combination shall be dealt with by adjusting the capital reserve (if the capital reserve is insufficient for setting off the difference, such difference shall be further set off against retained profits). Upon disposal of the investment, other comprehensive income prior to the date of combination shall be dealt with on the same basis as if the relevant assets or liabilities were disposed of directly by the investee. Shareholders' equity recognised as a result of changes in shareholders' equity other than the set-off of profit and loss, other comprehensive income and profit allocation of the investee shall be transferred to current profit and loss upon disposal of the investment. Items which remain long-term equity investments after the disposal shall be accounted for on a pro-rata basis, while items reclassified as financial instruments following the disposal shall be accounted for in full. For long-term equity investments acquired through the business combination of entities not under common control, the initial investment cost shall be the cost of combination (for business combinations of entities not under common control achieved in stages through multiple transactions, the initial investment cost shall be the sum of the carrying value of the equity investment in the acquired party held at the date of acquisition and new investment cost incurred as at the date of acquisition). The cost of combination shall be the sum of assets contributed by the acquiring party, liabilities incurred or assumed by the acquiring party and the fair value of equity securities issued. Upon disposal of the investment, other comprehensive income recognised under the equity method held prior to the date of acquisition shall be dealt with on the same basis as if the relevant assets or liabilities were disposed of directly by the investee. Shareholders' equity recognised as a result of changes in shareholders' equity other than the set-off of profit and loss, other comprehensive income and profit allocation of the investee shall be transferred to current profit and loss upon disposal of the investment. Items which remain long-term equity investments after the disposal shall be accounted for on a pro-rata basis, while items reclassified as financial instruments following the disposal shall be accounted for in full. The accumulated fair value change of equity investments held prior to the date of acquisition and included in the other comprehensive income as financial instruments shall be transferred in full to current profit and loss upon the change to cost method. The initial investment cost of long-term equity investments other than those acquired through business combination shall be recognised in accordance with the following: for those acquired by way of cash payments, the initial investment cost shall be the consideration actually paid plus expenses, tax amounts and other necessary outgoings directly related to the acquisition of the long-term equity investments. For long-term equity investments acquired by way of the issue of equity securities, the initial investment cost shall be the fair value of the equity securities issued. For long-term equity investments acquired by way of the swap of non-monetary assets, the initial investment cost shall be determined in accordance with "ASBE No. 7 — Swap of Non-monetary Assets." For long-term equity investments acquired by way of debt restructuring, the initial investment cost shall be determined in accordance with "ASBE No. 12 — Debt Restructuring."

In the financial statements of the Company, the cost method is used for long term equity investments in investees over which the Company exercises control. Control is defined as the power exercisable over the investee, the entitlement to variable return through involvement in the activities of the investee and the ability to influence the amount of return using the power over the investee.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

11. Long-term equity investments (continued)

When the cost method is used, long-term equity investments are measured at initial cost on acquisition. When additional investments are made or investments are recouped, the cost of long-term equity investments shall be adjusted. Cash dividend or profit distribution declared by the investee shall be recognised as investment gains for the period.

The equity method is used to account for long-term equity investments when the Group can jointly control or has significant influence over the invested entity. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control. Significant influence means having the authority to take part in the decision over the financial and operational policies but not the authority to control or jointly control with other parties the formulation of such policies.

Under the equity method, any excess of the initial investment cost over the Company's share of the net fair value of the investment's identifiable assets and liabilities is included in the initial investment cost of the long-term equity investment. When the carrying amount of the investment is less than the Company's share of the fair value of the investment's identifiable net assets, the difference is recognised in profit or loss of the current period and debited to long-term equity investment.

Under the equity method, after the long-term equity investments are acquired, investment gains or losses and other comprehensive income are recognised according to the entitled share of net profit or loss and other comprehensive income of the investee and the carrying amount of the long-term equity investment is adjusted accordingly. When recognising the Group's share of the net profit or loss of the invested entity, the Group makes adjustments based on fair values of the investees' identifiable assets and liabilities at the acquisition date in accordance with the Group's accounting policy and accounting period to investee's net profits, eliminating pro-rata profit or loss from internal transactions with associates and joint ventures attributed to investor (except that loss from inter-group transactions deemed as asset impairment loss shall be fully recognised), provided that invested or sold assets constituting businesses shall be excluded. When the invested enterprise declares profit appropriations or cash dividends, the carrying amount of investment is adjusted down by the Group's share of the profit appropriations or cash dividends. The Group shall discontinue recognising its share of the losses of the investee after the long-term equity investment together with any long-term interests that in substance forms part of the Group's net investment in the investee are reduced to zero, except to the extent that the Group has incurred obligations to assume additional losses. The Group also adjusts the carrying amount of long-term equity investments for other changes in owner's equity of the investees (other than the net-off of net profits or losses, other comprehensive income and profit allocation of the investee), and includes the corresponding adjustment in equity.

On disposal of the long-term equity investments, the difference between carrying value and market price is recognised in profit or loss for the current period. For long-term equity investments under equity method, when the use of the equity method is discontinued, other comprehensive income previously accounted for under the equity method shall be dealt with on the same basis as if the relevant assets or liabilities were disposed of directly by the investee. Shareholders' equity recognised as a result of changes in shareholders' equity other than the net-off of profit and loss, other comprehensive income and profit allocation of the investee shall be transferred in full to current profit and loss. If the equity method remains in use, other comprehensive income previously accounted for under the equity method shall be dealt with on the same basis as if the relevant assets or liabilities were disposed of directly by the investee and transferred to current profit and loss on a pro-rata basis. Shareholders' equity recognised as a result of changes in shareholders' equity other than the net-off of profit and loss, other comprehensive income and profit allocation of the investee shall be transferred to current profit and loss on a pro-rata basis.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

12. Investment properties

Investment properties are properties held to earn rentals and/or for capital appreciation.

Investment properties of the Group included houses and buildings leased to other parties.

Investment properties are initially measured at cost. Subsequent expenses relating to the investment properties are charged to investment property costs if there is a probable inflow of economic benefits relating to the asset and its cost can be reliably measured; otherwise, those expenditure are recognised in profit or loss as incurred.

Investment properties of the Group represented owned properties reclassified to investment properties measured at fair value. The amount of fair value in excess of the carrying value as at the date of reclassification is included in the other comprehensive income. After initial recognition, investment properties will be subsequently measured and presented in fair value. The difference between the fair value and the original carrying value shall be included in current profit or loss. Fair values are assessed and determined by independent valuers based on open market prices of properties of the same or similar nature and other relevant information.

13. Fixed Assets

A fixed asset is recognised when, and only when, it is probable that future economic benefits that are associated with the fixed asset will flow to the Group and the cost can be measured reliably. Subsequent expenditures related to a fixed asset are recognised in the carrying amount of the fixed asset if the above recognition criteria are met, and the carrying value of the replaced part is derecognised; otherwise, those expenditures are recognised in profit or loss as incurred.

Fixed assets are initially recognised at cost taking into account the impact of expected future disposal expenditure. Cost of purchased fixed assets includes purchasing price, relevant taxes, and any directly attributable expenditure for bringing the asset to working conditions for its intended use.

Fixed assets are depreciated on a straight-line basis, and the respective estimated useful lives, estimated residual values and annual depreciation rates are as follows:

	Useful life	Estimated residual value ratio	Annual depreciation rate
Freehold land	Indefinite	—	N/A
Buildings	30–50 years	5%	1.90%–3.17%
Electronic equipment	5–10 years	5%	9.5%–19%
Machinery equipment	5–10 years	5%	9.5%–19%
Motor vehicles	5–10 years	5%	9.5%–19%
Other equipment	5 years	5%	19%

The Group reviews, at least at each year end, useful lives, estimated residual values and depreciation methods of fixed assets and makes adjustments if necessary.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

14. Construction in progress

Construction in progress is measured at the actual construction expenditures, including necessary project work expenses incurred during the period while construction is in progress, borrowing costs subject to capitalisation before they can be put into use and other related fees.

Construction-in-progress is transferred into fixed assets when it is ready for its intended use.

15. Borrowing costs

Borrowing costs are interest and other costs incurred by the Group in connection with the borrowings of funds, which include borrowing interest, amortisation of discount or premium on debt, other supplementary costs and certain foreign exchange differences that occurred from the borrowings in foreign currencies.

Borrowing costs directly attributable to the acquisition or construction of assets qualified for capitalisation, i.e., fixed assets, investment properties and inventories that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. Other borrowing costs are charged to current profit or loss.

Capitalisation of borrowing costs begins where:

(1) Capital expenditure has already happened;

(2) Borrowing expenses has already incurred;

(3) Purchasing or production activities to get the assets ready for their intended use or sale have already happened.

The capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. Borrowing costs incurred afterwards are recognised in profit or loss.

During capitalisation, interest of each accounting period is recognised using the following methods:

(1) Where funds are borrowed specifically, costs eligible for capitalisation are the actual costs incurred less any income earned on the temporary investment of such borrowings.

(2) Where funds are part of a general pool, the eligible amount is determined by applying a capitalisation rate to the expenditure on that asset. The capitalisation rate will be the weighted average of the borrowing costs applicable to the general pool.

Except for expected suspension under normal situation of qualifying assets, capitalisation should be suspended during periods in which abnormal interruption has lasted for more than 3 months during the process of acquisition, construction or production. The borrowing cost incurred during interruption should be recognised as expenses and recorded in the income statement until the construction resumes.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

16. Right-of-use assets

The Group's right-of-use assets include mainly categories such as buildings and structures, transportation vehicles and other equipment.

At the inception of a lease term, the right to use lease assets during the lease term is recognised as right-of-use assets, including the initial measurement of the amount of lease liabilities; the amount of lease payment paid on or before the inception of the lease term, less lease incentive amounts (if any) granted; initial direct expenses incurred by the lessee; estimated cost to be incurred by the lessee for demolishing and removing the lease assets, restoring the site of the lease assets or restoring the lease assets to the state as agreed under the lease terms. Subsequent depreciation of the right-of-use assets is provided for using the averaging method over the lease term. Where it can be reasonably ascertained that the ownership over the lease assets can be obtained upon the conclusion of the lease term, depreciation is provided over the remaining useful life of the lease assets. Where the acquisition of the ownership over the lease assets upon the conclusion of the lease term cannot be reasonably ascertained, depreciation is provided over the lease term or the remaining useful life of the lease assets, whichever shorter.

The Group re-measures the lease liabilities based on present value of the modified lease payment and adjusts the carrying value of the right-of-use assets accordingly in accordance with Note III.20. Where the lease liabilities requires further write-down when the carrying value of the right-of-use assets has already written down to zero, the remaining amount is charged to current profit or loss.

17. Intangible assets

Intangible assets are recognised only when it is probable that economic benefits relating to such intangible assets would flow into the Group and that their cost can be reliably measured. Intangible assets are initially measured at cost, provided that intangible assets which are acquired in a business combination not under common control and whose fair value can be reliably measured shall be separately recognised as intangible assets at fair value.

Useful life of an intangible asset is determined by the period over which it is expected to bring economic benefits to the Group. For an intangible asset with no foreseeable limit to the period over which it is expected to bring economic benefits to the Group, it is treated as an intangible asset with indefinite useful life.

Useful life of respective intangible assets is as follows:

	Estimated useful life
Software	2–5 years
Technology know-how	2–10 years
Land use rights	30–70 years
Franchise	2–10 years
Development expenses	3–5 years

Land use rights acquired by the Group are normally accounted for as intangible assets. Land use rights and buildings relating to plants constructed by the Group are accounted for as intangible assets and fixed assets, respectively. The costs for acquiring land and buildings are apportioned between the land use rights and buildings, or accounted for as fixed assets if they cannot be reasonably apportioned.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

17. Intangible assets (continued)

Straight-line amortisation method is used during the useful life period for intangible assets with definite useful lives. The Group reviews, at least at each year end, useful lives and amortisation method for intangible assets with definite lives and makes adjustment when necessary.

The Group classifies the expenses for internal research and development as research costs and development costs. All research costs are charged to the current profit or loss as incurred. Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits (including demonstration that the product derived from the intangible asset or the intangible asset itself will be marketable or, in the case of internal use, the usefulness of the intangible asset as such), the availability of technical and financial resources to complete the project and procure the use or sale of the intangible asset, and the ability to measure reliably the expenditure during the development. Product development expenditure which does not meet these criteria is charged to current profit or loss when incurred.

Corresponding projects that meet the above conditions in the Group are formed after technical feasibility and economic feasibility studies. Then, those projects are progressed into the development phase.

18. Impairment

The Group assesses impairment of assets other than inventories, right-of-use assets, contract assets and assets relating to contract cost, investment properties measured at fair value, deferred tax assets and financial assets, using the methods described below:

The Group assesses at each balance sheet date whether there is an indication that a non-financial asset may be impaired. If any such indication exists, the Group makes an estimate of the asset's recoverable amount and performs a test of impairment for the asset. For goodwill generated from business consolidation and intangible assets with indefinite useful lives, tests for impairment is performed at least annually regardless of whether there are indications of impairment. Intangible assets which are not yet ready for use are also tested annually for impairment.

Recoverable amount is the higher of the asset's fair value less costs to sell and its present value of estimated future cash flows. The Group estimates recoverable value for individual assets. When it is difficult to estimate individually, the recoverable value of the cash generating units which the asset belongs to will be estimated. The definition of cash generating units is determined on the basis of whether the cash generating units generate cash flows which are largely independent of those from other cash generating units.

Where the carrying amount of an asset or a cash generating unit exceeds its recoverable amount, the asset or cash generating unit is considered impaired and is written down to its recoverable amount. The difference between the carrying amount and recoverable amount is recognised in the current period's profit or loss and provision for impairment is made accordingly.

In connection with impairment tests for goodwill, the carrying value of goodwill arising from business combination is allocated to relevant cash generating units ("CGU") from the date of acquisition on a reasonable basis. If it is difficult to allocate such goodwill to a relevant CGU, it should be allocated to a relevant CGU group. A relevant CGU or CGU group is defined as one which can benefit from the synergies of the business combination and is not larger than the reporting segments determined by the Group.

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18. Impairment (continued)

In connection with impairment tests for CGUs or CGU groups that comprise goodwill, where indications of impairment exists in a CGU or CGU group related to goodwill, impairment tests should be performed first on CGUs or CGU groups that do not comprise goodwill and recognise impairment loss after estimating the recoverable amount. Then impairment tests on CGUs or CGU groups that comprise goodwill should be performed and the carrying value and recoverable amount should be compared. Where the recoverable amount is lower than the carrying value, the impairment loss should first be offset against the carrying value of the goodwill allocated to CGUs or CGU groups and then against assets in the CGUs or CGU groups other than goodwill in proportion to the weighting of these assets.

Previously recognised impairment losses are not reversed in subsequent periods.

19. Employee remuneration

Employee remuneration includes all kinds of rewards or compensation (other than share-based payments) incurred by the Group in exchange for service rendered by employees or in the termination of employment. Employee remuneration includes short-term remuneration, retirement benefits, termination benefits and other long-term employees' benefits. Benefits provided by the Group to the spouses, children and dependents of employees and families of deceased employees are also a part of employee remuneration.

Short-term remuneration

For accounting periods during which services are rendered by employees, short-term remuneration that will incur is recognised as liability and included in current profit and loss or related capital costs.

Retirement benefit (defined deposit scheme)

Employees of the Group participated in pension insurance and unemployment insurance schemes managed by the local government. The contribution costs are charged as asset cost or to current profit or loss when incurred.

Retirement benefit (defined benefit scheme)

The Group operates a defined benefit pension scheme. No funds have been injected into the scheme. The cost of benefits provided under the defined benefit scheme is calculated using the expected benefit accrual unit approach.

Remeasurement arising from defined benefit pension schemes, including actuarial gains or losses, changes in the asset cap effect (deducting amounts included in net interest) and return on scheme assets (deducting amounts included in net interest) are instantly recognised in the balance sheet and charged to shareholders' equity through other comprehensive income for the period during which it is incurred. It will not be reversed to profit and loss in subsequent periods.

Previous service costs are recognised as current expenses when: the defined benefit scheme is revised, or relevant restructuring costs or termination benefits are recognised by the Group, whichever earlier.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

19. Employee remuneration (continued)

Retirement benefit (defined benefit scheme) (continued)

Net interest is arrived at by multiplying net liabilities or net assets of defined benefits with a discount rate. Changes in net obligations of defined benefits are recognised as operating costs and administration expenses in the income statement. Service costs included current services costs, past service costs and settlement of profit or loss. Net interest included interest income from scheme assets, interest expenses for scheme obligations and interest of the asset cap effect.

Termination benefits

Where termination benefits are provided to employees, liabilities in employee remuneration are recognised and charged to current profit and loss when: the company is not in a position to withdraw termination benefits provided under termination plans or redundancy plans, or costs or expenses relating to the restructuring exercise which involves the payment of termination benefits are recognised, whichever earlier.

Other long-term employees' benefits

Other long-term employees' benefits provided to employees shall be recognised and measured as net liabilities or net assets where provisions regarding post-employment benefits are applicable, provided that changes shall be included in current profit and loss or related capital costs.

20. Lease liabilities

At the inception of a lease term, outstanding lease payments are recognised as leased liabilities at their present value with the exception of short-term leases and low-value asset leases. In calculating the present value of lease payments, the Group adopts the interest rate implicit in the lease as the discount rate. Where the implicit interest rate cannot be ascertained, the incremental loan interest rate for the lessee is adopted. Interest expenses on lease liabilities over the respective periods of the lease term are computed based on fixed cyclical interest rates and charged to current profit or loss, except being charged to relevant asset costs as otherwise provided for. Variable lease payments not included in lease liabilities are charged to current profit or loss as and when incurred, except being charged to relevant asset costs as otherwise provided for.

Where there are changes in the substantial fixed payment amount after the inception of the lease term, changes in amounts payable expected of the remaining value of guarantees, changes in the index or ratio used to determine lease payment amounts, and changes in the assessment outcome relating to or actual exercise of the call option, renewal option and termination option, the Group re-measures the lease liabilities based on present value of the modified lease payment.

21. Provisions

Other than contingent consideration and assumed contingent liabilities in a business combination involving parties not under common control, the Group recognises as provision an obligation that is related to contingent matters when all of the following criteria are fulfilled:

(1) the obligation is a present obligation of the Group;

(2) the obligation would probably result in an outflow of economic benefits from the Group;

(3) the obligation could be reliably measured.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

21. Provisions (continued)

Provisions are initially valued according to the best estimate of expenses on fulfilling the current liabilities, in connection with the risk, uncertainty and timing value of the currency. The carrying value of the provisions would be reassessed on every balance sheet date. The carrying value will be adjusted to the best estimated value if there is certain evidence that the current carrying value is not the best estimate.

22. Share-based payments

Share-based payments can be distinguished into equity-settled share-based payments and cash-settled share-based payments. Equity-settled share-based payments are transactions of the Group settled through the payment of shares or other equity instruments in consideration for receiving services.

Equity-settled share-based payments made in exchange for services rendered by employees are measured at the fair value of equity instruments granted to employees. Instruments which are vested immediately upon the grant are charged to relevant costs or expenses at the fair value on the date of grant and the capital reserve is credited accordingly. Instruments of which vesting is conditional upon completion of services or fulfillment of performance conditions are measured by recognising services rendered during the period in relevant costs or expenses and crediting the capital reserve accordingly at the fair value on the date of grant according to the best estimates on the number of exercisable equity instruments. The fair value of equity instruments is determined using the binomial option pricing model. For details see Note XI. Share-based payment.

No expense is recognised for awards that do not ultimately vest due to non-fulfillment of non-market conditions and/or vesting conditions. For the market or non-vesting condition under the share-based payments agreement, it should be treated as vesting irrespective of whether or not the market or non-vesting condition is satisfied, provided that other performance condition and/or vesting conditions are satisfied.

Where the terms of an equity-settled share-based payment are modified, as a minimum, services obtained are recognised as if the terms had not been modified. In addition, an expense is recognised for any modification which increases the total fair value of the instrument ranted, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. Where employees or other parties are permitted to choose to fulfill non-vesting conditions but have not fulfilled during the pending period, equity-settled share-based payments are deemed cancelled. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the new awards are treated as if they were a modification of the original award.

23. Other equity instrument

The perpetual capital instruments issued by the Group, the term of which can be extended by the Group for an unlimited number of times upon maturity, the coupon interest payment for which can be deferred by the Group and for which the Group has no contractual obligation to pay cash or other financial assets, are classified as equity instruments.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

24. Revenue generated from contracts with customers

The Group recognises its revenue upon the fulfilment of contractual performance obligations under a contract, namely, when the customer obtains control over the relevant products or services. The acquisition control over relevant products or services shall mean the ability to direct the use of the products or the provision of the services and receive substantially all economic benefits derived therefrom.

Contract for the sales of products

The product sales contract between the Group and its customers typically includes contractual performance obligations for the transfer of products only. The Group typically recognises its revenue at the time of delivery and acceptance upon inspection taking into account the following factors: the acquisition of the current right to receive payments for the products, the transfer of major risks and rewards of ownership, the transfer of the legal title of the products, the transfer of the physical assets of the products, and customers' acceptance of the products.

Contract for the rendering of services

The service contract between the Group and its customers includes contractual performance obligations for maintenance service, operational service and engineering service. As the customer is able to forthwith obtain and consume the economic benefits brought by the Group's contractual performance when the Group performs a contract, the Group considers such contractual performance obligations to be obligations performed over a period of time, and revenue shall be recognised according the progress of performance. For contracts with specific output indicators, such as contracts for maintenance service and operational service, the Group determines the progress of performance of the service according to the output method. For a small number of contracts which do not specify output indicators, the progress of performance is determined using the input method.

Telecommunication system construction contract

The Group's Telecommunication system construction contract typically includes a range of contractual performances, such as equipment sales and installation service and their combinations. Equipment sales and installation service that are distinctly separable are accounted for standalone contractual performances. Combinations of equipment sales and installation services that are not individually separable are accounted for as standalone contractual performances, as customer can benefit from the individual use of such combinations or their use together with other readily available resources and such combinations among themselves are distinctly separable from one another. As the control of such individually separable equipment sales and installation service and individually non-separable combination of equipment and installation service is transferred to the customer upon acceptance by the customer, revenue of each standalone contractual performance is recognised upon the fulfillment of such standalone contractual obligation.

Variable consideration

Certain contracts between the Group and its customers contain cash discount and price guarantee clauses which will give rise to variable consideration. Where a contract contains variable consideration, the Group determines the best estimates on the variable consideration based on expected values or the most probable amount, provided that transaction prices including variable consideration shall not exceed the cumulative amount of recognised revenue upon the removal of relevant uncertainties in connection with which a significant reversal is highly unlikely.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

24. Revenue generated from contracts with customers (continued)

Consideration payable to customers

Where consideration is payable by the Group to a customer, such consideration payable shall be deducted against the transaction price, and against current revenue upon the recognition of revenue or the payment of (or the commitment to pay) the consideration to the customer (whichever is later), save for consideration payable to the customer for the purpose of acquiring from the customer other clearly separable products or services.

Return clauses

In connection with sales with a return clause, revenue is recognised according to the amount of consideration it expects to be entitled to for the transfer to a customer when the customer acquires control of the relevant. Amounts expected to be refunded for the return of sales are recognised as liabilities. At the same time, the balance of the carrying value of the product expected to be returned upon transfer less expected costs for the recall of such product (including impairment loss of the recalled product) shall be recognised as an asset (i.e. cost of return receivables), and the net amount of the carrying value of the transferred product upon the transfer less the aforesaid asset cost shall be transferred to cost. At each balance sheet date, the Group reassesses the future return of sales and re-measures the above assets and liabilities.

Significant financing component

Where a contract contains a significant financing component, the Group determines transaction prices based on amounts payable assumed to be settled in cash by customers immediately upon the acquisition of control over the products or services. The difference between such transaction price and contract consideration is amortised over the contract period using the effective interest rate method based on a ratio that discounts the nominal contractual consideration to the current selling price of the products or services.

The Group shall not give consideration to any significant financing component in a contract if the gap between the customer's acquisition of control over the products and payment of consideration is expected to be less than 1 year.

Warranty clauses

The Group provides quality assurance for products sold and assets built in accordance with contract terms and laws and regulations. The accounting treatment of quality assurance in the form of warranty assuring customers products sold are in compliance with required standards is set out in Note III.21. Where the Group provides a service warranty for a standalone service in addition to the assurance of compliance of products with required standards, such warranty is treated as a standalone contractual performance obligation, and a portion of the transaction price shall be allocated to the service warranty based on a percentage of the standalone price for the provision of product and service warranty and revenue is recognized when the customer obtains control of the service. When assessing whether a warranty is rendering a standalone service in addition to providing guarantee to customers that all sold goods are in compliance with required standards, the Group will consider whether or not such warranty is a statutory requirement, the term of the warranty and the nature of the Group's undertaking to perform its obligations.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

24. Revenue generated from contracts with customers (continued)

Contract changes

In the event of contract changes to the construction contracts between the Group and its customers:

(1) Where contract changes have added distinctly separable goods or construction services and contract price clause that representing the standalone selling prices of newly added goods or construction services, such contract changes are accounted for as a separate contract;

(2) Where contract changes do not fall under the description in (1) and goods or construction services transferred are clearly separable from goods or construction services not transferred as at the date on which contract changes occur, such changes should be deemed as the termination of the original contract, and the unfulfilled portion of the original contract and the changed portion of the contract shall be combined as a new contract for accounting treatment;

(3) Where contract changes do not fall under the description in (1) and goods or construction services transferred are not clearly separable from goods or construction services not transferred as at the date on which contract changes occur, the changed portion of the contract shall be accounted for as an integral part of the original contract, and the impact on recognised revenue shall be reflected by adjusting current revenue as at the date of contract changes.

25. Contract assets and contract liabilities

The Group presents contract assets or contract liabilities on the balance sheet according to the relationship between contractual performance obligations and customer payments. Contract assets and contract liabilities under the same contract are presented on a net basis after set-off.

Contract assets

The right to receive consideration following the transfer of products or services to customers which is dependent on factors other than the passage of time.

For details of the Group's determination and accounting treatment of expected credit losses from contract assets, please refer to Note III.9.

Contract liabilities

The obligation to pass products or services to customers in connection with customer consideration received or receivable is presented as contract liabilities, for example, amounts received prior to the transfer of the promised products or services.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

26. Assets relating to contract cost

The Group's assets relating to contract costs include the contract acquisition costs and contract performance costs, presented respectively under inventories, other current assets and other non-current assets.

Where the Group expects the incremental costs for acquiring a contract to be recoverable, such contract acquisition costs are recognised as an asset (unless the amortisation period of the asset is not more than 1 year).

Costs incurred by the Group for the performance of a contract are recognised as an asset as contract performance costs if they do not fall under the scope of the relevant standards for inventories, fixed assets or intangible assets but meet all the following conditions:

(1) they are directly related to a current or anticipated contract, including direct labour, direct materials, manufacturing expenses (or similar expenses), to be borne by customers as specifically stipulated, and otherwise incurred solely in connection with the contract;

(2) they will increase the resources to be utilised in the Company's future performance of its contractual obligations;

(3) they are expected to be recoverable.

The Group amortises assets relating contract costs on the same basis as that for the recognition of revenue relating to such assets and recognises the amortised assets in current profit or loss.

For assets relating to contract costs whose carrying value is higher than the difference between the following two items, the Group makes provision for impairment for the excess to be recognised as asset impairment losses:

(1) The remaining consideration expected to be obtained as a result of the transfer of goods relating to such assets;

(2) Estimated costs to be incurred in connection with the transfer of relevant goods.

In the event that the difference between (1) and (2) becomes higher than the carrying value of such assets as a result of changes in the factors of impairment for previous periods, previous provisions for asset impairment losses should be written back and included in current profit or loss, provided that the carrying asset value following the write-back shall not exceed the carrying value such assets would have on the date of write-back were there no provision for impairment.

27. Government grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. The grant is measured as the amount received or receivable where it takes the form of a cash asset, or at fair value where it is not a cash asset. Where the fair value cannot be reliably obtained, it should be measured at the nominal value.

Government grants designated by government documents to be applied to the formation of long-term assets by way of acquisition or otherwise are asset-related government grants; where no designation is made in government documents, judgement is exercised based on the necessary condition for receiving the asset-related grant. Where the formation of long-term assets by way of acquisition or otherwise is a necessary condition, the grant is recognised as an asset-related government grant. All other grants are recognised as income-related government grants.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

27. Government grants (continued)

Government grants relating to income and applied to make up for related costs or losses in future periods shall be recognised as deferred income, and shall be recognised in current profit or loss or written off against related costs of the period for which related costs or loss are recognised. Government grants specifically applied for the reimbursement of incurred related costs and expenses shall be directly recognised in current profit or loss or set off against related costs.

Government grants relating to assets shall be written off against the carrying value of the asset concerned or recognised as deferred income and credited to profit or loss over the useful life of the asset concerned by reasonable and systematic instalments (provided that government grants measured at nominal value shall be directly recognised in current profit or loss). Where the asset concerned is disposed of, transferred, retired or damaged prior to the end of its useful life, the balance of the deferred income yet to be allocated shall be transferred to "asset disposal" under current profit or loss.

Loans extended to the Group by borrowing banks at favourable interest rates mandated by government policies under which the borrowing banks receive interest rate subsidies from the financial authorities shall be recognised based on the actual amount of loans received, and borrowings costs shall be recognised based on the principal amount of the loan and the policy-mandated favourable interest rates.

28. Income tax

Income taxes include current and deferred tax. Income taxes are recognised in current period's profit or loss as income tax expense or income tax benefit, except for the adjustment made for goodwill in a business combination and income tax relating to transactions or items directly included in equity, which are charged to equity.

For current period's tax assets and liabilities arising in current and prior periods, the Group measures them at the amount expected to be paid or recovered according to the relevant taxation regulations.

The Group recognises deferred tax assets and liabilities based on temporary differences using balance sheet liability method. Temporary differences are differences between the carrying amount of assets or liabilities in the balance sheet and their tax base on the balance sheet date. Temporary differences also include the differences between the carrying values and tax bases of items not recognised as assets or liabilities where the tax base can be calculated according to the relevant tax regulations.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

(1) where the taxable temporary difference arises from goodwill or the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

(2) in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

28. Income tax (continued)

Deferred tax assets are recognised for all deductible temporary differences, carryforward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised except:

(1) where the deductible temporary difference arises from transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

(2) deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures are recognised when all following conditions are met: it is probable that the temporary differences will reverse in the foreseeable future, it is probable that taxable profit against the deductible temporary differences will be available.

As at balance sheet date, deferred tax assets and liabilities are measured in accordance with relevant tax laws at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, and reflects the tax consequences that would follow the manner in which the Group expects, at the balance sheet date, to recover the assets or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset and presented as a net amount if all of the following conditions are met: the Group has the legal right to set off current tax assets current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities, provided that the taxable entity concerned intends either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

29. Leases

Identification of leases

At the inception of a contract, the Group assesses whether the contract is, or contains, a lease. If one party to the contract conveys a right to control the use of one or more identified assets for a period of time in exchange for consideration, such contract is, or contains, a lease. To determine whether a contract has conveyed the right to control the use of an identified asset for a period of time, the Group assesses whether the customer to the contract has both the right to obtain substantially all economic benefits from the use of the identified asset and the right to direct the use of the identified asset during the period of use.

III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

29. Leases (continued)

Assessment of lease periods

The lease term is the period during which the Group owns a non-cancellable right to use the lease assets. Where the Group has an option for renewal to elect to renew the lease of the asset and it can be reasonably ascertained that such option will be exercised, the lease term shall also include the period covered by such option for renewal. Where the Group has an option for termination to terminate the lease of such asset but it can be reasonably ascertained that such option will not be exercised, the lease term shall include the period covered by such option for termination. In the case of a material event or change within the control of the Group affecting its reasonable decision on whether to exercise the option, the Group shall re-assess whether it can reasonably ascertain the exercise of the renewal option, call option or non-exercise the option for termination.

As a lessee

The types of the Group's lease assets include mainly properties, vehicles and other equipment.

Initial measurement

At the inception of a lease term, the right to use lease assets during the lease term is recognised as right-of-use assets, and outstanding lease payments are recognised as leased liabilities at their present value, with the exception of short-term leases and low-value asset leases. In calculating the present value of lease payments, the Group adopts the incremental loan interest rate for the lessee as the discount rate.

The lease term is the period during which the Group owns a non-cancellable right to use the lease assets. Where the Group has an option for renewal to elect to renew the lease of the asset and it can be reasonably ascertained that such option will be exercised, the lease term shall also include the period covered by such option for renewal. Where the Group has an option for termination to terminate the lease of such asset but it can be reasonably ascertained that such option will not be exercised, the lease term shall include the period covered by such option for termination. In the case of a material event or change within the control of the Group affecting its reasonable decision on whether to exercise the option, the Group shall re-assess whether it can reasonably ascertain the exercise of the renewal option, call option or non-exercise the option for termination.

Subsequent measurement

Depreciation of the right-of-use assets is provided for using the averaging method over the lease term. Where it can be reasonably ascertained that the ownership over the lease assets can be obtained upon the conclusion of the lease term, depreciation is provided over the remaining useful life of the lease assets. Where the acquisition of the ownership over the lease assets upon the conclusion of the lease term cannot be reasonably ascertained, depreciation is provided over the lease term or the remaining useful life of the lease assets, whichever shorter.

Interest expenses on lease liabilities over the respective periods of the lease term are computed based on fixed cyclical interest rates and charged to current profit or loss.

Variable lease payments not included in lease liabilities are charged to current profit or loss as and when incurred.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

29. Leases (continued)

As a lessee (continued)

Subsequent measurement (continued)

Where there are changes in the substantial fixed payment amount, changes in amounts payable expected of the remaining value of guarantees, changes in the index or ratio used to determine lease payment amounts, and changes in the assessment outcome relating to or actual exercise of the call option, renewal option and termination option, the Group re-measures the lease liabilities based on present value of the modified lease payment and adjusts the carrying value of the right-of-use assets accordingly. Where the lease liabilities requires further write-down when the carrying value of the right-of-use assets has already written down to zero, the remaining amount is charged to current profit or loss.

Modification of leases

Modification means the modification of the scope, consideration and duration of a lease on top of the original contract terms, including the increase or termination of the right to use one or more lease assets and the extension or shortening of the lease term stipulated in a contract, among others.

If the modification of a lease fulfills the following conditions, the Group will account for such modification as a separate lease:

(1) Such modification has enlarged the scope of the lease by increasing the right of use to one for one or more lease assets;

(2) The consideration for the increase approximates the standalone price for the extended portion of the lease after adjustments based on the status of the contract.

If the modification is not accounted for as a standalone lease, the Group re-determines the lease term on the date on which the modification comes into effect and adopts a revised discount rate to discount lease payments after the modification, so as to re-measure the lease liabilities. In calculating the present value of lease payments after the modification, the Group adopts the interest rate implicit in the lease over the remaining lease term as the discount rate; where the interest rate implicit in the lease over the remaining lease term cannot be ascertained, the Group's incremental loan interest rate at the effective date of the modification is adopted as the discount rate.

The impact of the aforesaid adjustments to lease liabilities is accounted for by distinguishing between the following:

(1) Where the modification results in the reduction of the scope of the lease or the shortening of the lease term, the Group writes down the carrying value of the right-of-use assets to reflect the partial or complete termination of the lease. Profit or loss relating to the partial or complete termination of the lease is charged to current profit or loss.

(2) For other modifications, the Group adjusts the carrying value of the right-of-use assets accordingly.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

29. Leases (continued)

As a lessee (continued)

Short-term lease and low-value asset lease

A lease with a term of not more than 12 months at the inception of the lease term and without any call option is recognised as a short-term lease; lease comprising an individual lease asset worth not more than 30,000 in brand new conditions is recognised as a low-value asset lease. If the Group sub-leases or expects to sub-lease such lease assets, the original lease shall not be recognised as a low-value asset lease. For short-term leases and low-value asset leases, the Group elects not to recognise right-of-use assets and lease liabilities, which are instead charged to relevant asset cost or current profit or loss over the respective periods during the lease term on a straight-line basis.

The Grou does not assess whether there is a lease modification, but continues to calculate the interest expense at a discount rate consistent with that before the concession and charged to current profit or loss, and continues to provide for depreciation of right-of-use assets using method consistent with that before the concession. Rent reduction or waiver concession incurred shall be accounted for as variable lease payment and set off against costs or expenses of the relevant assets, discounted according to the rate applied prior to the concession, and lease liabilities are adjusted accordingly. Delayed rental payments incurred are set off against lease liabilities recognised for the previous period upon actual payment.

As a lessor

Other than leases that transfer substantially all risk and reward relating to the ownership of lease assets at inception which are recognised as finance leases, all leases are recognised as operating leases. As a sub-leasing lessor, the Group classifies the sub-leases based on the right-of-use assets of the original leases.

As the lessor under a finance lease

At the inception of the lease term, finance lease receivables are recognised in respect of finance lease, while financing leases are derecognised. At initial measurement, the carrying value of finance lease receivables are recognised as the net amount of lease investment, which is in turn the sum of the unsecured residual value and the lease payments yet to be received at the commencement of the lease term discounted to their present value using the implicit interest rate of the lease.

Interest income over the respective periods of the lease term are computed and recognised based on fixed cyclical interest rates and charged to current profit or loss. Variable lease payments not included in the net amount of lease investment are charged to current profit or loss as and when incurred.

If the modification of a finance lease fulfills the following conditions, the Group will account for such modification as a separate lease:

(1) Such modification has enlarged the scope of the lease by increasing the right of use to one for one or more lease assets;

(2) The consideration for the increase approximates the standalone price for the extended portion of the lease after adjustments based on the status of the contract.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

29. Leases (continued)

As a lessor (continued)

As the lessor under a finance lease (continued)

Modifications of a finance lease not accounted for as a standalone lease are accounted for as a modified finance lease by distinguishing between the following:

(1) Where the modification becomes effective on the commencement date of a lease classified as an operating lease, it is accounted for as a new lease from the date on which the modification becomes effective, and the carrying value of the lease assets is the net amount of lease investment prior to the date on which the modification becomes effective;

(2) Where the modification becomes effective on the commencement date of a lease classified as an finance lease, it is accounted for in accordance with the provisions under Note III.20 pertaining to the revision or renegotiation of a contract.

As the lessor under an operating lease

Rental income under an operating lease is recognised as current profit or loss over the respective periods of the lease term on a straight-line basis, while variable lease payments not included in lease receipts is charged to current profit or loss as and when incurred.

Modifications of an operating lease are accounted for as a new lease from the date on which the modifications become effective. Advanced receipts or lease payments receivable relating to the unmodified lease are treated as payments under the new lease.

Other than leases under which substantially all risks and rewards of ownership are transferred, which are classified as finance lease, all leases are classified as operating leases.

30. Profit distribution

The cash dividend of the Company is recognised as liability upon approval at the general meeting.

III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

31. Fair value measurement

At each balance sheet date, the Group measures the fair value of investment properties, derivative financial instruments, other debt investments and listed and unlisted equity instrument investments. Fair value means the price receivable from the disposal of an asset or required to be paid for the transfer of a liability in an orderly transaction incurred by market participants on the measurement date. The Group measures assets or liabilities at fair value with the assumption that the orderly transaction of asset disposal or the transfer of liabilities takes place in the major market for the relevant assets or liabilities. Where there is no major market, the Group assumes such transaction takes place in the most favourable market for the relevant assets or liabilities.

The major market (or most favourable market) is a trading market which the Group has access to on the measurement date. The Group adopts assumptions used by market participants when they price the asset or liability with the aim of maximising its economic benefits.

The measurement of non-financial assets measured at fair value should take into account the ability of market participants to utilise the asset in the best way for generating economic benefits, or the ability to dispose of such asset to other market participants who are able to utilise the asset in the best way for generating economic benefits.

The Group adopts valuation techniques that are appropriate in the current circumstances and supported by sufficient usable data and other information. Observable input will be used first and foremost. Unobservable input will only be used when it is not possible or practicable to obtain observable input.

The fair value hierarchy to which an asset or liability measured or disclosed in the financial statements at fair value will be determined on the basis of the lowest level of input which is significant for the fair value measurement as a whole. Input at the first level represents unadjusted quoted prices in an active market for the acquisition of the same asset or liability on the measurement date. Input at the second level represents directly or indirectly observable assets or liabilities apart from input at the first level. Input at the third level represents unobservable input for the asset or liability.

At each balance sheet date, the Group reassesses assets and liabilities measured at fair value on an ongoing basis recognised in the financial statements to determine whether the level of fair value measurement should be changed.

32. Significant accounting judgements and estimates

The preparation of financial statements requires judgement and estimation of the management. Such judgement and estimation will affect the reported amounts of revenue, expenses, assets and liabilities and the disclosure of contingent liabilities as at the balance sheet date. The consequence arising from the uncertain nature of such estimation may result in significant adjustment to the carrying value of the asset or liability affected in the future.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

32. Significant accounting judgements and estimates (continued)

Judgement

In the process of applying the Group's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements:

Determination of standalone contractual performance obligations under telecommunication system construction contracts

The Group's telecommunication system construction contract typically includes a range of pledged performance, such as equipment sales and installation service or a combination of both. The Group determines whether the equipment sales and installation service and their combination are distinctly separable based on the correlation between the equipment and the installation and the terms of the contract. Where the customer can benefit from the individual use of such products or services or their use together with other readily available resources, the standalone equipment sales and installation service are accounted for as standalone contractual performances. Such standalone equipment sales and installation service are considered individual separable if: (1) the customer can receive the equipment pledged under the contract without the provision of significant installation service by the Group; (2) each of the equipment sales and the installation service do not constitute any modification or customisation to the other, nor will they modify or customise other equipment or installation service pledged under the contract; (3) such equipment sales and installation service are not significantly correlated to other equipment or installation pledged under the contract. Each of the aforesaid combinations of equipment sales and installation services that is not individually separable and not significantly correlated to other combinations and that enable the customer to benefit from its individual use or use together with other readily available resources is accounted for as a standalone contractual performances. The comprehensive application of the aforesaid judgement is significant for the determination of standalone contractual performance obligations under telecommunication system construction contracts.

Determination of progress of performance of service rendering contracts

The service contract between the Group and its customers typically include obligations such as maintenance service, operational service and engineering service and revenue is recognised according to the progress of performance of each contract. For contracts with specific output indicators, such as contracts for maintenance service and operational service, the Group determines the progress of performance of the service according to the output method. For a small number of contracts which do not specify output indicators, the progress of performance is determined using the input method.

Performance of obligation at a point of time

For performance obligations of the Group in respect of separately sold communication system equipment and terminals, as well as installation services and combination of inseparable equipment sales and installation services, as the customer is unable to obtain and consume the economic benefits brought by the Group's performance of obligation at the same time as such obligations are performed or control goods in progress during the course of the Group's performance, the Group is not entitled to collect progress billing according to work completed to date during the entire contract period. Hence, such performance is treated as performance at a point of time. Specifically, revenue corresponding to such standalone contractual performance is recognised upon acceptance by the customer after the performance of each standalone obligation.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

32. Significant accounting judgements and estimates (continued)

Judgement (continued)

Business model

The classification of financial assets at initial recognition is dependent on the Group's business model for managing the assets. Factors considered by the Group in judging the business model include enterprise valuation, the method of reporting the results of financial assets to key management members, risks affecting the results of financial assets and the method for managing such risks, as well as the form of remuneration received by the management personnel of the businesses concerned. In assessing whether the business model is aimed at receiving contract cash flow, the Group is required to analyse and exercise judgment in respect of the reasons, timing, frequency and values of any disposals prior to maturity.

Characteristics of contract cash flow

The classification of financial assets at initial recognition is dependent on the characteristics of the contract cash flow of such type of financial assets. Judgement is required to determine whether the contract cash flow represents interest payment in relation to principal amounts based on outstanding principal amounts only, including judgement of whether it is significantly different from the benchmark cash flow when assessing modifications to the time value of currencies, and judgement of whether the fair value of early repayment features is minimal where the financial assets include such early repayment features.

Deferred tax liabilities relating to subsidiaries, associates and joint ventures

The Group is required to recognise deferred tax liabilities for taxable temporary differences relating to investments in certain subsidiaries, associates and joint ventures, unless two conditions are met as follows: the Group is able to control the timing of the reversal of the temporary difference and such temporary difference is not likely to be reversed in the foreseeable future, in which case the recognition of deferred tax liabilities is not required. The Group is of the view that it is able to fully control the timing of the reversal of the temporary difference arising from dividend distribution of the subsidiary and that the subsidiary will not make any profit distribution in the foreseeable future. Therefore, the Group is not required to recognise any deferred income tax liability. Whether the temporary difference related to investments in associates and joint ventures will be reversed in the foreseeable future is dependent on the expected method of recouping the investment, and the Group is required to exercise significant judgement in respect of the method of recouping the investment.

Derecognition of financial assets

Where the Group has transferred the right to receive cash flow arising from an asset but has not transferred or has retained substantially all risks and rewards associated with such asset, or has not transferred the controlling right in such asset, such asset shall be recognised and accounted for so long as the Group continues to be involved in such asset. If the Group has not transferred or has retained substantially all risks and rewards associated with the asset or transferred the controlling right in the asset, the exercise of significant judgment is often required, and estimations need to be made as to the extent of the Group's continued involvement in the asset.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

32. Significant accounting judgements and estimates (continued)

Judgement (continued)

Operating lease — as lessor

The Group enters into lease contracts in respect of investment properties. The Group is of the view that, under the terms of such lease contracts, the Group has retained substantially all risks and reward arising from the ownership of such real estate properties. Accordingly, such contracts are accounted for as operating leases.

Finance lease — as lessor

The Group has entered into a series of cooperation agreements with Vanke, pursuant to which the development and construction in respect of a land site held by the Group has been entrusted with full powers to Vanke, which will assume all funding, cost and risk of development and construction and be entitled to all income corresponding thereto. The Group will acquire certain housing properties and cash as the consideration for the land-use right of the site. Given that the duration of Vanke's entitlement to the land-use right was equivalent to the entire tenure of the site, and that the consideration received by the Group was equivalent to the fair value of the aforesaid land-use right based on the relevant arrangements under the cooperation agreement, the Group is of the view that the transaction qualified as a finance lease under the ASBEs, even though the legal title of the land-use right has not been transferred.

Whether a contract is or contains a lease

The Group entered into a lease agreement relating to an overseas warehouse and servicing vehicles. The Group is of the view that no identifiable assets exist under the lease agreement. The supplier of the assets owned the substantive right of replacement for such warehouse and vehicles. The agreement did not give the Group the right to modify the purpose and method of using such the warehouse and vehicles, nor did it give the Group right to operate, or instruct other parties to operate, such warehouse and vehicles in a manner determined by the Group. Therefore, such lease agreement did not contain a lease and was accounted for as services provided to the Group.

Lease period — lease contracts comprising the option for renewal

The lease term is the period during which the Group owns a non-cancellable right to use the lease assets. Where the Group has an option for renewal and it can be reasonably ascertained that such option will be exercised, the lease term shall also include the period covered by such option for renewal. Some of the Group's lease contracts carry an option for renewal for 1 to 5 years. When the Group assesses whether it can reasonably ascertain that the renewal option will be exercised, it will take into account all matters and conditions pertaining to the economic benefits arising from the exercise of the renewal option, including the anticipated changes in facts and conditions during the period from the commencement date of the lease period to the date on which the option is exercised. The Group is of the view that, as the cost of terminating the lease is significant and it is more likely that the conditions for the exercise of the option will be fulfilled, the Group can reasonably ascertain that the renewal option will be exercised. Hence, the lease period includes the period covered by the renewal option.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

32. Significant accounting judgements and estimates (continued)

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within subsequent financial years, are discussed below.

Impairment of long-term equity investments, fixed assets, construction in progress and intangible assets

The Group assesses at each balance sheet date whether there is an indication that long-term equity investments, fixed assets, construction in progress and intangible assets may be impaired. If any such indication exists, the Group makes an estimate of the asset's recoverable amount and performs a test of impairment for the asset. The recoverable amount is measured at the net amount of the fair value of the asset less disposal costs or the present value of the estimated future cash flow of the asset, whichever is higher. This requires an estimate of the expected future cash flows from the asset or the cash generating unit to which the asset was allocated and also to choose a suitable discount rate in order to calculate the present value of those cash flows.

An impairment loss is recognised when the carrying amount of fixed assets, construction in progress and intangible assets exceeds the recoverable amount. The carrying amount is written down to the recoverable amount and the write-down is charged to current profit or loss, while corresponding provision for asset impairment is also made.

Impairment of financial instruments and contract assets

The Group has adopted the expected credit loss model to evaluate the impairment of financial instruments and contract assets. The application of the expected credit loss model requires significant judgement and estimates and the consideration of all reasonable and soundly based information, including forward-looking information. In making such judgement and estimates, the Group estimates the projected movements of the debtor's credit risk according to past repayment records, economic policies, macro-economic indicators and industry risks. Different estimates may affect provisions for impairment, and the provision for impairment made may not be equal to the actual amount of future impairment loss.

Depreciation and amortisation

The Group depreciates items of fixed assets and amortises items of intangible assets on the straight line basis over their estimated useful lives, and after taking into account their estimated residual value, commencing from the date the items of fixed assets are placed into productive use. It reflects the directors' estimate of the periods that the Group intends to derive future economic benefits from the use of the Group's fixed assets and intangible assets.

Development costs

In determining the amount of capitalisation, the management must make assumptions concerning the expected future cash flow, applicable discount rate and expected beneficial period.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

32. Significant accounting judgements and estimates (continued)

Estimation uncertainty (continued)

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, to the extent that it is likely that taxable profit will be available to utilise these unused tax losses. Significant judgments are needed from management to estimate the timing and amount of taxable profit in the future, with tax planning strategies, to determine the amount of the deferred tax assets that should be recognised.

Estimated standalone selling price

The standalone selling price refers to the price at which the Group may independently sell pledged goods or service. Observable prices for goods or services sold to similar customers under similar circumstance on a standalone basis is the best evidence for standalone selling prices. An estimation of standalone selling prices is required if such prices cannot be directly obtained. The Group has adopted cost plus pricing according the characteristics of the goods or services and its related price and cost and the level of difficulty in obtaining it. Cost plus pricing is a method for determining standalone selling prices by adding a reasonable profit margin to the estimated cost of a product. This method is mainly concerned with internal factors and requires adjustments to profit according to different products, customers and differences in other variables. It is a more appropriate method when the direct cost for performance of obligation can be ascertained.

Provision for inventory impairment

The impairment of inventory to its net realisable value is based on the marketability and net realisable value of the inventory. The determination of the impairment value requires the acquisition of conclusive evidence by the management, who should also take into account factors such as the purpose of stocking the inventory and the impact of post-balance sheet date events before making judgments and estimates. The difference between the actual outcome and the original estimates shall affect the carrying value of the inventory and charge or reversal of impairment provision for the period during which the estimates were revised.

Warranty

The Group makes reasonable estimates on warranty fee rates in respect of contract groups with similar characteristics based on the historic data and current conditions of warranty, taking into consideration all relevant information such as product improvements and market changes, among others. Estimated warranty fee rates may not be equal to actual warranty fee rates in the future. The Group reassesses the warranty fee rates at least annually at each balance sheet date and determines its estimated liabilities based on the reassessed warranty fee rates.

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III. PRINCIPAL ACCOUNTING POLICIES AND ACCOUNTING ESTIMATES (continued)

32. Significant accounting judgements and estimates (continued)

Estimation uncertainty (continued)

Fair value estimates of investment properties

The best evidence of fair value is given by current prices in an active market for similar lease and other contracts. In the absence of relevant information, the management shall determine the relevant amount within the range of reasonable fair value estimates. The management's judgment will be based on market rental prices of similar properties under current leases in an active market and discounted cash flow projections based on reliable estimates of future cash flows using discount rates that reflect current market assessments of the uncertainty in the amount and timing of the cash flows. Principal assumptions adopted by the Group in estimating fair values include market rents for similar properties at the same location and under the same conditions, discount rates, vacancy rates, projected future market rent and maintenance cost. The carrying value of investment property as at 31 December 2020 was RMB2,035,234,000 (31 December 2019: RMB1,957,242,000).

Fair value of non-listed equity investment

Fair value of non-listed equity investment at fair value through profit or loss is estimated using the market-based method. The assumptions on which it is based are unobservable input. The estimation requires the management to determine comparable public companies (peers) based on industry, scale, gearing and strategy and compute appropriate price multiples in respect of each identified comparable company, such as enterprise value to EBIT ("EV/EBIT"), price to book ("P/B") or price to earnings ("P/E"), etc. Such multiples are measured and arrived at based on the relevant data of the comparable companies and discounted by a percentage for the lack of liquidity. The discounted multiple shall be used for the measurement of the profit or asset of the non-listed equity investment to arrive at its fair value. The management believes that the estimated fair value (as recorded in the balance sheet) and changes in fair value (as recorded in profit or loss and other comprehensive income) arrived at using the aforesaid valuation method were reasonable and represented the most appropriate value as the end of the reporting period. For details, please refer to Note IX.3.

Incremental loan interest rate for the lessee

Where the interest rate implicit in the lease over the remaining lease term cannot be ascertained, the Group's incremental loan interest rate at the effective date of the modification is adopted as the discount rate for arriving at the present value of the lease payment. When ascertaining the incremental loan interest rate, the Group determine the incremental loan interest rate by reference to observable interest rates according to the prevailing economic conditions. On that basis, an appropriate incremental loan interest rate is arrived at by adjusting the benchmark interest rate based on the Group's internal conditions and details relating to the lease, such as the conditions, lease term and amount of lease liabilities of the subject assets.

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IV. TAXATION

1. Principal tax items and tax rates

Value-added tax ("VAT")	—	Output tax payable on income generated from domestic sales of products and equipment repair services at a tax rate of 13%; regarding service income, output tax is calculated at tax rates of 5%, 6% and 9% and VAT is payable on the difference after deduction of tax credit available for offsetting for the current period.
City maintenance and construction tax	—	In accordance with relevant PRC tax regulations and local regulations, city maintenance and construction tax was payable according to rates stipulated by the State based on individual situations of the branches and subsidiaries of the Group.
Education surcharge	—	In accordance with relevant PRC tax regulations and local regulations, education surcharge was payable according to rates stipulated by the State based on individual situations of the branches and subsidiaries of the Group.
Individual income tax	—	In accordance with relevant PRC tax regulations, the Group withheld income tax from its salary payments to employees based on progressive tax rates.
Overseas tax	—	Overseas taxes were payable in accordance with tax laws of various countries and regions.
Enterprise income tax	—	In accordance with the Law on Enterprise Income Tax promulgated on 1 January 2008, enterprise income tax was payable by the Group on its taxable income.

2. Tax concession

The Company is subject to an enterprise income tax rate of 15% for the years from 2020 to 2022 as a national-grade hi-tech enterprise incorporated in Shenzhen. Income tax rates for certain domestic subsidiaries of the Group are disclosed as follows:

Shenzhen Zhongxing Software Company Limited is subject to an enterprise income tax rate of 10% for 2020 as a national-grade key software enterprise.

Shenzhen Zhongxing Telecom Technology & Service Company Limited is subject to an enterprise income tax rate of 15% for the years from 2019 to 2021 as a national-grade hi-tech enterprise.

Shanghai Zhongxing Software Company Limited is subject to an enterprise income tax rate of 10% for 2020 as a national-grade key software enterprise.

Xi'an Zhongxing New Software Company Limited is subject to an enterprise income tax rate of 10% for 2020 as a national-grade key software enterprise.

Nanjing Zhongxing Software Company Limited is subject to an enterprise income tax rate of 10% for 2020 as a national-grade key software enterprise.

Xi'an ZTE Terminal Technology Limited is subject to an enterprise income tax rate of 15% for 2020 as an approved enterprise engaged in nationally encouraged industries under the West China preferential policy.

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IV. TAXATION (continued)

2. Tax concession (continued)

Nanjing Zhongxing New Software Company Limited is subject to an enterprise income tax rate of 10% for 2020 as a national-grade key software enterprise.

ZTE Smart Auto Company Limited is subject to an enterprise income tax rate of 15% from 2018 to 2020 as a national-grade hi-tech enterprise

Xi'an Cris Semiconductor Technology Company Limited is subject to a preferential tax rate of 12.5% for 2020 in the fifth year of its entitlement to the preferential treatment of exemption for two years and 50% reduction for three years as a legally incorporated and qualified IC design enterprise.

ZTE Microelectronics Technology Company Limited is subject to an enterprise income tax rate of 15% from 2020 to 2022 as a national-grade hi-tech enterprise.

Wuhan Zhongxing Software Company Limited is subject to a preferential tax rate of 12.5% for 2020 in the fourth year of its entitlement to the preferential treatment for software companies of exemption for two years and 50% reduction for three years.

Caltta Technologies Co., Ltd. is subject to an enterprise income tax rate of 15% from 2019 to 2021 as a national-grade hi-tech enterprise.

Chongqing Zhongxing Software Company Limited is subject to an enterprise income tax rate of 10% in 2020 as a national-grade key software enterprise.

Shanghai ZXELINK Co., Ltd is subject to an enterprise income tax rate of 15% from 2020 to 2022 as a national-grade hi-tech enterprise.

Guangdong ZTE Newstart Technology Co., Ltd. is subject to an enterprise income tax rate of 15% from 2020 to 2022 as a national-grade hi-tech enterprise.

V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS

1. Cash and Bank Balances

	31 December 2020	31 December 2019
Cash	**1,655**	2,269
Bank Deposit	**33,974,444**	29,963,567
Other cash	**1,683,733**	3,343,511
	35,659,832	33,309,347

As at 31 December 2020, the Group's overseas currency deposits amounted to RMB3,674,558,000 (31 December 2019: RMB3,902,219,000). Funds placed overseas and subject to remittance restrictions amounted to RMB60,697,000 (31 December 2019: RMB20,962,000).

Current bank deposits earn interest income based on current deposit interest rate. The period for short-term time deposits varies from 7 days to 3 months. The short-term time deposits, subject to the Group's cash needs, earn interest income based on corresponding time deposits interest rate. Time deposit of over three months amounting to RMB2,573,043,000 (31 December 2019: RMB1,460,036,000) were not included in cash and cash equivalents.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

2. Trading financial assets

	31 December 2020	31 December 2019
Financial assets at fair value through current profit and loss		
Investment in equity instrument	507,821	523,227
Other investment	529,085	37,435
	1,036,906	560,662

3. Derivative financial assets

	31 December 2020	31 December 2019
Derivative financial assets at fair value through current profit or loss	36,118	106,065

Trading in derivative financial assets at fair value through current profit or loss mainly comprised transactions in forward exchange contracts with reputable banks in the PRC mainland and Hong Kong with credit ratings of A- or above. As such forward exchange contracts were not designated for hedging purpose, they were dealt with at fair value through current profit or loss. For the reporting period, loss arising from fair value changes of non-hedging derivative financial instruments amounting to RMB100,230,000 (2019: loss of RMB162,150,000) was dealt with in current profit or loss.

4A. Trade receivables

Trade receivables are recognised according to the payment periods stipulated in contracts. The credit period for trade receivables normally ranges from 0 to 90 days, and may be extended to a maximum of 1 year depending on the credit standing of the customer. Trade receivables are interest-free.

Aging analysis of trade receivables was as follows:

	31 December 2020				31 December 2019			
	Book balance		Bad debt provision		Book balance		Bad debt provision	
	Amount	Percentage (%)	Amount	Percentage (%)	Amount	Percentage (%)	Amount	Percentage (%)
Standalone bad debt provision	4,002,648	16	4,002,648	100	7,001,590	21	7,001,590	100
For which provision for bad debt is recognised by group with credit risk characteristics	21,442,801	84	5,551,781	26	25,876,940	79	6,098,660	24
	25,445,449	100	9,554,429	38	32,878,530	100	13,100,250	40

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

4A. Trade receivables (continued)

As at 31 December 2020, bad debt provisions for trade receivables which were individually made were as follows:

	Book balance	Bad debt provision	Expected credit loss rate
Overseas carriers 1*	437,501	437,501	100%
Overseas carriers 2*	275,245	275,245	100%
Overseas carriers 3*	242,243	242,243	100%
Overseas carriers 4*	234,235	234,235	100%
Overseas carriers 5*	126,316	126,316	100%
Others (Customer 6 to Customer 40)*	2,687,108	2,687,108	100%
	4,002,648	4,002,648	100%

* The provision was made mainly in view of significant financial difficulty experienced by the debtors.

As at 31 December 2019, bad debt provisions for trade receivables which were individually made were as follows:

	Book balance	Bad debt provision	Expected credit loss rate
Overseas carriers 1*	597,986	597,986	100%
Overseas carriers 2*	578,775	578,775	100%
Overseas carriers 3*	563,352	563,352	100%
Overseas carriers 4*	428,987	428,987	100%
Overseas carriers 5*	426,086	426,086	100%
Overseas carriers 6*	299,436	299,436	100%
Overseas carriers 7*	285,746	285,746	100%
Overseas carriers 8*	280,176	280,176	100%
Overseas carriers 9*	226,802	226,802	100%
Overseas carriers 10*	155,666	155,666	100%
Overseas carriers 11*	140,761	140,761	100%
Overseas carriers 12*	121,161	121,161	100%
Others (Customer 13 to Customer 48)*	2,896,656	2,896,656	100%
	7,001,590	7,001,590	100%

* The provision was made in view of significant financial difficulty experienced by the debtors.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

4A. Trade receivables (continued)

Bad debt provisions for trade receivables based on credit risk characteristics are as follows:

	31 December 2020			31 December 2019		
	Carrying amount estimated to be in default	**Expected credit loss rate (%)**	**Expected credit loss during the entire duration**	Carrying amount estimated to be in default	Expected credit loss rate (%)	Expected credit loss during the entire duration
0-6 months	**13,794,187**	**2**	**334,348**	16,601,910	4	582,539
6-12 months	**1,359,046**	**19**	**252,669**	2,581,096	10	249,165
1-2 years	**1,798,892**	**34**	**606,115**	1,637,217	36	581,713
2-3 years	**917,238**	**86**	**785,211**	1,653,697	78	1,282,223
Over 3 years	**3,573,438**	**100**	**3,573,438**	3,403,020	100	3,403,020
	21,442,801		**5,551,781**	25,876,940		6,098,660

In 2020, there was reversal of RMB127,620,000 (2019: RMB67,171,000) and write-off of RMB2,627,392,000 (2019: RMB1,113,515,000) in bad debt provision for trade receivables which were individually significant and for which bad-debt provision had been made separately. It was attributable to the write-off of uncollectible payments due from 13 customers (2019: 4 customers) arising from non-connected transaction.

Change in bad debt provisions for trade receivables is as follows:

	Opening balance	Charge/ (reversal) for the period	Write-off for the year	Effect of exchange rate	Closing balance
2020					
Bad debt provision	**13,100,538**	**182,221**	**(3,366,645)**	**(360,780)**	**9,555,334**
Including: trade receivables	**13,100,250**	**181,604**	**(3,366,645)**	**(360,780)**	**9,554,429**
Factored trade receivables	**288**	**617**	**–**	**–**	**905**
2019					
Bad debt provision	12,384,836	1,777,598	(1,359,859)	297,963	13,100,538
Including: trade receivables	12,381,983	1,780,163	(1,359,859)	297,963	13,100,250
Factored trade receivables	2,853	(2,565)	–	–	288

Top 5 accounts of trade receivables as at 31 December 2020 were as follows:

Customer	Amount	As a percentage of total trade receivables	Closing balance of bad debt provision
Customer 1	**2,232,144**	**8.77%**	**26,232**
Customer 2	**1,408,616**	**5.54%**	**565,335**
Customer 3	**1,178,784**	**4.63%**	**23,841**
Customer 4	**711,336**	**2.80%**	**21,340**
Customer 5	**497,233**	**1.95%**	**13,352**
	6,028,113	**23.69%**	**650,100**

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

4A. Trade receivables (continued)

Top 5 accounts of trade receivables as at 31 December 2019 were as follows:

Customer	Amount	As a percentage of total trade receivables	Closing balance of bad debt provision
Customer 1	2,690,494	8.18%	45,795
Customer 2	2,128,766	6.47%	37,671
Customer 3	1,885,589	5.74%	497,930
Customer 4	1,158,592	3.52%	28,178
Customer 5	727,206	2.21%	29,397
	8,590,647	26.12%	638,971

The Group factored trade receivables measured at amortised cost on a non-recourse basis to financial institutions. The carrying amount of trade receivables derecognised as at the end of the year was RMB7,183,099,000 (2019: RMB7,501,234) and loss of RMB187,525,000 (2019: loss of RMB209,387,000) was recognised in investment income for the year.

Transfer of trade receivables that did not qualify for derecognition was separately classified as "Factored trade receivables" and "Bank advances on factored trade receivables". For details of the transfer of receivables, please refer to Note VIII.2.

4B. Receivable financing

	31 December 2020	31 December 2019
Commercial acceptance bills	**1,465,791**	1,749,294
Bank acceptance bills	**504,833**	681,095
	1,970,624	2,430,389

If the endorsing or discounting of bills receivable and the disposal of trade receivables only take place occasionally or their value, whether individual or aggregated, is minimal, and the objective of their business model remains the collection of contract cash flow, they are measured at amortised cost; if the enterprise's business model for bills receivable and trade receivables is aimed at both the collection of contract cash flow and disposal, they are classified as financial assets at fair value through other comprehensive income and reported as receivable financing.

Bills receivable which were discounted but not due as at the balance sheet date are as follows:

	31 December 2020		31 December 2019	
	Derecognised	**Not derecognised**	Derecognised	Not derecognised
Commercial acceptance bills	**1,614,429**	**–**	1,125,088	16,986
Bank acceptance bills	**1,369,471**	**–**	884,550	62,830
	2,983,900	**–**	2,009,638	79,816

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

4B. Receivable financing (continued)

Movements in bad debt provision for receivable financing are set out as follows:

	Opening balance	Provision (reversal) for the period	Write-off for the year	Closing balance
2020	**1,936**	**(497)**	**—**	**1,439**
2019	2,455	(519)	—	1,936

5. Prepayments

Aging analysis of prepayments was as follows:

	31 December 2020		31 December 2019	
	Book balance	**Percentage**	Book balance	Percentage
Within 1 year	**321,792**	**100%**	402,525	100%

Top 5 accounts of prepayments as at 31 December 2020 were as follows:

Supplier	**Amount**	**As a percentage of total amounts of prepayments**
Supplier 1	**19,934**	**6.19%**
Supplier 2	**17,005**	**5.28%**
Supplier 3	**15,280**	**4.75%**
Supplier 4	**10,000**	**3.11%**
Supplier 5	**9,284**	**2.89%**
	71,503	**22.22%**

Top 5 accounts of prepayments as at 31 December 2019 were as follows:

Supplier	Amount	As a percentage of total amounts of prepayments
Supplier 1	25,526	6.34%
Supplier 2	23,147	5.75%
Supplier 3	13,966	3.47%
Supplier 4	13,439	3.34%
Supplier 5	12,433	3.09%
	88,511	21.99%

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

6. Other receivables

	31 December 2020	31 December 2019
Interests receivables	**64,353**	890
Dividends receivables	**–**	3,081
Other receivables	**1,088,126**	1,019,300
	1,152,479	1,023,271

Interests receivables

	31 December 2020	31 December 2019
Time deposits	**64,353**	890

Dividends receivables

	31 December 2020	31 December 2019
前海融資租賃股份有限公司	**–**	3,081

Other receivables

Aging analysis of other receivables was as follows:

	31 December 2020	31 December 2019
Within 1 year	**712,800**	664,605
1 year to 2 years	**400,421**	417,771
2 years to 3 years	**85,802**	72,726
Over 3 years	**91,289**	104,335
	1,290,312	1,259,437
Bad debt provision	**(202,186)**	(240,137)
	1,088,126	1,019,300

Other receivables analysed by nature were as follows:

	31 December 2020	31 December 2019
Staff loans	**296,171**	192,992
Transactions with third parties	**791,955**	826,308
	1,088,126	1,019,300

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

6. Other receivables (continued)

Other receivables (continued)

Top 5 accounts of other receivables as at 31 December 2020 were as follows:

Due from	Closing balance	As a percentage of the total amount of other receivables	Bad debt provision	Expected credit loss	Nature
Third-party entity 1	**125,000**	**9.68%**	**–**	**–**	**Transactions with third parties**
Third-party entity 2	**56,646**	**4.39%**	**(56,646)**	**100%**	**Release of loans and advances**
Third-party entity 3	**42,615**	**3.30%**	**(42,615)**	**100%**	**Transactions with third parties**
Third-party entity 4	**36,000**	**2.79%**	**–**	**–**	**Transactions with third parties**
Third-party entity 5	**32,729**	**2.54%**	**–**	**–**	**Transactions with third parties**
Total	**292,990**	**22.70%**	**(99,261)**		

Top 5 accounts of other receivables as at 31 December 2019 were as follows:

Due from	Closing balance	As a percentage of the total amount of other receivables	Bad debt provision	Expected credit loss	Nature
Third-party entity 1	110,910	8.81%	(110,910)	100%	Transactions with third parties
Third-party entity 2	56,834	4.51%	(56,834)	100%	Loans and advances
Third-party entity 3	45,638	3.62%	(45,638)	100%	Transactions with third parties
Third-party entity 4	33,715	2.68%	–	–	Transactions with third parties
Third-party entity 5	25,768	2.05%	–	–	Transactions with third parties
Total	272,865	21.67%	(213,382)		

The above top five accounts of other receivables represent amounts loans, advances and others receivable from third parties of the Group, and were aged within 0–36 months.

Financial assets included in other receivables was RMB994,141,000. For financial assets included in other receivables based on expected credit losses in the next 12 months and expected credit losses during the entire life, the change of provisions for bad debt was as follows:

	Stage 1 Expected credit losses in the next 12 months	Stage 2 Expected credit losses during the entire life (Standalone assessment)	Stage 3 Financial assets with credit impairment occurred (during the entire life)	Total
Opening balance	827	–	239,310	240,137
Provision for the year	–	–	120,577	120,577
Reversed during the year	(34)	–	(189)	(223)
Transfer during the year	–	–	(149,725)	(149,725)
Exchange rate effect	–	–	(8,580)	(8,580)
Balance at 31 December 2020	**793**	**–**	**201,393**	**202,186**

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

7. Inventories

	31 December 2020			31 December 2019		
	Book balance	Provision for depreciation/ Provision for impairment	Carrying value	Book balance	Provision for depreciation/ Provision for impairment	Carrying value
Raw materials	13,630,144	789,099	12,841,045	6,092,323	805,258	5,287,065
Materials under subcontract processing	5,373	131	5,242	13,479	131	13,348
Work in progress	1,381,110	22,218	1,358,892	1,201,247	13,012	1,188,235
Finished goods	2,935,688	548,437	2,387,251	3,101,870	529,099	2,572,771
Dispatch of goods and others	11,859,666	1,838,061	10,021,605	12,600,255	1,878,026	10,722,229
Contract performance costs	8,173,003	1,097,732	7,075,271	8,943,882	1,039,022	7,904,860
	37,984,984	4,295,678	33,689,306	31,953,056	4,264,548	27,688,508

Change in inventory impairment provision is as follows:

2020

	Opening balance	Charge/ (reversal) for the year	Transfer during the year	Others	Closing balance
Raw materials	805,258	25,939	(84,372)	42,274	789,099
Materials under subcontract processing	131	—	—	—	131
Work in progress	13,012	5,154	(7,714)	11,766	22,218
Finished goods	529,099	50,182	(33,385)	2,541	548,437
Dispatch of goods and contract cost	2,917,048	31,152	(8,751)	(3,656)	2,935,793
	4,264,548	112,427	(134,222)	52,925	4,295,678

2019

	Opening balance	Charge/ (reversal) for the year	Transfer during the year	Others	Closing balance
Raw materials	1,151,577	(343,887)	(2,432)	—	805,258
Materials under subcontract processing	131	—	—	—	131
Work in progress	31,703	(17,891)	(674)	(126)	13,012
Finished goods	767,829	(88,623)	(107,968)	(42,139)	529,099
Dispatch of goods and contract cost	1,248,032	1,711,266	(46,328)	4,078	2,917,048
	3,199,272	1,260,865	(157,402)	(38,187)	4,264,548

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

8. Contract assets

	31 December 2020			31 December 2019		
	Book balance	Provision for impairment	Carrying value	Book balance	Provision for impairment	Carrying value
Contract assets	**9,237,256**	**(310,845)**	**8,926,411**	9,987,937	(450,087)	9,537,850

Contract assets refer to rights to receive consideration from customers for delivered goods. Contract assets arise when the performance of contract obligations is ahead of the payment schedule agreed under the contract.

The change of provision for impairment of contract assets was as follows:

	Opening balance	Provisions for the year	Write-off for the year	Exchange rate changes	Closing balance
2020	**450,087**	**70,300**	**(199,825)**	**(9,717)**	**310,845**
2019	152,485	294,632	—	2,970	450,087

Contract assets for which impairment loss provision is made based on standalone bad debt provision and credit risk characteristics group were analysed as follows:

	31 December 2020			31 December 2019		
	Carrying amount estimated to be in default	Expected credit loss rate (%)	Expected credit loss during the entire duration	Carrying amount estimated to be in default	Expected credit loss rate (%)	Expected credit loss during the entire duration
Standalone bad debt provision	**166,906**	**100.00**	**166,906**	320,832	100.00	320,832
For which provision for bad debt is recognised by group with credit risk characteristics	**9,070,350**	**1.59**	**143,939**	9,667,105	1.34	129,255
	9,237,256	**3.37**	**310,845**	9,987,937	4.51	450,087

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

9. Long-term receivables

	31 December 2020	31 December 2019
Installment payments for the provision of telecommunication system construction projects	**2,871,490**	2,887,559
Less: Bad debt provision for long-term receivables	**191,912**	67,953
	2,679,578	2,819,606

The discount rates adopted for long-term receivables ranged from 4.50%–7.81%.

Long-term trade receivables was provided based on expected credit loss during the entire life. All long-term trade receivables had not expired during the year. The rate of expected credit loss was 2.35%.

Change in bad debt provision for long-term trade receivables is as follows:

	Opening balance	Provision (reversal) for the year	Write-off for the year	Exchange rate changes	Closing balance
2020					
Bad debt provision	**68,140**	**131,026**	**–**	**(1,728)**	**197,438**
Including: long-term trade receivables	**67,953**	**125,687**	**–**	**(1,728)**	**191,912**
Long-term factored receivables	**187**	**5,339**	**–**	**–**	**5,526**
2019					
Bad debt provision	32,393	35,557	–	190	68,140
Including: long-term trade receivables	30,297	37,466	–	190	67,953
Long-term factored receivables	2,096	(1,909)	–	–	187

Transfer of long-term trade receivables that did not qualify for derecognition was separately classified as "Factored long-term trade receivables" and "Bank advances on factored long-term trade receivables". For details of the transfer of long-term receivables, please refer to Note VIII.2.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

10. Long-term equity investments

		31 December 2020	31 December 2019
Equity method			
Joint ventures	(1)	**205,022**	122,904
Associates	(2)	**1,600,152**	3,231,288
Less: provision for impairment of long-term equity investments		**91,371**	1,026,904
		1,713,803	2,327,288

31 December 2020

(1) Joint Ventures

	Shareholding percentage	Opening balance	Movement during the year							Carrying value as at the end of the year	Impairment provision as at the end of the year
			Increase in investment	Decrease in investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movement	Cash dividend	Transfer out of allowance for impairment provision		
Bestel Communications Ltd.*	50%	–	–	(2,255)	–	–	–	–	2,255	–	–
Puxing Mobile Tech Company Limited	50%	45,706	–	–	(14,363)	–	–	–	–	31,343	–
PengzhongXingsheng*	50%	–	–	(6,134)	–	–	–	–	6,134	–	–
德特賽維技術有限公司	49%	21,809	–	–	4,959	–	–	–	–	26,768	–
重慶百德行置業有限公司	10%	7,000	–	–	–	–	–	–	–	7,000	–
Shaanxi Crowd Funding Zhanlu Phase I Equity Investment Partnership (Limited Partnership)	40%	40,000	–	–	–	–	–	–	–	40,000	–
Zhuhai Hongtu Zhanlu Equity Investment Partnership (Limited Partnership)	33%	–	100,000	–	(89)	–	–	–	–	99,911	–
		114,515	100,000	(8,389)	(9,493)	–	–	–	8,389	205,022	–

* The Group no longer exercised common control over Bestel Communications Ltd and PengzhongXingsheng ceased to be accounted for as joint venture after the Group lost common control following their deregistration during the year.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

10. Long-term equity investments (continued)

31 December 2020 (continued)

(2) Associates

			Movement during the year								
	Shareholding percentage	Opening balance	Increase in investment	Decrease in investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movement	Cash dividend	Allowance/ transfer of impairment provision	Carrying value as at the end of the year	Impairment provision as at the end of the year
KAZNURTEL Limited Liability Company	49%	–	–	–	–	–	–	–	–	–	(2,477)
ZTE Energy Limited	23.26%	426,769	–	–	25,264	–	–	(5,023)	–	447,010	–
ZTE Software Technology (Nanchang) Company Limited	30%	3,764	–	–	(3,764)	–	–	–	–	–	–
Telecom Innovations	32.73%	–	–	–	–	–	–	–	–	–	(11,216)
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	18%	1,324	–	–	(1,324)	–	–	–	–	–	–
北京億科三友科技發展有限公司	33%	–	–	–	–	–	–	–	–	–	(4,764)
上海中興思秸通訊有限公司	30%	2,181	–	–	(2,181)	–	–	–	–	–	–
中興耀維科技江蘇有限公司	23%	2,862	–	–	(1,370)	–	–	–	–	1,492	–
INTLIVE TECHNOLOGIES (PRIVATE) LIMITED	49%	–	–	–	–	–	–	–	–	–	(7,117)
廈門智慧小區網絡科技有限公司*	35%	1,097	–	(1,278)	–	–	–	–	181	–	–
中山優順置業有限公司	20%	2,000	–	–	–	–	–	–	–	2,000	–
鐵建聯和(北京)科技有限公司	30%	742	–	–	(172)	–	–	–	(570)	–	(570)
廣東福能大數據產業園建設有限公司**	30%	12,192	–	(7,853)	(4,339)	–	–	–	–	–	–
廣東中城信息技術有限公司	39%	4,862	–	–	(175)	–	–	–	–	4,687	–
上海博色信息科技有限公司	29%	26,782	–	(20,700)	(1,944)	–	–	–	–	4,138	
New Idea Investment Pte. Ltd	20%	7,163	–	–	–	2	–	–	(7,165)	–	(14,551)
興辰智能科技產業有限公司	19%	–	–	–	–	–	–	–	–	–	(37,248)
南京寧網科技有限公司	21.26%	2,860	–	–	952	–	–	–	–	3,812	–
Hengyang ICT Real Estate Co., Ltd.	30%	52,446	–	–	–	–	–	–	–	52,446	–
貴州中安雲網科技有限公司	9.31%	5,024	105	–	(11)	–	–	–	–	5,118	–
陝西高端裝備與智能製造產業研究院有限公司	12.5%	2,054	–	–	98	–	–	–	–	2,152	–
Laxense, Inc.**	18.7%	16,300	–	(15,900)	(7)	(393)	–	–	–	–	–
中教雲通(北京)科技有限公司	28%	1,935	–	–	(409)	–	–	–	–	1,526	–
Kron Telekomunikasyon Hizmetleri A.S.	10%	10,560	–	–	1,078	(765)	–	(1,155)	–	9,718	–
山東興濟置業有限公司	10%	1,069	–	–	–	–	–	–	–	1,069	–
ZTE 9 (Wuxi) Co., Ltd.	26.21%	–	–	–	–	–	–	–	–	–	(13,428)
Nubia Technology Limited***	49.9%	644,000		(1,484,868)	(93,830)	–	–	–	934,698	–	–
Huanggang Education Valley Investment Holdings Co., Ltd.	25%	5,399	–	–	(985)	–	–	–	–	4,414	–
Whale Cloud Technology Co., Ltd.	28.99%	901,674	–	–	(308,526)	–	274,466	–	–	867,614	–
石家莊市智慧產業有限公司	12%	32,080	–	–	(15,908)	–	–	–	–	16,172	–
Zhongxing Feiliu Information Technology Company Limited	41%	45,634	–	–	(2,786)	–	–	–	–	42,848	–
江西國投信息科技有限公司	15%	–	1,500	–	71	–	–	–	–	1,571	–
安徽奇英智能科技有限公司	35%	–	7,000	–	(3,956)	–	–	–	–	3,044	–
Shenzhen Zhongxin New Energy Technology Company Limited	45.9%	–	34,748	–	3,202	–	–	–	–	37,950	–
		2,212,773	43,353	(1,530,599)	(411,022)	(1,156)	274,466	(6,178)	927,144	1,508,781	(91,371)

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

10. Long-term equity investments (continued)

31 December 2020 (continued)

(2) Associates (continued)

* 廈門智慧小區網絡科技有限公司 was no longer accounted for as an associate as the Group ceased to exercise significant influence following its deregistration.

** 廣東福能大數據產業園建設有限公司 and Laxense, Inc. were no longer accounted for as associates as the Group ceased to exercise significant influence following the transfer of equity interests;

*** The Group acquired 28.43% interests in Nubia Technology Limited during the year and held 78.33% in Nubia Technology following the acquisition. Nubia Technology Limited was included in the consolidated financial statements and no longer accounted for as a associate.

31 December 2019

(1) Joint Ventures

		Movement during the year								
	Opening balance	Increase in investment	Decrease in investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movement	Cash dividend declared	Allowance for impairment provision	Carrying value as at the end of the year	Impairment provision as at the end of the year
Bestel Communications Ltd.	–	–	–	–	–	–	–	–	–	(2,255)
Puxing Mobile Tech Company Limited	57,234	–		(11,528)	–	–	–	–	45,706	–
Pengzhong Xingsheng	6,138	–	–	(4)	–	–	–	(6,134)	–	(6,134)
德特賽維技術有限公司	27,278	–		(5,469)	–	–	–	–	21,809	–
重慶百德行置業有限公司	7,000	–	–	–	–	–	–	–	7,000	–
Shaanxi Zhongxing Innovative Investment Fund Limited Partnership Enterprise (Limited Partnership)	–	40,000	–	–	–	–	–	–	40,000	–
	97,650	40,000	–	(17,001)	–	–	–	(6,134)	114,515	(8,389)

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

10. Long-term equity investments (continued)

31 December 2019 (continued)

(2) Associates

		Movement during the year								
	Opening balance	Increase in investment	Decrease in investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movement	Cash dividend declared	Allowance for impairment provision	Carrying value as at the end of the year	Impairment provision as at the end of the year
KAZNURTEL Limited Liability Company	–	–	–	–	–	–	–	–	–	(2,477)
ZTE Energy Limited	426,995	–	–	(226)	–	–	–	–	426,769	–
ZTE Software Technology (Nanchang) Company Limited	3,947	–	–	(183)	–	–	–	–	3,764	–
Telecom Innovations	–	–	–	–	–	–	–	–	–	(11,216)
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	1,790	–	–	(466)	–	–	–	–	1,324	–
北京億科三友科技發展有限公司	–	–	–	–	–	–	–	–	–	(4,764)
上海中興思秸通訊有限公司	4,360	–	–	(2,179)	–	–	–	–	2,181	–
中興耀維科技江蘇有限公司	2,927	–	–	(65)	–	–	–	–	2,862	–
INTLIVE TECHNOLOGIES (Private) LIMITED	–	–	–	–	–	–	–	–	–	(7,117)
廈門智慧小區網絡科技有限公司	3,856	–	–	(2,578)	–	–	–	(181)	1,097	(181)
中山優順置業有限公司	2,000	–	–	–	–	–	–	–	2,000	–
鐵建聯和(北京)科技有限公司	1,314	–	–	(572)	–	–	–	–	742	–
西安城投智能充電股份有限公司*	7,290	–	(7,290)	–	–	–	–	–	–	–
廣東福能大數據產業園建設有限公司	13,902	–	–	(1,710)	–	–	–	–	12,192	–
廣東中興城智信息技術有限公司	4,634	–	–	228	–	–	–	–	4,862	–
前海融資租賃股份有限公司**	73,579	–	(66,054)	(7,907)	382	–	–	–	–	–
上海博色信息科技有限公司	26,134	–	–	648	–	–	–	–	26,782	–
New Idea Investment Pte. Ltd	6,930	–	–	(53)	748	–	–	(462)	7,163	(7,386)
中興智能科技產業有限公司	–	–	–	–	–	–	–	–	–	(37,248)
南京寧網科技有限公司	3,876	–	–	(1,016)	–	–	–	–	2,860	–
Hengyang ICT Real Estate Co., Ltd.	52,446	–	–	–	–	–	–	–	52,446	–
貴州中安雲網科技有限公司	4,133	1,198	–	(307)	–	–	–	–	5,024	–
陝西高能裝備與智能製造產業研究院有限公司	2,010	–	–	44	–	–	–	–	2,054	–
Laxense, Inc.	16,280	–	–	(276)	296	–	–	–	16,300	–
中教雲通(北京)科技有限公司	2,261	–	–	(326)	–	–	–	–	1,935	–
Kron Telekomunikasyon Hizmetleri A.S.	9,485	–	(376)	1,227	224	–	–	–	10,560	–
山東興濟置業有限公司	1,069	–	–	–	–	–	–	–	1,069	–
ZTE 9 (Wuxi) Co., Ltd.***	14,697	–	–	(1,269)	–	–	–	(13,428)	–	(13,428)
Nubia Technology Limited	1,281,524	–	–	(637,524)	–	–	–	–	644,000	(934,698)
Huanggang Education Valley Investment Holdings Co., Ltd.	8,587	–	–	(3,188)	–	–	–	–	5,399	–
Whale Cloud Technology Co., Ltd.	893,341	–	–	9,744	–	(1,411)	–	–	901,674	–
石家莊市智慧產業有限公司	48,278	–	–	(16,198)	–	–	–	–	32,080	–
Zhongxing Feiliu Information Technology Company Limited	–	45,634	–	–	–	–	–	–	45,634	–
	2,917,645	46,832	(73,720)	(664,152)	1,650	(1,411)	–	(14,071)	2,212,773	(1,018,515)

* 西安城投智能充電股份有限公司 was no longer accounted for as an associate as a result of the loss of significant influence over it following an equity transfer during the year.

** Transferred to other non-current financial assets as the Group no longer exercised significant influence over 前海融資租賃股份有限公司 after ceasing to be represented at the board of directors of 前海融資租賃 with a reduced shareholding percentage following the completion of a capital increase exercise during the year in which other shareholders had increased their capital contributions in 前海融資租賃 while the Group had waived the right to the pro-rata increase of its capital contribution.

*** The Group no longer exercised significant influence over ZTE 9 (Wuxi) Co., Ltd following its declaration of bankruptcy during the year.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

10. Long-term equity investments (continued)

Provision for impairment of long-term equity investment:

2020

	Opening balance	Provision for the year	Transfer during the year	Closing balance
Bestel Communications Ltd.	**2,255**	**—**	**(2,255)**	**—**
PengzhongXingsheng	**6,134**	**—**	**(6,134)**	**—**
KAZNURTEL Limited Liability Company	**2,477**	**—**	**—**	**2,477**
Telecom Innovations	**11,216**	**—**	**—**	**11,216**
北京億科三友科技發展有限公司	**4,764**	**—**	**—**	**4,764**
INTLIVE TECHNOLOGIES (PRIVATE) LIMITED	**7,117**	**—**	**—**	**7,117**
廈門智慧小區網絡科技有限公司	**181**	**—**	**(181)**	**—**
New Idea Investment Pte. Ltd	**7,386**	**7,165**	**—**	**14,551**
興辰智能科技產業有限公司	**37,248**	**—**	**—**	**37,248**
ZTE 9 (Wuxi) Co., Ltd.	**13,428**	**—**	**—**	**13,428**
鐵建聯和(北京)科技有限公司	**—**	**570**	**—**	**570**
Nubia Technology Limited	**934,698**	**—**	**(934,698)**	**—**
	1,026,904	**7,735**	**(943,268)**	**91,371**

2019

	Opening balance	Provision for the year	Transfer during the year	Closing balance
Bestel Communications Ltd.	2,255	—	—	2,255
PengzhongXingsheng	—	6,134	—	6,134
KAZNURTEL Limited Liability Company	2,477	—	—	2,477
Telecom Innovations	11,216	—	—	11,216
北京億科三友科技發展有限公司	4,764	—	—	4,764
INTLIVE TECHNOLOGIES (PRIVATE) LIMITED	7,117	—	—	7,117
廈門智慧小區網絡科技有限公司	—	181	—	181
New Idea Investment Pte. Ltd	6,924	462	—	7,386
中興智能科技產業有限公司	37,248	—	—	37,248
ZTE 9 (Wuxi) Co., Ltd.	—	13,428	—	13,428
Nubia Technology Limited	934,698	—	—	934,698
	1,006,699	20,205	—	1,026,904

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

11. Other non-current financial assets

	31 December 2020	31 December 2019
Financial assets at fair value through current profit and loss	**1,536,741**	1,594,254

12. Investment properties

Subsequent measurement at fair value:

31 December 2020

	Buildings
Opening balance	**1,957,242**
Business combination not under common control	**96,901**
Other outgoing transfers	**(20,667)**
Fair value change (Note V.48)	**1,758**
Closing balance	**2,035,234**

31 December 2019

	Buildings
Opening balance	2,011,999
Other outgoing transfers	(62,000)
Fair value change (Note V.48)	7,243
Closing balance	1,957,242

During the year, the Group leased buildings of the investment properties to Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited, a related party, and other non-related parties by way of operating lease.

As at 31 December 2020, investment properties with a carrying value of RMB1,727,000,000 (31 December 2019: RMB1,717,567,000) had yet to obtain title registration certificates.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

13. Fixed assets

31 December 2020

	Buildings	Freehold land	Electronic equipment	Machinery equipment	Vehicles	Other equipment	Total
Cost							
Opening balance	7,376,296	40,441	5,533,723	3,164,125	281,759	362,772	16,759,116
Acquisitions	1,653,580	–	1,566,243	249,756	22,940	74,009	3,566,528
Transfer from construction in progress	533,155	–	31,824	1,610	–	88	566,677
Business combination not under common control	79,598	–	60,453	57,045	6,706	779	204,581
Disposal or retirement	(35,617)	–	(818,322)	(315,996)	(31,234)	(22,424)	(1,223,593)
Exchange rate adjustments	(22,900)	(11,152)	(6,629)	(21,170)	(4,741)	(19,041)	(85,633)
Closing balance	9,584,112	29,289	6,367,292	3,135,370	275,430	396,183	19,787,676
Accumulated depreciation							
Opening balance	1,853,492	–	3,313,005	1,775,221	169,974	222,677	7,334,369
Provision	280,061	–	798,921	278,667	23,062	84,210	1,464,921
Business combination not under common control	47,707	–	45,053	27,401	3,684	672	124,517
Disposal or retirement	(18,557)	–	(695,099)	(261,273)	(28,446)	(25,103)	(1,028,478)
Exchange rate adjustments	(12,538)	–	(4,477)	(19,546)	(2,571)	(11,198)	(50,330)
Closing balance	2,150,165	–	3,457,403	1,800,470	165,703	271,258	7,844,999
Provision for impairment							
Opening balance	21,270	–	1,886	16,926	1,096	81	41,259
Provision	–	–	426	10	–	21	457
Disposal or retirement	–	–	(638)	(11,415)	(1,096)	–	(13,149)
Exchange rate adjustments	–	–	166	–	–	2	168
Closing balance	21,270	–	1,840	5,521	–	104	28,735
Book value							
As at the end of the year	7,412,677	29,289	2,908,049	1,329,379	109,727	124,821	11,913,942
As at the beginning of the end	5,501,534	40,441	2,218,832	1,371,978	110,689	140,014	9,383,488

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

13. Fixed assets (continued)

31 December 2019

	Buildings	Freehold land	Electronic equipment	Machinery equipment	Vehicles	Other equipment	Total
Cost							
Opening balance	7,293,996	41,339	4,895,506	2,992,242	287,672	356,499	15,867,254
Acquisitions	148,248	–	1,266,629	133,465	21,868	26,751	1,596,961
Transfer from construction in progress	191,860	–	33,583	256,909	8	1,226	483,586
Disposal or retirement	(259,479)	–	(661,791)	(222,717)	(27,809)	(26,689)	(1,198,485)
Exchange rate adjustments	1,671	(898)	(204)	4,226	20	4,985	9,800
Closing balance	7,376,296	40,441	5,533,723	3,164,125	281,759	362,772	16,759,116
Accumulated depreciation							
Opening balance	1,686,740	–	3,120,285	1,744,448	166,323	210,037	6,927,833
Provision	307,307	–	673,970	235,886	25,143	25,111	1,267,417
Disposal or retirement	(142,527)	–	(481,091)	(208,930)	(21,512)	(14,012)	(868,072)
Exchange rate adjustments	1,972	–	(159)	3,817	20	1,541	7,191
Closing balance	1,853,492	–	3,313,005	1,775,221	169,974	222,677	7,334,369
Provision for impairment							
Opening balance	21,270	–	1,947	16,959	1,096	81	41,353
Disposal or retirement	–	–	(41)	(33)	–	–	(74)
Exchange rate adjustments	–	–	(20)	–	–	–	(20)
Closing balance	21,270	–	1,886	16,926	1,096	81	41,259
Book value							
As at the end of the year	5,501,534	40,441	2,218,832	1,371,978	110,689	140,014	9,383,488
As at the beginning of the year	5,585,986	41,339	1,773,274	1,230,835	120,253	146,381	8,898,068

As at 31 December 2020, the Group was in the process of applying for property ownership certificate for buildings in Shenzhen, Shanghai and Nanjing in China with a net book value of approximately RMB2,033,892,000 (31 December 2019: RMB2,929,703,000).

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

14. Construction in progress

	2020			2019		
	Book balance	**Impairment provision**	**Carrying value**	Book balance	Impairment provision	Carrying value
Nanjing Project	**361,161**	**–**	**361,161**	261,568	–	261,568
Commercial NEV Production Base	**6,356**	**–**	**6,356**	526,795	–	526,795
Shanghai R&D Centre Phase III	**182,031**	**–**	**182,031**	75,810	–	75,810
Zhongxing Gaoneng Lithium Battery Phase I	**3,061**	**–**	**3,061**	3,957	–	3,957
ZTE Headquarters	**84,520**	**–**	**84,520**	50,712	–	50,712
Xi'an Project	**194,464**	**–**	**194,464**	129,471	–	129,471
Others	**214,898**	**6,591**	**208,307**	123,403	–	123,403
	1,046,491	**6,591**	**1,039,900**	1,171,716	–	1,171,716

Changes in major construction in progress as at 31 December 2020 were as follows:

	Budget	Opening balance	Increase during the year	Transfer to fixed assets	Other reduction	Impairment provision	Closing balance	Source of funds	Construction contribution as a percentage of budget (%)	Work progress
Nanjing Project	978,070	261,568	99,593	–	–	–	361,161	Internal funds	36.93%	In progress
Commercial NEV Production Base	578,333	526,796	5,317	525,757	–	–	6,356	Internal funds	92.01%	In progress
Shanghai R&D Centre Phase III	478,000	75,810	106,221	–	–	–	182,031	Internal funds	49.49%	In progress
Zhongxing Gaoneng Lithium Battery Phase I	265,012	3,957	950	1,846	–	–	3,061	Internal funds	99.48%	In progress
ZTE Headquarters	699,640	50,712	33,808	–	–	–	84,520	Internal funds	12.08%	In progress
Xi'an Project	774,200	129,471	64,993	–	–	–	194,464	Internal funds	25.12%	In progress
Others	–	123,402	130,570	39,074	–	6,591	208,307	Internal funds		In progress
		1,171,716	441,452	566,677	–	6,591	1,039,900			

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

14. Construction in progress (continued)

Changes in major construction in progress as at 31 December 2019 were as follows:

	Budget	Opening balance	Increase during the year	Transfer to fixed assets	Other reduction	Closing balance	Source of funds	Construction contribution as a percentage of budget (%)	Work progress
Staff quarters	1,017,932	11,357	19,915	31,272	–	–	Internal funds	100.00%	Completed
Sanya R&D Base Project	119,100	108,248	31,350	139,598	–	–	Internal funds	100.00%	Completed
Nanjing Project	978,070	224,488	37,080	–	–	261,568	Internal funds	26.74%	In progress
Changsha production R&D Base Phase I	236,020	4,492	–	4,492	–	–	Internal funds	100.00%	Completed
New energy commercial vehicle production base	892,530	391,436	135,359	–	–	526,795	Internal funds	59.02%	In progress
Shanghai R&D Centre Phase III	478,000	31,357	44,453	–	–	75,810	Internal funds	27.26%	In progress
ZTE high energy lithium battery project Phase I	518,460	220,896	41,793	258,732	–	3,957	Internal funds	89.19%	In progress
ZTE headquarters	699,640	59,240	33,808	–	42,336	50,712	Internal funds	7.25%	In progress
Xi'an Project	774,200	91,398	38,073	–	–	129,471	Internal funds	16.72%	In progress
Others		153,132	80,527	49,492	60,764*	123,403	Internal funds		In progress
		1,296,044	462,358	483,586	103,100	1,171,716			

* 河南興遠智慧產業發展有限公司 and 中興(淮安)智慧產業有限公司, companies where the project in progress was conducted, have ceased to be included in the consolidated financial statements as from March 2019 and May 2019, respectively.

Impairment provision for construction in progress:

2020

	Opening balance	Increase for the year	Decrease for the year	Closing balance	Reason for provision
Others	–	6,591	–	6,591	Work suspension
	–	6,591	–	6,591	

As at 31 December 2020, there was no capitalised interest in the balance of the construction in progress (31 December 2019: Nil).

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

15. Rights-of-use assets

31 December 2020

	Buildings and structures	Vehicles	Other investment	Total
Cost				
Opening balance	1,395,884	110,319	123,555	1,629,758
Increase	299,975	11,646	74,423	386,044
Disposal	(127,650)	(22,912)	(53,907)	(204,469)
Exchange rate adjustment	46,881	30,574	(253)	77,202
Closing balance	1,615,090	129,627	143,818	1,888,535
Cumulative depreciation				
Opening balance	437,127	32,804	96,046	565,977
Charge	274,565	59,628	71,909	406,103
Disposal	(127,650)	(22,912)	(53,907)	(204,469)
Exchange rate adjustment	44,005	29,739	(29)	73,714
Closing balance	628,047	99,259	114,019	841,325
Book value				
As at the end of the year	987,043	30,368	29,799	1,047,210
As at the beginning of the year	958,757	77,515	27,509	1,063,781

31 December 2019

	Buildings and structures	Vehicles	Other investment	Total
Cost				
Opening balance	902,642	40,736	8,886	952,264
Increase	427,607	80,424	114,356	622,387
Exchange rate adjustment	65,635	(10,841)	313	55,107
Closing balance	1,395,884	110,319	123,555	1,629,758
Cumulative depreciation				
Charge	385,208	43,621	96,039	524,868
Exchange rate adjustment	51,919	(10,817)	7	41,109
Closing balance	437,127	32,804	96,046	565,977
Book value				
As at the end of the year	958,757	77,515	27,509	1,063,781
As at the beginning of the year	902,642	40,736	8,886	952,264

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

16. Intangible assets

31 December 2020

	Software	Technology know-how	Land use right	Franchise	Deferred development costs	Total
Cost						
Opening balance	707,951	157,517	2,733,148	1,152,934	12,145,786	16,897,336
Acquisition	343,047	11,270	346,789	163,741	–	864,847
In-house R&D	–	–	–	–	2,045,902	2,045,902
Business combination not under common control	37,024	304,415	1,640	735,132	–	1,078,211
Disposal or retirement	(70,980)	(8,943)	(6,457)	(65)	–	(86,445)
Exchange rate adjustments	(22,328)	–	–	9,873	–	(12,455)
Closing balance	994,714	464,259	3,075,120	2,061,615	14,191,688	20,787,396
Accumulated amortization						
Opening balance	206,494	149,587	321,658	746,349	7,676,568	9,100,656
Provision	230,393	22,552	71,513	214,581	1,595,042	2,134,081
Business combination not under common control	28,667	158,679	260	572	–	188,178
Disposal or retirement	(61,367)	(3,113)	(135)	(34)	–	(64,649)
Exchange rate adjustments	(14,850)	–	–	(8,782)	–	(23,632)
Closing balance	389,337	327,705	393,296	952,686	9,271,610	11,334,634
Provision for impairment						
Opening balance	14,300	–	6,322	57,238	–	77,860
Charge	–	12,205	–	–	–	12,205
Disposal or retirement	–	–	(6,322)	–	–	(6,322)
Exchange rate adjustments	315	–	–	1,422	–	1,737
Closing balance	14,615	12,205	–	58,660	–	85,480
Book value						
As at the end of the year	590,762	124,349	2,681,824	1,050,269	4,920,078	9,367,282
As at the beginning of the year	487,157	7,930	2,405,168	349,347	4,469,218	7,718,820

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

16. Intangible assets (continued)

31 December 2019

	Software	Technology know-how	Land use right	Franchise	Deferred development costs	Total
Cost						
Opening balance	630,241	187,480	5,307,974	1,026,695	9,026,476	16,178,866
Acquisition	232,207	12,142	67,466	183,743	–	495,558
In-house R&D	–	–	–	–	3,128,526	3,128,526
Disposal & retirement	(157,219)	(42,105)	(2,642,292)	(56,310)	(9,216)	(2,907,142)
Exchange rate adjustments	2,722	–	–	(1,194)	–	1,528
Closing balance	707,951	157,517	2,733,148	1,152,934	12,145,786	16,897,336
Accumulated amortisation						
Opening balance	206,007	116,867	281,096	597,531	6,340,979	7,542,480
Provision	144,556	48,905	93,333	204,191	1,337,372	1,828,357
Disposal or retirement	(145,782)	(16,185)	(52,771)	(56,283)	(1,783)	(272,804)
Exchange rate adjustments	1,713	–	–	910	–	2,623
Closing balance	206,494	149,587	321,658	746,349	7,676,568	9,100,656
Provision for impairment						
Opening balance	14,338	–	6,322	57,238	–	77,898
Exchange rate adjustment	(38)	–	–	–	–	(38)
Closing balance	14,300	–	6,322	57,238	–	77,860
Book value						
As at the end of the year	487,157	7,930	2,405,168	349,347	4,469,218	7,718,820
As at the beginning of the year	409,896	70,613	5,020,556	371,926	2,685,497	8,558,488

As at 31 December 2020, the Group was in the process of obtaining the land use right certificate of land blocks located in Shenzhen and Nanjing in the PRC, with a carrying value of approximately RMB1,032,215,000 (31 December 2019: RMB1,107,753,000).

As at 31 December 2020, intangible assets formed through internal research and development accounted for 53% of the book value of intangible assets as at the end of the period (31 December 2019: 58%).

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

17. Deferred development costs

31 December 2020

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Handsets	**32,057**	**77,485**	**(107,272)**	**2,270**
System products	**1,844,352**	**2,164,865**	**(1,938,630)**	**2,070,587**
	1,876,409	**2,242,350**	**(2,045,902)**	**2,072,857**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Handsets	29,448	64,191	(61,582)	32,057
System products	2,702,908	2,208,388	(3,066,944)	1,844,352
	2,732,356	2,272,579	(3,128,526)	1,876,409

The Group adopts the timing of the product development project listing as the starting point for capitalisation. All research and development projects were under normal implementation according to the research and development milestone schedules.

18. Goodwill

Movements in the original value of goodwill are as follows:

31 December 2020

	Opening balance	Increase during the year	Decrease during the year	Closing balance
		Business combination not under common control	Disposal	
Zhuhai Guangtong Bus Co., Ltd.	**186,206**	**–**	**–**	**186,206**
Suzhou Laxense Technology Co., Ltd.	**33,500**	**–**	**–**	**33,500**
NETAS TELEKOMUNIKASYON A.S.	**89,763**	**–**	**–**	**89,763**
	309,469	**–**	**–**	**309,469**

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

18. Goodwill (continued)

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
		Business combination not under common control	Disposal	
Zhuhai Guangtong Bus Co., Ltd.	186,206	–	–	186,206
Suzhou Laxense Technology Co., Ltd.	33,500	–	–	33,500
NETAS TELEKOMUNIKASYON A.S.	89,763	–	–	89,763
	309,469	–	–	309,469

Change in goodwill impairment provision was as follows:

31 December 2020

	Opening balance	**Increase during the year**	**Decrease during the year**	**Closing balance**
		Charge	**Disposal**	
Zhuhai Guangtong Bus Co., Ltd.	**–**	**–**	**–**	**–**
Suzhou Laxense Technology Co., Ltd.	**33,500**	**–**	**–**	**33,500**
NETAS TELEKOMUNIKASYON A.S.	**89,763**	**–**	**–**	**89,763**
Total	**123,263**	**–**	**–**	**123,263**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
		Charge	Disposal	
Zhuhai Guangtong Bus Co., Ltd.	–	–	–	–
Suzhou Laxense Technology Co., Ltd.	33,500	–	–	33,500
NETAS TELEKOMUNIKASYON A.S.	89,763	–	–	89,763
Total	123,263	–	–	123,263

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

18. Goodwill (continued)

Goodwill acquired as a result of corporate merger has been allocated to the following asset groups or portfolio of asset groups for the purpose of impairment testing:

Zhuhai Guangtong Bus Co., Ltd. transferred material assets to ZTE Smart Auto Company Limited, its parent company, during 2019. The management was of the view that Zhuhai Guangtong Bus Co., Ltd. should be combined with ZTE Smart Auto Company Limited into one asset group; the management was of the view that Suzhou Laxense Technology Co., Ltd. and NETAS TELEKOMUNIKASYON A.S. were relatively independent asset groups not related to other business segments of the Group. Hence these two companies were each accounted for as an asset group.

- ZTE Smart Auto Company Limited asset group
- Suzhou Laxense Technology Co., Ltd. asset group
- NETAS TELEKOMUNIKASYON A.S. asset group

As at 31 December 2020, full impairment charges had been provided for in respect of Suzhou Laxense Technology Co., Ltd. asset group and the NETAS TELEKOMUNIKASYON A.S. asset group.

ZTE Smart Auto Company Limited asset group

For the year, Zhuhai Guangtong Bus Co., Ltd. and ZTE Smart Auto Company Limited were combined into a portfolio of asset groups. As a result, the portfolio of asset groups determined on the date of acquisition and at the time of the performance of impairment test in the previous year was modified.

The carrying values of goodwill comprised in the asset groups are as follows:

	31 December 2020
ZTE Smart Auto Company Limited asset group	**1,025,138**

The recoverable amounts of such asset groups and portfolio of asset groups is based on the 5-year budget approved by the management and the present value of future cash flow arrived at through a detailed projection of subsequent cash flow for 5 years using a specific long-term average growth rate. The key assumptions adopted include:

	Zhuhai Guangtong Bus Co., Ltd.
Growth rate for the forecast period	Detailed revenue growth rate for the 5-year forecast period determined by the management based on past experience and market forecasts.
Growth rate for the stable period	2.62%
Gross profit margin	Gross profit margin estimated by the management based on past experience and market forecasts.
Discount rate	13.41%

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

18. Goodwill (continued)

ZTE Smart Auto Company Limited asset group (continued)

The Group determines the growth rate and gross profit margin based on past experience and market forecasts. The discount rate adopted reflects the specific risks of the asset groups. The growth rate for the stable period is the weighted average growth rate adopted for the detailed projection of subsequent cash flow for 5 years and is consistent with the projections set out in industry reports and does not exceed the long-term average growth rate of each product.

The Company conducted impairment tests on the aforesaid goodwill at the end of the year. In conducting such goodwill impairment tests, the Group compared the carrying values of the relevant asset groups (including goodwill) against their recoverable amounts. If the recoverable amount is lower than the carrying value, the difference is charged to current profit or loss. In the goodwill impairment test, no goodwill impairment was charged against the ZTE Smart Auto Company Limited asset group.

19. Deferred tax assets/liabilities

Deferred tax assets and deferred tax liabilities, which are not offset:

	31 December 2020		31 December 2019	
	Deductible temporary differences	**Deferred tax assets**	Deductible temporary differences	Deferred tax assets
Deferred tax assets				
Unrealised profits arising on consolidation	**2,281,961**	**464,969**	1,932,855	423,705
Provision for impairment in inventory	**1,295,712**	**266,314**	1,177,002	241,636
Foreseeable construction contract losses	**1,424,193**	**213,629**	1,598,838	239,826
Amortisation of deferred development costs	**2,572,554**	**279,142**	2,532,673	284,946
Provision for warranties and returned goods	**245,741**	**40,938**	276,374	43,957
Provision for retirement benefits	**175,954**	**29,277**	205,509	32,635
Deductible tax losses	**10,369,097**	**1,599,119**	4,884,984	738,940
Accruals	**4,118,262**	**545,809**	3,475,772	464,503
Overseas taxes pending deduction	**1,747,971**	**262,196**	864,384	129,658
Share option scheme expenses	**496,504**	**74,476**	320,130	48,019
Lease liabilities	**1,162,649**	**165,721**	1,107,399	166,110
	25,890,598	**3,941,590**	18,375,920	2,813,935

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

19. Deferred tax assets/liabilities (continued)

	31 December 2020		31 December 2019	
	Deductible temporary differences	**Deferred tax liabilities**	Deductible temporary differences	Deferred tax liabilities
Deferred tax liabilities				
Revaluation gain of investment properties	**1,090,898**	**163,635**	1,087,549	163,132
Other non-current financial assets	**513,699**	**99,174**	308,760	63,757
Adjustments to fair value of business combination not under common control	**1,073,769**	**161,065**	268,223	40,233
Rights-of-use assets	**1,047,210**	**157,082**	1,042,607	156,391
Others	**385,670**	**57,850**	340,726	51,110
	4,111,246	**638,806**	3,047,865	474,623

The net amount of deferred tax assets and deferred tax liabilities after set-off:

	31 December 2020		31 December 2019	
	Amount of set-off	**Amount after set-off**	Amount of set-off	Amount after set-off
Deferred tax assets	**504,489**	**3,437,101**	302,563	2,511,372
Deferred tax liabilities	**504,489**	**134,317**	302,563	172,060

Deductible temporary differences and deductible tax losses of unrecognised deferred tax assets:

	31 December 2020	31 December 2019
Deductible tax losses	**5,008,396**	4,286,930
Deductible temporary difference	**140,840**	10,189
	5,149,236	4,297,119

Deductible tax losses of unrecognised deferred tax assets expiring in:

	31 December 2020	31 December 2019
2020	**–**	171,744
2021	**103,206**	373,813
2022	**106,593**	352,484
2023	**372,143**	285,530
2024	**341,724**	257,618
Beyond 2025	**4,084,730**	2,845,741
	5,008,396	4,286,930

The Group recognises deferred tax assets based on deductible temporary differences. In relation to deferred income tax relating to deductible tax loss and tax allowance, the Group expects to generate sufficient taxable income prior to the expiry of deductible tax loss and tax allowance.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

20. Other current assets/other non-current assets

Other current assets

	31 December 2020	31 December 2019
Prepaid output tax and credit tax available for set off	**8,024,888**	7,359,670
Others	**68,027**	61,897
	8,092,915	7,421,567

Other non-current assets

	31 December 2020	31 December 2019
Prepayments for projects, equipment and land	**967,600**	714,225
Risk compensation fund	**261,394**	59,285
Guarantee deposit	**351,623**	359,281
Restricted cash (Note 1)	**2,692,163**	2,869,525
Prepaid income tax	**241,137**	173,269
Others	**1,765,940**	1,648,523
	6,279,857	5,824,108

Note 1: Restricted funds represented deposits in an escrow account approved by the U.S. Department of Commerce which restriction will be lifted after a monitoring period of 10 years has lapsed. For details, please refer to Note XII.2.

21. Short-term loans

		31 December 2020		31 December 2019	
		Original currency	**RMB equivalent**	Original currency	RMB equivalent
Credit loans	RMB	**4,631,452**	**4,631,452**	10,928,990	10,928,990
	USD	**531,948**	**3,468,509**	740,240	5,169,096
	EUR	**125,817**	**1,009,251**	128,000	1,001,869
	TRY	**266,000**	**236,282**	354,915	417,220
Bills discounting loans	RMB	**748,180**	**748,180**	4,195,791	4,195,791
Letter of credit loans	RMB	**300,000**	**300,000**	4,783,000	4,783,000
Pledged loans	RMB	**30,000**	**30,000**	75,000	75,000
Guarantee loans	RMB	**20,000**	**20,000**	10,000	10,000
Secured loans	RMB	**115,486**	**115,486**	65,000	65,000
			10,559,160		26,645,966

As at 31 December 2020, the annual interest rate of the above loans ranged from 0.80%–19.50% (31 December 2019: 1.10%–27.66%), except for TRY loans which were subject to an annual interest rate of 9.30%–19.50% (31 December 2019: 9.75%–27.66%).

For details and carrying value of the collaterals for the pledged loans, please refer to Note V.58.

As at 31 December 2020, there was no overdue loans (31 December 2019: Nil).

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

22. Derivative financial liabilities

	31 December 2020	31 December 2019
Financial liabilities at fair value through current profit and loss	**153,961**	126,223

Financial liabilities at fair value through profit or loss represent forward foreign exchange contract. For details please refer to Note V.3.

23A. Bills payable

	31 December 2020	31 December 2019
Bank acceptance bills	**5,624,190**	4,763,510
Commercial acceptance bills	**5,739,866**	4,609,430
	11,364,056	9,372,940

23B. Trade payables

Trade payables

An aging analysis of the trade payables are as follows:

	31 December 2020	31 December 2019
0 to 6 months	**16,404,105**	17,555,506
6 to 12 months	**371,996**	398,107
1 year to 2 years	**181,788**	194,548
2 years to 3 years	**155,278**	166,176
Over 3 years	**38,566**	41,273
	17,151,733	18,355,610

Trade payables are interest-free and repayable normally within 6 months.

As at 31 December 2020, there were no material trade payables aged over 1 year (31 December 2019: Nil).

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

24. Contract liabilities

	31 December 2020	31 December 2019
Contracted consideration received	**14,998,172**	14,517,057

Contract liabilities refer to the obligation to transfer goods to customers in consideration of payments received or receivable from customers. Contract liabilities are incurred when the payment schedule agreed under the contract is ahead of the performance of contract obligations.

25. Salary and welfare payables and provision for retirement benefits

Salary and welfare payables

31 December 2020

	Opening balance	**Increase during the year**	**Decrease during the year**	**Closing balance**
Short-term remuneration	**8,800,736**	**21,677,370**	**(20,094,184)**	**10,383,922**
Retirement benefits (Defined contribution scheme)	**143,866**	**808,532**	**(826,003)**	**126,395**
Termination benefits	**9,403**	**272,837**	**(247,062)**	**35,178**
	8,954,005	**22,758,739**	**(21,167,249)**	**10,545,495**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Short-term remuneration	6,100,580	19,223,455	(16,523,299)	8,800,736
Retirement benefits (Defined contribution scheme)	155,195	1,236,623	(1,247,952)	143,866
Termination benefits	3,864	215,810	(210,271)	9,403
	6,259,639	20,675,888	(17,981,522)	8,954,005

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

25. Salary and welfare payables and provision for retirement benefits (continued)

Salary and welfare payables (continued)

Short-term remuneration analysed as follows:

31 December 2020

	Opening balance	**Increase during the year**	**Decrease during the year**	**Closing balance**
Salary, bonus and allowance	**7,322,241**	**19,338,887**	**(18,217,884)**	**8,443,244**
Staff welfare	**16,880**	**25,380**	**(27,287)**	**14,973**
Social insurance	**62,202**	**731,430**	**(731,964)**	**61,668**
Including: Medical	**55,308**	**686,624**	**(683,511)**	**58,421**
Work injuries	**2,913**	**8,413**	**(9,953)**	**1,373**
Maternity	**3,981**	**36,393**	**(38,500)**	**1,874**
Housing funds	**22,725**	**683,172**	**(672,492)**	**33,405**
Labour union fund and employee education fund	**1,376,688**	**898,501**	**(444,557)**	**1,830,632**
	8,800,736	**21,677,370**	**(20,094,184)**	**10,383,922**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Salary, bonus and allowance	4,823,725	17,413,442	(14,914,926)	7,322,241
Staff welfare	19,233	34,168	(36,521)	16,880
Social insurance	67,792	715,507	(721,097)	62,202
Including: Medical	60,291	653,638	(658,621)	55,308
Work injuries	3,044	14,407	(14,538)	2,913
Maternity	4,457	47,462	(47,938)	3,981
Housing funds	20,032	559,663	(556,970)	22,725
Labour union fund and employee education fund	1,169,798	500,675	(293,785)	1,376,688
	6,100,580	19,223,455	(16,523,299)	8,800,736

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

25. Salary and welfare payables and provision for retirement benefits (continued)

Salary and welfare payables (continued)

Defined contribution plans are analysed as follows:

31 December 2020

	Opening balance	**Increase during the year**	**Decrease during the year**	**Closing balance**
Pension insurance	**136,591**	**789,947**	**(802,594)**	**123,944**
Unemployment insurance	**7,275**	**18,585**	**(23,409)**	**2,451**
	143,866	**808,532**	**(826,003)**	**126,395**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Pension insurance	147,602	1,203,191	(1,214,202)	136,591
Unemployment insurance	7,593	33,432	(33,750)	7,275
	155,195	1,236,623	(1,247,952)	143,866

Long-term staff remuneration payable

	31 December 2020	31 December 2019
Net liabilities under defined benefit plan	**144,250**	144,505

The Group operates for all qualifying employees a defined benefit plan that has yet to receive capital injection. Under the plan, an employee is entitled to retirement benefits ranging from 0% to 50% of his/her last salary at the retirement age.

The scheme is subject to interest rate risks and the risk of change in the life expectancy of the pension beneficiaries.

The latest actuarial valuation of assets under the plan and the present value of obligations under defined benefit plans were determined by 韜睿惠悦管理諮詢(深圳)有限公司 using the expected benefit accrual unit approach at 31 December 2020.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

25. Salary and welfare payables and provision for retirement benefits (continued)

Long-term staff remuneration payable (continued)

Major actuarial assumptions applied as at the balance sheet date are as follows:

	31 December 2020	31 December 2019
Discount rate	**3.25%**	3.25%
Expected salary increase	**5.50%**	5.50%

A quantitative sensitivity analysis of significant assumptions applied is set out as follows:

2020

	Increase	**Increase/ (decrease) in obligations under defined benefit plan**	**Decrease**	**Increase/ (decrease) in obligations under defined benefit plan**
Discount rate	**0.25%**	**(3,315)**	**0.25%**	**3,420**
Expected salary increase	**1.00%**	**14,425**	**1.00%**	**(12,983)**

2019

	Increase	Increase/ (decrease) in obligations under defined benefit plan	Decrease	Increase/ (decrease) in obligations under defined benefit plan
Discount rate	0.25%	(3,773)	0.25%	3,554
Expected salary increase	1.00%	14,451	1.00%	(13,005)

The above sensitivity analysis is based on inference of the impact of reasonable changes in key assumptions at the balance sheet date on the net amount of defined benefits. Sensitivity analysis is based on the change of the material assumption on the premise that other assumptions remain unchanged. As the changes of the assumptions are often correlated, the sensitivity analysis may not represent the actual changes of the obligations under defined benefit plans.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

25. Salary and welfare payables and provision for retirement benefits (continued)

Long-term staff remuneration payable (continued)

Relevant plans recognised in the income statement are as follows:

	31 December 2020	31 December 2019
Net interest	**4,601**	4,338
Charged to administrative expenses	**4,601**	4,338

Change in the present value of obligations under defined benefit plan:

	31 December 2020	31 December 2019
Opening balance	**144,505**	136,245
Charged to current profit or loss		
Service costs for the current period	**—**	—
Service costs for the previous period	**—**	—
Settlement gains or loss	**—**	—
Interest expenses	**4,601**	4,338
Charged to other comprehensive income		
Actuary gains or loss	**—**	—
Other changes	**—**	—
Liabilities eliminated on settlement	**—**	—
Pension paid	**(4,506)**	(3,677)
Benefit costs recognised in other comprehensive income	**(350)**	7,599
Closing balance	**144,250**	144,505

Net liabilities under defined benefit plan

	31 December 2020	31 December 2019
Opening balance	**144,505**	136,245
Net interest	**4,601**	4,338
Charged to other comprehensive income		
Actuary loss	**—**	—
Experience-based adjustments	**(350)**	7,599
Other changes		
Benefit paid	**(4,506)**	(3,677)
Closing balance	**144,250**	144,505

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

26. Tax payable

	31 December 2020	31 December 2019
Value-added tax	**118,864**	142,296
Enterprise income tax	**445,022**	399,124
Including: PRC tax	**424,621**	289,990
Overseas tax	**20,401**	109,134
Personal income tax	**213,819**	240,328
City maintenance and construction tax	**30,996**	35,078
Education surcharge	**27,643**	36,013
Other taxes	**41,857**	36,009
	878,201	888,848

27. Other payables

	31 December 2020	31 December 2019
Interest payables	**28,561**	54,296
Dividend payables	**4,677**	5,222
Other payables	**4,319,564**	4,561,600
	4,352,802	4,621,118

Dividend payables

	31 December 2020	31 December 2019
Dividend payables to holders of restricted shares	**225**	225
Dividend payables to minority shareholders	**4,452**	4,997
	4,677	5,222

Other payables

	31 December 2020	31 December 2019
Accruals	**881,389**	1,003,146
Deferred income from staff housing due in 1 year	**633,222**	51,066
Payables to external parties	**2,483,236**	3,125,921
Deposits	**8,105**	8,299
Others	**313,612**	373,168
	4,319,564	4,561,600

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

28. Provisions

31 December 2020

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Expected contract loss (Note 1)	**1,619,216**	**1,185,309**	**(1,048,258)**	**1,756,267**
Outstanding litigation (Note 2)	**166,491**	**60,538**	**(54,065)**	**172,964**
Provision for warranties	**180,757**	**127,260**	**(152,014)**	**156,003**
	1,966,464	**1,373,107**	**(1,254,337)**	**2,085,234**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Expected contract loss (Note 1)	1,494,051	1,730,893	(1,605,728)	1,619,216
Outstanding litigation (Note 2)	366,195	16,586	(216,290)	166,491
Provision for warranties	307,368	148,207	(274,818)	180,757
	2,167,614	1,895,686	(2,096,836)	1,966,464

Note 1: Unavoidable cost for the performance of contract in excess of expected economic benefits of the contract.

Note 2: Provisions in respect of likely compensation amounts for cases as assessed based on the advice from appointed legal counsel and the progress of such cases.

29. Non-current liabilities due within one year

	31 December 2020	31 December 2019
Long-term loans due within one year	**1,651,543**	92,053
Lease liabilities	**453,134**	520,208
	2,104,677	612,261

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

30. Long-term loans

		31 December 2020		31 December 2019	
		Original currency	**RMB equivalent**	Original currency	RMB equivalent
Credit loans	RMB	**16,269,550**	**16,269,550**	5,999,823	5,999,823
	USD	**572,500**	**3,732,929**	530,000	3,700,990
	EUR	**363**	**2,909**	363	2,839
	TRY	**23,502**	**20,876**	195,000	229,232
Guaranteed loans	USD	**350,000**	**2,282,140**	—	—
Secured loans	RMB	**206,190**	**206,190**	20,159	20,159
Pledged loans	RMB	**99,710**	**99,710**	92,050	92,050
			22,614,304		10,045,093

As at 31 December 2020, the annual interest rate for the aforesaid loans was 0.75%–12.06% (31 December 2019: 0.75%–12.56%), except for TRY loans which were subject to an annual interest rate of 9.00%–12.06% (31 December 2019: 10.00%–12.56%).

For details and carrying value of the collaterals for the pledged loans, please refer to Note V.58.

31. Lease liabilities

	31 December 2020	31 December 2019
Lease liabilities	**718,186**	645,294

32. Other non-current liabilities

	31 December 2020	31 December 2019
Deferred income relating to staff housing	**236,408**	857,398
Long-term payable	**3,668,911**	2,117,396
Amounts payable to third payables	**19,290**	38,693
	3,924,609	3,013,487

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

33. Share capital

31 December 2020

	Opening balance	Increase/decrease during the year: Issue of new share	Transfer from reserves	Others	Sub-total	Closing balance
Restricted shares						
Domestic corporation	–	43,032	–	–	43,032	43,032
Other domestic shareholdings	–	338,067	–	–	338,067	338,067
Senior management shares	494	86	–	–	86	580
Total number of restricted shares	494	381,185	–	–	381,185	381,679
Unrestricted shares						
RMB Ordinary shares	3,471,534	4,720	–	–	4,720	3,476,254
Overseas listed foreign shares	755,502	–	–	–	–	755,502
Total number of unrestricted shares	4,227,036	4,720	–	–	4,720	4,231,756
Total number of shares	4,227,530	385,905	–	–	385,905	4,613,435

31 December 2019

	Opening balance	Increase/decrease during the year: Issue of new share	Transfer from reserves	Others	Sub-total	Closing balance
Restricted shares						
Senior management shares	3,601	82	–	(3,189)	(3,107)	494
Total number of restricted shares	3,601	82	–	(3,189)	(3,107)	494
Unrestricted shares						
RMB Ordinary shares	3,433,569	34,776	–	3,189	37,965	3,471,534
Overseas listed foreign shares	755,502	–	–	–	–	755,502
Total number of unrestricted shares	4,189,071	34,776	–	3,189	37,965	4,227,036
Total number of shares	4,192,672	34,858	–	–	34,858	4,227,530

The increase in share capital during the year represented the issuance of 381,098,968 new shares under the Company's non-public issuance of A shares, which has been verified by Ernst & Young Huang Ming LLP with the capital verification report Ernst & Young Hua Ming LLP (2020) Yan Zi No 60438556_H02, and the exercise of 4,806,061 A share options by participants under the 2017 Share Option Incentive Scheme.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

34. Capital reserves

31 December 2020

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Share premium (Note 1)	**11,774,076**	**11,480,688**	**(538,107)**	**22,716,657**
Share-based payment (Note 2)	**290,356**	**235,705**	**(46,908)**	**479,153**
Capital investment by government	**80,000**	**—**	**—**	**80,000**
	12,144,432	**11,716,393**	**(585,015)**	**23,275,810**

31 December 2019

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Share premium (Note 1)	10,925,665	943,559	(95,148)	11,774,076
Share-based payment (Note 2)	438,791	191,790	(340,225)	290,356
Capital investment by government	80,000	—	—	80,000
	11,444,456	1,135,349	(435,373)	12,144,432

Note 1: The Company issued 381,098,968 RMB ordinary A shares under the non-public issuance during the year. Based on an issue price of RMB30.21 per share, the total amount of issue proceeds was RMB11,512,999,823.28. As at 14 January 2020, the Company had received proceeds of RMB11,462,999,823.28, net of underwriting fees and sponsor fees of RMB50,000,000.00 (inclusive of tax). After deducing other issue expenses of RMB3,581,098.97 (inclusive of tax) from the aforesaid amount of issue proceeds received, the net amount of proceeds raised from the non-public issuance was RMB11,459,418,724.31, out of which new registered capital and share capital amounted to RMB381,098,968.00, which was contributed in cash. In addition, the deductible VAT input tax amount for the issue expenses of the non-public issuance was RMB3,032,892.39. Added to the aforesaid net proceeds, the total amount was RMB11,462,451,616.70, out of which RMB381,098,968.00 was credited to share capital and RMB11,081,352,648.70 was credited to capital reserve. Exercise of share options in the first exercise period resulted in the increase of capital reserve share capital premium by RMB122,556,000; capital increase by minority interests resulted in the dilution of equity and increased the capital reserve share capital premium by RMB47,000; the Company's redemption of the perpetual instruments reduced the capital reserve share capital premium by RMB80,000,000; change in minority interests in subsidiaries resulted in reduction of the capital reserve by RMB455,808,000; capital increase of associates in the dilution of equity and increased the capital reserve share capital premium by RMB274,466,000. Handling charges for acquisition of treasury stock reduced the capital reserve share capital premium by RMB31,000.

Note 2: Share options issued by the Company in July 2017 are divided into three exercise periods. During the year, the Company recognized share option expenses of RMB104,320,000 in respect of options under the first period and the third period; the exercise of options under the first period reduced the capital reserve by RMB46,909,000; the Company issued share options in November 2020 to be exercised in three periods. During the year, the Company recognized share option expenses of RMB128,336,000 in respect of options under the three periods. The Company announced the Management Stock Ownership Scheme in December 2020 which will be exercised in two periods, and expenses of RMB3,049,000 were recognized for the Management Stock Ownership Scheme. For details, please refer to Note XI.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

35. Treasury stock

31 December 2020

	Opening balance	Increase during the year	Decrease during the year	Closing balance
Management Stock Ownership Scheme (Note)	–	114,766	–	114,766
	–	114,766	–	114,766

Note: In 2020, the Company repurchased 2,973,900 A shares from the designated account for repurchase by way of centralized price bidding to facilitate the Management Stock Ownership Scheme, resulting in an increase of treasury stock by RMB114,765,557.00.

36. Other comprehensive income

Cumulative balance of other comprehensive income on the consolidated balance sheet attributable to shareholders of the parent company:

	1 January 2019	Increase/ decrease	31 December 2019	Increase/ decrease	31 December 2020
Changes in net liabilities arising from the re-measurement of defined benefit plans	(65,678)	(7,599)	(73,277)	350	**(72,927)**
Share of investee results in other comprehensive income under equity method which will not be reclassified to profit and loss in subsequent periods upon fulfillment of certain conditions	44,350	–	44,350	–	**44,350**
Effective portion of hedging instruments	(67,982)	–	(67,982)	–	**(67,982)**
Differences arising from foreign currency translation	(2,751,020)	54,180	(2,696,840)	(269,992)	**(2,966,832)**
Fair value at date of reclassification of owned properties reclassified as investment properties at fair value in excess of book value	792,769	–	792,769	–	**792,769**
	(2,047,561)	46,581	(2,000,980)	(269,642)	**(2,270,622)**

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

36. Other comprehensive income (continued)

Other comprehensive income on the income statement incurred during the current period:

2020

	Amount before taxation	Less: amount recognized in other Comprehensive income for the previous period and profit and loss for the current period	Less: income tax	Attributable to shareholders of the parent company	Attributable to non-controlling interests
Other comprehensive income that cannot be subsequently reclassified to profit or loss					
Changes in net liabilities arising from the remeasurement of defined benefit plans	**350**	**–**	**–**	**350**	**–**
Other comprehensive income to be subsequently reclassified to profit or loss					
Differences arising from foreign currency translation	**(295,680)**	**–**	**–**	**(269,992)**	**(25,688)**
	(295,330)	**–**	**–**	**(269,642)**	**(25,688)**

2019

	Amount before taxation	Less: amount recognized in other Comprehensive income for the previous period and profit and loss for the current period	Less: income tax	Attributable to shareholders of the parent company	Attributable to non-controlling interests
Other comprehensive income that cannot be subsequently reclassified to profit or loss					
Changes in net liabilities arising from the remeasurement of defined benefit plans	(7,599)	–	–	(7,599)	–
Other comprehensive income to be subsequently reclassified to profit or loss					
Differences arising from foreign currency translation	54,180	–	–	51,320	2,860
	46,581	–	–	43,721	2,860

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

37. Surplus reserves

31 December 2020

	Opening balance	Opening balance as adjusted	Increase during the year	Decrease during the year	Closing balance
Statutory surplus reserves	**2,775,521**	**—**	**192,952**	**—**	**2,968,473**

31 December 2019

	Opening balance	Opening balance as adjusted	Increase during the year	Decrease during the year	Closing balance
Statutory surplus reserves	2,324,748	(1,441)	452,214	—	2,775,521

In accordance with the Company Law of the PRC and the articles of associations, the Company is required to allocate 10% of their profit after tax to the statutory surplus reserve, until the accumulated statutory surplus reserve has reached 50% of the registered capital of the Company.

The Company may further allocate to the discretionary surplus reserve after the statutory surplus reserves allocation. The discretionary surplus reserve can be applied towards making up losses of the previous years, or capitalized as the Company's share capital.

38. Retained profits

	31 December 2020	31 December 2019
Retained profits at the beginning of the year	**11,680,365**	6,983,261
Opening adjustments	**—**	1,441
After opening adjustments	**11,680,365**	6,984,702
Net profit attributable to shareholders of the parent	**4,259,752**	5,147,877
Surplus reserve	**(192,952)**	(452,214)
Distributions to shareholders	**(922,687)**	—
Retained profits at the end of the year	**14,824,478**	11,680,365

In accordance with the Articles of Association of the Company, profit available for distribution shall be the lower of profit available for distribution as calculated in accordance with PRC ASBEs and that calculated in accordance with HKFRSs.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

39. Other equity instruments

(1) General information of perpetual instruments outstanding as at the end of the year

As at 31 December 2020, the Group had no perpetual instruments outstanding.

As at 31 December 2019, details of perpetual instruments outstanding of the Group are as follows:

	Issue time	Accounting classification	Dividend rate or interest rate	Issue price (RMB per unit)	Quantity (10,000)	Amount	Maturity or renewal
Tranche I	2015.1.27	Perpetual instrument	0.0581	100	6,000	6,252,364	2020.1.27

The Company issued the 2015 Tranche I Medium Term Notes with a total principal amount of RMB6,000 million on 27 January 2015. The notes will remain valid indefinitely until they are redeemed by the issuer (the Company) pursuant to the terms of the issue and they will become due upon redemption by the issuer pursuant to the terms of the issue. On the 5th interest payment date and each interest payment date thereafter, the issuer is entitled to redeem the Medium Term Notes at par plus interests payable (including all deferred interest payments and their accruals). The coupon interest rate for the first 5 years for which interest is accruable is 5.81% per annum. If the issuer does not exercise redemption, the coupon interest rate is adjusted starting from the 6th year for which interest is accruable by adding 300 basis points to the current benchmark interest rate plus the initial interest spread (the difference between the coupon interest rate and the initial benchmark rate), the initial benchmark rate being the arithmetic average (rounding to the nearest 0.01%) of the yield rates of treasury bonds with a 5-year term in the interbank fixed rate treasury bond yield curve for China bonds announced on www.chinabond.com.cn or other websites approved by CHINA CENTRAL DEPOSITORY & CLEARING CO., LTD. 5 working days prior to the book building date. The coupon rate will thereafter remain unchanged from the 6th to the 10th interest accruing years. Thereafter, the coupon interest rate is reset every 5 years by adding 300 basis points to the current benchmark interest rate plus the initial interest spread. The Company redeemed the notes upon maturity on 27 January 2020 (which coincided with a statutory holiday and payment date was rescheduled to 31 January 2020) in accordance with the issue terms.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

39. Other equity instruments (continued)

(2) Change of issued perpetual instruments as at the end of the year

The change of perpetual instruments outstanding are as follows:

31 December 2020

	At the beginning of the year		Increase during the year		Decrease during the year		At the end of the year	
	Amount (10,000)	Carrying value (RMB'000)	Amount (10,000)	Carrying value (RMB'000)	Amount (10,000)	Carrying value (RMB'000)	Amount (10,000)	Carrying value (RMB'000)
Tranche I	**6,000**	**6,000,000**	**–**	**–**	**6,000**	**6,000,000**	**–**	**–**

31 December 2019

	At the beginning of the year		Increase during the year		Decrease during the year		At the end of the year	
	Amount (10,000)	Carrying value (RMB'000)	Amount (10,000)	Carrying value (RMB'000)	Amount (10,000)	Carrying value (RMB'000)	Amount (10,000)	Carrying value (RMB'000)
Tranche I	6,000	6,000,000	–	–	–	–	6,000	6,000,000

40. Operating revenue and costs

	2020		2019	
	Revenue	**Cost**	Revenue	Cost
Principal business	**98,918,919**	**67,475,634**	88,975,628	55,849,723
Other business	**2,531,751**	**1,903,581**	1,760,954	1,158,654
	101,450,670	**69,379,215**	90,736,582	57,008,377

Operating revenue is analysed as follows:

	2020	2019
Revenue from customer contract	**101,312,606**	90,607,883
Rental income — operating leases	**138,064**	128,699
	101,450,670	90,736,582

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

40. Operating revenue and costs (continued)

Breakdown of revenue from customer contracts:

	2020	2019
Major operating area		
PRC	**67,913,117**	58,088,333
Asia (excluding PRC)	**14,729,300**	13,180,258
Africa	**4,822,622**	5,316,090
Europe and Oceania	**13,847,567**	14,023,202
	101,312,606	90,607,883
Types of key products		
Sale of products	**26,183,343**	25,567,576
Provision of service	**11,158,807**	12,118,956
Telecommunications system contracts with customers	**63,970,456**	52,921,351
	101,312,606	90,607,883
Recognise revenue in time		
Transferred at a point in time	**90,153,799**	77,193,824
Transferred over a period	**11,158,807**	13,414,059
	101,312,606	90,607,883

Revenue included in the opening book value of contract liabilities recognised for the year is set out as follows:

	2020	2019
Revenue included in the opening book value of contract liabilities recognised for the year	**13,664,562**	10,463,823

41. Taxes and surcharges

	2020	2019
City maintenance and construction tax	**225,489**	344,902
Education surcharge	**171,736**	265,776
Property tax	**85,445**	66,162
Land use tax	**18,539**	18,670
Vehicle and vessel tax	**162**	51
Stamp duty	**88,868**	76,073
Others	**94,378**	158,877
	684,617	930,511

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

42. Selling and distribution costs

	2020	2019
Wages, welfare and bonuses	4,686,431	4,425,933
Consulting and services charges	689,508	689,219
Travelling expenses	536,690	636,966
Hospitality expenses	170,330	242,190
Office expense	256,010	279,895
Advertising and promotion expenses	777,779	878,488
Others	462,089	716,031
	7,578,837	7,868,722

43. Administrative expenses

	2020	2019
Wages, welfare and bonuses	2,047,556	1,946,794
Office expenses	106,476	100,683
Amortization and depreciation charges	550,224	485,330
Rental fees	47,691	48,232
Travelling expenses	66,478	101,699
Others	2,176,571	2,090,085
	4,994,996	4,772,823

44. Research and development expenses

	2020	2019
Wages, welfare and bonuses	9,633,362	8,082,720
Direct material costs	584,068	472,094
Amortization and depreciation charges	2,103,338	1,799,585
Office expenses	296,306	274,205
Technical cooperation fee	997,171	794,119
Others	1,182,780	1,125,175
	14,797,025	12,547,898

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

45. Financial expenses

	2020	2019
Interest expenses	1,495,660	1,718,187
Including: Interest expenses on lease liabilities	72,545	81,261
Interest expenses on long-term payables	26,169	25,920
Interest expense of SCPs	90,599	—
Less: Interest income	1,238,753	931,929
Gain/loss on foreign currency exchange	(17,461)	(16,736)
Bank charges	181,091	196,433
	420,537	965,955

Breakdown of interest income is as follows:

	2020	2019
Interest income on cash	1,012,366	685,584
Interest income on finance contracts	193,825	219,398
Interest income on finance leases	32,562	26,947
	1,238,753	931,929

46. Other income

	2020	2019	Relating to asset/ income
Refund of VAT on software products (Note 1)	943,399	1,244,781	Relating to income
Refund of handling charges for personal tax	15,348	13,194	Relating to income
Others	613,919	437,903	Relating to income
	1,572,666	1,695,878	

Note 1: Refund of VAT on software products represents the refund in respect of software product sales by some subsidiaries of the Company, pursuant to the principles of the State Council document entitled "Certain Policies to Further Encourage the Development of Software Enterprise and the IC Industry" and the approval reply of the state taxation authorities.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

47. Investment income

	2020	2019
Loss from long-term equity investment under equity method	(420,515)	(675,616)
Investment income from trading financial assets during the period of holding	9,252	18,602
Investment income from non-current financial assets during the period of holding	14,894	31,416
Investment (loss)/income arising from the disposal of derivative investment	(99,570)	36,425
Investment income from the disposal of long-term equity interests	955,174	101,939
Investment income arising from the disposal of financial assets at fair value through profit or loss	634,696	921,281
Gain on fair value remeasurement of remaining equity after loss of control	—	24,785
Loss on derecognition of financial assets at amortised cost	(187,525)	(209,387)
	906,406	249,445

48. Gain/(loss) from changes in fair values

	2020	2019
Trading financial assets		
Including: financial assets at fair value through profit or loss	(16,364)	(217,046)
Other non-current financial assets		
Including: financial assets at fair value through profit or loss	153,859	157,961
Derivative financial instruments	(100,230)	(162,150)
Investment properties at fair value	1,758	7,243
	39,023	(213,992)

49. Credit impairment losses

	2020	2019
Impairment loss of trade receivables	181,604	1,780,163
Impairment reversal on receivable financing	(497)	(519)
Impairment loss of other receivables	120,353	121,143
Losses of impairment of long-term receivables	125,687	37,466
Losses/(reversal) of impairment of factored trade receivables	617	(2,565)
Losses/(reversal)/losses of impairment of long-term factored receivables	5,339	(1,909)
	433,103	1,933,779

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

50. Assets impairment losses

	2020	2019
Inventories provisions	**112,427**	1,260,865
Impairment loss of contract assets	**70,300**	294,632
Fixed assets impairment losses	**457**	—
Intangible assets impairment losses	**12,205**	—
Impairment loss of construction in progress	**6,591**	—
Long-term equity investment impairment losses	**7,735**	20,205
	209,715	1,575,702

51. Gains from asset disposal

	2020	2019
Gains from the disposal of fixed assets	**—**	25,296
Finance lease income	**—**	2,662,740
	—	2,688,036

52. Non-operating income/non-operating expenses

Non-operating income

	2020	2019	Amount of extraordinary gain/loss recognized for 2020
Income from contract penalty and reward	**35,795**	26,026	35,795
Others	**201,964**	157,674	201,964
	237,759	183,700	237,759

Non-operating expenses

	2020	2019	Amount of extraordinary gain/loss recognized for 2020
Compensation	**71,697**	435,050	71,697
Others	**572,616**	139,162	572,616
	644,313	574,212	644,313

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

53. Expenses by nature

Supplementary information of the Group's operating costs, selling and distribution costs, research and development expenses and administration expenses by nature were as follows:

	2020	2019
Cost of goods and services	**66,428,034**	53,594,953
Staff remuneration (including share-based payment)	**18,492,468**	16,947,583
Depreciation and amortization	**3,971,297**	3,586,834
Rental not included in the measurement of lease liabilities	**234,305**	330,496
Others	**7,623,969**	7,737,954
	96,750,073	82,197,820

54. Income tax

	2020	2019
Current income tax	**1,177,799**	1,091,564
Deferred income tax	**(835,325)**	293,437
	342,474	1,385,001

Reconciliation between income tax and total profit was as follows:

	2020	2019
Total profit	**5,064,166**	7,161,670
Tax at statutory tax rate (Note 1)	**1,266,042**	1,790,418
Effect of different tax rates applicable to certain subsidiaries	**(487,273)**	(544,938)
Adjustment to current tax in previous periods	**22,704**	27,515
Profits and losses attributable to jointly-controlled entities and associates	**63,090**	101,342
Income not subject to tax	**(8,814)**	(7,503)
Write-off of trade receivables, weighted deduction for research and development costs, interest on perpetual notes and others	**(894,237)**	(64,372)
Expense not deductible for tax	**16,458**	19,086
Unrecognised deductible temporary differences	**21,126**	2,242
Utilization of tax losses from previous years	**(34,359)**	(36,210)
Unrecognized tax losses	**377,737**	97,421
Tax charge at the Group's effective rate	**342,474**	1,385,001

Note 1: The Group's income tax has been provided at the rate on the estimated taxable profits and applicable tax rates arising in the PRC. Taxes on taxable profits elsewhere have been calculated at the rates of tax prevailing in the countries in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

55. Earnings per share

Basic earnings per share is computed by dividing the net profit attributable to holder of ordinary shares of the Company for the period by the weighted average number of ordinary shares in issue.

In the calculation of diluted earnings per share, net profit attributable to ordinary equity holders of the Company for the period is adjusted for the following: (1) interests on potentially dilutive ordinary shares recognized as expenses for the period; (2) income or expenses arising from the conversion of potentially dilutive ordinary shares; and (3) income tax effect on the above adjustments.

In the calculation of diluted earnings per share, the denominator shall be the sum of: (1) weighted average number of ordinary shares of the Company in issue adopted in the calculation of basic earnings per share; and (2) weighted average number of ordinary shares created assuming conversion of potentially dilutive ordinary shares into ordinary shares.

In calculating the weighted average number of ordinary shares created upon conversion of potentially dilutive ordinary shares into ordinary share, potentially dilutive ordinary shares issued in previous periods are assumed to have been converted at the beginning of the current period, whereas potentially dilutive ordinary shares issued in the current period are assumed to have been converted on the date of issue.

Calculations of basic and diluted earnings per shares were as follows:

	2020	2019
Earnings		
Net profit attributable to ordinary shareholders of the Company for the period	**4,259,752**	5,147,877
Shares		
Weighted average number of ordinary shares of the Company ('000 shares)	**4,612,335**	4,205,702
Diluting effect — weighted average number of ordinary shares ('000 shares) (Note 1)		
Stock option	**21,153**	18,349
Adjusted weighted average number of ordinary shares of the Company ('000 shares)	**4,633,488**	4,224,051

Note 1: The calculation of the diluted earnings/(losses) per share amount is based on the profit/(loss) for the year attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise or conversion of all dilutive potential ordinary shares.

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

56. Notes to major items in cash flow statement

	2020	2019
Cash received in connection with other operating activities:		
Interest income	**948,477**	685,584
Cash paid in connection with other operating activities:		
Selling and distribution costs	**3,095,475**	3,536,898
Administrative expenses and research and development costs	**3,892,727**	3,312,175
Bank charges	**182,551**	196,433
Payment of default penalty to Shenzhen Investment Holdings Co., Ltd.	**—**	89,298
Cash received in connection with other investing activities:		
Receipt of amounts for transfer of Guoxin Electronics equity	**—**	65,000
Cash paid in connection with investing activities:		
Refund of amounts in connection with business cooperation with Shenzhen Investment Holdings Co., Ltd.	**—**	2,200,000
Net cash outflow on disposal of Zhongxin New Energy	**34,009**	—
Other cash received in relation to financing activities:		
Disposal of minority interests in subsidiaries	**6,540**	26,280
Cash paid in connection with other financing activities:		
Acquisition of ZTE Microelectronics equity from China Integrated Circuit Investment Industry Fund	**3,315,287**	—
Refund of investment by non-controlling interests	**297,420**	787,460
Share repurchase for Management Stock Ownership Scheme	**114,766**	—
Cash payment of operating lease principal amount	**490,551**	474,490

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

57. Supplemental information on cash flow statement

(1) Supplemental information on cash flow statement

Reconciliation of net profit to cash flows from operating activities:

	2020	2019
Net profit	**4,721,692**	5,776,669
Add: Credit impairment losses	**433,103**	1,933,779
Assets impairment losses	**209,715**	1,575,702
Depreciation of fixed assets	**1,464,921**	1,267,417
Depreciation of right-of-use assets	**406,103**	524,868
Amortisation of intangible assets	**2,100,273**	1,794,549
Gain on disposal of fixed assets, intangible assets and other long-term assets	**–**	(2,688,036)
(Gain)/loss from changes in fair value	**(39,023)**	213,992
Finance costs	**1,936,072**	1,569,367
Investment income	**(906,406)**	(249,445)
(Increase)/decrease in deferred tax assets	**(925,729)**	276,418
(Decrease)/increase in deferred tax liabilities	**(37,743)**	17,019
Increase in inventories	**(5,950,631)**	(3,861,583)
Decrease/(increase) in operating receivables	**3,922,920**	(2,901,656)
Increase in operating payables	**1,026,649**	2,292,420
Cost of share-based payment	**235,704**	191,790
Decrease/(increase) in cash not readily available for payments	**1,635,031**	(286,716)
Net cash flow from operating activities	**10,232,651**	7,446,554

(2) Net change in cash and cash equivalents:

	2020	2019
Cash		
Including: Cash on hand	**1,655**	2,269
Bank deposit readily available	**31,401,401**	28,503,531
Cash and cash equivalents at end of period	**31,403,056**	28,505,800

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

58. Assets under restrictions on ownership or right of use

	31 December 2020	31 December 2019	
Cash	**1,683,733**	3,343,511	Note 1
Trade receivables and contract assets	**188,303**	222,860	Note 2
Fixed assets	**608,213**	49,772	Note 3
Work in progress	**6,356**	344,472	Note 4
Intangible assets	**282,266**	312,418	Note 5
Other non-current assets restricted cash	**3,305,180**	3,288,091	Note 6
	6,074,051	7,561,124	

Note 1: As at 31 December 2020, the Group's cash subject to ownership restriction amounted to RMB1,683,733,000 (31 December 2019: RMB3,343,511,000), including acceptance bill deposits of RMB115,095,000 (31 December 2019: RMB556,146,000), letter of credit deposits of RMB421,498,000 (31 December 2019: RMB434,039,000), special funds for issuance of new shares by way of placing RMB13,097,000 (31 December 2019: nil), deposit for guarantee letter of RMB185,796,000 (31 December 2019: RMB368,311,000), dues from the People's Bank of China of RMB180,812,000 (31 December 2019: RMB887,492,000), technology grants of RMB767,435,000 (31 December 2019: RMB957,924,000) and nil risk compensation fund to be released within one year (31 December 2019: RMB139,599,000).

Under the factored trade receivables agreements between the Group and certain domestic banks, provisions are being made for a risk compensation fund at a mutually determined percentage based on the risk profile of the facilities concerned. The risk compensation fund shall be released on a pro-rata basis in respect of the facilities if there is no overdue principal or interest payment at the agreed final payment date, or when the principal and interest of the banking facilities have been fully settled.

Note 2: As at 31 December 2020, trade receivables with a carrying value of RMB15,860,000 and contract assets with a carrying value of RMB172,443,000 were pledged by Shenzhen Zhongxing ICT Company Limited to secure bank borrowing.

Note 3: As at 31 December 2020, fixed assets with a total carrying value of RMB608,213,000 were pledged by Hunan Zhongxing ICT Company Limited, Hebei Zhongxing ICT Company Limited and ZTE Smart Auto Company Limited to secure bank borrowing. No fixed assets were pledged in connection with asset acquisitions (31 December 2019: Nil).

Note 4: As at 31 December 2020, work in progress with a carrying value of RMB6,356,000 were pledged by ZTE Smart Auto Company Limited to secure bank borrowing.

Note 5: As at 31 December 2020, land-use rights with a carrying value of RMB282,266,000 were pledged by 安徽皖興通信息技術有限公司, ZTE Smart Auto Company Limited, Hunan Zhongxing ICT Company Limited and Hebei Zhongxing ICT Company Limited to secure bank borrowings. No intangible assets were pledged as security for asset acquisition (31 December 2019: Nil).

Note 6: As at 31 December 2020, restricted funds represented a RMB2,692,163,000 (31 December 2019: 2,869,525,000) deposit in an escrow account approved by the U.S. Department of Commerce which restriction will be lifted after a monitoring period of 10 years has lapsed, the details of which are set out in Note XII.2. The RMB351,623,000 (31 December 2019: 359,281,000) performance bond with a term of over 1 year was paid to a project partner; and risk compensation fund to be released after one year amounted to RMB261,394,000 (31 December 2019: RMB59,285,000).

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

59. Monetary items in foreign currencies

The Group's major monetary items in foreign currencies:

		31 December 2020			31 December 2019		
		Original currency	**Exchange rate**	**RMB Equivalent**	Original currency	Exchange rate	RMB Equivalent
Cash	USD	**144**	**6.5204**	**939**	1,331	6.5325	8,697
	SAR	**–**	**1.7388**	**–**	10	1.7420	18
	DZD	**1,054**	**0.0493**	**52**	1,986	0.0569	113
Bank deposit	USD	**635,033**	**6.9830**	**4,434,435**	791,868	6.5325	5,172,878
	HKD	**20,127**	**0.8968**	**18,050**	43,504	0.8347	36,313
	BRL	**15,514**	**1.7326**	**26,880**	39,642	1.9749	78,289
	PKR	**2,713,750**	**0.0450**	**122,119**	596,943	0.0592	35,339
	EGP	**110,864**	**0.4352**	**48,248**	41,420	0.3671	15,207
	IDR	**128,779,835**	**0.0005**	**64,390**	732,794,000	0.0005	366,397
	EUR	**167,128**	**7.8271**	**1,308,128**	197,780	7.7926	1,541,220
	DZD	**577,232**	**0.0586**	**33,826**	1,244,991	0.0569	70,840
	MYR	**18,701**	**1.6976**	**31,747**	56,845	1.6082	91,418
	ETB	**244,354**	**0.2196**	**53,660**	545,221	0.2402	130,962
	CAD	**6,632**	**5.3473**	**35,463**	17,441	5.2073	90,822
	GBP	**1,698**	**9.1651**	**15,562**	3,488	8.7665	30,575
	THB	**158,926**	**0.2318**	**36,839**	566,625	0.2000	113,325
	RUB	**995,793**	**0.1128**	**112,325**	269,436	0.1134	30,554
	JPY	**1,612,927**	**0.0642**	**103,550**	2,369,845	0.0579	137,214
	VES	**–**	**0.0000**	**–**	11,735,000	0.0020	23,470
	COP	**3,696,697**	**0.0021**	**7,763**	4,282,273	0.0022	9,421
	NPR	**307,507**	**0.0612**	**18,819**	466,056	0.0639	29,781
	CLP	**431,037**	**0.0093**	**4,009**	1,015,566	0.0106	10,765
Other cash	USD	**21,773**	**6.9830**	**152,041**	21,041	6.931	145,835
Trade receivable	USD	**683,372**	**6.5204**	**4,455,859**	734,961	6.983	5,132,233
	EUR	**180,735**	**8.0216**	**1,449,784**	212,628	7.8271	1,664,261
	BRL	**34,430**	**1.2548**	**43,203**	29,583	1.7326	51,256
	THB	**308,237**	**0.2172**	**66,949**	345,751	0.2318	80,145
	INR	**10,581,764**	**0.0890**	**941,777**	15,254,791	0.0979	1,493,444
Other receivables	USD	**39,587**	**6.5204**	**258,123**	8,542	6.983	59,649
	NPR	**3,855,065**	**0.0172**	**66,307**	443,658	0.1829	8,604
	EUR	**7,536**	**8.0216**	**60,451**	19,781	7.8271	154,828
	PKR	**841,309**	**0.0406**	**34,157**	458,385	0.045	20,638
	NPR	**578,757**	**0.0556**	**32,179**	599,452	0.0612	36,684
Trade payables	USD	**703,148**	**6.5204**	**4,584,806**	328,890	6.983	2,296,636
	IDR	**2,121,098,139**	**0.0005**	**1,060,549**	2,744,341,671	0.0005	1,378,587
	EUR	**89,483**	**8.0216**	**717,797**	95,342	7.8271	746,250
	INR	**2,291,460**	**0.089**	**203,940**	3,231,874	0.0979	316,325
	PHP	**1,299,128**	**0.1358**	**176,422**	39,916	0.1379	5,505
Other payables	EUR	**85,214**	**8.0216**	**683,553**	124,316	7.8271	973,031
	USD	**103,414**	**6.5204**	**674,301**	166,679	6.983	1,163,916
	SAR	**10,116**	**1.7388**	**17,590**	408	1.8621	759
	PHP	**90,848**	**0.1358**	**12,337**	27,639	0.1379	3,812
	GBP	**891**	**8.8931**	**7,924**	1,290	9.1651	11,823

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V. NOTES TO KEY ITEMS OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

59. Monetary items in foreign currencies (continued)

		31 December 2020			31 December 2019		
		Original currency	**Exchange rate**	**RMB Equivalent**	Original currency	Exchange rate	RMB Equivalent
Short-term loan	USD	**531,948**	**6.5204**	**3,468,507**	740,240	6.983	5,169,096
	EUR	**125,817**	**8.0216**	**1,009,254**	128,000	7.8271	1,001,869
	TRY	**412,174**	**0.8883**	**366,134**	354,915	1.176	417,220
Long-term loan	USD	**922,500**	**6.5204**	**6,015,069**	530,000	6.9830	3,700,990
	EUR	**363**	**8.0216**	**2,912**	363	7.8271	2,839
	TRY	**23,502**	**0.8883**	**20,877**	195,000	1.1755	229,232

The Group's principal places of business overseas include the United States, Indonesia and India. Its operating entities in these countries adopt their respective principal currency for conducting business as their functional currencies.

VI. CHANGES TO THE SCOPE OF CONSOLIDATION

1. Business combination not under common control

During the year, the Group acquired a 28.43% interest in Nubia Technology Limited for a consideration of RMB553,700,000. As the registration of shareholding change and board membership change of Nubia was completed on 28 December 2020, the acquisition date was set at 28 December 2020. Following the acquisition date, the Group owns 78.33% interest in Nubia and Nubia was included in the Group's consolidated statements.

The fair values and carrying values of the identifiable assets and liabilities of Nubia as at the date of acquisition were as follows:

	Fair value at 28 December 2020	**Carrying value at 28 December 2020**
Current assets	1,629,138	1,629,138
Non-current assets	1,206,156	223,694
	2,835,294	1,852,832
Current liabilities	759,537	759,537
Non-current liabilities	128,147	—
	887,684	759,537
	1,947,610	1,093,295
Non-controlling interests	422,047	236,917
	1,525,563	856,378
Goodwill on acquisition	—	
	1,525,563	(Note)

Note: the amount includes cash RMB553,700,000 paid by the Company in the business combination and the fair value of 49.9% interests in Nubia held prior to the acquisition date as determined by valuation amounting to RMB971,863,000.

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VI. CHANGES TO THE SCOPE OF CONSOLIDATION (continued)

1. Business combination not under common control (continued)

Nubia's operating results and cash flow from the acquisition date to the year end:

	From 28 December to 31 December 2020
Operating income	33,557
Net profit	(3,331)
Net cash flow	289

2 Disposal of subsidiaries

		Place of registration	Business nature	Percentage of the Group's shareholding in aggregate	Percentage of the Group's voting rights in aggregate	Reasons for ceasing to be a subsidiary
Zhongxin New Energy Technology Company Limited	Note 1	Shenzhen	NEV	51%	51%/100%	Disposal
Shenzhen Guoxin Electronics Development Company Limited	Note 2	Shenzhen	Purchase and sales of electronic components	100%	100%/100%	Disposal

Note 1: Zhongxing New Energy Automobile Company Limited and Shenzhen Zhongxin Service Management Partnership Enterprise (Limited Partnership), subsidiaries of the Company, completed the disposal of 5.1% equity interests in Shenzhen Zhongxin New Energy Technology Company Limited on 4 March 2020, and Shenzhen Zhongxin New Energy Technology Company Limited has been excluded from the consolidated financial statements of the Group as from 4 March 2020.

Note 2: The Company and Shenzhen Manyi Investment Consulting Limited disposed of equity interests in Shenzhen Guoxin Electronics Development Company Limited in 2020, and Shenzhen Guoxin Electronics Development Company Limited has been excluded from the consolidated financial statements of the Group.

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VI. CHANGES TO THE SCOPE OF CONSOLIDATION (continued)

3. Changes to the scope of consolidation for other reasons

New subsidiaries established during the year included: tier-one subsidiaries Shenzhen Renxing Technology Company Limited and Zhongxing Terminal Company Limited.

ZTE Singapore Pte Ltd, a tier-one subsidiary of the Company, completed deregistration with the industrial and commercial administration authorities on 6 January 2020 and had been excluded from the consolidated financial statements of the Group as from 6 January 2020. ZTE (Albania) Limited, a tier-two subsidiary of the Company, completed deregistration with the industrial and commercial administration authorities on 20 January 2020 and had been excluded from the consolidated financial statements of the Group as from 20 January 2020. ZICT (Nigeria) Limited, a tier-three subsidiary of the Company, completed deregistration with the industrial and commercial administration authorities on 27 February 2020 and had been excluded from the consolidated financial statements of the Group as from 27 February 2020. ZTE (Lithuania) Limited, a tier-two subsidiary of the Company, completed deregistration with the industrial and commercial administration authorities on 10 March 2020 and had been excluded from the consolidated financial statements of the Group as from 10 March 2020. Shenzhen Zhongrui Detection Technology Co., Ltd, a tier-one subsidiary of the Group, completed deregistration with the industrial and commercial administration authorities on 9 May 2020 and had been excluded from the consolidated financial statements of the Group as from 9 May 2020. Foshan Zhongxing Gaojian New Energy Technology Limited, a tier-two subsidiary of the Group, completed deregistration with the industrial and commercial administration authorities on 12 May 2020 and had been excluded from the consolidated financial statements of the Group as from 12 May 2020. Xi'an Zhongxing Jingcheng Communications (Hong Kong) Limited, a tier-two subsidiary of the Group, completed deregistration with the industrial and commercial administration authorities on 17 July 2020 and had been excluded from the consolidated financial statements of the Group as from 17 July 2020. ZTE PORTUGAL — TELECOMMUNICATIONS PROJECTS, UNIPERSONNEL LIMITED, a tier-two subsidiary of the Group, completed deregistration with the industrial and commercial administration authorities on 26 August 2020 and had been excluded from the consolidated financial statements of the Group as from 26 August 2020. ZTE NXT NETCARE SERVICES S.R.L, a tier-five subsidiary of the Group, completed deregistration with the industrial and commercial administration authorities on 27 October 2020 and had been excluded from the consolidated financial statements of the Group as from 27 October 2020. ZTE BENIN Sarl, a tier-two subsidiary of the Group, completed deregistration with the industrial and commercial administration authorities on 4 December 2020 and had been excluded from the consolidated financial statements of the Group as from 4 December 2020.

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VII. INTERESTS IN OTHER ENTITIES

1. Interests in subsidiaries

Particulars of the major subsidiaries of the Group are as below:

Type of subsidiary	Place of registration/ principal places of business	Business nature	Registered capital	Percentage of Shareholding % Direct	Percentage of Shareholding % Indirect
Subsidiaries acquired by way of incorporation or investment					
Shenzhen ZTE Kangxun Telecom Company Limited	Shenzhen	Manufacturing	RMB1,755 million	100%	–
ZTE (H.K) Limited	Hong Kong	Information technology	HK995 million	100%	–
Shenzhen Zhongxing Software Company Limited	Shenzhen	Manufacturing	RMB51.08 million	100%	–
Xi'an ZTE Terminal Technology Limited	Xi'an	Manufacturing	RMB300 million	100%	–
Xi'an Zhongxing New Software Company Limited	Xi'an	Telecommunications and related equipment manufacturing	RMB600 million	100%	–
Shenzhen Zhongxing Telecom Technology & Service Company Limited	Shenzhen	Telecommunications services	RMB200 million	90%	10%
Shenzhen ZTE Capital Management Company Limited	Shenzhen	Capital market services	RMB30 million	55%	–

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VII. INTERESTS IN OTHER ENTITIES (continued)

2. Equity investments in joint ventures and associates

	Place of registration/ principal place of business	Nature of business	Registered capital	Percentage of Shareholding% Direct	Percentage of Shareholding% Indirect	Accounting method
Joint Ventures						
Puxing Mobile Tech Company Limited	PRC	R&D, production and sales of communications equipment	RMB128,500,000	50%	–	Equity method
德特賽維技術有限公司	PRC	Software development, information technology consultant and information systems integration	RMB60,000,000	49%	–	Equity method
重慶百德行置業有限公司*	PRC	Real estate	RMB70,000,000	10%		Equity method
Shaanxi Crowd Funding Zhanlu Phase I Equity Investment Partnership (Limited Partnership)	PRC	Venture capital investment, equity investment, investment management and investment consultation	RMB100,000,000	40%	–	Equity method
Zhuhai Hongtu Zhanlu Equity Investment Partnership (Limited Partnership)	PRC	Equity investment, investment management and asset management	RMB300,000,000	33%	–	Equity method

* The Group had 10% shareholdings in 重慶百德行置業有限公司, which was accounted for as joint venture mainly owing to the fact that the articles of association of this company stipulates that its board of director shall comprise 5 members, 2 of which shall be nominated by 重慶中興網信科技有限公司 and 3 of which shall be nominated by 建歷有限公司, and that board resolutions can only be passed with the approval of over two-thirds of the directors. Hence the Group and 建歷有限公司 exercised joint control over its production and operational decisions or its finances.

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VII. INTERESTS IN OTHER ENTITIES (continued)

2. Equity investments in joint ventures and associates (continued)

	Place of registration/ principal place of business	Nature of business	Registered capital	Percentage of Shareholding% Direct	Indirect	Accounting method
Associates						
KAZNURTEL Limited Liability Company	Kazakhstan	Manufacturing of computers and related equipment	USD3,000,000	49%	–	Equity method
ZTE Energy Limited	PRC	Energy	RMB1,290,000,000	23.26%	–	Equity method
ZTE Software Technology (Nanchang) Company Limited	PRC	Computer application services	RMB15,000,000	30%	–	Equity method
Telecom Innovations	Uzbekistan	Sales and production of communications equipment	USD5,050,000	32.73%	–	Equity method
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited*	PRC	Hotel management service	RMB30,000,000	18%	–	Equity method
北京億科三友科技發展有限公司	PRC	Computer application services	RMB34,221,649	20%	–	Equity method
ZTE 9 (Wuxi) Co., Ltd	PRC	Computer application services	RMB17,909,380	26.21%	–	Equity method
上海中興思秸通訊有限公司	PRC	R&D, sales and investments in communications and related equipment	RMB57,680,000	30%	–	Equity method
中興耀維科技江蘇有限公司	PRC	Energy	RMB20,000,000	23%	–	Equity method
INTLIVE TECHNOLOGIES (PRIVATE) LIMITED	Zimbabwe	Colour ring and other telecommunications VAS	USD500	49%	–	Equity method
中山優順置業有限公司	PRC	Real estate	RMB10,000,000	20%	–	Equity method
鐵建聯和(北京)科技有限公司	PRC	Technology promotion and application services	RMB20,000,000	30%	–	Equity method
廣東中城信息技術有限公司	PRC	Software and IT services	RMB30,000,000	39%	–	Equity method
上海博色信息科技有限公司	PRC	Professional technical services	RMB1,894,100	29%	–	Equity method
南京寧網科技有限公司	PRC	Manufacturing of computers, communication and other electronic equipment	RMB25,487,370	21.26%	–	Equity method
New Idea Investment Pte. Ltd	Singapore	Investment company	USD10,200,000 + SGD1	20%	–	Equity method
興辰智能科技產業有限公司*	PRC	Manufacturing of computers and related equipment	RMB200,000,000	19%	–	Equity method
Hengyang ICT Real Estate Co., Ltd	PRC	Real estate	RMB20,000,000	30%	–	Equity method
貴州中安雲網科技有限公司*	PRC	Technology and innovative IOT inter-network services	RMB30,000,000	9.31%	–	Equity method

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VII. INTERESTS IN OTHER ENTITIES (continued)

2. Equity investments in joint ventures and associates (continued)

	Place of registration/ principal place of business	Nature of business	Registered capital	Percentage of Shareholding% Direct	Percentage of Shareholding% Indirect	Accounting method
Associates (continued)						
陝西高端裝備與智能製造產業研究院有限公司*	PRC	High-end equipment and smart manufacturing, product research, consultation service and technology development	RMB16,000,000	12.5%	–	Equity method
中教雲通(北京)科技有限公司	PRC	Education	RMB15,000,000	28%	–	Equity method
Kron Telekomunikasyon Hizmetleri A.S.*	Turkey	Communication and Internet service	TRY14,268.513	10%	–	Equity method
山東興濟置業有限公司*	PRC	Real estate	RMB10,000,000	10%	–	Equity method
Huanggang Education Valley Investment Holdings Co., Ltd	PRC	Education	RMB50,000,000	25%	–	Equity method
石家莊市智慧產業有限公司*	PRC	Smart City construction and operation	RMB400,000,000	12%	–	Equity method
Whale Cloud Technology Co., Ltd.	PRC	Scientific research and technical service	RMB754,108,771	28.99%	–	Equity method
江西國投信息科技有限公司*	PRC	Smart city operation	RMB100,000,000	15%		Equity method
安徽奇英智能科技有限公司	PRC	Intelligent technology, vehicle, IT	RMB20,000,000	35%		Equity method
Shenzhen Zhongxin New Energy Technology Company Limited	PRC	Electronic products, NEV	RMB50,000,000	45.9%		Equity method
Zhongxing Feiliu Information Technology Company Limited	PRC	Development and computer hardware and software and Big Data development	RMB118,153,846	41.4%	–	Equity method

* The Group listed enterprises with shareholdings less than 20% as associates mainly owing to the fact that, pursuant to the articles of association of such enterprises, the Group has the right to appoint directors to sit on the board of the investee and the Group has the power to take part in decisions of the investee relating to its financial and operating policies, thereby exercising significant influence over the investee.

During the reporting period, the Group had no subsidiaries with significant minority interests nor individual material joint ventures or associates which had a significant influence on the Group.

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VII. INTERESTS IN OTHER ENTITIES (continued)

2. Equity investments in joint ventures and associates (continued)

The following table sets out summarized financial information of insignificant joint ventures and associates of the Group:

	31 December 2020	31 December 2019
Joint ventures		
Aggregate carrying value of investments	**205,022**	114,515

	2020	2019
Aggregate amounts of the following attributable to shareholdings:		
Net loss	**(9,493)**	(17,001)
Other comprehensive income	**—**	—
Total comprehensive income	**(9,493)**	(17,001)

	31 December 2020	31 December 2019
Associates		
Aggregate carrying value of investments	**1,508,781**	1,568,773

	2020	2019
Aggregate amounts of the following attributable to shareholdings:		
Net profit/(loss)	**(411,022)**	(26,628)
Other comprehensive income	**(1,156)**	—
Total comprehensive income	**(412,178)**	(26,628)

As at 31 December 2020, there were no contingent liabilities associated with the investments in joint ventures and associates (31 December 2019: Nil).

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS

1. Classification of financial instruments

The book values of various financial instruments at the balance sheet date were as follows:

31 December 2020

Financial assets

	Financial assets at fair value through current profit and loss	Financial assets at amortised cost	Financial assets measured at fair value through other comprehensive income	Total
Cash	–	35,659,832	–	35,659,832
Derivative financial assets	36,118	–	–	36,118
Trading financial assets	1,036,906	–	–	1,036,906
Trade receivables	–	15,891,020	–	15,891,020
Long-term trade receivables	–	2,679,578	–	2,679,578
Factored trade receivables and factored long-term receivables	–	547,792	–	547,792
Financial assets in other receivable	–	994,141	–	994,141
Receivable financing	–	–	1,970,624	1,970,624
Financial assets in other non-current assets	–	3,305,180	–	3,305,180
Other non-current financial assets	1,536,741	–	–	1,536,741
	2,609,765	59,077,543	1,970,624	63,657,932

Financial liabilities

	Financial assets at fair value through current profit and loss	Financial assets at amortised cost	Total
Derivative financial liabilities	153,961	–	153,961
Bank loans	–	34,825,007	34,825,007
Lease liabilities	–	1,171,320	1,171,320
Bills payable	–	11,364,056	11,364,056
Trade payables	–	17,151,733	17,151,733
Bank advances on factored trade receivables and long-term trade receivables	–	554,930	554,930
Other payables (excluding accruals and staff housing fund contributions)	–	2,804,953	2,804,953
Other non-current liabilities	–	3,668,911	3,668,911
	153,961	71,540,910	71,694,871

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

1. Classification of financial instruments (continued)

31 December 2019

Financial assets

	Financial assets at fair value through current profit and loss	Financial assets at amortised cost	Financial assets measured at fair value through other comprehensive income	Total
Cash	—	33,309,347	—	33,309,347
Derivative financial assets	106,065	—	—	106,065
Trading financial assets	560,662	—	—	560,662
Trade receivables	—	19,778,280	—	19,778,280
Long-term trade receivables	—	2,819,606	—	2,819,606
Factored trade receivables and factored long-term receivables	—	509,381	—	509,381
Financial assets in other receivable	—	826,308	—	826,308
Receivable financing	—	—	2,430,389	2,430,389
Financial assets in other non-current assets	—	3,288,091	—	3,288,091
Other non-current financial assets	1,594,254	—	—	1,594,254
	2,260,981	60,531,013	2,430,389	65,222,383

Financial liabilities

	Financial assets at fair value through current profit and loss	Financial assets at amortised cost	Total
Derivative financial liabilities	126,223	—	126,223
Bank loans	—	36,783,112	36,783,112
Lease liabilities	—	1,165,502	1,165,502
Bills payable	—	9,372,940	9,372,940
Trade payables	—	18,355,610	18,355,610
Bank advances on factored trade receivables and long-term trade receivables	—	510,882	510,882
Other payables (excluding accruals and staff housing fund contributions)	—	3,507,388	3,507,388
Other non-current liabilities	—	2,117,396	2,117,396
	126,223	71,812,830	71,939,053

(All amounts in RMB'000 unless otherwise stated)

VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

2. Transfers of financial assets

Transferred financial assets that are not derecognised in their entirety

During the year, the Group was engaged in certain discounting business with a number of PRC domestic banks. The Group is of the view that no bills receivable (31 December 2019: RMB79,816,000) retained substantially all risks and rewards upon discounting and hence did not qualify for derecognition of financial assets.

As part of its normal business, the Group entered into some trade receivables factoring agreements with a number of banks and transferred certain trade receivables to banks ("Factored Trade Receivables"). Under certain trade receivables factoring agreement, the Group was still exposed, after the transfer of the trade receivables, to risks relating to debtor's default and delayed payments, and therefore retained substantially all risks and rewards relating to the trade receivables and did not qualify for derecognition of financial assets. The Group continued to recognise assets and liabilities concerned to the extent of the carrying value of the trade receivables. As at 31 December 2020, there were no trade receivables that had been transferred but not settled by the debtors (31 December 2019: RMB41,438,000).

According to some trade receivables factoring agreements, the Group is exposed default risks of certain trade debtors after the transfer. If the debtor's default extends beyond a certain period, the Group may be required to pay interests to the banks in respect of certain delayed repayments. Since the Group has neither transferred nor retained substantially all risks and rewards relating to the trade receivables, the assets and liabilities concerned are recognised to the extent of trade receivables transferred under continuous involvement. As at 31 December 2020, the carrying value of trade receivables that have been transferred but not settled by the debtors amounted to RMB22,950,261,000 (31 December 2019: RMB25,798,167,000). The amount of assets and liabilities under continuous involvement relating to debtor's default and delayed repayments are set out as follows:

	Financial assets (at amortised cost) Trade receivables/long-term receivables	
	31 December 2020	31 December 2019
Carrying value of assets under continuous involvement	**547,792**	467,943
Carrying value of liabilities under continuous involvement	**554,930**	469,406

Factored trade receivables that did not qualify for derecognition and factored trade receivables under continuous involvement were classified as "Factored trade receivables" or "Long-term factored trade receivables." As at 31 December 2020, the amount of factored trade receivables was RMB547,792,000 (31 December 2019: RMB509,381,000). Relevant liabilities were classified as "Bank advances on factored trade receivables" or "Bank advances on long-term trade receivables." As at 31 December 2020, the amount of bank advances on factored trade receivables was RMB554,930,000 (31 December 2019: RMB510,882,000).

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

2. Transfers of financial assets (continued)

Transferred financial assets derecognised in entirety but subject to continuing involvement

The Group was engaged in certain discounting businesses with a number of domestic PRC banks during the period. The Group was of the view that substantially all risks and rewards relating to bills receivable with a book value of RMB2,983,900,000 (31 December 2019: RMB2,009,638,000) were transferred upon discounting and therefore the bills receivable qualified for the derecognition of financial assets. Hence, the relevant bills receivable were derecognised at their book value as at the discounting date. The maximum exposure from the Group's continuing involvement in such derecognised bills receivable and the undiscounted cash flow for the repurchase of such bills equal to the carrying amounts of the bills receivable. The Group is of the view that the fair value of continuous involvement in the derecognised bills receivable is not significant. For the relevant period, the Group recognised discounted interests of RMB44,285,000 (31 December 2019: RMB27,630,000) in respect of the derecognised bills receivable as at the date of transfer.

3. Risks of financial instruments

The Group's daily activities expose it to the risk of a variety of financial instruments, mainly including credit risk, liquidity risk and market risk (including currency risk and interest rate risk). The Group's major financial instruments included cash and bank balances, equity investments, borrowings, notes receivable and trade receivables, notes payable and trade payables, etc. The risks related to these financial instruments and the risk management strategy adopted by the Group to reduce these risks are described as follows.

The Company management is responsible for planning and establishing the risk management framework of the Group, formulating risk management policies and related guidelines of the Group and supervising the implementation of risk management measures. The Group has already developed risk management policies to identify and analyse the risks faced by the Group, which have clearly identified specific risks, covering numerous aspects such as market risk, credit risk and liquidity risk management. The Group regularly assesses the market environment and changes in the Group's business activities to determine whether or not to update its risk management policies and systems. The risk management of the Group is conducted by the operations and management department according to the policy approved by the Company management. The operations and management department identifies, evaluates and avoids related risks through close cooperation with other business units of the Group. The internal audit department of the Group conducts regular audits on risk management control and procedures and reports to the Audit Committee of the Group.

The Group spreads the risks of financial instruments by means of the appropriate diversification of its investment and business portfolios, and reduces the risks of concentration on any single industry, particular region or specific trading counterparty by formulating corresponding risk management policies.

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

3. Risks of financial instruments (continued)

Credit risk

The Group only trades with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis to ensure that the Group is not exposed to significant bad debts. For transactions that are not denominated in the functional currency of the relevant operating unit, the Group does not offer credit terms without the special approval of the credit control department of the Group.

Since cash and bank balances, bank acceptance bills receivable and derivative financial instruments are placed with the well-established banks with high credit ratings, the credit risk of these financial instruments is relatively low.

The Group's other financial assets, which comprise cash, equity investments, other receivables and certain derivatives. The credit risk associated with such financial assets arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these instruments.

Criteria for judging significant increases in credit risk

The Company assesses whether or not the credit risk of the relevant financial instruments has increased significantly since the initial recognition at each balance sheet date. While determining whether the credit risk has significantly increased since initial recognition or not, the Company takes into account the reasonable and substantiated information that is accessible without exerting undue extra cost or effort, including qualitative and quantitative analysis based on the historical data of the Company, external credit risk rating, and forward-looking information. Based on the single financial instrument or the combination of financial instruments with similar characteristics of credit risk, the Company compares the risk of default of financial instruments on the balance sheet date with that on the initial recognition date in order to determine changes in the risk of default during the expected lifetime of financial instruments.

The Company considers a financial instrument to have experienced a significant increase in credit risk when one or more of the following quantitative and qualitative criteria have been met:

- Quantitative criteria are primarily represented by the increase in the probability of default for the remaining lifetime at the reporting date is considered significant comparing with the one at initial recognition.
- Qualitative criteria are primarily represented by the significant adverse change in the debtor's operational or financial status and the watch list for potential default, among others.

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

3. Risks of financial instruments (continued)

Credit risk (continued)

Definition of credit-impaired financial assets

The standard adopted by the Group to determine whether a credit impairment occurs is consistent with the internal credit risk management objectives of the relevant financial instrument, taking into account quantitative and qualitative criteria. When the Group assesses whether the credit impairment of debtor occurred, the principal factors considered are as follows:

- Significant financial difficulty of the issuer or debtor;
- Debtors' breach of contract, such as defaulting or becoming overdue on interest or principal payments;
- The creditor of the debtor, for economic or contractual reasons relating to the debtor's financial difficulty, having granted to the debtor a concession that the creditor would not otherwise consider;
- It is becoming probable that the debtor will enter bankruptcy or other financial restructuring;
- The disappearance of an active market for that financial asset because of financial difficulties of the issuer or debtor;
- The purchase or origination of a financial asset at a deep discount that reflects the incurrence of credit losses;

The credit impairment on a financial asset may be caused by the combined effect of multiple events and may not be necessarily due to a single event.

Parameters of ECL measurement

Based on whether there is a significant increase in credit risk and whether there is an impairment of assets, the Group measures the impairment loss for different assets with ECL of 12 months or the entire lifetime respectively. The key measuring parameters of ECL include probability of default (PD), loss given default (LGD) and exposure at default (EAD). The Group takes into account the quantitative analysis of historical statistics (such as ratings of counterparties, manners of guarantees and types of collaterals, repayments, etc.) and forward-looking information in order to establish PD, LGD and EAD models.

Relative definitions are listed as follows:

- PD refers to the possibility that the debtor will not be able to fulfil its obligations of repayment over the next 12 months or throughout the entire remaining lifetime. The Group's PD is adjusted based on the results of the expected credit loss model, taking into account the forward-looking information to reflect the debtor's PD under the current macroeconomic environment;
- LGD refers to the Group's expectation of the extent of the loss resulting from the default exposure. Depending on the type of counterparty, the method and priority of the recourse, and the type of collaterals, the LGD varies. The LGD is the percentage of loss of risk exposure at the time of default, calculated over the next 12 months or over the entire remaining lifetime;
- EAD is the amount that the Company should be reimbursed at the time of the default in the next 12 months or throughout the entire remaining lifetime.

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

3. Risks of financial instruments (continued)

Credit risk (continued)

Forward-looking information

The assessment of a significant increase in credit risk and the calculation of ECL both involve forward-looking information. Through the analysis of historical data, the Group identifies the key economic indicators that affect the credit risk and ECL.

The impact of these economic indicators on the PD and the LGD varies according to different business sectors. The Group applies experts' judgement in this process and predicts these economic indicators on a monthly basis according to the result of the experts' judgement to determine the impact of these economic indicators on the PD and the LGD.

For trade receivables and contract assets for which impairment provision for expected credit loss for the entire period has been made, a risk matric model may be provided in lieu of credit risk rating. The risk matrix may follow the example shown in Note V.4A and V.8.

Liquidity risk

The Group monitors its risk to the shortage of funds using a recurring liquidity planning tool. This tool considers the maturity profile of both its financial instruments and financial assets (e.g. trade receivables and bank loans) and projected cash flows from operations.

The Group's objective is to maintain balance between the continuity and flexibility of financing through the use of bank loans and other interest-bearing loans.

The maturity profile of financial liabilities based on undiscounted contractual cash flow is summarised as follows:

31 December 2020

	Current	Within 1 year	1–2 years	2–3 years	Over 3 years	Total
Bank loans	–	11,774,360	10,296,451	12,992,217	427,572	35,490,600
Lease liabilities	–	453,134	428,583	211,222	276,437	1,369,376
Derivative financial liabilities	–	153,961	–	–	–	153,961
Bills payable	–	11,364,056	–	–	–	11,364,056
Trade payables	17,151,733	–	–	–	–	17,151,733
Bank advances on factored trade receivables and factored long-term trade receivable	–	239,672	150,365	63,440	102,182	555,659
Other payables (excluding accruals and staff housing fund contributions)	2,804,953	–	–	–	–	2,804,953
Other non-current liabilities	86,266	13,238	13,871	1,480,971	2,398,617	3,992,963
	20,042,952	23,998,421	10,889,270	14,747,850	3,204,808	72,883,301

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

3. Risks of financial instruments (continued)

Liquidity risk (continued)

31 December 2019

	Current	Within 1 year	1–2 years	2–3 years	Over 3 years	Total
Bank loans	–	27,337,474	2,254,612	7,894,790	40,753	37,527,629
Lease liabilities	–	520,208	105,225	238,741	553,593	1,417,767
Derivative financial liabilities	–	126,223	–	–	–	126,223
Bills payable	–	9,372,940	–	–	–	9,372,940
Trade payables	18,355,610	–	–	–	–	18,355,610
Bank advances on factored trade receivables and factored long-term trade receivable	–	348,866	94,745	39,913	27,358	510,882
Other payables (excluding accruals and staff housing fund contributions)	3,507,388	–	–	–	–	3,507,388
Other non-current liabilities	–	86,266	13,238	13,871	2,340,987	2,454,362
	21,862,998	37,791,977	2,467,820	8,187,315	2,962,691	73,272,801

Market risk

Interest rate risk

The Group's exposure to risk of changes in market interest rates relates primarily to the Group's long-term liabilities with floating interest rates.

As at 31 December 2020, the bank loans of the Group and the Company including fixed rate debts and floating debts based on LIBOR and Euribor. The Group and the Company had no significant concentration of interest rate risk.

The Group's interest risk policy is to manage interest rate risk by maintaining an appropriate mix of fixed and variable rate instruments. The Group's policy is to maintain the fixed interest rate between 0.75% to 17.03%. In addition, the Group borrowed an approximately USD1,444,040,000 loan at floating interest rates. As at 31 December 2020, there were no outstanding interest rate swaps (31 December 2019: Nil). Approximately 9.50% (31 December 2019: 67%) of the Group's interest bearing borrowings were subject to interests at fixed rates.

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

3. Risks of financial instruments (continued)

Market risk (continued)

Interest rate risk (continued)

Interest-bearing borrowings with floating interest rate were mainly denominated in USD and EUR. The sensitivity analysis of interest rate risks is set out in the following table, reflecting the impact of reasonable and probable change in interest rates on net profit or loss (through the impact on floating rate loans) and other comprehensive income (net of tax) assuming that other variables remain constant.

	Increase/ (decrease) in basis points	Increase/ (decrease) in net profit or loss	Increase/ (decrease) in other comprehensive income net of tax	Increase/ (decrease) in total shareholders' equity
2020	**25**	**(67,023)**	**–**	**(67,023)**
	(25)	**67,023**	**–**	**67,023**
2019	25	(12,150)	–	(12,150)
	(25)	12,150	–	12,150

Foreign currency risk

The Group is exposed to trading exchange rate risks. Such exposures arise from sales or purchases by operating units in currencies other than the units' functional currency, where the revenue is denominated in USD and RMB and certain portion of the bank loans is denominated in USD. The Group tends to avoid foreign currency exchange risk or provide for revenue allocation terms when arriving at purchase and sales contracts to minimise its transactional currency exposures. The Group takes rolling forecast on foreign currency revenue and expenses and matches the currency and amount incurred, so as to alleviate the impact to business due to exchange rate fluctuation.

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

3. Risks of financial instruments (continued)

Market risk (continued)

Foreign currency risk (continued)

The following table demonstrates the sensitivity of a reasonably possible change in exchange rates may lead to the changes in the Group's net profit or loss, with all other variables held constant, as at the balance sheet date.

	Increase/ (decrease) in USD exchange rate	Increase/ (decrease) in net profit or loss	Increase/ (decrease) in other comprehensive income net of tax	Increase/ (decrease) in total shareholders' equity
2020				
Weaker RMB against USD	**5%**	**87,787**	**—**	**87,787**
Stronger RMB against USD	**(5%)**	**(87,787)**	**—**	**(87,787)**
2019				
Weaker RMB against USD	5%	264,451	—	264,451
Stronger RMB against USD	(5%)	(264,451)	—	(264,451)

	Increase/ (decrease) in EUR exchange rate	Increase/ (decrease) in net profit or loss	Increase/ (decrease) in other comprehensive income net of tax	Increase/ (decrease) in total shareholders' equity
2020				
Weaker RMB against EUR	**5%**	**81,539**	**—**	**81,539**
Stronger RMB against EUR	**(5%)**	**(81,539)**	**—**	**(81,539)**
2019				
Weaker RMB against EUR	5%	103,228	—	103,228
Stronger RMB against EUR	(5%)	(103,228)	—	(103,228)

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VIII. RISKS ASSOCIATED WITH FINANCIAL INSTRUMENTS (continued)

4. Capital management

The primary objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group makes adjustments in the light of changes in economic conditions and in the risk profiles of relevant assets. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the current period ended 31 December 2020.

The Group manages capital using the financial gearing ratio, which is the ratio of interest-bearing liabilities to the sum of owners' equity and interest-bearing liabilities. The financial gearing ratio of the Group as at the balance sheet dates was as follows:

	31 December 2020	31 December 2019
Interest-bearing bank borrowings	**34,825,007**	36,783,112
Lease liabilities	**1,171,320**	1,165,502
Bank advances on factored receivables and long-term trade receivables	**554,930**	510,882
Total interest-bearing liabilities	**36,551,257**	38,459,496
Owners' equity	**46,122,506**	37,954,298
Total equity and interest-bearing liabilities	**82,673,763**	76,413,794
Gearing ratio	**44.2%**	50.3%

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IX. DISCLOSURE OF FAIR VALUES

1. Assets and liabilities measured at fair value

31 December 2020

	Input applied in the measurement of fair value			
	Quoted prices in active markets Level 1	Significant observable inputs Level 2	Significant unobservable inputs Level 3	Total
Continuous measurement of fair value				
Derivative financial assets	—	36,118	—	36,118
Trading financial assets	312,925	529,085	194,896	1,036,906
Other non-current financial assets	—	—	1,536,741	1,536,741
Receivable financing	—	1,970,624	—	1,970,624
Investment properties				
Leased buildings	—	—	2,035,234	2,035,234
	312,925	2,535,827	3,766,871	6,615,623
Derivative financial liabilities	—	(153,961)	—	(153,961)
	312,925	2,381,866	3,766,871	6,461,662

31 December 2019

	Input applied in the measurement of fair value			
	Quoted prices in active markets Level 1	Significant observable inputs Level 2	Significant unobservable inputs Level 3	Total
Continuous measurement of fair value				
Derivative financial assets	—	106,065	—	106,065
Trading financial assets	116,220	37,435	407,007	560,662
Other non-current financial assets	—	—	1,594,254	1,594,254
Receivable financing	—	2,430,389	—	2,430,389
Investment properties				
Leased buildings	—	—	1,957,242	1,957,242
	116,220	2,573,889	3,958,503	6,648,612
Derivative financial liabilities	—	(126,223)	—	(126,223)
	116,220	2,447,666	3,958,503	6,522,389

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IX. DISCLOSURE OF FAIR VALUES (continued)

2. Estimation of fair value

Fair value of financial assets

The management has conducted evaluations of our cash, bills receivable, trade receivables, bills payable and trade payables. The fair values approximates the book values as the remaining terms are not long.

Fair value of financial assets and financial liabilities refers to the amount at which assets are exchanged and debts settled between two informed and willing parties in an arm's length transaction. Methods and assumptions adopted in the estimation of fair values are explained as follows.

The fair values of long-term receivables and long/short-term loans are determined on the basis of discounted future cash flow. The discount rate adopted is the rate of market yield for other financial instruments with substantially identical contract terms and characteristics, risk profiles and outstanding term. As at 31 December 2020, the non-performance risk in respect of long/short-term loans was assessed to be insignificant.

The fair values of listed equity instruments are determined on the basis of market prices. The fair values of equity investments in listed companies during the lock-up period is arrived at based on quotations in an active market discounted at a percentage reflecting the lack of liquidity during lock-up.

Fair value of non-listed equity investment at fair value through profit or loss is estimated using the market-based method. The assumptions on which it is based are unobservable input. The estimation requires the management to determine comparable public companies (peers) based on industry, scale, gearing and strategy and compute appropriate price multiples in respect of each identified comparable company, such as enterprise value to EBIT ("EV/EBIT"), enterprise value to revenue ("EV/Revenue") or price to earnings ("P/E"), etc. Such multiples are measured and arrived at based on the relevant data of the comparable companies and discounted by a percentage for the lack of liquidity. The discounted multiple shall be used for the measurement of the profit or asset of the non-listed equity investment to arrive at its fair value. The management believes that the estimated fair value (as recorded in the balance sheet) and changes in fair value (as recorded in profit or loss and other comprehensive income) arrived at using the aforesaid valuation method were reasonable and represented the most appropriate value as the end of the reporting period.

The Group has entered into derivative financial instruments with a number of counterparties (who are mainly financial institutions with sound credit rating). Derivative financial instruments include interest rate swaps and forward exchange contracts. The fair value of interest rate swaps is measured using the short-term interest rate pricing model after taking into consideration the terms of the relevant reciprocal agreement. Principal inputs of the model include the expected volatility rate of short-term interest rates and the interest rate curve of forward LIBOR rates. The data of these two parameters may be directly observed or implied in market prices. Forward exchange contracts are measured using valuation techniques similar to those adopted for forward pricing. The valuation model covers a number of inputs observable in the market, such as the credit quality of the counterparty, spot and forward exchange rates and interest rate curves. The carrying value of an interest rate swap and a forward exchange contract is identical with its fair value. As at 31 December 2020, the fair value of derivative financial assets represented the net value after offsetting credit valuation adjustments attributable to the risk of counterparty default.

For financial products at fair value through profit or loss, the Group estimates the fair value based on the discounted cash flow model using market interest rates of instruments with similar terms and risks.

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IX. DISCLOSURE OF FAIR VALUES (continued)

2. Estimation of fair value (continued)

Fair value of investment properties under the fair value model

In the absence of current prices in an active market for similar properties, the Group considers information from a variety of sources, including: (a) current prices in an active market for properties of a different nature, condition or location, adjusted to reflect those differences; (b) recent prices of similar properties on less active markets, with adjustments to reflect any changes in economic conditions since the date of the transactions that occurred at those prices; and (c) discounted cash flow projections based on reliable estimates of future cash flows, supported by the terms of any existing lease and other contracts and (when possible) by external evidence such as current market rents for similar properties in the same location and condition, and using discount rates that reflect current market assessments of the uncertainty in the amount and timing of the cash flows. The carrying amount of investment properties at 31 December 2020 was RMB2,035,234,000 (31 December 2019: RMB1,957,242,000).

3. Unobservable inputs

Below is a summary of the significant unobservable inputs to the fair value measurement of Level 3:

31 December 2020

	Fair value at end of period	Valuation techniques	Unobservable inputs	Range
Commercial properties	**RMB2,035,234,000**	**Discounted cash flow method**	**Estimated rental value (per sq. m. and per month)**	**RMB43–RMB513**
			Rent growth (p.a.)	**2%–5%**
			Long term vacancy rate	**0.5%–5.9%**
			Discount rate	**7.50%–8.25%**
Equity instrument investment	**RMB1,731,637,000**	**Market method**	**Liquidity discount rate**	**4%–30%**
			P/E	**7–43**
			EV/Revenue	**1–6**
			EV/EBIT	**11–13**

31 December 2019

	Fair value at end of period	Valuation techniques	Unobservable inputs	Range
Commercial properties	RMB1,957,242,000	Discounted cash flow method	Estimated rental value (per sq. m. and per month)	RMB51–RMB513
			Rent growth (p.a.)	2%–5%
			Long term vacancy rate	0.5%–5.9%
			Discount rate	7.50%–8.25%
Equity instrument investment	RMB2,001,261,000	Market method	Liquidity discount rate	4%–30%
			P/E	13–67
			EV/Revenue	2–6
			EV/EBIT	11–14

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IX. DISCLOSURE OF FAIR VALUES (continued)

4. Fair value measurement adjustment

Reconciliation of continuous fair value measurements categorised within Level 3 of the fair value hierarchy:

31 December 2020

	Opening balance	Transfer into Level 3	Transfer out of Level 3	Through profit or loss	Acquisition	Disposal	Closing balance	Change in unrealised profit or less for the period of assets held at end of period included in profit and loss
Investment properties	**1,957,242**	**–**	**–**	**1,758**	**76,234**	**–**	**2,035,234**	**1,758**
Trading financial assets	**407,007**	**182,815**	**(407,005)**	**(4,743)**	**16,822**	**–**	**194,896**	**(4,743)**
Other non-current financial assets	**1,594,254**	**–**	**(59,937)**	**177,638**	**11,018**	**(186,232)**	**1,536,741**	**150,263**
Total	**3,958,503**	**182,815**	**(466,942)**	**174,653**	**104,074**	**(186,232)**	**3,766,871**	**147,278**

31 December 2019

	Opening balance	Transfer into Level 3	Transfer out of Level 3	Through profit or loss	Acquisition	Disposal	Closing balance	Change in unrealised profit or less for the period of assets held at end of period included in profit and loss
Investment properties	2,011,999	–	(62,000)	7,243	–	–	1,957,242	7,243
Trading financial assets	49,052	70,581	(49,052)	336,426	–	–	407,007	336,426
Other non-current financial assets	1,502,499	60,000	(70,581)	209,295	4,793	(111,752)	1,594,254	157,961
Total	3,563,550	130,581	(181,633)	552,964	4,793	(111,752)	3,958,503	501,630

In the continuous fair value measurement at Level 3, profit and loss included in current profit and loss relating to non-financial assets is analyzed as follows:

	2020 Relating to non-financial assets	2019 Relating to non-financial assets
Total profit or loss for the period included in profit and loss	**1,758**	7,243
Change in unrealised profit or loss for the period of assets held at year-end included in profit and loss as at the end of the period	**1,758**	7,243

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IX. DISCLOSURE OF FAIR VALUES (continued)

5. Transfers between levels of fair value measurement

During the year, there were no transfers of fair value measurements between Level 1 and Level 2.

X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES

1. Controlling shareholder

Name of controlling shareholder	Place of registration	Nature of business	Registered capital	Percentage of shareholding (%)	Percentage of voting rights (%)
Zhongxingxin Telecom Company Limited	Shenzhen, Guangdong	Manufacturing	RMB100 million	22.44%	22.44%

According to Shenzhen Stock Exchange Listing Rules, the Company's controlling shareholder is Zhongxingxin Telecom Company Limited.

2. Subsidiaries

Details of the subsidiaries are set out in Note VI and Note VII.1.

3. Joint ventures and associates

Details of the joint ventures and associates are set out in Note VII.2.

4. Other related parties

	Relationship
Sindi Technologies Co., Ltd.	Subsidiary of the Company's controlling shareholder
ZTE Quantum Co., Ltd.	Subsidiary of the Company's controlling shareholder
Shenzhen Zhongxingxin Cloud Service Company Limited	Subsidiary of the Company's controlling shareholder
深圳市中興新力精密機電技術有限公司	Subsidiary of the Company's controlling shareholder
Pylon Technologies Co., Ltd.	Subsidiary of the Company's controlling shareholder
Shenzhen Zhongxing Xinzhou Complete Equipment Company Limited*1	Subsidiary of the Company's controlling shareholder
Shenzhen Xingkai Communication Equipment Limited	Subsidiary of the Company's controlling shareholder
Shenzhen Xinyu Tengyue Electronics Co., Ltd	Subsidiary of the Company's controlling shareholder
安徽中興聚力精密機電技術有限公司	Subsidiary of the Company's controlling shareholder
Zhongxing Development Company Limited	Company for which a connected natural person of the Company acted as director and executive vice president
Huatong Technology Co., Ltd	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

4. Other related parties (continued)

	Relationship
Huatong Software Technology (Nanjing) Company Limited	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
ZTE Software Technology (Shenyang) Company Limited	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
Hangzhou Zhongxing Development Company Limited	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
Chongqing Zhongxing Development Company Limited	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
重慶中興中投物業服務有限公司	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
三河中興發展有限公司	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
三河中興物業服務有限公司	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
深圳中興和泰海景酒店投資發展有限公司	Subsidiary of a company for which a connected natural person of the Company acted as director and executive vice president
南京中興和泰酒店管理有限公司	Subsidiary of an associate of the Company
西安中興和泰酒店管理有限公司	Subsidiary of an associate of the Company
上海市和而泰酒店投資管理有限公司	Subsidiary of an associate of the Company
深圳市中興國際投資有限公司	Company for which a connected natural person of the Company acted as chairman
天津中興國際投資有限公司	Subsidiary of a company for which a connected natural person of the Company acted as chairman
Shenzhen Zhongxing WXT Equipment Company Limited	Company for which a connected natural person of the Company acted as director
北京中興協力科技有限公司	Subsidiary of a company for which a connected natural person of the Company acted as director
Shenzhen Zhongxing Information Company Limited	Company for which a connected natural person of the Company acted as director

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

4. Other related parties (continued)

	Relationship
CASIC Shenzhen (Group) Company Limited	Company for which a connected natural person of the Company served as senior management
航天歐華信息技術有限公司	Subsidiary of a company for which a connected natural person of the Company served as senior management
Shenzhen Aerospace Guangyu Industrial Company Limited	Company for which a connected natural person of the Company acted as director
廣東歐科空調製冷有限公司	Company for which a connected natural person of the Company acted as director
深圳市中興宜和投資發展有限公司	Company for which a connected natural person of the Company acted as director
Xi'an Microelectronics Technology Research Institute	Unit for which a connected natural person of the Company acted as principal
Lishan Microelectronics Corporation	Company for which a connected natural person of the Company acted as executive director and general manager
深圳中興新源環保股份有限公司	Company for which a connected natural person of the Company acted as chairman
上海中興科源實業有限公司	Subsidiary of a company for which a connected natural person of the Company acted as chairman
深圳中興節能環保股份有限公司	Company for which a connected natural person of the Company acted as vice chairman
Changsha Whale Cloud Software Co., Ltd	Subsidiary of an associate of the Company
玄雀數據科技(南京)有限公司	Subsidiary of an associate of the Company
鄂爾多斯市雲端科技有限公司	Subsidiary of an associate of the Company

* The company was deregistered on 17 November 2020.

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

5. Major transactions between the Group and related parties

(1) Transaction of goods and labour service with related parties

Sales of goods and rendering of service to related parties

	2020 Amount	2019 Amount
Zhongxingxin Telecom Company Limited	**32**	58
Puxing Mobile Tech Company Limited	**2,914**	14,364
Zhongxing Development Company Limited	**376**	3
航天歐華信息技術有限公司	**835,576**	604,909
上海中興思秸通訊有限公司	**439**	690
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	**63**	54
Huanggang Education Valley Investment Holdings Co., Ltd.	**—**	2,702
Nubia Technology Limited	**483,231**	348,969
上海市和而泰酒店投資管理有限公司	**1,415**	—
上海博色信息科技有限公司	**3,075**	3,760
Whale Cloud Technology Co., Ltd.	**335**	21,446
Shenzhen Zhongxingxin Cloud Service Company Limited	**231**	208
Shenzhen Zhongxing Information Company Limited	**15,986**	8,476
Changsha Whale Cloud Software Co., Ltd	**3**	6
Sindi Technologies Co., Ltd.	**186**	6,124
ZTE Software Technology (Nanchang) Company Limited	**—**	802
鄂爾多斯市雲端科技有限公司	**—**	1
Telecom Innovations	**285**	—
江西國投信息科技有限公司	**7,451**	—
Shenzhen Zhongxin New Energy Technology Company Limited	**1,281**	—
Shenzhen Xingkai Communication Equipment Limited	**5,749**	—
ZTE Energy Limited	**3**	—
安徽奇英智能科技有限公司	**11,321**	—
	1,369,952	1,012,572

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

5. Major transactions between the Group and related parties (continued)

(1) Transaction of goods and labour service with related parties (continued)

Purchases of goods and services from related parties

	2020 Amount	2019 Amount
Zhongxingxin Telecom Company Limited	**–**	1,970
Sindi Technologies Co., Ltd.	**145,452**	79,519
深圳市新宇騰躍電子有限公司	**20,542**	30,200
華通科技有限公司	**67,470**	56,768
ZTE Software Technology (Nanchang) Company Limited	**30,619**	24,288
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	**10,852**	22,959
南京中興和泰酒店管理有限公司	**7,884**	4,366
上海市和而泰酒店投資管理有限公司	**5,147**	3,717
西安中興和泰酒店管理有限公司	**4,676**	4,461
Pylon Technologies Co., Ltd.	**36,359**	105,668
Nubia Technology Limited	**281,234**	91,383
深圳市中興新力精密機電技術有限公司	**127,111**	185,356
Zhongxing (Shenyang) Financial Technology Company Limited	**6,799**	4,580
Whale Cloud Technology Co., Ltd.	**583,601**	498,583
安徽中興聚力精密機電技術有限公司	**816**	40
廣東歐科空調製冷有限公司	**1,925**	–
CASIC Shenzhen (Group) Company Limited	**2,957**	–
北京中興協力科技有限公司	**4,296**	–
深圳中興和泰海景酒店投資發展有限公司	**2,052**	–
Shenzhen Aerospace Guangyu Industrial Company Limited	**10**	–
	1,339,802	1,113,858

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

5. Major transactions between the Group and related parties (continued)

(2) Leasing with related parties

As lessor

	Type of property leased	2020 Lease income	2019 Lease income
Puxing Mobile Tech Company Limited	Office	–	521
深圳中興節能環保股份有限公司	Office	176	176
Hengyang ICT Real Estate Co., Ltd	Office	–	6
上海中興思秸通訊有限公司	Office	336	342
上海中興科源實業有限公司	Office	421	416
Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	Property and equipment and facilities	17,914	17,475
南京中興和泰酒店管理有限公司	Property and equipment and facilities	8,406	8,278
上海市和而泰酒店投資管理有限公司	Property and equipment and facilities	20,005	19,547
西安中興和泰酒店管理有限公司	Property and equipment and facilities	27,065	26,729
Huatong Software Technology (Nanjing) Company Limited	Office	367	369
Shenzhen Zhongxingxin Cloud Service Company Limited	Office	1,586	1,112
深圳市中興新力精密機電技術有限公司	Staff quarters	7	19
Zhongxing Feiliu Information Technology Company Limited	Office	600	–
		76,883	74,990

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

5. Major transactions between the Group and related parties (continued)

(2) Leasing with related parties (continued)

As lessee

	Type of property leased	2020 Lease expense	2019 Lease expense
Zhongxingxin Telecom Company Limited	Office	**10,225**	9,809
Zhongxing Development Company Limited	Office	**1,791**	1,571
Chongqing Zhongxing Development Company Limited	Office	**8,432**	8,117
三河中興發展有限公司	Office	**14,823**	12,512
三河中興物業服務有限公司	Office	**3,390**	4,066
Tianjin ZTE International Investment Company Limited	Office	**4,428**	4,595
Hangzhou Zhongxing Development Company Limited	Quarters and plants	**—**	48
重慶中興中投物業服務有限公司	Office	**27**	9
		43,116	40,727

(3) Other major related transactions

	2020 Amount	2019 Amount
Remuneration of key management personnel	**59,985**	42,642

Notes:

(i)	Commercial transactions with related parties:	Commercial transactions with related parties were conducted by the Group at market price.
(ii)	Leasing property from/to related parties	Office space, equipment and facilities were leased to the aforesaid related parties by the Group during the year and lease income of RMB76,883,000 (2019: RMB74,990,000) was recognized in accordance with relevant lease contracts. Office space was leased to the Group by the aforesaid related parties during the year and lease expenses of RMB43,116,000 (2019: RMB40,727,000) was recognized in accordance with relevant lease contracts.
(iii)	Other major related transactions:	The total amount of remuneration (in the form of monetary amounts, physical rewards or otherwise) for the key management personnel of the Company incurred the Group for the year was RMB59,985,000 (2019: RMB42,642,000). The corresponding cost for share-based payment was RMB3,880,000 (2019: RMB1,926,000). Certain of the key management personnel referred to above were concurrently entitled to defined benefit plans provided by the Group, which were not included in the remuneration set out above.

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

6. Commitments with related parties

(1) In December 2018, the Group entered into a 3-year purchase agreement with Zhongxingxin Telecom Company Limited and its subsidiaries for the purchase of raw materials for use in production. For details of purchases incurred during the year, please refer to Note X.5(1). The maximum amounts of total purchases by the Group from the aforesaid related parties for 2021 are estimated at RMB900 million (before VAT).

(2) In December 2018, the Group entered into a 3-year purchase agreement with Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited and its subsidiaries for the purchase of hotel services. For details of purchases incurred during the year, please refer to Note X.5(1). The maximum amounts of total purchases of hotel services by the Group from the aforesaid related parties for 2021 are estimated at RMB37,500,000 (before VAT).

(3) In January 2020, the Group entered into a 3-year purchase agreement with Huatong Software Technology (Nanjing) Company Limited for the purchase of software outsource services. For details of purchases incurred during the year, please refer to Note X.5(1). The maximum amounts of software outsource service purchased by the Group from the aforesaid related parties for 2021 and 2022 are estimated at RMB91,650,000 and RMB98,380,000 (before VAT), respectively.

(4) In January 2020, the Group entered into a 3-year software outsource service cooperation agreement with ZTE Software Technology (Nanchang) Company Limited for the purchase of software outsource services. For details of purchases incurred during the year, please refer to Note X.5(1). The maximum amounts of purchase by the Group from the aforesaid related parties for 2021 and 2022 are estimated at RMB58,200,000 and RMB66,000,000 (before VAT), respectively.

(5) In December 2020, the Group entered into a 1-year sales agreement with 航天歐華信息技術有限公司for the sales of the full range of government and corporate products. For details of sales incurred during the year, please refer to Note X.5 (1). The maximum amounts of sales by the Group to the aforesaid related parties for 2021 is estimated at RMB1.1 billion (before VAT).

(6) In July 2018, the Group entered into a 2-year property lease contract with 上海中興科源實業有限公司. For details of rental income incurred during the year, please refer to Note X.5(2).

(7) In July 2020, the Group entered into a 2-year property lease contract with 上海中興科源實業有限公司. For details of rental income incurred during the year, please refer to Note X.5(2).

(8) In January 2020, the Group entered into a 1-year property and equipment lease contract with Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited and its subsidiaries. For details of rental income incurred during the year, please refer to Note X.5(2).

(9) In June 2020, the Group entered into a 2-year property lease contract with Shenzhen Zhongxingxin Cloud Service Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2). The Group estimated rental income for 2021 and 2022 to be RMB1,106,000 and RMB553,000, respectively.

(10) In July 2020, the Group entered into a 26-month property lease contract with Shenzhen Zhongxingxin Cloud Service Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2). The Group estimated rental income for 2021 and 2022 to be RMB937,000 and RMB703,000, respectively.

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

6. Commitments with related parties (continued)

(11) In August 2020, the Group entered into a 2-year property lease contract with Shenzhen Zhongxingxin Cloud Service Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2). The Group estimated rental income for 2021 and 2022 to be RMB184,000 and RMB122,000, respectively.

(12) In November 2020, the Group entered into a 27-month property lease contract with Shenzhen Zhongxingxin Cloud Service Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2). The Group estimated rental income for 2021, 2022 and 2023 to be RMB1,067,000, RMB1,067,000 and RMB178,000, respectively.

(13) In April 2018, the Group entered into a 26-month property lease contract with Shenzhen Zhongxingxin Cloud Service Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2).

(14) In January 2020, the Group entered into a 1-year property lease contract with Huatong Software Technology (Nanjing) Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2).

(15) In April 2019, the Group entered into a 3-year property lease contract with 上海中興思秸通訊有限公司. For details of rental income incurred during the year, please refer to Note X.5(2). The Group estimated rental income for 2021 and 2022 to be RMB341,000 and RMB114,000, respectively.

(16) In July 2019, the Group entered into a 1-year property lease contract with 深圳市中興新力精密機電技術有限公司. For details of rental income incurred during the year, please refer to Note X.5(2).

(17) In January 2018, the Group entered into a 2-year property lease contract with Zhongxing Feiliu Information Technology Company Limited. For details of rental income incurred during the year, please refer to Note X.5(2).

(18) In April 2019, the Group entered into a 2-year lease agreement with Zhongxingxin Telecom Company Limited. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 to be RMB3,039,000.

(19) In April 2019, the Group entered into a 2-year lease agreement with Zhongxing Development Company Limited. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 to be RMB1,022,000.

(20) In April 2019, the Group entered into a 3-year lease agreement with Tianjin ZTE International Investment Company Limited. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 to be RMB833,000.

(21) In April 2020, the Group entered into a 1-year lease agreement with Tianjin ZTE International Investment Company Limited. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 to be RMB106,000.

(22) In April 2018, the Group entered into a 3-year lease agreement with Tianjin ZTE International Investment Company Limited. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 to be RMB402,000.

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

6. Commitments with related parties (continued)

(23) In December 2018, the Group entered into a 3-year lease agreement with 三河中興發展有限公司. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 to be RMB552,000.

(24) In March 2019, the Group entered into a 5-year lease agreement with 三河中興發展有限公司. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 and 2022 to be RMB796,000 and RMB796,000, respectively.

(25) In March 2020, the Group entered into a 3-year lease agreement with 三河中興發展有限公司. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 and 2022 to be RMB10,061,000 and RMB10,061,000, respectively.

(26) In March 2020, the Group entered into a 3-year lease agreement with 三河中興發展有限公司. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental for 2021 and 2022 to be RMB2,088,000 and RMB2,088,000, respectively.

(27) In December 2020, the Group entered into a 3-year lease agreement with Chongqing Zhongxing Development Company Limited. For details of rental expenses incurred during the year, please refer to Note X.5(2). The Group estimated rental 2021 and 2022 to be RMB1,983,000 and RMB1,983,000, respectively.

7. Balances of amounts due from/to related parties

Item	Name of related parties	31 December 2020 Amount	31 December 2019 Amount
Receivable financing	航天歐華信息技術有限公司	**149,436**	87,756
	Shenzhen Zhongxing Information Company Limited	**4,932**	—
		154,368	87,756
Trade receivable	Puxing Mobile Tech Company Limited	**9,513**	17,772
	Xi'an Microelectronics Technology Research Institute	**9**	9
	航天歐華信息技術有限公司	**7,319**	9,515
	ZTE Software Technology (Nanchang) Company Limited	**650**	650
	Huanggang Education Valley Investment Holdings Co., Ltd.	**202**	902
	Nubia Technology Limited	**—**	157,533
	Whale Cloud Technology Co., Ltd.	**152,139**	180,125
	Shenzhen Zhongxing Information Company Limited	**2,105**	730
	Shenzhen Zhongxingxin Cloud Service Company Limited	**241**	241
	Shenzhen Zhongxin New Energy Technology Company Limited	**687**	—
	Zhongxingxin Telecom Company Limited	**—**	33
	上海中興思秸通訊有限公司	**—**	64
	Changsha Whale Cloud Software Co., Ltd	**—**	1
		172,865	367,575

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

7. Balances of amounts due from/to related parties (continued)

Item	Name of related parties	31 December 2020 Amount	31 December 2019 Amount
Prepayments	Zhongxingxin Telecom Company Limited	—	73
	Laxense, Inc.	—	3,842
		—	3,915
Other receivables	南京中興和泰酒店管理有限公司	10,438	4,172
	Shenzhen Zhongxing Information Company Limited	14	14
	Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	17,821	7,124
	西安中興和泰酒店管理有限公司	24,340	7,276
	Sindi Technologies Co., Ltd.	—	445
	山東興濟置業有限公司	20,591	21,761
	上海市和而泰酒店投資管理有限公司	45,024	30,086
	Whale Cloud Technology Co., Ltd.	—	640
	上海中興思秸通訊有限公司	77	—
	Shenzhen Zhongxin New Energy Technology Company Limited	760	—
		119,065	71,518
Bills payable	Shenzhen Xinyu Tengyue Electronics Co., Ltd	312	43
	Sindi Technologies Co., Ltd.	59,822	39,408
	深圳市中興新力精密機電技術有限公司	57,225	—
		117,359	39,451
Trade payables	Zhongxingxin Telecom Company Limited	—	6,494
	Shenzhen Xinyu Tengyue Electronics Co., Ltd	1,778	4,323
	Sindi Technologies Co., Ltd.	1,116	424
	Shenzhen Zhongxing Xinzhou Complete Equipment Company Limited	183	183
	Shenzhen Zhongxing WXT Equipment Company Limited	327	327
	Shenzhen Zhongxing Information Company Limited	1,729	2,915
	Xi'an Microelectronics Technology Research Institute	192	192
	ZTE Software Technology (Nanchang) Company Limited	135	—
	Nubia Technology Limited	—	91,282
	廣東歐科空調製冷有限公司	94	200
	Pylon Technologies Co., Ltd.	9,051	12,062
	Whale Cloud Technology Co., Ltd.	907,612	260,844
	Puxing Mobile Tech Company Limited	217	30
	Kron Telekomunikasyon Hizmetleri A.S.	—	617
	深圳市中興新力精密機電技術有限公司	17,996	26,763
	安徽中興聚力精密機電技術有限公司	305	—
	Shenzhen Zhongxin New Energy Technology Company Limited	1,908	—
	玄雀數據科技(南京)有限公司	47,264	—
		989,907	406,656

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

7. Balances of amounts due from/to related parties (continued)

Item	Name of related parties	31 December 2020 Amount	31 December 2019 Amount
Contract liabilities	ZTE Software Technology (Nanchang) Company Limited	**5,327**	5,327
	Puxing Mobile Tech Company Limited	**2,002**	4,273
	Xi'an Microelectronics Technology Research Institute	**1,628**	1,628
	北京中興協力科技有限公司	**155**	155
	航天歐華信息技術有限公司	**19,112**	28,946
	Zhongxing (Shenyang) Financial Technology Company Limited	**13**	4
	Whale Cloud Technology Co., Ltd.	**24,717**	8,361
	ZTE Energy Limited	**—**	6
	ZTE Quantum Co., Ltd.	**—**	38
	Shenzhen Zhongxing Information Company Limited	**—**	1,570
	Zhongxing Development Company Limited	**—**	30
	Huanggang Education Valley Investment Holdings Co., Ltd.	**20**	17
	深圳市中興宜和投資發展有限公司	**40**	40
		53,014	50,395
Other payables	Shenzhen Zhongxing WXT Equipment Company Limited	**12**	12
	Zhongxingxin Telecom Company Limited	**308**	310
	深圳中興新源環保股份有限公司	**4**	4
	INTLIVE TECHNOLOGIES (PRIVATE) LIMITED	**4,970**	5,261
	中山優順置業有限公司	**2,000**	2,000
	Huanggang Education Valley Investment Holdings Co., Ltd.	**158**	78
	Hengyang ICT Real Estate Co., Ltd	**198**	198
	山東興濟置業有限公司	**272**	272
	Lishan Microelectronics Corporation	**65**	65
	Whale Cloud Technology Co., Ltd.	**70,767**	467,264
	深圳市中興宜和投資發展有限公司	**1,680**	—
	玄雀數據科技(南京)有限公司	**—**	47,264
	Shenzhen Xingkai Communication Equipment Limited	**2,597**	4,053
	ZTE Software Technology (Nanchang) Company Limited	**50**	50
	南京中興和泰酒店管理有限公司	**2,062**	—
	Shenzhen Zhongxin New Energy Technology Company Limited	**300**	—
	西安中興和泰酒店管理有限公司	**65**	—
	Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited	**17**	—
	Shenzhen Zhongxingxin Cloud Service Company Limited	**186**	—
		85,711	526,831

Other amounts due from/to related parties were interest-free, unsecured and had no fixed term of repayment. Amounts receivables from related parties were interest-free and unsecured with a usual credit term of 0–90 days, which may be extended to up to 1 year.

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X. RELATIONSHIPS AND TRANSACTIONS WITH RELATED PARTIES (continued)

8. Deposit and lending services provided by ZTE Group Finance Company Limited to related parties

(1) Customer deposits

	31 December 2020 Amount	31 December 2019 Amount
深圳市中興宜和投資發展有限公司	**—**	89

(2) Interest expense

	2020 Amount	2019 Amount
Zhongxing Feiliu Information Technology Company Limited	**1**	—
Shenzhen Zhongxin New Energy Technology Company Limited	**54**	—
	55	—

XI. SHARE-BASED PAYMENT

1. Overview

Equity-settled share-based payments are as follows:

	2020	2019
Accumulated balance of equity-settled share-based payments credited to capital reserves	**479,153**	290,356
Transfer of cost of equity-settled share-based payments to share premium in capital reserve upon exercise of share options	**(46,908)**	(340,225)
Total costs of equity-settled share-based payments for the year	**235,705**	191,790

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XI. SHARE-BASED PAYMENT (continued)

2. Share option incentive scheme

2017 Share Option Incentive Scheme

Pursuant to the "Resolution on Matters pertaining to the grant of shares options under the 2017 Share Option Incentive Scheme" considered and passed at the Twentieth Meeting of the Seventh Session of the Board of Directors and Seventeenth Meeting of the Seventh Session of the Supervisory Committee on 6 July 2017, the date of grant was set for 6 July 2017. Pursuant to the Scheme, the Company proposed to grant 149,601,200 share options to 1,996 scheme participants. In accordance with ASBE 11 — Share-based Payment, the date of grant is the date on which the agreement relating to share-based payment is approved. Accordingly, the date of grant for the Company's share option incentive scheme is 6 July 2017. The scheme participants of the Share Incentive Scheme were the directors and senior management of the Company and key staff of the Company who have a direct impact or outstanding contributions to the Company's business results and ongoing development as a whole, excluding independent non-executive directors and supervisors, substantial shareholders holding 5% or more of the Company's shares, separately or in aggregate, or the actual controller of the Company and their spouses, parents or children.

The share options shall be valid for a period of five years from the date of grant. The first exercise period shall commence from the first trading day after expiry of the 24-month period from the date of grant. One-third of the options shall become exercisable in each of the three exercise periods, namely, the first, second and third exercise periods, subject to the fulfilment of conditions relating to business performance. The exercise price shall be RMB17.06 per share. The share options not exercisable due to failure to fulfil the Company's performance as the conditions of exercise or those currently not exercised after the end of the exercise period shall become null and void and be repurchased without consideration and cancelled by the Company.

The performance indicators for the exercise of the share options include:

(1) Rate of Return on Common Stockholders' Equity ("ROE");

(2) The growth rate of net profit attributable to the shareholders of the listed company (The growth rate of net profit).

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XI. SHARE-BASED PAYMENT (continued)

2. Share option incentive scheme (continued)

2017 Share Option Incentive Scheme (continued)

For the purpose of calculating the aforesaid performance indicators under the Scheme, "net profit" shall refer to the net profit attributable to holders of ordinary shares of the listed company and "net assets" shall refer to the net assets attributable to holders of ordinary shares of the listed company.

The detailed conditions for the exercise of the share options:

The conditions for the exercise of the granted share options:

Exercise period	Percentage of options exercisable	Duration	Conditions for exercise
First exercise period ("First Period")	1/3	2019.7.6 — 2020.7.5	ROE for 2017 shall be no less than 10% and Net Profit Growth for 2017 shall be no less than 10% on a base amount of RMB3,825 million
Second exercise period ("Second Period")	1/3	2020.7.6 — 2021.7.5	ROE for 2018 shall be no less than 10% and Net Profit Growth for 2018 shall be no less than 20% on a base amount of RMB3,825 million
Third exercise period ("Third Period")	1/3	2021.7.6 — 2022.7.5	ROE for 2019 shall be no less than 10% and Net Profit Growth for 2019 shall be no less than 30% on a base amount of RMB3,825 million

The fair value of the share options granted amounted to RMB1,477,496,000. Due to the expiry of the first exercise period in July 2020 and the non-fulfilment of exercise conditions for the second exercise period, the Group recognised the share options expense of RMB104,320,000 during the 12 months ended 31 December 2020 based on the best estimates of expected number of exercisable options at the end of the period for the third exercise period.

Share options issued and outstanding under the Scheme are as follows:

	2020		2019	
	Weighted average exercise price RMB/share	**Number of share options In '000**	Weighted average exercise price RMB/share	Number of share options In '000
At the beginning of the year	**17.06**	**44,532**	17.06	81,864
Exercised during the year		**(4,806)**		(34,858)
Lapsed		**—**		(2,474)
At the end of the year	**16.86**	**39,726**	17.06	44,532

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XI. SHARE-BASED PAYMENT (continued)

2. Share option incentive scheme (continued)

2017 Share Option Incentive Scheme (continued)

As at the balance sheet date, the exercise price and valid exercise period of share options issued and outstanding are as follows:

31 December 2020 Number of share options In '000	**Exercise price RMB/share**	**Valid exercise period**
39,726	**16.86**	6 July 2021 to 5 July 2022
39,726		

31 December 2019 Number of share options In '000	Exercise price RMB/share	Valid exercise period
4,806	17.06	6 July 2019 to 5 July 2020
39,726	17.06	6 July 2021 to 5 July 2022
44,532		

In 2020, the Company issued 4,806,061 ordinary shares as a result of the exercise of 4,806,061 share options and its share capital was increased by RMB4,806,000 with a share capital premium of RMB122,556,000. For details, please refer to Note V.33 and 34.

The fair value of the equity-settled share options granted on the date of grant is estimated using the binomial tree model with the terms and conditions for the share options taken into account. The input variables under the applied model are as follows:

Exercise period		**First**	**Second**	**Third**
Estimated dividend payment (RMB)		0.18	0.18	0.18
Volatility (%)		43.35	42.2	42.9
Risk-free interest rate (%)		3.498	3.506	3.517
Demission rate	Directors & senior management	5%	5%	5%
	Key staff of the Company	5%	5%	5%

Volatility is an assumption based on the trend reflected by historical volatility, and hence may not be the actual result. In respect of the fair value, other features of the granted share options were not considered.

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XI. SHARE-BASED PAYMENT (continued)

2. Share option incentive scheme (continued)

2020 Share Option Incentive Scheme

Pursuant to the "Resolution on Matters pertaining to the grant of shares options under the 2020 Share Option Incentive Scheme" considered and passed at the Twenty-seventh Meeting of the Eighth Session of the Board of Directors and the Twentieth Meeting of the Eighth Session of the Supervisory Committee held on 6 November 2020, it was confirmed that 158,472,000 would granted to 6,123 participants under the first grant. In accordance with ASBE 11 — Share-based Payment, the date of grant should be the date of approval of the share-based payment agreement. Hence, the date of grant for the first grant of the share option incentive scheme was set for 6 November 2020. The scheme participants of the Share Incentive Scheme were the directors and senior management of the Company and key staff of the Company who have a direct impact or outstanding contributions to the Company's business results and ongoing development as a whole, excluding independent non-executive directors and supervisors, substantial shareholders holding 5% or more of the Company's shares, separately or in aggregate, or the actual controller of the Company and their spouses, parents or children.

The share options shall be valid for a period of four years from the date of grant. The first exercise period shall commence from the first trading day after expiry of a 1 year period from the date of grant. One-third of the options shall become exercisable in each of the three exercise periods, namely, the first, second and third exercise periods, subject to the fulfilment of conditions relating to business performance. The share options not exercisable due to failure to fulfil the Company's performance as the condition of exercise or those currently not exercised after the end of the exercise period shall become null and void and be repurchased without consideration and cancelled by the Company.

The performance indicators for the exercise of the share options include: the net profit attributable the shareholders of the listed company.

The detailed conditions for the exercise of the share options:

The conditions for the exercise of the granted share options for each exercise period:

Exercise period	Percentage of options exercisable	Duration	Conditions for exercise
First exercise period ("First Period")	1/3	2021.11.6–2022.11.5	Net Profit for 2020 shall be no less than RMB3.0 billion
Second exercise period ("Second Period")	1/3	2022.11.6–2023.11.5	Cumulative net profit for 2020 and 2021 shall be no less than RMB6.47 billion
Third exercise period ("Third Period")	1/3	2023.11.6–2024.11.5	Cumulative net profit for 2020, 2021 and 2022 shall be no less than RMB10.23 billion

The fair value of the share options granted amounted to RMB1,444,549,000, among which the share option expense recognised by the Company in 2020 amounted to RMB128,336,000 based on the best estimates of expected number of exercisable options at the end of each period.

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XI. SHARE-BASED PAYMENT (continued)

2. Share option incentive scheme (continued)

2020 Share Option Incentive Scheme (continued)

The exercise prices and exercise periods of the share options outstanding as at 31 December 2020 are as follows:

Number of options '000	Exercise price RMB per share	Exercise period
52,824	**34.47**	From 6 November 2021 to 5 November 2022
52,824	**34.47**	From 6 November 2022 to 5 November 2023
52,824	**34.47**	From 6 November 2023 to 5 November 2024
158,472		

The fair value of the equity-settled share options granted on the date of grant is estimated using the binomial tree model with the terms and conditions for the share options taken into account. The input variables under the applied model are as follows:

Exercise period		First	Second	Third
Proposed dividend (RMB)		0.20	0.20	0.20
Volatility (%)		34.40	33.57	30.33
Risk-free interest rate (%)		2.775	2.846	2.909
Demission rates	Directors and senior management	5%	5%	5%
	Key staff of the Company	5%	5%	5%

Volatility is an assumption based on the trend reflected by historical volatility, and hence may not be the actual result. In respect of the fair value, other features of the granted share options were not considered.

3. 2020 Management Stock Ownership Scheme

Pursuant to the "Resolution on the Management Stock Ownership Scheme (Draft) and its Summary" considered and passed at the Twenty-fifth Meeting of the Eighth Session of the Board of Directors and Eighteenth Meeting of the Eighth Session of the Supervisory Committee on 12 October 2020 and the Second Extraordinary General Meeting of 2020 held on 6 November 2020, the total number of participants in this plan does not exceed 27, the share of this plan does not exceed 114,766,000 (including 114,766,000), and the price of each share is RMB1.00. Among them, there are a total of 8 directors, supervisors and senior executives of the company, and the total shares do not exceed 62,606,000, accounting for 54.55% of the total amount of the scheme. The total shares of other participants do not exceed 52,160,000, accounting for 45.45% of the total amount of the scheme. This management shareholding incentive scheme is the company's medium and long-term incentive policy, and the source of the stock is company's A shares in the company's repurchase securities account.

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XI. SHARE-BASED PAYMENT (continued)

3. 2020 Management Stock Ownership Scheme (continued)

As at 1 September 2020, the company has paid RMB114,765,557.00 (excluding transaction fees) at a maximum price of RMB38.85 per share and a minimum price of RMB38.40 per share to repurchase a total of 2,973,900 A shares, accounting for 0.06% of the company's total share capital.

On 17 December 2020, the Company received a Securities Transfer Registration Confirmation from China Securities Depository and Clearing Corporation Shenzhen Branch. The company's stock held in the company's special securities account for repurchase was non-trading transferred to the securities account of the "ZTE Corporation-Phase I Employee Stock Ownership Plan" (securities account number: 089925****). The number of transferred shares is 2,973,900 shares, accounting for 0.06% of the company's current total share capital. In accordance with the requirements of the ZTE Corporation Management Stock Ownership Scheme (Draft), a lock up period of not less than 12 months shall apply from the date of announcement of the completion of transfer of subject shares from the designated repurchase account. The lock up period for the shares under the Management Stock Ownership Scheme shall be from 18 December 2020 to 17 December 2021.

The Management Stock Ownership Scheme shall be valid for 3 years from the date of approval of the Management Stock Ownership Scheme at the general meeting. The scheme will terminate automatically upon maturity, or it may be extended upon approval by the Board at the request of the management committee.

The lock-up period of the target stocks obtained in this Management Stock Ownership Scheme is 12 months, calculated from the date when the company announces the completion of the transfer of the company's stock from the company's special securities account. Shares derived from share capital increase by conversion of capital reserves shall also be subject to the aforesaid lock up.

The performance indicator for the Management Stock Ownership Scheme is a net profit attributable to ordinary shareholders of the listed company for 2020 of not less than RMB3.0 billion. The number of share options to be granted is based on the operating results of the business segment which the management personnel is in charge of and his/her personal appraisal, and the confirmed number of options will be vested in the holder in two periods separated by an interval of 12 months, with 50% vested in each period.

The share option expense recognised by the Group in 2020 amounted to RMB3,049,000 based on the best estimates of expected number of exercisable shares at the end of each vesting period.

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XII. COMMITMENTS AND CONTINGENT EVENTS

1. Material commitments

	31 December 2020	31 December 2019
Contracted but not provided of		
Capital commitments	**2,837,222**	3,097,021
Investment commitments	**28,272**	68,246
	2,865,494	3,165,267

2. Contingent events

2.1 In November 2012, ZTE Brazil filed an application with the Civil Court of Brasilia to freeze the assets of a Brazilian company on the grounds that the said Brazilian company had failed to honour purchase payments of approximately BRL31,353,700 (equivalent to approximately RMB39,342,600). On 7 February 2013, the Civil Court of Brasilia ruled to suspend the freezing of the assets of such Brazilian company on the grounds that such company was not currently involved in any significant debt dispute with any other companies and that there was no indication that it would be subject to bankruptcy. In July 2013, ZTE Brazil filed a litigation with the Civil Court of Brasilia to demand immediate compensation from the said Brazilian company in the amount of BRL31,224,300 (equivalent to approximately RMB39,180,300), together with accruable interests and legal costs. In January 2016, the Civil Court of Brasilia handed down the first trial judgement, ruling that the Brazilian company should pay a compensation amount of BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interest and an adjustment amount for inflation. In April 2016, the Civil Court of Brasilia notified ZTE Brazil that the said Brazilian company had filed an application for appeal in respect of the aforesaid first trial judgement. On 29 August 2016, ZTE Brazil was notified that the federal district court had handed down a second trial judgement rejecting the appeal of the said Brazilian company. In November 2016, the federal district court ruled to activate provisional execution procedures to require the said Brazilian company to pay to ZTE Brazil BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interests and an adjustment amount for inflation. In February 2017, the federal district court ruled to reject the request of the said Brazilian company filed in October 2016 for clarification of the aforesaid second trial judgement. The court trial proceedings of the aforesaid case have ended.

On 30 November 2012, Civil Court No. 15 of Sao Paulo City, Brazil notified ZTE Brazil that the said Brazilian company had filed a lawsuit with the said court alleging that ZTE Brazil had committed fraud and negligence in the course of cooperation and demanding compensation for direct and indirect losses in the aggregate amount of approximately BRL82,974,500 (equivalent to approximately RMB104 million). The Company has appointed legal counsel to conduct active defence in respect of the said case.

The Company, based on the advice from the Company's legal counsel and the progress of the case, believes that the ultimate outcome of this claim cannot be reliably estimated.

Note: The exchange rates are based on the book exchange rates of the Company as at 31 December 2020 where BRL amounts are translated at the exchange rate of BRL1: RMB1.2548.

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XII. COMMITMENTS AND CONTINGENT EVENTS (continued)

2. Contingent events (continued)

2.2 On 31 October 2018, a natural person filed a litigation with the Guangdong Provincial Higher People's Court ("Guangdong Higher Court") against the Company as defendant and ZTE Integration Telecom Limited ("ZTE Integration") and Nubia Technology Limited as third parties without independent rights of claim, on the grounds that the Company had infringed upon his interests as a shareholder of ZTE Integration, demanding (1) a RMB200 million compensation payable to him by the Company; and (2) the assumption by the Company of all costs of the litigation (including but not limited to litigation costs and legal fees amounting to RMB200,000).

On 9 April 2019, the Company received judiciary documents from the Guangdong Higher Court, including a notice of response to action, summons for exchange of evidence and a notice requiring the provision of evidence, among others. The Company has appointed an attorney for active response to the case.

On 28 December 2020, the Guangdong Higher Court issued a judgement that rejected the claims of the said natural person and ruled that the case admission fees shall be borne by the natural person.

On 25 January 2021, the said natural person filed an appeal and pleaded the Guangdong Higher Court to revoke its first trial judgement and revert its rule in favour of all claims of the natural person.

The Company, based on the advice from the Company's legal counsel and the progress of the case, believes that the ultimate outcome of this arbitration cannot be reliably estimated.

2.3 In August 2020, China MCC20 Group Corporation ("MCC20") filed a litigation with the People's Court of Jinwan District, Zhuhai, Guangdong Province demanding progress payment together with outstanding interests in the amount of RMB12,307,000 in aggregate from ZTE Smart Auto Company Limited ("ZTE Smart Auto"). The People's Court of Jinwan District, Zhuhai, Guangdong Province ruled to freeze ZTE Smart Auto's cash at bank amounting to RMB12,307,000. ZTE Smart Auto has appointed an attorney for active response to the case.

In September 2020, ZTE Smart Auto filed a counter-claim for a total amount of RMB17,958,000 and application for preservation with the court on the grounds that the work project involved in the case had been grossly overdue, the construction process had been subject to numerous penalties and a number of work items had required repair because of quality issues.

In October 2020, MCC20 applied for change of its litigation claim, demanding ZTE Smart Auto to settle project work payment and related outstanding interests amounting in aggregate to RMB188 million, and the case was referred to Zhuhai Intermediate People's Court ("Zhuhai Intermediate Court").

In December 2020, Zhuhai Intermediate Court ruled to freeze funds in ZTE Smart Auto's account with an amount of RMB15,865,000 and seize the land use rights of two sites under the name of ZTE Smart Auto. ZTE Smart Auto has filed an objection to the court ruling and the court is currently under preparation to organise a hearing.

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XII. COMMITMENTS AND CONTINGENT EVENTS (continued)

2. Contingent events (continued)

2.3 (continued)

In January 2021, ZTE Smart Auto filed an application to increase the amount of counter-claim to RMB72,548,000 on the grounds that MCC20 had not applied for relevant certificates in a timely manner and the project work under the case had not passed the delivery inspection in one instance. Application was also made to the court for property preservation in relation to the additional amount of counter-claim.

The Company, based on the advice from the Company's legal counsel and the progress of the case, believes that the ultimate outcome of this arbitration cannot be reliably estimated.

2.4 On 15 April 2018, the U.S. Department of Commerce's Bureau of Industry and Security ("BIS") signed an order activating a previously suspended 7-year denial order (commencing on 15 April 2018 and ending on 13 March 2025) (the "15 April 2018 Denial Order"). The 15 April 2018 Denial Order restricted and prohibited the Company and ZTE Kangxun (its wholly-owned subsidiary) (the "ZTE Companies") from participating in any way, whether directly or indirectly, in any transaction involving any commodity, software, or technology exported or to be exported from the United States that is subject to the U.S. Export Administration Regulations ("EAR"), or any other activities subject to control under EAR. The full text of the 15 April 2018 Denial Order was published in the United States Federal Register (Federal Register Vol. 83, p. 17644) dated 23 April 2018.

In June 2018, ZTE and BIS entered into a superseding settlement agreement ("2018 Superseding Settlement Agreement") to supersede the settlement agreement signed between ZTE and BIS in March 2017 ("2017 Settlement Agreement"). The 2018 Superseding Settlement Agreement came into effect via a superseding order relating to ZTE on 8 June 2018 (the "8 June 2018 Order"). In accordance with the 2018 Superseding Settlement Agreement, the Company had paid civil monetary penalties totalling USD1.4 billion, including a lump sum payment of USD1 billion and an additional penalty of USD0.4 billion placed in an escrow account with a U.S. bank suspended during the probationary period (10 years from the issue of the 8 June 2018 Order) (the "Probationary Period")(The USD0.4 billion penalty will be waived after the end of Probation Period if ZTE complies with the probationary conditions set forth in the 2018 Superseding Settlement Agreement and the 8 June 2018 Order during the Probationary Period). ZTE was required to comply with all applicable terms and conditions of the 2018 Superseding Settlement Agreement, including but not limited to: a new denial order (the "New Denial Order") for a period of ten years from the issuance of the 8 June 2018 Order (the "Probationary Period") that would, among other things, restrict and prohibit ZTE from applying for, obtaining, or using any license, license exception, or export control document, and participating in any way in any transaction involving any commodity, software, or technology that is subject to EAR, provided that such New Denial Order shall be suspended during the Probationary Period and thereafter be waived subject to ZTE's compliance with the 2018 Superseding Settlement Agreement and the 8 June 2018 Order. For details of other terms and conditions, please refer to the "INSIDE INFORMATION ANNOUNCEMENT AND RESUMPTION OF TRADING" published by the Company on 12 June 2018.

To fulfill the obligations under the 2018 Superseding Settlement Agreement and 2017 Settlement Agreement, the Company is required to provide and implement a comprehensive and updated export control compliance programme that covers all levels of the Company.

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XII. COMMITMENTS AND CONTINGENT EVENTS (continued)

2. Contingent events (continued)

2.4 (continued)

In the event of the Company's violation of obligations under the 2018 Superseding Settlement Agreement or 2017 Settlement Agreement, (i) the suspended New Denial Order might be activated, which would, among other things, restrict and prohibit ZTE from applying for, obtaining, or using any license, license exception, or export control document, and participating in any transaction involving any commodity, software, or technology that is subject to the EAR; (ii) the USD0.4 billion placed in an escrow account with a U.S. bank shall become payable immediately and shall be paid in full or in part.

The Company has formed an export compliance committee under the Board comprising the Company's Executive Directors, Non-executive Directors and Independent Non-executive Directors. An export control compliance team comprising the chief export control compliance officer, the regional export control compliance officer and export control compliance teams from around the world has been formed with the support of professional external legal and consultants' teams for the development and improvement of the Company's administrative structure, system and processes for export control compliance. The SAP trade compliance control system (GTS) has been introduced and implemented to facilitate automated administration of key export compliance areas. We commenced the online publication of ECCN to provide customers and business partners with ECCN code and other export control information relating to products governed by EAR through the Company's official website. Online and offline export control compliance training has been provided to senior management personnel, subsidiaries, compliance coordinators, account managers and new employees. Supervisory and compliance auditing initiatives have been carried out in support of the work of the independent compliance monitor and the Special Compliance Coordinator, complemented by ongoing input of resources in export control compliance.

The Company confirms that, in 2021, it will continue to comply with applicable laws and regulations of the countries and regions where its business is operated, including economic sanctions and various restrictions under export control laws and regulations. Adherence to the export control compliance measures of ZTE and the statutory regulations on which such measures are based is a fundamental requirement for the employees, contract-based staff and business departments of the Company. Compliance will not only defend values, but will also add value. The Company places a strong emphasis on export control compliance and regards compliance as the cornerstone of its strategy as well as the pre-requisite condition and bottomline of its operations. With the dedicated and prudent efforts of each employee on export control compliance, the Company will continue to add value for our customers, shareholders and staff and foster a sound and compliant business environment with customers and partners.

During the period from 1 January 2020 to the date of publication of this report, to the best of the Company's knowledge, the aforesaid contingent events will not have any material adverse impact on the current financial conditions and operating results of the Group.

2.5 As at 31 December 2020, an amount of RMB12,832,332,000 (31 December 2019: RMB13,559,281,000) was outstanding under the bank guarantee letters issued by the Group.

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XIII. POST-BALANCE SHEET DATE EVENTS

1. Pursuant to the Equity Transfer Agreement entered into between the Company and Beijing E-Town Semiconductor Industry Investment Centre (Limited Partnership) (北京屹唐半導體產業投資中心(有限合夥)) ("E-Town Semiconductor") on 11 January 2021, the Company shall transfer its 90% equity interests in Caltta Technologies Co., Ltd. (北京中興高達通信技術有限公司) ("Caltta") to E-Town Semiconductor for a consideration of RMB1,035,000,000 ("the Transaction"). Following the completion of the Transaction, the Company will cease to hold any equity interest in Caltta. The gain on disposal of Caltta (before taxation) amounts to approximately RMB774,000,000, and the exact amount shall be subject to the audited financial statements of the Company prepared thereafter.

2. On 16 March 2021, the Board recommended the distribution of RMB2 in cash (before tax) for every 10 shares to all shareholders based on the total share capital (including A shares and H shares) as at the record date for profit distribution and dividend payment. In the event of changes in the Company's total share capital after the announcement of the Company's profit distribution proposal for 2020 but before its implementation, the total amount of distribution shall be readjusted according to law, based on the total share capital (including A shares and H shares) as at the record date for profit and dividend distribution for 2020 and the existing profit distribution proportion. The aforesaid matter is subject to consideration and approval at the general meeting.

XIV. OTHER SIGNIFICANT MATTERS

1. **Leases**

As lessee:

	2020	2019
Interest expense on lease liabilities		
Short-term lease expenses under simplified approach included in current profit or loss	**72,545**	81,261
Total cash outflow relating to leases	**234,305**	330,496
	490,551	474,490

Lease assets rented by the Group included houses and buildings, transportation equipment and other equipment. Houses and buildings are typically leased for terms of 1 year to 10 years, transportation equipment and other equipment are typically leased for terms of 1 to 5 years, and other equipment are typically leased for terms of 1 to 2 years. Some lease contracts provide for renewal option and option for termination.

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XIV. OTHER SIGNIFICANT MATTERS (continued)

1. Leases (continued)

As lessor

The Group leased certain of its houses and buildings under operating leases with lease terms ranging from 1 year to 9 years. According to the lease contracts, the rental shall be adjusted annually according to market rates. For 2020, the Group reported revenue of RMB138,064,000 from the lease of houses and buildings. For details, please refer to Note V.40 and Note V.12.

Finance lease:

Profit or loss relating finance lease is set out in the following:

	2020	2019
Profit or loss from sales	**—**	2,662,740
Interest income from finance leases	**59,509**	26,947
	59,509	2,689,687

Finance leasing: as at 31 December 2020, the balance of unrealised finance income amounting to RMB182,996,000 (31 December 2019: RMB242,505) was amortised over the respective periods in the lease period using the effective interest rate method. According to the lease contract signed with the lessees, future minimum lease payments under non-cancellable operating leases falling due as follows:

	31 December 2020	31 December 2019
In the second to third years (including third year)	**1,824,100**	—
In the third to fourth years (including fourth year)	**—**	1,824,100
Less: unrealised finance income	**182,996**	242,505
Lease investment, net	**1,641,104**	1,581,595

Operating lease:

Profit and loss relating to operating lease is set out as follows:

	2020	2019
Lease income	**138,064**	128,698

Operating lease: according to the lease contract signed with lessee, minimum lease payments under non-cancellable operating leases falling due are as follows:

	2020	2019
Within one year (including first year)	**132,843**	132,482
In the first to second years (including second year)	**58,788**	131,019
In the second to third years (including third year)	**49,811**	58,788
In the third to fourth years (including fourth year)	**51,472**	49,811
In the fourth to fifth years (including fifth year)	**52,302**	51,472
After the fifth year	**164,453**	213,724
	509,669	637,296

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XIV. OTHER SIGNIFICANT MATTERS (continued)

2. Segment reporting

Operating segments

For management purposes, the Group is organised into business units based on their products and services and has three reportable operating segments as follows:

(1) The carriers' networks is focused on meeting requirements of carriers in network evolution by providing wireless access, wireline access, bearer networks, core networks, telecommunication software systems and services and other innovative technologies and product solutions.

(2) The consumer business is focused on bringing experience in smart devices to customers while also catering to the requirements of industry clients through the development, production and sales of products such as smart phones, mobile data terminals, home terminals, innovative fusion terminals, as well as the provision of related software application and value-added services.

(3) The government and corporate business is focused on meeting requirements of government and corporate clients, providing informatisation solutions for the government and corporate sectors through the application of communications networks, IOT, big data and cloud computing technologies.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resources allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted total profit from continuing operations. It is consistent with the Group's total profit from continuing operations except that finance costs, research and development costs, impairment losses, gain/(losses) from changes in fair values, investment income as well as head office and corporate expenses are excluded from such measurement.

Segment assets exclude derivative financial instruments, deferred tax assets, cash, long-term equity investments, other receivables and other unallocated head office and corporate assets as these assets are managed on a group basis.

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XIV. OTHER SIGNIFICANT MATTERS (continued)

2. Segment reporting (continued)

Operating segments (continued)

Segment liabilities exclude derivative financial instruments, loans, other payables, bonds payables, tax payable, deferred tax liabilities and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

	Carriers' network	Consumer business	Government and corporate business	Total
Segment revenue				
2020				
Revenue from external transactions	74,018,198	16,160,267	11,134,141	101,312,606
Rental income	—	—	138,064	138,064
Sub-total	74,018,198	16,160,267	11,272,205	101,450,670
Segment results	18,983,391	2,494,201	2,330,409	23,808,001
Unallocated revenue				1,810,425
Unallocated cost				(19,752,231)
Finance costs				(420,537)
Gain from changes in fair values				39,023
Investment loss from associates and joint ventures				(420,515)
Total profit				5,064,166
Total assets				
31 December 2020				
Segment assets	47,217,457	9,296,544	7,190,730	63,704,731
Unallocated assets				86,930,175
Sub-total				150,634,906
Total liabilities				
Segment liabilities	11,852,008	1,896,156	1,804,938	15,553,102
Unallocated liabilities				88,959,298
Sub-total				104,512,400
Supplemental information				
2020				
Depreciation and amortization expenses	2,897,450	632,595	441,252	3,971,297
Capital expenditure	6,180,656	1,349,412	941,250	8,471,318
Asset impairment losses	(153,008)	(33,406)	(23,301)	(209,715)
Credit impairment loss	(315,991)	(68,990)	(48,122)	(433,103)

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XIV. OTHER SIGNIFICANT MATTERS (continued)

2. Segment reporting (continued)

Operating segments (continued)

	Carriers' network	Consumer business	Government and corporate business	Total
Segment revenue				
2019				
Revenue from external transactions	66,584,394	14,997,407	9,026,082	90,607,883
Rental income	—	—	128,699	128,699
Sub-total	66,584,394	14,997,407	9,154,781	90,736,582
Segment results	21,917,122	1,229,827	1,782,023	24,928,972
Unallocated revenue				1,879,578
Unallocated cost				(17,791,317)
Finance costs				(965,955)
Gain from changes in fair values				(213,992)
Investment gain from associates and joint ventures				(675,616)
Total profit				7,161,670
Total assets				
31 December 2019				
Segment assets	46,843,989	9,479,379	6,440,646	62,764,014
Unallocated assets				78,438,121
Sub-total				141,202,135
Total liabilities				
Segment liabilities	11,511,610	1,933,582	1,582,747	15,027,939
Unallocated liabilities				88,219,898
Sub-total				103,247,837
Supplemental information				
2019				
Depreciation and amortization expenses	2,246,935	506,097	833,802	3,586,834
Capital expenditure	3,580,558	806,481	1,114,683	5,501,722
Asset impairment losses	(1,156,283)	(260,440)	(158,979)	(1,575,702)
Credit impairment loss	(1,419,047)	(319,625)	(195,107)	(1,933,779)

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XIV. OTHER SIGNIFICANT MATTERS (continued)

2. Segment reporting (continued)

Group Information

Geographic information

Revenue from external customers

	2020	2019
PRC Mainland	**68,051,181**	58,217,032
Asia (excluding PRC)	**14,729,300**	13,180,258
Africa	**4,822,622**	5,316,090
Europe, America and Oceania	**13,847,567**	14,023,202
	101,450,670	90,736,582

Revenue from external customers is analysed by geographic locations where the customers are located.

Total non-current assets

	31 December 2020	31 December 2020
PRC Mainland	**23,868,451**	19,844,745
Asia (excluding PRC)	**1,903,610**	1,651,432
Africa	**543,826**	562,167
Europe, America and Oceania	**113,328**	49,331
	26,429,215	22,107,675

Non-current assets, excluding long-term receivables, factored long-term receivables, long-term equity investments, other non-current financial assets, deferred tax assets, right-of-use assets, goodwill and other non-current assets, are analysed by geographic locations where the assets are located.

Information of major customers

Operating revenue of RMB31,153,932,000 was derived from carriers' network and handset terminal revenue from one major customer (2019: RMB26,285,650,000 from one major customer).

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS

1. Trade receivables

The aging analysis of trade receivables is set out as follows:

	31 December 2020	31 December 2019
Within 1 year	12,342,423	13,772,606
1–2 years	2,519,343	7,173,545
2–3 years	1,837,180	3,636,401
Over 3 years	11,273,053	11,285,660
	27,971,999	35,868,212
Less: bad debt provision for trade receivables	8,192,867	10,974,675
	19,779,132	24,893,537

	31 December 2020				31 December 2019			
	Book balance		Expected credit loss for the entire subsisting period		Book balance		Expected credit loss for the entire subsisting period	
	Amount	Percentage (%)	Amount	Percentage (%)	Amount	Percentage (%)	Amount	Percentage (%)
Individually significant and for which bad debt provision has been separately made	3,737,658	13	3,737,658	100	6,237,644	17	6,237,644	100
For which bad debt provision has been collectively made								
0–6 months	9,221,426	34	129,412	1	9,542,656	27	218,276	2
6–12 months	2,340,710	8	71,040	3	3,267,561	9	74,955	2
12–18 months	1,507,580	5	124,598	8	2,824,007	8	155,611	6
18–24 months	808,692	3	93,918	12	2,291,844	6	79,193	3
2–3 years	1,517,661	5	484,827	32	3,366,571	10	989,417	29
Over 3 years	8,838,272	32	3,551,414	40	8,337,929	23	3,219,579	39
	24,234,341	87	4,455,209	18	29,630,568	83	4,737,031	16
	27,971,999	100	8,192,867	29	35,868,212	100	10,974,675	31

Movements in bad-debt provisions for trade receivables:

	Opening balance	Provision/ (Reversed) for the year	Write off	Closing balance
31 December 2020	10,974,675	(319,383)	(2,462,425)	8,192,867
31 December 2019	9,557,940	2,638,857	(1,222,122)	10,974,675

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

1. Trade receivables (continued)

In 2020, there was reversal of RMB118,758,000 (2019: Nil) and write-off of RMB2,048,437,000 (2019: RMB1,072,476,000) in bad debt provision for trade receivables which were individually significant and for which bad-debt provision had been made separately. It was attributable to the write-off of uncollectible payments due from 11 customers (2019: 4 customers) arising from non-connected transactions.

Transfer of trade receivables that did not qualify for derecognition was separately classified as "Factored trade receivables" and "Bank advances on factored trade receivables".

2. Other receivables

	31 December 2020	31 December 2019
Interest receivable	**62,806**	—
Dividend receivable	**1,752,847**	3,912,671
Other receivables	**38,456,207**	28,213,597
	40,271,860	32,126,268

Other receivables

The aging analysis of other receivables:

	31 December 2020	31 December 2019
Within 1 year	**30,724,995**	21,143,846
1–2 years	**3,442,527**	3,374,021
2–3 years	**2,850,118**	2,793,401
Over 3 years	**1,457,698**	1,023,092
	38,475,338	28,334,360
Bad debt provision	**(19,131)**	(120,763)
Total	**38,456,207**	28,213,597

Other receivables are analysed as follows:

	31 December 2020	31 December 2019
Staff loan	**374,353**	145,462
Transactions with third parties	**38,081,854**	28,068,135
	38,456,207	28,213,597

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

3. Long-term trade receivables

	31 December 2020	31 December 2019
Loans granted to subsidiaries (Note 1)	**4,073,135**	5,541,687
Installment payments for the provision of telecommunication system construction projects	**2,393,718**	2,224,784
Less: Bad debt provision for long-term receivables	**27,841**	29,594
	6,439,012	7,736,877

Note 1: Loans granted to subsidiaries set out above were interest-free, unsecured and planned for recovery in the foreseeable future. The Directors are of the view that the advances effectively constituted net investments in overseas business operations.

Movements in bad debt provision for long-term receivables during the year are as follows:

	Opening balance	**Provision/ (Reversed) for the year**	**Write off**	**Closing balance**
31 December 2020	**29,594**	**(1,753)**	**—**	**27,841**
31 December 2019	2,571	27,023	—	29,594

The interest rate of long-term trade receivables ranged from 4.50%–6.16%.

Transfer of long-term trade receivables that did not qualify for derecognition was separately classified as "Factored long-term trade receivables" and "Bank advances on factored long-term trade receivables".

4. Long-term equity investments

		31 December 2020	31 December 2019
Equity method			
Joint ventures	(1)	**158,022**	67,515
Associates	(2)	**1,155,088**	1,875,993
Less: Provision for impairment in long-term equity investments		**7,241**	7,241
		1,305,869	1,936,267
Cost method			
Subsidiaries	(3)	**12,571,262**	10,759,982
Less: Provision for impairment in long-term equity Investments	(4)	**401,859**	425,667
		12,169,403	10,334,315
		13,475,272	12,270,582

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2020

(1) Joint ventures

		Movements during the year								
	Opening balance	Increase of investment	Decrease of investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movements	Cash dividend declared	Allowance for impairment provision	Carrying value as at the end of the year	Impairment provision at the end of the year
Puxing Mobile Tech Company Limited	45,706	–	–	(14,363)	–	–	–	–	31,343	–
德特賽維技術有限公司	21,809	–	–	4,959	–	–	–	–	26,768	–
Zhuhai Hongtu Zhanlu Equity Investment Partnership Enterprise (Limited Partnership)	–	100,000	–	(89)	–	–	–	–	99,911	–
	67,515	100,000	–	(9,493)	–	–	–	–	158,022	–

(2) Associates

		Movements during the year									
	Opening balance	Increase of investment	Decrease of investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movements	Cash dividend declared	Allowance for impairment provision	Others	Carrying value as at the end of the year	Impairment provision at the end of the year
KAZNURTEL Limited Liability Company	–	–	–	–	–	–	–	–	–	–	(2,477)
ZTE Software Technology (Nanchang) Company Limited	3,763	–	–	(3,763)	–	–	–	–	–	–	–
ZTE Energy Limited	426,768	–	–	25,264	–	–	(5,023)	–	–	447,009	–
Shenzhen Zhongxing Hetai Hotel Investment Management Company Limited	1,324	–	–	(1,324)	–	–	–	–	–	–	–
北京億科三友科技發展有限公司	–	–	–	–	–	–	–	–	–	–	(4,764)
上海中興思秸通訊有限公司	2,181	–	–	(2,181)	–	–	–	–	–	–	–
中興耀維科技江蘇有限公司	2,862	–	–	(1,370)	–	–	–	–	–	1,492	–
廣東中城信息技術有限公司	4,862	–	–	(175)	–	–	–	–	–	4,687	–
上海博色信息科技有限公司	26,782	–	(20,700)	(1,945)	–	–	–	–	–	4,137	–
南京寧網科技有限公司	2,860	–	–	951	–	–	–	–	–	3,811	–
Nubia Technology Limited	665,048	553,700	–	(94,347)	–	–	–	–	(1,124,401)	–	–
Whale Cloud Technology Co., Ltd.	679,373	–	–	(301,363)	–	274,466	–	–	–	652,476	–
Shijiangzhuang Smart Industry Co., Ltd	32,080	–	–	(15,908)	–	–	–	–	–	16,172	–
Zhongxing Feiliu Information Technology Company Limited	20,849	–	–	(2,786)	–	–	–	–	–	18,063	–
	1,868,752	553,700	(20,700)	(398,947)	–	274,466	(5,023)	–	(1,124,401)	1,147,847	(7,241)

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2020 (continued)

(3) Subsidiaries

	Investment cost	Opening balance	Increase/ decrease during the year	Closing balance	Percentage of shareholding	Percentage of voting rights	Cash dividend for the year
Shenzhen Zhongxing Software Company Limited	263,293	263,293	–	263,293	100.0%	100.0%	1,060,000
Shanghai Zhongxing Telecom Equipment Technology Company Limited	37,382	37,382	–	37,382	90.0%	90.0%	–
ZTE Kangxun Telecom Company Limited	580,000	580,000	–	580,000	100.0%	100.0%	–
ZTE Microelectronics Technology Company Limited	91,957	91,957	–	91,957	68.4%	68.4%	–
Anhui Wantong Posts and Telecommunication Company Limited	179,767	179,767	–	179,767	90.0%	90.0%	5,400
ZTE Integration Telecom Limited	41,250	41,250	–	41,250	80.0%	80.0%	–
Shenzhen Zhongxing Telecom Equipment Technology & Service Company Limited	45,000	45,000	–	45,000	100.0%	100.0%	–
Xi'an Zhongxing Jing Cheng Communication Company Limited	40,500	40,500	–	40,500	83.0%	83.0%	–
Guangdong ZTE Newstart Technology Co., Ltd.	13,110	13,110	–	13,110	90.0%	90.0%	–
深圳市興意達通訊技術有限公司	5,000	5,000	–	5,000	100.0%	100.0%	–
Xi'an Zhongxing New Software Company Limited	600,000	600,000	–	600,000	100.0%	100.0%	500,000
Shenzhen Zhongxing ICT Company Limited	157,019	157,019	–	157,019	90.0%	90.0%	–
中興國通通訊裝備技術(北京)有限公司	22,160	22,160	–	22,160	100.0%	100.0%	–
Shenzhen Guoxin Electronics Development Company Limited	–	29,700	(29,700)	–	***	–	–
PT. ZTE Indonesia	15,275	15,275	–	15,275	100.0%	100.0%	–
ZTE Wistron Telecom AB (Europe Research Institute)	2,137	2,137	–	2,137	100.0%	100.0%	–
ZTE Holdings (Thailand) Co., Ltd	10	10	–	10	100.0%	100.0%	–
ZTE (Thailand) Co., Ltd.	5,253	5,253	–	5,253	100.0%	100.0%	–
ZTE (USA) Inc.	190,133	190,133	–	190,133	100.0%	100.0%	–
ZTE Corporation Mexico S.DER.LDEC.V.	–	42	(42)	–	–	–	–
ZTE Do Brasil LTDA	18,573	18,573	–	18,573	100.0%	100.0%	–
ZTE Romania S.R.L	827	827	–	827	100.0%	100.0%	–
ZTE Telecom India Private Ltd.	335,759	335,759	–	335,759	100.0%	100.0%	–

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2020 (continued)

(3) Subsidiaries (continued)

	Investment cost	Opening balance	Increase/ decrease during the year	Closing balance	Percentage of shareholding	Percentage of voting rights	Cash dividend for the year
ZTE-Communication Technologies, Ltd. (Russia)	6,582	6,582	–	6,582	100.0%	100.0%	–
Zhongxing Telecom Pakistan (Private) Ltd.	5,279	5,279	–	5,279	93.0%	93.0%	–
ZTE (H.K.) Limited	853,800	853,800	–	853,800	100.0%	100.0%	–
Shenzhen ZTE Capital Management Company Limited	16,500	16,500	–	16,500	55.0%	55.0%	41,250
ZTE (Heyuan) Company Limited	500,000	500,000	–	500,000	100.0%	100.0%	–
Shenzhen Zhonghe Chunsheng No. 1 Equity Investment Fund Partnership Enterprise	–	–	–	–	–	**	19,200
ZTE Group Finance Co., Ltd	1,000,000	1,000,000	–	1,000,000	100.0%	100.0%	–
深圳市百維技術有限公司	16,000	16,000	–	16,000	100.0%	100.0%	–
北京中興網捷科技有限公司	289,341	289,341	–	289,341	100.0%	100.0%	–
Caltta Technologies Co., Ltd.	42,750	42,750	–	42,750	90.0%	90.0%	–
Shenzhen Zhongxing Cloud Service Company Limited	50,000	50,000	–	50,000	100.0%	100.0%	–
Shenzhen Zhongxing SI Technology Company Limited	27,000	30,000	(3,000)	27,000	90.0%	90.0%	–
福建海絲路科技有限公司	47,500	47,500	–	47,500	95.0%	95.0%	–
Zhongxing New Energy Auto Co., Ltd	232,360	232,360	–	232,360	100.0%	100.0%	–
Xi'an ZTE Terminal Technology Limited	300,000	300,000	–	300,000	100.0%	100.0%	–
中興健康科技有限公司	15,000	15,000	–	15,000	50.0%	50.0%	–
深圳市中興智谷科技有限公司	15,000	15,000	–	15,000	100.0%	100.0%	–
Jiaxing Xinghe Equity Investment Partnership	45,000	56,800	(11,800)	45,000	28.9%	**	18,400
中興捷維通訊技術有限責任公司	51,530	51,530	–	51,530	100.0%	100.0%	–
西安中興精誠科技有限公司	9,393	9,393	–	9,393	100.0%	100.0%	–
Xinjiang ZTE Silk Road Network Technology Company Limited	19,500	19,500	–	19,500	65.0%	65.0%	–

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2020 (continued)

(3) Subsidiaries (continued)

	Investment cost	Opening balance	Increase/ decrease during the year	Closing balance	Percentage of shareholding	Percentage of voting rights	Cash dividend for the year
長沙中興智慧技術有限公司	350,000	350,000	–	350,000	100.0%	100.0%	–
深圳市中興視通科技有限公司	31,400	35,400	(4,000)	31,400	44.0%	*	–
中興(溫州)軌道通訊技術有限公司	25,500	25,500	–	25,500	51.0%	51.0%	5,400
Zhongxing (Shenyang) Financial Technology Company Limited	45,000	45,000	–	45,000	100.0%	100.0%	–
Shenzhen ZTE Jinkong Commercial Factoring Company Limited	50,000	50,000	–	50,000	100.0%	100.0%	–
Shenzhen Zhiheng Technology Company Limited	2,000	2,000	–	2,000	100.0%	100.0%	–
ZTE Gaoneng Technology Company Limited	400,000	400,000	–	400,000	100.0%	100.0%	–
ZTE Smart Auto Company Limited	790,500	790,500	–	790,500	86.4%	86.4%	–
Zhongxing Opto-electronics Technology Co., Ltd	1,000,000	1,000,000	–	1,000,000	100.0%	100.0%	–
Suzhou Zhonghe Chunsheng III Investment Centre (Limited Partnership)	21,000	120,000	(99,000)	21,000	25.0%	**	36,000
深圳市中瑞檢測科技有限公司	–	10,000	(10,000)	–	–	–	–
ZTE Kela Technology (Suzhou) Co., Ltd.	41,650	44,100	(2,450)	41,650	90.0%	90.0%	–
Xi'an ZTE IOT Terminal Co., Ltd.	49,000	49,000	–	49,000	100.0%	100.0%	–
ZTE (Xi'an) Co., Ltd.	500,000	500,000	–	500,000	100.0%	100.0%	–
ZTE Wangkun Information Technology (Shanghai) Co., Ltd.	52,270	36,000	16,270	52,270	100.0%	100.0%	–
Xi'an Zhongxing Electronics Co., Ltd.	45,000	45,000	–	45,000	100.0%	100.0%	–
Wuhan ZTE Smart City Research Institute Co., Ltd.	3,000	3,000	–	3,000	100.0%	100.0%	–
ZTE Zhongchuang Kongjian (Xi'an) Investment Management Co., Ltd.	10,000	10,000	–	10,000	100.0%	100.0%	–
ZTE (Nanjing) Co., Ltd.	1,000,000	1,000,000	–	1,000,000	100.0%	100.0%	400,000
Shenzhen Yingbo Super Computer Technology Company Limited	23,600	13,000	10,600	23,600	56.4%	56.4%	–
Nubia Technology Limited	1,124,402	–	1,124,402	1,124,402	78.3%	78.3%	–
Shenzhen Renxing Technology Co., Ltd.	720,000	–	720,000	720,000	100%	100%	–
Zhongxing Terminal Limited	100,000	–	100,000	100,000	100%	100%	–
		10,759,982	1,811,280	12,571,262			2,085,650

* This subsidiary is a company with limited liability in which the Company had a shareholding of less than 50%. It was accounted for as a subsidiary mainly owing to the fact that the board of directors of such subsidiary comprises 5 members in accordance with its articles of association and 5 of them were nominated by the Company. As board resolutions are passed by a majority vote of the directors, the Company was in a position to exercise control over this subsidiary.

** This subsidiary is a limited partnership in which the Company had a shareholding of less than 50%. However, the limited partnership was managed and controlled by a general partner which was in turn a company controlled by the Company, therefore the Company was in a position to exercise control over this subsidiary.

*** The Company was disposed of in 2020 and the Company has ceased to exercise control over the company.

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2020 (continued)

(4) Provision for long-term equity investments

	Opening balance	Increase/ decrease during the year	Closing balance
ZTE (USA) Inc.	5,381	—	5,381
Shenzhen Guoxin Electronics Development Company Limited	23,767	(23,767)	—
ZTE Do Brasil LTDA	18,572	—	18,572
ZTE Integration Telecom Limited	4,591	—	4,591
Wistron Telecom AB (Europe Research Institute)	2,030	—	2,030
ZTE Corporation Mexico S. DER. LDEC. V.	41	(41)	—
Zhongxing Telecom Pakistan (Private) Ltd.	2,971	—	2,971
Shenzhen Zhongxing Telecom Equipment Technology & Service Company Limited	9,656	—	9,656
ZTE Holdings (Thailand) Co., Ltd	10	—	10
ZTE (Thailand) Co., Ltd.	205	—	205
ZTE Telecom India Private Ltd.	335,759	—	335,759
ZTE Romania S.R.L	827	—	827
PT ZTE Indonesia	15,275	—	15,275
ZTE-Communication Technologies, Ltd. (Russia)	6,582	—	6,582
	425,667	(23,808)	401,859

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2019

(1) Joint ventures

		Movements during the year								
	Opening balance	Increase of investment	Decrease of investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movements	Cash dividend declared	Allowance for impairment provision	Carrying value as at the end of the year	Impairment provision at the end of the year
Puxing Mobile Tech Company Limited	57,234	–	–	(11,528)	–	–	–	–	45,706	–
德特賽維技術有限公司	27,278	–	–	(5,469)	–	–	–	–	21,809	–
	84,512	–	–	(16,997)	–	–	–	–	67,515	–

(2) Associates

		Movements during the year								
	Opening balance	Increase of investment	Decrease of investment	Investment gains/losses under equity method	Other comprehensive income	Other equity movements	Cash dividend declared	Allowance for impairment provision	Carrying value as at the end of the year	Impairment provision at the end of the year
KAZNURTEL Limited Liability Company	–	–	–	–	–	–	–	–	–	(2,477)
ZTE Software Technology (Nanchang) Company Limited	3,947	–	–	(184)	–	–	–	–	3,763	–
ZTE Energy Limited	426,995	–	–	(227)	–	–	–	–	426,768	–
Shenzhen Zhongxing Hetai Hotel Investment Management Company Limited	1,790	–	–	(466)	–	–	–	–	1,324	–
北京億科三友科技發展有限公司	–	–	–	–	–	–	–	–	–	(4,764)
上海中興思秸通訊有限公司	4,360	–	–	(2,179)	–	–	–	–	2,181	–
中興江蘇耀維科技	2,927	–	–	(65)	–	–	–	–	2,862	–
廣東中城信息技術有限公司	4,634	–	–	228	–	–	–	–	4,862	–
上海博色信息科技有限公司	26,134	–	–	648	–	–	–	–	26,782	–
南京寧網科技有限公司	3,876	–	–	(1,016)	–	–	–	–	2,860	–
Nubia Technology Limited	801,118	–	–	(136,070)	–	–	–	–	665,048	–
Whale Cloud Technology Co., Ltd.	665,209	–	–	15,575	–	(1,411)	–	–	679,373	–
石家莊市智慧產業有限公司	48,278	–	–	(16,198)	–	–	–	–	32,080	–
中興飛流信息科技有限公司	–	20,849	–	–	–	–	–	–	20,849	–
	1,989,268	20,849	–	(139,954)	–	(1,411)	–	–	1,868,752	(7,241)

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4. Long-term equity investments (continued)

31 December 2019 (continued)

(3) Subsidiaries

	Investment cost	Opening balance	Increase/ decrease during the year	Closing balance	Percentage of shareholding	Percentage of voting rights	Cash dividend for the year
Shenzhen Zhongxing Software Company Limited	263,293	263,293	–	263,293	100.0%	100.0%	4,690,000
Shanghai Zhongxing Telecom Equipment Technology Company Limited	37,382	37,382	–	37,382	90.0%	90.0%	–
ZTE Kangxun Telecom Company Limited	580,000	580,000	–	580,000	100.0%	100.0%	–
ZTE Microelectronics Technology Company Limited	91,957	91,957	–	91,957	68.0%	68.0%	–
Anhui Wantong Posts and Telecommunication Company Limited	179,767	179,767	–	179,767	90.0%	90.0%	4,000
ZTE Integration Telecom Limited	41,250	41,250	–	41,250	80.0%	80.0%	–
Shenzhen Zhongxing Telecom Equipment Technology & Service Company Limited	45,000	45,000	–	45,000	100.0%	100.0%	–
Xi'an Zhongxing Jing Cheng Communication Company Limited	40,500	40,500	–	40,500	83.0%	83.0%	–
Guangdong ZTE Newstart Technology Co., Ltd.	13,110	13,110	–	13,110	90.0%	90.0%	–
深圳市興意達通訊技術有限公司	5,000	5,000	–	5,000	100.0%	100.0%	–
Shenzhen Zhongliancheng Electronic Development Company Limited	–	2,100	(2,100)	–	–	–	–
Xi'an Zhongxing New Software Company Limited	600,000	600,000	–	600,000	100.0%	100.0%	1,200,000
Shenzhen Zhongxing ICT Company Limited	157,019	157,019	–	157,019	90.0%	90.0%	–
ZTE (Hangzhou) Company Limited	–	100,000	(100,000)	–	–	–	–
中興國通通訊裝備技術(北京)有限公司	22,160	15,200	6,960	22,160	100.0%	100.0%	–
Shenzhen Guoxin Electronics Development Company Limited	29,700	29,700	–	29,700	100.0%	100.0%	2,752
PT. ZTE Indonesia	15,275	15,275	–	15,275	100.0%	100.0%	–
ZTE Wistron Telecom AB	2,137	2,137	–	2,137	100.0%	100.0%	–
ZTE Holdings (Thailand) Co., Ltd	10	10	–	10	100.0%	100.0%	–
ZTE (Thailand) Co., Ltd.	5,253	5,253	–	5,253	100.0%	100.0%	–
ZTE (USA) Inc.	190,133	190,133	–	190,133	100.0%	100.0%	–
ZTE Corporation Mexico S.DER.LDEC.V.	42	42	–	42	100.0%	100.0%	–
ZTE Do Brasil LTDA	18,573	18,573	–	18,573	100.0%	100.0%	–

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2019 (continued)

(3) Subsidiaries (continued)

	Investment cost	Opening balance	Increase/ decrease during the year	Closing balance	Percentage of shareholding	Percentage of voting rights	Cash dividend for the year
ZTE Romania S.R.L	827	827	–	827	100.0%	100.0%	–
ZTE Telecom India Private Ltd.	335,759	335,759	–	335,759	100.0%	100.0%	–
ZTE Communication Technologies, Ltd. (Russia)	6,582	6,582	–	6,582	100.0%	100.0%	–
Zhongxing Telecom Pakistan (Private) Ltd.	5,279	5,279	–	5,279	93.0%	93.0%	–
ZTE (H.K.) Limited	853,800	853,800	–	853,800	100.0%	100.0%	–
Shenzhen ZTE Capital Management Company Limited	16,500	16,500	–	16,500	55.0%	55.0%	12,100
ZTE (Heyuan) Company Limited	500,000	500,000	–	500,000	100.0%	100.0%	129,562
Shenzhen Zhonghe Chunsheng No. 1 Equity Investment Fund Partnership Enterprise	–	–	–	–	–	*	186,000
ZTE Group Finance Co., Ltd	1,000,000	1,000,000	–	1,000,000	100.0%	100.0%	–
深圳市百維技術有限公司	16,000	16,000	–	16,000	100.0%	100.0%	–
北京中興網捷科技有限公司	289,341	289,341	–	289,341	100.0%	100.0%	–
Caltta Technologies Co., Ltd.	42,750	42,750	–	42,750	100.0%	100.0%	–
Shenzhen Zhongxing Cloud Service Company Limited	50,000	50,000	–	50,000	100.0%	100.0%	–
Shenzhen Zhongxing SI Technology Company Limited	30,000	30,000	–	30,000	100.0%	100.0%	–
福建海絲路科技有限公司	47,500	47,500	–	47,500	95.0%	95.0%	–
中興新能源汽車有限責任公司	232,360	218,240	14,120	232,360	100.0%	100.0%	–
Xi'an ZTE Terminal Technology Limited	300,000	300,000	–	300,000	100.0%	100.0%	718,136
中興健康科技有限公司	15,000	15,000	–	15,000	50.0%	50.0%	–
深圳市中興智谷科技有限公司	15,000	15,000	–	15,000	100.0%	100.0%	–
Jiaxing Xinghe Equity Investment Partnership	56,800	92,800	(36,000)	56,800	28.9%	*	45,000
中興捷維通訊技術有限責任公司	51,530	46,530	5,000	51,530	100.0%	100.0%	–
Shenzhen Xinglianda Technology Limited	–	30,000	(30,000)	–	–	–	–
西安中興精誠科技有限公司	9,393	9,393	–	9,393	100.0%	100.0%	–
Xinjiang ZTE Silk Road Network Technology Company Limited	19,500	19,500	–	19,500	65.0%	65.0%	–

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4. Long-term equity investments (continued)

31 December 2019 (continued)

(3) Subsidiaries (continued)

	Investment cost	Opening balance	Increase/ decrease during the year	Closing balance	Percentage of shareholding	Percentage of voting rights	Cash dividend for the year
長沙中興智能技術有限公司	350,000	350,000	–	350,000	100.0%	100.0%	128,504
深圳市中興視通科技有限公司	35,400	35,400	–	35,400	100.0%	100.0%	–
中興(溫州)軌道通訊技術有限公司	25,500	25,500	–	25,500	51.0%	51.0%	–
Zhongxing (Shenyang) Financial Technology Company Limited	45,000	45,000	–	45,000	100.0%	100.0%	–
Shenzhen ZTE Jinkong Commercial Factoring Company Limited	50,000	50,000	–	50,000	100.0%	100.0%	–
ZTE (Huai'an) Smart Industries Company Limited	–	31,620	(31,620)	–	0.0%	0.0%	–
Shenzhen Zhiheng Technology Company Limited	2,000	2,000	–	2,000	100.0%	100.0%	–
Zhongxing Feiliu Information Technology Company Limited	–	48,960	(48,960)	–	0.0%	0.0%	–
ZTE Gaoneng Technology Company Limited	400,000	400,000	–	400,000	100%	100%	–
Jiyuan ZTE Smart Technology Industries Company Limited	–	2,550	(2,550)	–	0.0%	0.0%	–
ZTE Smart Auto Company Limited	790,500	790,500	–	790,500	100.0%	100.0%	127,034
Shijiazhuang Smart City Research Institute Company Limited	–	2,000	(2,000)	–	0.0%	0.0%	–
中興光電子技術有限公司	1,000,000	1,000,000	–	1,000,000	100.0%	100.0%	–
Suzhou Zhonghe Chunsheng III Investment Centre (Limited Partnership)	120,000	300,000	(180,000)	120,000	25.0%	*	21,000
深圳市中瑞檢測科技有限公司	10,000	10,000	–	10,000	100.0%	100.0%	–
ZTE Kela Technology (Suzhou) Co., Ltd.	44,100	44,100	–	44,100	90.0%	90.0%	–
Xi'an ZTE IOT Terminal Co., Ltd.	49,000	49,000	–	49,000	100.0%	100.0%	–
ZTE (Xi'an) Co., Ltd.	500,000	500,000	–	500,000	100.0%	100.0%	100,230
ZTE Wangkun Information Technology (Shanghai) Co., Ltd.	36,000	36,000	–	36,000	75.0%	75.0%	–
西安中興電子科技有限公司	45,000	45,000	–	45,000	100.0%	100.0%	–
Wuhan ZTE Smart City Research Institute Co., Ltd.	3,000	3,000	–	3,000	100.0%	100.0%	–
ZTE (Kunming) ZTE Smart City Industry Research Institute Co., Ltd.	–	2,000	(2,000)	–	0.0%	0.0%	–
ZTE Zhongchuang Kongjian (Xi'an) Investment Management Co., Ltd.	10,000	10,000	–	10,000	100.0%	100.0%	–
ZTE (Nanjing) Co., Ltd.	1,000,000	1,000,000	–	1,000,000	100.0%	100.0%	623,260
Shenzhen Yingbo Super Computer Technology Company Limited	13,000	–	13,000	13,000	45.2%	**	–
		11,156,132	(396,150)	10,759,982			7,987,578

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

4. Long-term equity investments (continued)

31 December 2019 (continued)

(3) Subsidiaries (continued)

* This subsidiary is a limited partnership in which the Company had a shareholding of less than 50%. However, the limited partnership was managed and controlled by a general partner which was in turn a company controlled by the Company, therefore the Company was in a position to exercise control over this subsidiary.

** This subsidiary is a company with limited liability in which the Company had a shareholding of less than 50%. It was accounted for as a subsidiary mainly owing to the fact that the board of directors of such subsidiary comprises 5 members in accordance with its articles of association and 3 of them were nominated by the Company. As board resolutions are passed by a majority vote of the directors, the Company was in a position to exercise control over this subsidiary.

(4) Provision for long-term equity investments

	Opening balance	Increase/ decrease during the year	Closing balance
ZTE (USA) Inc.	5,381	—	5,381
Shenzhen Guoxin Electronics Development Company Limited	23,767	—	23,767
ZTE Do Brasil LTDA	10,059	8,513	18,572
ZTE Integration Telecom Limited	4,591	—	4,591
Wistron Telecom AB (Europe Research Institute)	2,030	—	2,030
ZTE Corporation Mexico S.DER.LDEC.V.	41	—	41
Zhongxing Telecom Pakistan (Private) Ltd.	2,971	—	2,971
Shenzhen Zhongxing Telecom Equipment Technology & Service Company Limited	9,656	—	9,656
ZTE Holdings (Thailand) Co., Ltd	10	—	10
ZTE (Thailand) Co., Ltd.	205	—	205
ZTE Telecom India Private Ltd.	1,654	334,105	335,759
ZTE Romania S.R.L	827	—	827
PT ZTE Indonesia	—	15,275	15,275
ZTE-Communication Technologies, Ltd. (Russia)	—	6,582	6,582
	61,192	364,475	425,667

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XV. EXPLANATORY NOTES TO MAJOR ITEMS IN THE FINANCIAL STATEMENTS (continued)

5. Operating revenue and costs

	2020		2019	
	Revenue	**Cost**	Revenue	Cost
Principal operations	**81,181,914**	**80,626,523**	66,022,132	64,882,345
Other businesses	**12,965,366**	**420,762**	14,155,482	172,233
	94,147,280	**81,047,285**	80,177,614	65,054,578

6. Investment income

	2020	2019
Investment loss from long-term equity investment under equity method	**(408,440)**	(159,135)
Investment income from long-term equity investment under cost method	**2,085,650**	7,987,576
Investment gain earned during the period of holding financial assets at fair value through profit or loss for the period	**14,894**	31,416
Investment income from the disposal of long-term equity investment	**501,713**	15,146
Investment loss from from disposal of derivative investments	**(62,747)**	(28,111)
Loss on derecognition of financial assets at amortised cost	**(65,131)**	(95,861)
	2,065,939	7,751,031

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(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

1. BREAKDOWN OF EXTRAORDINARY GAINS/LOSSES

	2020
Income from the disposal of non-current assets	–
Investment gain from the disposal of long-term equity investments	955,174
Gain/loss from fair-value change in derivative financial assets and derivative financial liabilities, and investment gain from disposal of derivative financial assets and derivative financial liabilities	(199,800)
Reversal of impairment provision for individually tested receivables	127,620
Gain/loss from change in fair value of investment properties	1,758
Impairment of long-term equity investment	(7,735)
Other income (other than software VAT refund and refund of tax handing fees)	613,919
Net amount of other non-operating income and expenses and others other than the above	(406,554)
Other profit or loss items meeting the criteria for extraordinary profit or loss	2,760,747
	3,845,129
Effect of income tax	(576,769)
Effect of non-controlling interests (net of tax)	(44,127)
	3,224,233

Note 1: The Group recognizes extraordinary items in accordance with "Explanatory Announcement for Information Disclosure by Issuers of Public Securities No. 1 Extraordinary Items" (CSRC Announcement [2008] No. 43). The extraordinary gain/(loss) items within the definition of extraordinary gain/(loss), and the extraordinary gain/(loss) items defined as ordinary gain/(loss) items are as follows:

	2020	Reason
Refund of VAT on software products	943,399	In compliance with national policy and occurring on an ongoing basis
Return of tax refund fee	15,348	In compliance with national policy and occurring on an ongoing basis
Investment gain from venture capital firm and fair value change	783,649	Within scope of business

Supplementary Information to Financial Statements

31 December 2020
(Prepared in accordance with PRC ASBEs)
(All amounts in RMB'000 unless otherwise stated)
(English translation for reference only)

2. RETURN RATIO ON NET ASSETS AND EARNINGS PER SHARE

2020

	Weighted average return on net assets (%)	**Earnings per share**	
		Basic	**Diluted**
Net profit attributable to ordinary shareholders of the Company	**10.18%**	**0.92**	**0.92**
Net profit after extraordinary items attributable to ordinary shareholders of the Company	**2.47%**	**0.22**	**0.22**

2019

	Weighted average return on net assets (%)	Earnings per share	
		Basic	Diluted
Net profit attributable to ordinary shareholders of the Company	19.96%	RMB1.22	RMB1.22
Net profit after extraordinary items attributable to ordinary shareholders of the Company	1.88%	RMB0.12	RMB0.11

3. RECONCILIATION OF DIFFERENCES BETWEEN FINANCIAL STATEMENTS PREPARED UNDER PRC AND HONG KONG FINANCIAL REPORTING STANDARDS

There were no significant differences between financial statements prepared under PRC ASBEs and under HKFRSs for the year.

Independent Auditor's Report

To the shareholders of ZTE Corporation
(Established in the People's Republic of China with limited liability)

OPINION

We have audited the consolidated financial statements of ZTE Corporation (the "Company") and its subsidiaries (the "Group") set out on pages 330 to 443 which comprise the consolidated statement of financial position as at 31 December 2020, and the consolidated statement of profit or loss and other comprehensive income, the consolidated statement of changes in equity and the consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2020, and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the disclosure requirements of the Hong Kong Companies Ordinance.

BASIS FOR OPINION

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAs") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report. We are independent of the Group in accordance with the HKICPA's Code of Ethics for Professional Accountants (the "Code"), and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditor's responsibilities for the audit of the consolidated financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the consolidated financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis for our audit opinion on the accompanying consolidated financial statements.

Independent Auditor's Report

KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Revenue recognition of telecommunications system construction contracts Revenue generated from telecommunications system construction contracts for the Group amounted to RMB63,970,456,000 for the year ended 31 December 2020, representing 63% of the total revenue for the year. Such contracts consisted of a number of performance obligations which mainly included sales of equipment, installation services and various other services. The following significant judgements and estimates made by management are required for the revenue recognition of telecommunications system construction contracts: I. Whether the promised goods or services represent separate performance obligations. In making such judgement, management needs to assess whether the promised goods or services are distinct. II. Whether each distinct performance obligation is satisfied over time or at a point in time. In making such judgement, management needs to consider how the performance obligation is being delivered to customers.	Our audit procedures mainly included the following: I. We evaluated the process of revenue recognition of telecommunications system construction contracts and the related internal controls, assessed the Group's accounting policies, and tested the effectiveness of the design and execution of key internal controls. II. We performed the following tests of details on a sampling basis: In respect of the judgement on whether a performance obligation is distinct and on the timing of the transfer of control, we have assessed management's assumptions and methodology upon which judgement is based, as well as reviewed the key terms of the contracts. In respect of the allocation of transaction prices, we have assessed the expected cost plus a margin approach and compared the major parameters (e.g., cost and gross margin percentage) used in the model against historical data.

Independent Auditor's Report

KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Revenue recognition of telecommunications system construction contracts (continued)	
III. To allocate the transaction price to each performance obligation on the basis of the relative standalone selling price of the distinct good or service underlying each performance obligation, management adopts the expected cost plus a margin approach, which is primarily based on historical data, past experience, parts and configuration of the projects and the evaluation of risk and uncertainty inherent in the arrangement. IV. For contract modifications, management needs to judge whether the additions of promised goods or services are distinct, and the remaining goods or services are distinct from the goods or services transferred on or before the date of the contract modification, in order to allocate the modified transaction prices appropriately between the transferred and the remaining goods or services. When changes in the corresponding transaction prices are yet to be confirmed, management needs to make estimations on the changes in transaction prices caused by contract modification. In view of the above, the revenue recognition of telecommunications system construction contracts is relatively complicated, we have identified the recognition of revenue from telecommunications system construction contracts as a key audit matter. The relevant disclosures are contained in note 2.4 "Summary of significant accounting policies"; note 3 "Significant accounting judgements and estimates"; note 5 "Revenue, other income and gains"; note 28 "Contract assets" and note 33 "Contract liabilities" to the financial statements.	Our audit procedures mainly included the following: (continued) III. In respect of contract modification, we have examined the supplemental agreements signed with customers and assessed the methods for allocating transaction prices between the transferred and the remaining goods or services; for contract modification of which the amount has yet to be confirmed, we have assessed the key assumptions on which management's estimates are based.

Independent Auditor's Report

KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Expected credit losses for trade receivables and contract assets	
The carrying amount of trade receivables (long-term trade receivables included) and contract assets as at 31 December 2020 was approximately RMB27,497,009,000 in aggregate, represented 18% of the Group's total assets. According to HKFRS 9 Financial Instruments, Impairment losses for trade receivables and contact assets are accounted for using the expected credit loss ("ECL") approach. For trade receivables and contract assets that contain a significant financing component, ZTE Corporation elects to measure the loss provision based on the ECL amount for the lifetime period, therefore the loss provision for all trade receivables and contract assets shall be measured on the basis of the ECL amount for the lifetime period. Management assesses the ECLs for some of the trade receivables and contract assets individually and others by group. For trade receivables and contract assets that are individually significant with objective evidence that the credit risk is obviously different from others, impairment losses are measured based on the present value of all cash shortfalls over their remaining expected lives. For other trade receivables and contract assets, ECLs are assessed collectively, taking into consideration past due information in response to shared credit risk characteristics of debtors. Management has established a provision matrix based on days past due by reference to its historical credit loss experience, adjusted for reasonable and supportable forward-looking factors specific to current and future economic environments.	Our audit procedures mainly included the following: We evaluated the processes of the ECLs for trade receivables and contract assets and the related internal controls, and we tested the effectiveness of design and execution of key internal controls. For ECLs for trade receivables and contract assets assessed on an individual level, we have examined on a sampling basis the objective evidence relating to the impairment of trade receivables and contract assets and the key assumptions used in the estimate of the present value of all cash shortfalls. We have also reviewed whether amounts have been recovered after the end of the reporting period. For other trade receivables and contract assets, we have assessed whether the provision matrix established by management was in compliance with the ECL approach and assessed the key parameters used in the provision matrix including mainly credit rating, historical rates of bad debts, migration rates and forward-looking information, etc.

Independent Auditor's Report

KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Expected credit losses for trade receivables and contract assets (continued)	
The ECLs for trade receivables and contract assets have a significant impact on the financial statements and are subject to significant judgements and estimates of management. Accordingly, we have identified the ECLs for trade receivables and contract assets as a key audit matter. The relevant disclosures are contained in note 2.4 "Summary of significant accounting policies"; note 3 "Significant accounting judgements and estimates"; note 22 "Trade receivables/long-term trade receivables" and note 28 "Contract assets" to the financial statements.	Our audit procedures mainly included the following (continued): We have obtained debtors' credit information on a sampling basis to check whether the classification of debtors was in compliance with the Group's policy. We have tested management's ageing analysis based on days past due by examining the original documents (such as bills and bank deposit advices). We have re-calculated the ECLs for each type of trade receivables and contract assets according to the provision matrix.

Independent Auditor's Report

KEY AUDIT MATTERS (continued)

Key audit matter	How our audit addressed the key audit matter
Write-down of inventories to net realisable value	
As at 31 December 2020, the carrying amount of inventories in the consolidated financial statements was RMB33,689,306,000, representing 22% of the Group's total assets. The impairment provision for inventories was made based on their respective estimated net realisable values. The assessment of the estimated net realisable value was calculated based on management's estimated selling prices, estimated costs to be incurred upon completion of production, costs to be incurred to make the sale and the relevant tax. With respect to the estimation of selling price, the selling price of the inventories will be made with reference to their contract price if they are held for particular contracts. For those without being earmarked to a particular contract or held for contracts which were cancelled or modified, management will base on their realisation method to estimate their respective realisable values. The amount of write-down of inventories to net realisable value has a significant impact on the financial statements and is subject to significant judgements and estimates. Therefore, we have identified the write-down of inventories to net realisable value as a key audit matter. The relevant disclosures are contained in note 2.4 "Summary of significant accounting policies"; note 3 "Significant accounting judgements and estimates"; note 6 "Profit before tax" and note 27 "Inventories" to the financial statements.	Our audit procedures mainly included the following: We evaluated processes of write-down of inventories to net realisable value and the related internal controls; and we performed testing on key controls to assess the design and execution effectiveness of key internal controls. We observed the stocktaking process to check whether the damaged, slow-moving and obsolete inventories were identified. We tested the ageing analysis of inventories by checking the original documents. We evaluated the key assumptions, such as selling prices, cost to be incurred upon completion, selling expense and the relevant taxes, which were used by management in calculating the net realisable value. For inventories held for particular contracts, we checked the respective contract prices on a sampling basis. For others, we inspected key assumptions used by management in estimating the net realisable value and checked whether these inventories were sold subsequent to the reporting period on a sampling basis.

OTHER INFORMATION INCLUDED IN THE ANNUAL REPORT

The directors of the Company are responsible for the other information. The other information comprises the information included in the Annual Report, other than the consolidated financial statements and our auditor's report thereon.

Our opinion on the consolidated financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF THE DIRECTORS FOR THE CONSOLIDATED FINANCIAL STATEMENTS

The directors of the Company are responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with HKFRSs issued by the HKICPA and the disclosure requirements of the Hong Kong Companies Ordinance, and for such internal control as the directors determine is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the directors of the Company are responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors of the Company either intend to liquidate the Group or to cease operations or have no realistic alternative but to do so.

The directors of the Company are assisted by the Audit Committee in discharging their responsibilities for overseeing the Group's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Our report is made solely to you, as a body, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated financial statements.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

As part of an audit in accordance with HKSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with the Audit Committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Audit Committee with a statement that we have complied with relevant ethical requirements regarding independence and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE CONSOLIDATED FINANCIAL STATEMENTS (continued)

From the matters communicated with the Audit Committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

The engagement partner on the audit resulting in this independent auditor's report is LAW KWOK KEE.

Ernst & Young
Certified Public Accountants
Hong Kong

16 March 2021

Consolidated Statement of Profit or Loss and Other Comprehensive Income

(Prepared under Hong Kong Financial Reporting Standards)
Year ended 31 December 2020

	Notes	2020 RMB'000	2019 RMB'000
REVENUE	5	**101,450,670**	90,736,582
Cost of sales		**(69,888,868)**	(58,877,974)
Gross profit		**31,561,802**	31,858,608
Other income and gains	5	**4,836,272**	6,816,147
Research and development costs		**(14,797,025)**	(12,547,898)
Selling and distribution expenses		**(7,578,837)**	(7,868,722)
Administrative expenses		**(5,463,478)**	(5,289,089)
Impairment losses on financial and contract assets, net		**(503,403)**	(2,228,411)
Loss on disposal of financial assets measured at amortised cost	7	**(187,525)**	(209,387)
Other expenses		**(887,465)**	(975,775)
Finance costs	8	**(1,495,660)**	(1,718,187)
Share of profits and losses of:			
Joint ventures		**(9,493)**	(17,001)
Associates		**(411,022)**	(658,615)
PROFIT BEFORE TAX	6	**5,064,166**	7,161,670
Income tax expense	11	**(342,474)**	(1,385,001)
PROFIT FOR THE YEAR		**4,721,692**	5,776,669
Attributable to:			
Ordinary equity holders of the parent		**4,259,752**	5,147,877
Perpetual capital instruments		**16,236**	348,600
Non-controlling interests		**445,704**	280,192
		4,721,692	5,776,669
OTHER COMPREHENSIVE INCOME			
Other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods:			
Exchange differences on translation of foreign operations		**(295,680)**	57,040
Net other comprehensive income/(loss) that may be reclassified to profit or loss in subsequent periods		**(295,680)**	57,040
Other comprehensive income/(loss) that will not be reclassified to profit or loss in subsequent periods:			
Actuarial income/(loss) on defined benefit plans	37	**350**	(7,599)
Net other comprehensive income that will not be reclassified to profit or loss in subsequent periods		**350**	(7,599)
OTHER COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR, NET OF TAX		**(295,330)**	49,441
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**4,426,362**	5,826,110
Attributable to:			
Ordinary equity holders of the parent		**3,990,110**	5,194,458
Perpetual capital instruments	43	**16,236**	348,600
Non-controlling interests		**420,016**	283,052
		4,426,362	5,826,110
EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT	13		
Basic		**RMB0.92**	RMB1.22
Diluted		**RMB0.92**	RMB1.22

Consolidated Statement of Financial Position

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

	Notes	**31 December 2020 RMB'000**	31 December 2019 RMB'000
NON-CURRENT ASSETS			
Property, plant and equipment	14	**12,953,842**	10,555,204
Investment properties	15	**2,035,234**	1,957,242
Right-of-use assets	16(a)	**3,729,034**	3,468,949
Goodwill	17	**186,206**	186,206
Other intangible assets	18	**8,758,315**	7,190,061
Investments in joint ventures	19	**205,022**	114,515
Investments in associates	20	**1,508,781**	2,212,773
Financial assets at fair value through profit or loss	21	**1,536,741**	1,594,254
Long-term trade receivables	22	**2,679,578**	2,819,606
Factored long-term trade receivables	23	**347,920**	200,671
Deferred tax assets	24	**3,437,101**	2,511,372
Pledged deposits	25	**2,953,557**	2,928,810
Long-term prepayments, deposits and other receivables	26	**3,326,300**	2,895,298
Total non-current assets		**43,657,631**	38,634,961
CURRENT ASSETS			
Inventories	27	**33,689,306**	27,688,508
Contract assets	28	**8,926,411**	9,537,850
Trade receivables	22	**15,891,020**	19,778,280
Debt investments at fair value through other comprehensive income	29	**1,970,624**	2,430,389
Factored trade receivables	23	**199,872**	308,710
Prepayments, other receivables and other assets	30	**9,567,186**	8,847,363
Financial assets at fair value through profit or loss	21	**1,036,906**	560,662
Derivative financial instruments	31	**36,118**	106,065
Pledged deposits	25	**1,683,733**	3,343,511
Time deposits with original maturity of over three months	25	**2,573,043**	1,460,036
Cash and cash equivalents	25	**31,403,056**	28,505,800
Total current assets		**106,977,275**	102,567,174

Consolidated Statement of Financial Position

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

	Notes	**31 December 2020 RMB'000**	31 December 2019 RMB'000
CURRENT LIABILITIES			
Trade and bills payables	32	**28,515,789**	27,728,550
Contract liabilities	33	**14,998,172**	14,517,057
Other payables and accruals	34	**15,326,799**	14,059,625
Derivative financial instruments	31	**153,961**	126,223
Interest-bearing bank borrowings	35	**12,210,703**	26,738,019
Lease liabilities	16(b)	**453,134**	520,208
Bank advances on factored trade receivables	23	**201,484**	310,024
Tax payables		**445,022**	399,124
Dividend payables		**4,677**	5,222
Provision	36	**2,085,234**	1,966,464
Total current liabilities		**74,394,975**	86,370,516
NET CURRENT ASSETS		**32,582,300**	16,196,658
TOTAL ASSETS LESS CURRENT LIABILITIES		**76,239,931**	54,831,619
NON-CURRENT LIABILITIES			
Interest-bearing bank borrowings	35	**22,614,304**	10,045,093
Bank advances on factored long-term trade receivables	23	**353,446**	200,858
Deferred tax liabilities	24	**134,317**	172,060
Provision for retirement benefits	37	**144,250**	144,505
Lease liabilities	16(b)	**718,186**	645,294
Other non-current liabilities	38	**6,152,922**	5,669,511
Total non-current liabilities		**30,117,425**	16,877,321
Net assets		**46,122,506**	37,954,298
EQUITY			
Equity attributable to ordinary equity holders of the parent			
Issued capital	39	**4,613,435**	4,227,530
Treasury shares		**(114,766)**	—
Reserves	41	**38,798,139**	24,599,338
		43,296,808	28,826,868
Perpetual capital instruments	43	**—**	6,252,364
Non-controlling interests		**2,825,698**	2,875,066
Total equity		**46,122,506**	37,954,298

Li Zixue
Director

Xu Ziyang
Director

Consolidated Statement of Changes in Equity

(Prepared under Hong Kong Financial Reporting Standards)
Year ended 31 December 2020

		Attributable to ordinary equity holders of the parent											
	Notes	Issued capital RMB'000	Capital reserve RMB'000	Treasury shares RMB'000	Hedging reserve RMB'000	Share Option Incentive Scheme reserve RMB'000	Statutory reserves RMB'000	Exchange fluctuation reserve RMB'000	Retained profits RMB'000	Total RMB'000	Perpetual capital instruments RMB'000	Non-controlling interests RMB'000	Total equity RMB'000
At 31 December 2019		4,227,530	12,617,918*	–	(67,982)*	290,356*	2,775,521*	(2,696,840)*	11,680,365*	28,826,868	6,252,364	2,875,066	37,954,298
Other		–	–	–	–	–	–	–	–	–	–	–	–
At 1 January 2020		4,227,530	12,617,918	–	(67,982)	290,356	2,775,521	(2,696,840)	11,680,365	28,826,868	6,252,364	2,875,066	37,954,298
Profit for the year		–	–	–	–	–	–	–	4,259,752	4,259,752	16,236	445,704	4,721,692
Other comprehensive income for the year:													
Actuarial loss on defined benefit plans		–	–	–	–	–	–	–	–	–	–	–	–
Exchange differences on translation of foreign operations		–	–	–	–	–	–	(269,642)	–	(269,642)	–	(25,688)	(295,330)
Total comprehensive income/(loss) for the year		–	–	–	–	–	–	(269,642)	4,259,752	3,990,110	16,236	420,016	4,426,362
Capital contributions by non-controlling shareholders		–	–	–	–	–	–	–	–	–	–	437,145	437,145
Decrease in capital contributions by non-controlling shareholders		–	–	–	–	–	–	–	–	–	–	(384,274)	(384,274)
Acquisition of non-controlling shareholders		–	(458,009)	–	–	–	–	–	–	(458,009)	–	(288,333)	(746,342)
Dividends declared to non-controlling shareholders		–	–	–	–	–	–	–	–	–	–	(233,922)	(233,922)
Dividends declared		–	–	–	–	–	–	–	(922,687)	(922,687)	–	–	(922,687)
Distribution to perpetual capital instrument holders		–	–	–	–	–	–	–	–	–	(348,600)	–	(348,600)
Share Option Incentive Scheme:	40												
– Equity-settled share option expense		–	–	–	–	235,705	–	–	–	235,705	–	–	235,705
– Issue of shares		4,806	122,556	–	–	(46,908)	–	–	–	80,454	–	–	80,454
Issue of shares		381,099	11,083,599	–	–	–	–	–	–	11,464,698	–	–	11,464,698
Repurchase of perpetual capital instruments		–	(80,000)	–	–	–	–	–	–	(80,000)	(5,920,000)	–	(6,000,000)
Others		–	274,435	–	–	–	–	–	–	274,435	–	–	274,435
Shares repurchased		–	–	(114,766)	–	–	–	–	–	(114,766)	–	–	(114,766)
Transferred from retained earnings		–	–	–	–	–	192,952	–	(192,952)	–	–	–	–
At 31 December 2020		4,613,435	23,560,499*	(114,766)*	(67,982)*	479,153*	2,968,473*	(2,966,482)*	14,824,478*	43,296,808	–	2,825,698	46,122,506

* These reserve accounts comprise the consolidated reserves of approximately RMB38,798,139,000 (2019: RMB24,599,338,000) in the consolidated statement of financial position.

Consolidated Statement of Changes in Equity

(Prepared under Hong Kong Financial Reporting Standards)
Year ended 31 December 2020

		Attributable to ordinary equity holders of the parent										
	Notes	Issued capital RMB'000	Capital reserve RMB'000	Hedging reserve RMB'000	Share Option Incentive Scheme reserve RMB'000	Statutory reserves RMB'000	Exchange fluctuation reserve RMB'000	Retained profits RMB'000	Total RMB'000	Perpetual capital instruments RMB'000	Non-controlling interests RMB'000	Total equity RMB'000
At 31 December 2018		4,192,672	11,777,106	(67,982)	438,791	2,324,748	(2,751,020)	6,983,261	22,897,576	6,252,364	3,810,735	32,960,675
Other		–	–	–	–	(1,441)	–	1,441	–	–	–	–
At 1 January 2019 (restated)		4,192,672	11,777,106	(67,982)	438,791	2,323,307	(2,751,020)	6,984,702	22,897,576	6,252,364	3,810,735	32,960,675
Profit for the year								5,147,877	5,147,877	348,600	280,192	5,776,669
Other comprehensive income for the year:												
Actuarial loss on defined benefit plans		–	(7,599)	–	–	–	–	–	(7,599)	–	–	(7,599)
Exchange differences on translation of foreign operations		–	–	–	–	–	54,180	–	54,180	–	2,860	57,040
Total comprehensive income/(loss) for the year		–	(7,599)	–	–	–	54,180	5,147,877	5,194,458	348,600	283,052	5,826,110
Capital contributions by non-controlling shareholders		–	42,023	–	–	–	–	–	42,023	–	112,167	154,190
Decrease in capital contributions by non-controlling shareholders		–	–	–	–	–	–	–	–	–	(820,451)	(820,451)
Acquisition of non-controlling shareholders		–	(95,148)	–	–	–	–	–	(95,148)	–	(29,856)	(125,004)
Dividends declared to non-controlling shareholders		–	–	–	–	–	–	–	–	–	(480,581)	(480,581)
Distribution to perpetual capital instrument holders		–	–	–	–	–	–	–	–	(348,600)	–	(348,600)
Share Option Incentive Scheme:	40											
– Equity-settled share option expense		–	–	–	191,790	–	–	–	191,790	–	–	191,790
– Issue of shares		34,858	901,536	–	(340,225)	–	–	–	596,169	–	–	596,169
Transferred from retained earnings		–	–	–	–	452,214	–	(452,214)	–	–	–	–
At 31 December 2019		4,227,530	12,617,918*	(67,982)*	290,356*	2,775,521*	(2,696,840)*	11,680,365*	28,826,868	6,252,364	2,875,066	37,954,298

Consolidated Statement of Cash Flows

(Prepared under Hong Kong Financial Reporting Standards)
Year ended 31 December 2020

	Notes	**2020 RMB'000**	2019 RMB'000
CASH FLOWS FROM OPERATING ACTIVITIES			
Profit before tax		**5,064,166**	7,161,670
Adjustments for:			
Finance costs	8	**1,495,660**	1,718,187
Share of profits and losses of joint ventures		**9,493**	17,001
Share of profits and losses of associates		**411,022**	658,615
Bank interest income	5	**(1,012,366)**	(685,584)
Interest income arising from revenue contracts	5	**(193,825)**	(219,398)
Finance income on the net investment in a lease	5	**(32,562)**	(26,947)
Dividend income from equity investments at fair value through profit or loss	5	**(24,146)**	(50,018)
Loss on disposal of items of property, plant and equipment	5	**—**	(25,296)
Gain on disposal of subsidiaries	5	**(955,174)**	(126,724)
Gain on disposal of financial assets at fair value through profit or loss	5	**(634,696)**	(921,281)
Gain on derecognition of a right-of-use asset	5	**—**	(2,662,740)
Fair value (gains)/losses, net:			
Derivative instruments — transactions not qualifying as hedges	6	**100,230**	162,150
Equity investments at fair value through profit or loss	6	**(137,625)**	59,300
Wealth management products	6	**130**	(215)
Loss/(gain) on disposal of derivative financial instruments	6	**99,570**	(36,425)
Loss on disposal of financial assets measured at amortised cost	7	**187,525**	209,387
Depreciation	14	**1,464,921**	1,267,417
Depreciation of right-of-use assets	16	**443,808**	584,393
Amortisation of intangible assets	18	**2,062,568**	1,735,024
Write-down of inventories to net realisable value	6	**112,427**	1,260,865
Impairment of trade receivables	6	**307,291**	1,817,629
Impairment of other receivables	6	**120,353**	121,143
Impairment of factored trade receivables	6	**617**	(2,565)
Impairment of factored long-term trade receivables	6	**5,339**	(1,909)
Impairment of property, plant and equipment	6	**7,048**	—
Impairment of debt investments at fair value through other comprehensive income	6	**(497)**	(519)
Impairment of investments in associates	6	**7,735**	14,071
Impairment of investments in joint ventures	6	**—**	6,134
Impairment of contract assets	6	**70,300**	294,632
Impairment of intangible assets	6	**12,205**	—
Equity-settled share option expense	6	**235,705**	191,790
Changes in fair value of investment properties		**(1,758)**	(7,243)
	6	**9,225,464**	12,512,544

Consolidated Statement of Cash Flows

(Prepared under Hong Kong Financial Reporting Standards)
Year ended 31 December 2020

	Notes	2020 RMB'000	2019 RMB'000
CASH FLOWS FROM OPERATING ACTIVITIES (continued)			
Increase in inventories		**(5,947,658)**	(3,943,014)
Decrease/(increase) in contract assets		**541,139**	(1,370,256)
Decrease/(increase) in trade receivables		**3,595,158**	(199,167)
Decrease in debt investments at fair value through other comprehensive income		**460,262**	300,481
Decrease/(increase) in long-term trade receivables		**14,341**	(459,318)
(Increase)/decrease in factored trade receivables		**(44,367)**	515,003
Increase in prepayments other receivables and other assets		**(819,284)**	(671,875)
Increase in trade and bills payables		**621,283**	303,489
Increase in contract liabilities		**454,795**	37,702
(Decrease)/increase in other payables and accruals		**(367,880)**	846,773
Decrease in provision for retirement benefits		**(4,506)**	(3,677)
Increase in other non-current assets		**(306,002)**	(33,580)
Cash generated from operations		**7,422,745**	7,835,105
Interest received		**1,302,216**	933,228
Interest and other finance costs paid		**(1,398,100)**	(1,811,072)
Hong Kong profits tax and overseas taxes paid		**(422,386)**	(363,271)
PRC taxes paid		**(698,277)**	(861,449)
Dividends paid		**(922,687)**	—
Dividends paid to non-controlling shareholders		**(233,922)**	(480,581)
Interest paid to perpetual bondholders		**(348,600)**	(348,600)
Net cash flows from operating activities		**4,700,989**	4,903,360
CASH FLOWS FROM INVESTING ACTIVITIES			
Proceeds from finance leases		**—**	1,843,640
Additions to right-of-use assets		**(346,687)**	(1,838,466)
Purchases of items of property, plant and equipment		**(2,346,436)**	(1,769,947)
Purchases of intangible assets		**(2,844,323)**	(2,752,550)
Proceeds from disposal of items of property, plant and equipment		**9,398**	40,062
Acquisition of joint ventures		**(100,000)**	(40,000)
Capital contribution to associates		**(43,353)**	(1,198)
Purchases of equity investments at fair value through profit or loss		**(12,362)**	(4,967)
Proceeds from disposal of subsidiaries		**285,711**	447,907

Consolidated Statement of Cash Flows

(Prepared under Hong Kong Financial Reporting Standards)
Year ended 31 December 2020

	Notes	2020 RMB'000	2019 RMB'000
CASH FLOWS FROM INVESTING ACTIVITIES (continued)			
Acquisition of subsidiaries		**(257,671)**	—
Proceeds from disposal of associates		**31,100**	29,730
Loss on disposal of financial assets measured at amortised cost		**(187,525)**	(209,387)
Decrease in other payables and accruals		**—**	(2,135,000)
Dividend received from associates		**6,178**	—
Dividend received from equity investments at fair value through profit or loss		**24,146**	50,018
Proceeds from disposal of equity investments at fair value through profit or loss		**844,558**	1,162,806
Purchases of wealth management products		**(141,356)**	(218,339)
Receipt from maturity of wealth management products		**148,620**	763,968
(Cash paid to)/proceeds from settlement of derivative financial instruments		**(93,444)**	160,073
Increase in time deposits with original maturity of over three months		**(1,113,007)**	(1,361,808)
Decrease/(increase) in pledged bank deposits		**1,635,031**	(286,716)
Net cash flows used in investing activities		**(4,501,422)**	(6,120,174)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from issue of shares		**11,463,000**	—
Share issue expenses		**(3,581)**	—
Proceeds from exercise of share options		**80,423**	587,310
Capital contributions by non-controlling shareholders		**2,618,638**	29,690
Decrease in capital contributions by non-controlling shareholders		**(316,669)**	(787,460)
Acquisition of non-controlling interests		**(3,315,287)**	(12,506)
Principal portion of lease payments	52(b)	**(490,551)**	(474,490)
Repurchase of treasury stocks		**(114,766)**	—
Repayment of perpetual capital instruments		**(6,000,000)**	—
New bank loans		**48,160,989**	45,320,925
Repayment of bank loans		**(49,465,179)**	(35,786,312)
Increase/(decrease) in bank advances on factored trade receivables		**44,048**	(515,186)
Net cash flows from financing activities		**2,661,065**	8,361,971
NET INCREASE IN CASH AND CASH EQUIVALENTS		**2,860,632**	7,145,157
Cash and cash equivalents at beginning of year		**28,505,800**	21,134,111
Effect of foreign exchange rate changes, net		**36,624**	226,532
CASH AND CASH EQUIVALENTS AT END OF YEAR	25	**31,403,056**	28,505,800
ANALYSIS OF BALANCES OF CASH AND CASH EQUIVALENTS			
Unrestricted bank balances and cash	25	**30,702,536**	23,657,550
Time deposits with original maturity of less than three months	25	**700,520**	4,848,250
Cash and cash equivalents as stated in the statement of financial position and the statement of cash flows		**31,403,056**	28,505,800

Notes to Financial Statements

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

1. CORPORATE AND GROUP INFORMATION

ZTE Corporation (the "Company") is a limited liability company established in the People's Republic of China (the "PRC").

The registered office of the Company is located at ZTE Plaza, Keji Road South, Hi-Tech Industrial Park, Nanshan District, Shenzhen 518057, the PRC.

During the year, the Company and its subsidiaries (collectively referred to as the "Group") were principally involved in the design, development, manufacture and sale of telecommunications system equipment and solutions.

In the opinion of the directors, the controlling shareholder of the Group is Zhongxingxin Telecom Company Limited ("Zhongxingxin"), a limited liability company registered in the PRC.

Information about subsidiaries

Particulars of the Company's principal subsidiaries are as follows:

Name	Place of incorporation/ registration and business	Nominal value of issued ordinary/ registered share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
ZTE Kangxun Telecom Company Limited #* (深圳市中興康訊電子有限公司)	The PRC/ Mainland China	RMB1,755,000,000	100%	–	Manufacture and sale of electronic components
Zhongxing Software Company Limited ("Zhongxing Software") #* (深圳市中興軟件有限責任公司)	The PRC/ Mainland China	RMB51,080,000	100%	–	Development of telecommunications software systems and provision of related consultancy services
Xi'an Zhongxing New Software Company Limited ("Xi'an Zhongxing New Software") #* (西安中興新軟件有限責任公司)	The PRC/ Mainland China	RMB600,000,000	100%	–	Development of telecommunications software systems and provision of related consultancy services
Xi'an Zhongxing Terminal Technology Company Limited ("Xi'an Zhongxing Terminal Technology") #* (西安中興通訊終端科技有限公司)	The PRC/ Mainland China	RMB300,000,000	100%	–	Development, manufacture and sale of telecommunications related products

Notes to Financial Statements

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

1. CORPORATE AND GROUP INFORMATION (continued)

Name	Place of incorporation/ registration and business	Nominal value of issued ordinary/ registered share capital	Percentage of equity attributable to the Company		Principal activities
			Direct	Indirect	
ZTE (H.K.) Limited (中興通訊(香港)有限公司)	Hong Kong	HK$995,000,000	100%	—	Marketing and sale of telecommunications system equipment and provision of management services
ZTE Technology & Service Company Limited #* (深圳市中興通訊技術服務有限責任公司)	The PRC/ Mainland China	RMB200,000,000	90%	10%	Telecommunications services
PT. ZTE INDONESIA	Indonesia	IDR 20,416,000,000	100%	—	Marketing and sale of telecommunications system equipment
ZTE Do Brasil LTDA	Brazil	BRL6,500,000	100%	—	Marketing and sale of telecommunications system equipment
ZTE (Thailand) Co., Ltd.	Thailand	THB50,000,000	49%	51%	Marketing and sale of telecommunications system equipment
ZTE Venture Capital Fund Management Co., Ltd. #* (深圳市中興創業投資基金管理有限公司)	The PRC/Mainland China	RMB30,000,000	55%	—	Capital market services

* These subsidiaries are registered as limited companies under PRC law.

\# The English names of these subsidiaries are directly translated from their Chinese names.

The above table lists the subsidiaries of the Company which, in the opinion of the directors, principally affected the results for the year or formed a substantial portion of the net assets of the Group. To give details of other subsidiaries would, in the opinion of the directors, result in particulars of excessive length.

There are three limited partnership entities — Shenzhen Zhonghe Chunsheng No. 1 Equity Investment Fund Partnership Enterprise, Jiaxing Xinghe Equity Investment Partnership, and Suzhou Zhonghe Chunsheng III Investment Centre (Limited Partnership), whose general partner is controlled by the Company, so the Company controls the three limited partnership entities even though it holds less than half of the ownership percentage in them.

Notes to Financial Statements

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

2.1 BASIS OF PREPARATION

These financial statements have been prepared in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") (which include all Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations) issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the disclosure requirements of the Hong Kong Companies Ordinance. They have been prepared under the historical cost convention, except for derivative financial instruments, investment properties and certain equity investments which have been measured at fair value. These financial statements are presented in Renminbi ("RMB") and all values are rounded to the nearest thousand except when otherwise indicated.

Basis of consolidation

The consolidated financial statements include the financial statements of the Group for the year ended 31 December 2020. A subsidiary is an entity (including a structured entity), directly or indirectly, controlled by the Company. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee (i.e., existing rights that give the Group the current ability to direct the relevant activities of the investee).

When the Company has, directly or indirectly, less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:

(a) the contractual arrangement with the other vote holders of the investee;

(b) rights arising from other contractual arranges; and

(c) the Group's voting rights and potential voting rights.

The financial statements of the subsidiaries are prepared for the same reporting period as the Company, using consistent accounting policies. The results of subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

Profit or loss and each component of other comprehensive income are attributed to the ordinary equity holders of the parent of the Group and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

The Group reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control described above. A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

If the Group loses control over a subsidiary, it derecognises (i) the assets (including goodwill) and liabilities of the subsidiary, (ii) the carrying amount of any non-controlling interest and (iii) the cumulative translation differences recorded in equity; and recognises (i) the fair value of the consideration received, (ii) the fair value of any investment retained and (iii) any resulting surplus or deficit in profit or loss. The Group's share of components previously recognised in other comprehensive income is reclassified to profit or loss or retained profits, as appropriate, on the same basis as would be required if the Group had directly disposed of the related assets or liabilities.

Notes to Financial Statements

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES

The Group has adopted the *Conceptual Framework for Financial Reporting 2018* and the following revised HKFRSs for the first time for the current year's financial statements.

Amendments to HKFRS 3	*Definition of a Business*
Amendments to HKFRS 9, HKAS 39 and HKFRS 7	*Interest Rate Benchmark Reform*
Amendment to HKFRS 16	*Covid-19-Related Rent Concessions* (early adopted)
Amendments to HKAS 1 and HKAS 8	*Definition of Material*

The nature and the impact of the *Conceptual Framework for Financial Reporting 2018* and the revised HKFRSs are described below:

(a) *Conceptual Framework for Financial Reporting 2018* (the "Conceptual Framework") sets out a comprehensive set of concepts for financial reporting and standard setting, and provides guidance for preparers of financial statements in developing consistent accounting policies and assistance to all parties to understand and interpret the standards. The Conceptual Framework includes new chapters on measurement and reporting financial performance, new guidance on the derecognition of assets and liabilities, and updated definitions and recognition criteria for assets and liabilities. It also clarifies the roles of stewardship, prudence and measurement uncertainty in financial reporting. The Conceptual Framework is not a standard, and none of the concepts contained therein override the concepts or requirements in any standard. The Conceptual Framework did not have any significant impact on the financial position and performance of the Group.

(b) Amendments to HKFRS 3 clarify and provide additional guidance on the definition of a business. The amendments clarify that for an integrated set of activities and assets to be considered a business, it must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create output. A business can exist without including all of the inputs and processes needed to create outputs. The amendments remove the assessment of whether market participants are capable of acquiring the business and continue to produce outputs. Instead, the focus is on whether acquired inputs and acquired substantive processes together significantly contribute to the ability to create outputs. The amendments have also narrowed the definition of outputs to focus on goods or services provided to customers, investment income or other income from ordinary activities. Furthermore, the amendments provide guidance to assess whether an acquired process is substantive and introduce an optional fair value concentration test to permit a simplified assessment of whether an acquired set of activities and assets is not a business. The Group has applied the amendments prospectively to transactions or other events that occurred on or after 1 January 2020. The amendments did not have any impact on the financial position and performance of the Group.

(c) Amendments to HKFRS 9, HKAS 39 and HKFRS 7 address issues affecting financial reporting in the period before the replacement of an existing interest rate benchmark with an alternative risk-free rate ("RFR"). The amendments provide temporary reliefs which enable hedge accounting to continue during the period of uncertainty before the introduction of the alternative RFR. In addition, the amendments require companies to provide additional information to investors about their hedging relationships which are directly affected by these uncertainties. The amendments did not have any impact on the financial position and performance of the Group as the Group does not have any interest rate hedging relationships.

Notes to Financial Statements

(Prepared under Hong Kong Financial Reporting Standards)
31 December 2020

2.2 CHANGES IN ACCOUNTING POLICIES AND DISCLOSURES (continued)

(d) Amendment to HKFRS 16 provides a practical expedient for lessees to elect not to apply lease modification accounting for rent concessions arising as a direct consequence of the covid-19 pandemic. The practical expedient applies only to rent concessions occurring as a direct consequence of the pandemic and only if (i) the change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change; (ii) any reduction in lease payments affects only payments originally due on or before 30 June 2021; and (iii) there is no substantive change to other terms and conditions of the lease. The amendment is effective for annual periods beginning on or after 1 June 2020 with earlier application permitted and shall be applied retrospectively.

(e) Amendments to HKAS 1 and HKAS 8 provide a new definition of material. The new definition states that information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primary users of general purpose financial statements make on the basis of those financial statements. The amendments clarify that materiality will depend on the nature or magnitude of information, or both. The amendments did not have any significant impact on the financial position and performance of the Group.

2.3 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS

The Group has not applied the following new and revised HKFRSs, that have been issued but are not yet effective, in these financial statements.

Amendments to HKFRS 3	*Reference to the Conceptual Framework*[2]
Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16	*Interest Rate Benchmark Reform — Phase 2*[1]
Amendments to HKFRS 10 and HKAS 28 (2011)	*Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*[4]
HKFRS 17	*Insurance Contracts*[3]
Amendments to HKFRS 17	*Insurance Contracts*[3, 6]
Amendments to HKAS 1	*Classification of Liabilities as Current or Non-current*[3, 5]
Amendments to HKAS 16	*Property, Plant and Equipment: Proceeds before Intended Use*[2]
Amendments to HKAS 37	*Onerous Contracts — Cost of Fulfilling a Contract*[2]
Annual Improvements to HKFRSs 2018-2020	Amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16, and HKAS 41[2]

1 Effective for annual periods beginning on or after 1 January 2021

2 Effective for annual periods beginning on or after 1 January 2022

3 Effective for annual periods beginning on or after 1 January 2023

4 No mandatory effective date yet determined but available for adoption

5 As a consequence of the amendments to HKAS 1, Hong Kong Interpretation 5 *Presentation of Financial Statements — Classification by the Borrower of a Term Loan that Contains a Repayment on Demand Clause* was revised in October 2020 to align the corresponding wording with no change in conclusion

6 As a consequence of the amendments to HKFRS 17 issued in October 2020, HKFRS 4 was amended to extend the temporary exemption that permits insurers to apply HKAS 39 rather than HKFRS 9 for annual periods beginning before 1 January 2023

Further information about those HKFRSs that are expected to be applicable to the Group is described below.

2.3 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (continued)

Amendments to HKFRS 3 are intended to replace a reference to the previous *Framework for the Preparation and Presentation of Financial Statements* with a reference to the *Conceptual Framework for Financial Reporting* issued in June 2018 without significantly changing its requirements. The amendments also add to HKFRS 3 an exception to its recognition principle for an entity to refer to the Conceptual Framework to determine what constitutes an asset or a liability. The exception specifies that, for liabilities and contingent liabilities that would be within the scope of HKAS 37 or HK(IFRIC)-Int 21 if they were incurred separately rather than assumed in a business combination, an entity applying HKFRS 3 should refer to HKAS 37 or HK(IFRIC)-Int 21 respectively instead of the Conceptual Framework. Furthermore, the amendments clarify that contingent assets do not qualify for recognition at the acquisition date. The Group expects to adopt the amendments prospectively from 1 January 2022. Since the amendments apply prospectively to business combinations for which the acquisition date is on or after the date of first application, the Group will not be affected by these amendments on the date of transition.

Amendments to HKFRS 9, HKAS 39, HKFRS 7, HKFRS 4 and HKFRS 16 address issues not dealt with in the previous amendments which affect financial reporting when an existing interest rate benchmark is replaced with an alternative RFR. The Phase 2 amendments provide a practical expedient to allow the effective interest rate to be updated without adjusting the carrying amount when accounting for changes in the basis for determining the contractual cash flows of financial assets and liabilities, if the change is a direct consequence of the interest rate benchmark reform and the new basis for determining the contractual cash flows is economically equivalent to the previous basis immediately preceding the change. In addition, the amendments permit changes required by the interest rate benchmark reform to be made to hedge designations and hedge documentation without the hedging relationship being discontinued. Any gains or losses that could arise on transition are dealt with through the normal requirements of HKFRS 9 to measure and recognise hedge ineffectiveness. The amendments also provide a temporary relief to entities from having to meet the separately identifiable requirement when an RFR is designated as a risk component. The relief allows an entity, upon designation of the hedge, to assume that the separately identifiable requirement is met, provided the entity reasonably expects the RFR risk component to become separately identifiable within the next 24 months. Furthermore, the amendments require an entity to disclose additional information to enable users of financial statements to understand the effect of interest rate benchmark reform on an entity's financial instruments and risk management strategy. The amendments are effective for annual periods beginning on or after 1 January 2021 and shall be applied retrospectively, but entities are not required to restate the comparative information.

The Group had certain interest-bearing bank and other borrowings denominated in Hong Kong dollars and foreign currencies based on the Hong Kong Interbank Offered Rate and the London Interbank Offered Rate ("LIBOR") as at 31 December 2020. If the interest rates of these borrowings are replaced by RFRs in a future period, the Group will apply this practical expedient upon the modification of these borrowings when the "economically equivalent" criterion is met and expects that no significant modification gain or loss will arise as a result of applying the amendments to these changes.

Amendments to HKFRS 10 and HKAS 28 (2011) address an inconsistency between the requirements in HKFRS 10 and in HKAS 28 (2011) in dealing with the sale or contribution of assets between an investor and its associate or joint venture. The amendments require a full recognition of a gain or loss when the sale or contribution of assets between an investor and its associate or joint venture constitutes a business. For a transaction involving assets that do not constitute a business, a gain or loss resulting from the transaction is recognised in the investor's profit or loss only to the extent of the unrelated investor's interest in that associate or joint venture. The amendments are to be applied prospectively. The previous mandatory effective date of amendments to HKFRS 10 and HKAS 28 (2011) was removed by the HKICPA in January 2016 and a new mandatory effective date will be determined after the completion of a broader review of accounting for associates and joint ventures. However, the amendments are available for adoption now.

2.3 ISSUED BUT NOT YET EFFECTIVE HONG KONG FINANCIAL REPORTING STANDARDS (continued)

Amendments to HKAS 1 clarify the requirements for classifying liabilities as current or non-current. The amendments specify that if an entity's right to defer settlement of a liability is subject to the entity complying with specified conditions, the entity has a right to defer settlement of the liability at the end of the reporting period if it complies with those conditions at that date. Classification of a liability is unaffected by the likelihood that the entity will exercise its right to defer settlement of the liability. The amendments also clarify the situations that are considered a settlement of a liability. The amendments are effective for annual periods beginning on or after 1 January 2023 and shall be applied retrospectively. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKAS 16 prohibit an entity from deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling any such items, and the cost of those items, in profit or loss. The amendments are effective for annual periods beginning on or after 1 January 2022 and shall be applied retrospectively only to items of property, plant and equipment made available for use on or after the beginning of the earliest period presented in the financial statements in which the entity first applies the amendments. Earlier application is permitted. The amendments are not expected to have any significant impact on the Group's financial statements.

Amendments to HKAS 37 clarify that for the purpose of assessing whether a contract is onerous under HKAS 37, the cost of fulfilling the contract comprises the costs that relate directly to the contract. Costs that relate directly to a contract include both the incremental costs of fulfilling that contract (e.g., direct labour and materials) and an allocation of other costs that relate directly to fulfilling that contract (e.g., an allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract as well as contract management and supervision costs). General and administrative costs do not relate directly to a contract and are excluded unless they are explicitly chargeable to the counterparty under the contract. The amendments are effective for annual periods beginning on or after 1 January 2022 and shall be applied to contracts for which an entity has not yet fulfilled all its obligations at the beginning of the annual reporting period in which it first applies the amendments. Earlier application is permitted. Any cumulative effect of initially applying the amendments shall be recognised as an adjustment to the opening equity at the date of initial application without restating the comparative information. The amendments are not expected to have any significant impact on the Group's financial statements.

Annual Improvements to HKFRSs 2018-2020 sets out amendments to HKFRS 1, HKFRS 9, Illustrative Examples accompanying HKFRS 16, and HKAS 41. Details of the amendments that are expected to be applicable to the Group are as follows:

- HKFRS 9 *Financial Instruments*: clarifies the fees that an entity includes when assessing whether the terms of a new or modified financial liability are substantially different from the terms of the original financial liability. These fees include only those paid or received between the borrower and the lender, including fees paid or received by either the borrower or lender on the other's behalf. An entity applies the amendment to financial liabilities that are modified or exchanged on or after the beginning of the annual reporting period in which the entity first applies the amendment. The amendment is effective for annual periods beginning on or after 1 January 2022. Earlier application is permitted. The amendment is not expected to have a significant impact on the Group's financial statements.

- HKFRS 16 *Leases*: removes the illustration of payments from the lessor relating to leasehold improvements in Illustrative Example 13 accompanying HKFRS 16. This removes potential confusion regarding the treatment of lease incentives when applying HKFRS 16.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Investments in associates and joint ventures

An associate is an entity, in which the Group has a long-term interest of generally not less than 20% of the equity voting rights and over which it is in a position to exercise significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

A joint venture is a type of joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint venture. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

The Group's investments in associates and joint ventures are stated in the consolidated statement of financial position at the Group's share of net assets under the equity method of accounting, less any impairment losses. Adjustments are made to bring into line any dissimilar accounting policies that may exist. The Group's share of the post-acquisition results and other comprehensive income of associates and joint ventures is included in profit or loss and consolidated other comprehensive income, respectively. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the consolidated statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and its associates or joint ventures are eliminated to the extent of the Group's investments in the associates or joint ventures, except where unrealised losses provide evidence of an impairment of the asset transferred. Goodwill arising from the acquisition of associates or joint ventures is included as part of the Group's investments in associates or joint ventures.

If an investment in an associate becomes an investment in a joint venture or vice versa, the retained interest is not remeasured. Instead, the investment continues to be accounted for under the equity method. In all other cases, upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

Business combinations and goodwill

Business combinations are accounted for using the acquisition method. The consideration transferred is measured at the acquisition date fair value which is the sum of the acquisition date fair values of assets transferred by the Group, liabilities assumed by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. For each business combination, the Group elects whether to measure the non-controlling interests in the acquiree that are present ownership interests and entitle their holders to a proportionate share of net assets in the event of liquidation at fair value or at the proportionate share of the acquiree's identifiable net assets. All other components of non-controlling interests are measured at fair value. Acquisition-related costs are expensed as incurred.

The Group determines that it has acquired a business when the acquired set of activities and assets includes an input and a substantive process that together significantly contribute to the ability to create outputs.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Business combinations and goodwill (continued)

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts of the acquiree.

If the business combination is achieved in stages, the previously held equity interest is remeasured at its acquisition date fair value and any resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the acquirer is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability is measured at fair value with changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured and subsequent settlement is accounted for within equity.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred, the amount recognised for non-controlling interests and any fair value of the Group's previously held equity interests in the acquiree over the identifiable net assets acquired and liabilities assumed. If the sum of this consideration and other items is lower than the fair value of the net assets acquired, the difference is, after reassessment, recognised in profit or loss as a gain on bargain purchase.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is tested for impairment annually or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. The Group performs its annual impairment test of goodwill as at 31 December. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the combination, irrespective of whether other assets or liabilities of the Group are assigned to those units or groups of units.

Impairment is determined by assessing the recoverable amount of the cash-generating unit (or group of cash-generating units) to which the goodwill relates. Where the recoverable amount of the cash-generating unit (or group of cash-generating units) is less than the carrying amount, an impairment loss is recognised. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Where goodwill has been allocated to a cash-generating unit (or group of cash-generating units) and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on the disposal. Goodwill disposed of in these circumstances is measured based on the relative value of the operation disposed of and the portion of the cash-generating unit retained.

Fair value measurement

The Group measures its investment properties, derivative financial instruments and equity investments at fair value at the end of each reporting period. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability, or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Fair value measurement (continued)

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — based on quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 — based on valuation techniques for which the lowest level input that is significant to the fair value measurement is observable, either directly or indirectly

Level 3 — based on valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group determines whether transfers have occurred between levels in the hierarchy by reassessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

Impairment of non-financial assets

Where an indication of impairment exists, or when annual impairment testing for an asset is required (other than inventories, construction contract assets, investment properties, deferred tax assets and financial assets), the asset's recoverable amount is estimated. An asset's recoverable amount is the higher of the asset's or cash-generating unit's value in use and its fair value less costs of disposal, and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets, in which case the recoverable amount is determined for the cash-generating unit to which the asset belongs.

An impairment loss is recognised only if the carrying amount of an asset exceeds its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. An impairment loss is charged to profit or loss in the period in which it arises in those expense categories consistent with the function of the impaired asset.

An assessment is made at the end of each reporting period as to whether there is an indication that previously recognised impairment losses may no longer exist or may have decreased. If such an indication exists, the recoverable amount is estimated. A previously recognised impairment loss of an asset other than goodwill is reversed only if there has been a change in the estimates used to determine the recoverable amount of that asset, but not to an amount higher than the carrying amount that would have been determined (net of any depreciation amortisation) had no impairment loss been recognised for the asset in prior years. A reversal of such an impairment loss is credited to profit or loss in the period in which it arises.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Related parties

A party is considered to be related to the Group if:

(a) the party is a person or a close member of that person's family and that person

- (i) has control or joint control over the Group;
- (ii) has significant influence over the Group; or
- (iii) is a member of the key management personnel of the Group or of a parent of the Group;

or

(b) the party is an entity where any of the following conditions applies:

- (i) the entity and the Group are members of the same group;
- (ii) one entity is an associate or joint venture of the other entity (or of a parent, subsidiary or fellow subsidiary of the other entity);
- (iii) the entity and the Group are joint ventures of the same third party;
- (iv) one entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) the entity is a post-employment benefit plan for the benefit of employees of either the Group or an entity related to the Group;
- (vi) the entity is controlled or jointly controlled by a person identified in (a);
- (vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); and
- (viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the Group or to the parent of the Group.

Property, plant and equipment and depreciation

Property, plant and equipment, other than construction in progress, are stated at cost less accumulated depreciation and any impairment losses. The cost of an item of property, plant and equipment comprises its purchase price and any directly attributable costs of bringing the asset to its working condition and location for its intended use.

Expenditure incurred after items of property, plant and equipment have been put into operation, such as repairs and maintenance, is normally charged to profit or loss in the period in which it is incurred. In situations where the recognition criteria are satisfied, the expenditure for a major inspection is capitalised in the carrying amount of the asset as a replacement. Where significant parts of property, plant and equipment are required to be replaced at intervals, the Group recognises such parts as individual assets with specific useful lives and depreciates them accordingly.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Property, plant and equipment and depreciation (continued)

Depreciation is calculated on the straight-line basis to write off the cost of each item of property, plant and equipment to its residual value over its estimated useful life. The estimated useful lives used for this purpose are as follows:

Freehold land	Not depreciated
Buildings	30 to 50 years
Leasehold improvements	Over the shorter of the lease terms and 10 years
Machinery, computers and office equipment	5 to 10 years
Motor vehicles	5 to 10 years

Where parts of an item of property, plant and equipment have different useful lives, the cost of that item is allocated on a reasonable basis among the parts and each part is depreciated separately. Residual values, useful lives and the depreciation method are reviewed, and adjusted if appropriate, at least at each financial year end.

An item of property, plant and equipment including any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on disposal or retirement recognised in profit or loss in the year the asset is derecognised is the difference between the net sales proceeds and the carrying amount of the relevant asset.

Construction in progress represents buildings, plant and machinery and other fixed assets under construction or installation, which are stated at cost less any impairment losses, and are not depreciated. Cost comprises the direct costs of construction or installation during the period of construction. Construction in progress is reclassified to the appropriate category of property, plant and equipment when completed and ready for use.

Investment properties

Investment properties are interests in land and buildings (including the leasehold property held as a right-of-use asset, which would otherwise meet the definition of an investment property) held to earn rental income and/or for capital appreciation, rather than for use in the production or supply of goods or services or for administrative purposes; or for sale in the ordinary course of business. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value, which reflects market conditions at the end of the reporting period.

Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the year in which they arise.

Any gains or losses on the retirement or disposal of an investment property are recognised in profit or loss in the year of the retirement or disposal.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investment properties (continued)

For a transfer from investment properties to owner-occupied properties or inventories, the deemed cost of a property for subsequent accounting is its fair value at the date of change in use. If a property occupied by the Group as an owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under "Property, plant and equipment and depreciation" for owned property and/or accounts for such property in accordance with the policy stated under "Right-of-use assets" for property held as a right-of-use asset up to the date of change in use, and any difference at that date between the carrying amount and the fair value of the property is accounted for as a revaluation in accordance with the policy stated under "Property, plant and equipment and depreciation" above. For a transfer from inventories to investment properties, any difference between the fair value of the property at that date and its previous carrying amount is recognised in profit or loss.

Intangible assets (other than goodwill)

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired in a business combination is the fair value at the date of acquisition. The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are subsequently amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial year end.

Technology know-how

Purchased technology know-how is stated at cost less accumulated amortisation and any impairment losses, and is amortised on the straight-line basis over its estimated useful life of not more than 10 years.

Computer software

Purchased computer software is stated at cost less accumulated amortisation and any impairment losses, and is amortised on the straight-line basis over its estimated useful life of not more than 5 years.

Franchise

Franchise is stated at cost less accumulated amortisation and any impairment losses. Amortisation is provided on the straight-line basis for 2 to 10 years, being the period that the franchise is granted to the Group.

Research and development costs

All research costs are charged to profit or loss as incurred.

Expenditure incurred on projects to develop new products is capitalised and deferred only when the Group can demonstrate the technical feasibility of completing the intangible asset so that it will be available for use or sale, its intention to complete and its ability to use or sell the asset, how the asset will generate future economic benefits, the availability of resources to complete the project and the ability to measure reliably the expenditure during the development. Product development expenditure which does not meet these criteria is expensed when incurred.

Deferred development costs are stated at cost less any impairment losses and are amortised using the straight-line basis over the commercial lives of the underlying products not exceeding five years, commencing from the date when the products are put into commercial production.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Leases

The Group assesses at contract inception whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Group as a lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(a) Right-of-use assets

Right-of-use assets are recognised at the commencement date of the lease (that is the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and any impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease terms and the estimated useful lives of the assets as follows:

Prepaid land lease payments	18 to 63 years
Buildings	1 to 10 years
Motor vehicles	1 to 5 years
Other equipment	1 to 2 years

If ownership of the leased asset transfers to the Group by the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

(b) Lease liabilities

Lease liabilities are recognised at the commencement date of the lease at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for termination of a lease, if the lease term reflects the Group exercising the option to terminate the lease. The variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in lease payments (e.g., a change to future lease payments resulting from a change in an index or rate) or a change in assessment of an option to purchase the underlying asset.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Leases (continued)

Group as a lessee (continued)

(c) *Short-term leases and leases of low-value assets*

The Group applies the short-term lease recognition exemption to its short-term leases of machinery and equipment (that is those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the recognition exemption for leases of low-value assets to leases of office equipment and laptop computers that are considered to be of low value.

Lease payments on short-term leases and leases of low-value assets are recognised as an expense on a straight-line basis over the lease term.

Group as a lessor

When the Group acts as a lessor, it classifies at lease inception (or when there is a lease modification) each of its leases as either an operating lease or a finance lease. Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. When a contract contains lease and non-lease components, the Group allocates the consideration in the contract to each component on a relative stand-alone selling price basis. Rental income is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

Leases that transfer substantially all the risks and rewards incidental to ownership of an underlying assets to the lessee, are accounted for as finance leases. At the commencement date, the cost of the leased asset is capitalised at the present value of the lease payments and related payments (including the initial direct costs), and presented as a receivable at an amount equal to the net investment in the lease. The finance income of such leases is recognized in profit or loss so as to provide a constant periodic rate of charge over the lease terms.

When the Group is an intermediate lessor, a sublease is classified as a finance lease or operating lease with reference to the right-of-use asset arising from the head lease. If the head lease is a short-term lease to which the Group applies the on-balance sheet recognition exemption, the Group classifies the sublease as an operating lease.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investments and other financial assets

Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income, and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient of not adjusting the effect of a significant financing component, the Group initially measures a financial asset at its fair value, plus in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group has applied the practical expedient are measured at the transaction price determined under HKFRS 15 in accordance with the policies set out for "Revenue recognition" below.

In order for a financial asset to be classified and measured at amortised cost or fair value through other comprehensive income, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

The Group's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows, while financial assets classified and measured at fair value through other comprehensive income are held within a business model with the objective of both holding to collect contractual cash flows and selling. Financial assets which are not held within the aforementioned business models are classified and measured at fair value through profit or loss.

All regular way purchases and sales of financial assets are recognised on the trade date, that is, the date that the Group commits to purchase or sell the asset. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Investments and other financial assets (continued)

Subsequent measurement

The subsequent measurement of financial assets depends on their classification as follows:

Financial assets at amortised cost (debt instruments)

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in the profit or loss when the asset is derecognised, modified or impaired.

Financial assets at fair value through other comprehensive income (debt instruments)

For debt investments at fair value through other comprehensive income, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the profit or loss and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in other comprehensive income. Upon derecognition, the cumulative fair value change recognised in other comprehensive income is recycled to the profit or loss.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the profit or loss.

This category includes derivative instruments and equity investments which the Group had not irrevocably elected to classify at fair value through other comprehensive income. Dividends on equity investments classified as financial assets at fair value through profit or loss are also recognised as other income in the profit or loss when the right of payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Derecognition of financial assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- the rights to receive cash flows from the asset have expired; or
- the Group has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a "pass-through" arrangement; and either (a) the Group has transferred substantially all the risks and rewards of the asset, or (b) the Group has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risk and rewards of ownership of the asset. When it has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, Group continues to recognise the transferred asset to the extent of the Group's continuing involvement in the asset. In that case, the Group also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group could be required to repay.

Impairment of financial assets

The Group recognises an allowance for expected credit losses ("ECLs") for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

General approach

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

At each reporting date, the Group assesses whether the credit risk on a financial instrument has increased significantly since initial recognition. When making the assessment, the Group compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information that is available without undue cost or effort, including historical and forward-looking information.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Impairment of financial assets (continued)

General approach (continued)

For debt investments at fair value through other comprehensive income, the Group applies the low credit risk simplification. At each reporting date, the Group evaluates whether the debt investments are considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Group reassesses the external credit ratings of the debt investments. In addition, the Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

The Group considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Debt investments at fair value through other comprehensive income and financial assets at amortised cost are subject to impairment under the general approach and they are classified within the following stages for measurement of ECLs except for trade receivables and contract assets which apply the simplified approach as detailed below.

Stage 1 — Financial instruments for which credit risk has not increased significantly since initial recognition and for which the loss allowance is measured at an amount equal to 12-month ECLs

Stage 2 — Financial instruments for which credit risk has increased significantly since initial recognition but that are not credit-impaired financial assets and for which the loss allowance is measured at an amount equal to lifetime ECLs

Stage 3 — Financial assets that are credit-impaired at the reporting date (but that are not purchased or originated credit-impaired) and for which the loss allowance is measured at an amount equal to lifetime ECLs

Simplified approach

For trade receivables and contract assets that do not contain a significant financing component or when the Group applies the practical expedient of not adjusting the effect of a significant financing component, the Group applies the simplified approach in calculating ECLs. Under the simplified approach, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group assesses ECLs on an individual level for trade receivable, debt investments at fair value through other comprehensive income and contract assets that are individually significant and there is objective evidence that the expected credit losses are obviously higher than others. For others, the Group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For trade receivables and contract assets that contain a significant financing component and lease receivables, the Group chooses as its accounting policy to adopt the simplified approach in calculating ECLs with policies as described above.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities include trade and bills payables, other payables, derivative financial instruments, interest-bearing bank and other borrowings, bank advances on factored trade receivables, bank advances on factored long-term trade receivables and lease liabilities.

Subsequent measurement

The subsequent measurement of financial liabilities depends on their classification as follows:

Financial liabilities at amortised cost (loans and borrowings)

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost, using the effective interest rate method unless the effect of discounting would be immaterial, in which case they are stated at cost. Gains and losses are recognised in the statement of profit or loss when the liabilities are derecognised as well as through the effective interest rate amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the effective interest rate. The effective interest rate amortisation is included in finance costs in the statement of profit or loss.

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group that are not designated as hedging instruments in hedge relationships as defined by HKFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments. Gains or losses on liabilities held for trading are recognised in the profit or loss. The net fair value gain or loss recognised in the profit or loss does not include any interest charged on these financial liabilities.

Derecognition of financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged or cancelled, or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and a recognition of a new liability, and the difference between the respective carrying amounts is recognised in profit or loss.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Derivative financial instruments and hedge accounting

Initial recognition and subsequent measurement

The Group uses derivative financial instruments, such as forward currency contracts and interest rate swaps, to hedge its foreign currency risk and interest rate risk, respectively. These derivative financial instruments are initially recognised at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

Any gains or losses arising from changes in fair value of derivatives are taken directly to profit or loss, except for the effective portion of cash flow hedges, which is recognised in other comprehensive income and later reclassified to profit or loss when the hedged item affects profit or loss.

For the purpose of hedge accounting, hedges are classified as:

- fair value hedges when hedging the exposure to changes in the fair value of a recognised asset or liability or an unrecognised firm commitment; or
- cash flow hedges when hedging the exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction, or a foreign currency risk in an unrecognised firm commitment; or
- hedges of a net investment in a foreign operation.

At the inception of a hedge relationship, the Group formally designates and documents the hedge relationship to which the Group wishes to apply hedge accounting, the risk management objective and its strategy for undertaking the hedge.

The documentation includes identification of the hedging instrument, the hedged item, the nature of the risk being hedged and how the Group will assess whether the hedging relationship meets the hedge effectiveness requirements (including the analysis of sources of hedge ineffectiveness and how the hedge ratio is determined). A hedging relationship qualifies for hedge accounting if it meets all of the following effectiveness requirements:

- There is “an economic relationship” between the hedged item and the hedging instrument.
- The effect of credit risk does not “dominate the value changes” that result from that economic relationship.
- The hedge ratio of the hedging relationship is the same as that resulting from the quantity of the hedged item that the Group actually hedges and the quantity of the hedging instrument that the Group actually uses to hedge that quantity of hedged item.

Hedges which meet all the qualifying criteria for hedge accounting are accounted for as follows:

Hedges of a net investment

Hedges of a net investment in a foreign operation, including a hedge of a monetary item that is accounted for as part of the net investment, are accounted for in a similar way to cash flow hedges. Gains or losses on the hedging instrument relating to the effective portion of the hedge are recognised in other comprehensive income while any gains or losses relating to the ineffective portion are recognised in profit or loss. On disposal of the foreign operation, the cumulative value of any such gains or losses recorded in equity is transferred to profit or loss.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Derivative financial instruments and hedge accounting (continued)

Current versus non-current classification

Derivative instruments that are not designated as effective hedging instruments are classified as current or non-current or separated into current and non-current portions based on an assessment of the facts and circumstances (i.e., the underlying contracted cash flows).

- Where the Group expects to hold a derivative as an economic hedge (and does not apply hedge accounting) for a period beyond 12 months after the end of the reporting period, the derivative is classified as non-current (or separated into current and non-current portions) consistently with the classification of the underlying item.
- Embedded derivatives that are not closely related to the host contract are classified consistently with the cash flows of the host contract.
- Derivative instruments that are designated as, and are effective hedging instruments, are classified consistently with the classification of the underlying hedged item. The derivative instruments are separated into current portions and non-current portions only if a reliable allocation can be made.

Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the weighted average basis and, in the case of finished goods, comprises direct materials, direct labour, an appropriate proportion of overheads and/or subcontracting fees. Net realisable value is based on estimated selling prices less any estimated costs to be incurred to completion and disposal.

Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise cash on hand and demand deposits, and short-term highly liquid investments that are readily convertible into known amounts of cash, are subject to an insignificant risk of changes in value, and have a short maturity of generally within three months when acquired.

For the purpose of the consolidated statement of financial position, cash and cash equivalents comprise cash on hand and at banks, including term deposits, which are not restricted as to use.

Provisions

A provision is recognised when a present obligation (legal or constructive) has arisen as a result of a past event and it is probable that a future outflow of resources will be required to settle the obligation, provided that a reliable estimate can be made of the amount of the obligation.

When the effect of discounting is material, the amount recognised for a provision is the present value at the end of the reporting period of the future expenditures expected to be required to settle the obligation. The increase in the discounted present value amount arising from the passage of time is included in finance costs in profit or loss.

The Group provides for warranties in relation to the sale of certain hardware products and the provision of construction services for general repairs of defects occurring during the warranty period. Provisions for these assurance-type warranties granted by the Group are recognised based on sales volume and past experience of the level of repairs and returns, discounted to their present values as appropriate.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Provisions (continued)

A contingent liability recognised in a business combination is initially measured at its fair value. Subsequently, it is measured at the higher of (i) the amount that would be recognised in accordance with the general policy for provisions above; and (ii) the amount initially recognised less, when appropriate, the amount of income recognised in accordance with the policy for revenue recognition.

Income tax

Income tax comprises current and deferred tax. Income tax relating to items recognised outside profit or loss is recognised outside profit or loss, either in other comprehensive income or directly in equity.

Current tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period, taking into consideration interpretations and practices prevailing in the countries in which the Group operates.

Deferred tax is provided, using the liability method, on all temporary differences at the end of the reporting period between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- when the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with investments in subsidiaries, associates and joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, and the carryforward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carryforward of unused tax credits and unused tax losses can be utilised, except:

- when the deferred tax asset relating to the deductible temporary differences arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of deductible temporary differences associated with investments in subsidiaries, associates and joint ventures, deferred tax assets are only recognised to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at the end of each reporting period and are recognised to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Income tax (continued)

Deferred tax assets and deferred tax liabilities are offset if and only if the Group has a legally enforceable right to set off current tax assets current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Government grants

Government grants are recognised at their fair value where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. When the grant relates to an expense item, it is recognised as a deduction against the related expense, for which it is intended to compensate. When the grant related to income does not compensate any expense item, it is recognised in other revenue and gains. Where the grant relates to an asset, including non-monetary grants at fair value, shall be presented in the statement of financial position by deducting the grant in arriving at the carrying amount of the asset.

Revenue recognition

Revenue from contracts with customers

Revenue from contracts with customers is recognised when control of goods or services is transferred to the customers at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services.

Sale of goods

The product sales contracts between the Group and its customers typically includes contractual performance obligations for the transfer of products. The Group typically recognizes its revenue at the time of delivery and acceptance upon inspection taking into account the following factors: the acquisition of the current right to receive payments for the products, the transfer of major risks and rewards of ownership, the transfer of the legal right of the products, the transfer of the physical assets of the products, and customers' acceptance of the products.

Rendering of services

The service contracts between the Group and its customers usually include performance obligations such as service-type warranty; management and maintenance services; engineering services. As the customer simultaneously receives and consumes the benefits provided by the Group's contractual performance, the Group considers such contractual performance obligations to be obligations performed over a period of time, and revenue shall be recognized according the progress of performance. For contracts with direct measurements, such as service-type warranty; management and maintenance services, the Group determines the progress of performance of the service according to the output method. For a small number of service contracts which output indicators cannot be reliably measured, input method is used to determine the progress of performance.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue recognition (continued)

Revenue from contracts with customers (continued)

Telecommunications system construction services

Telecommunications system construction services usually contains equipment sales, installation services, etc. There are two models to distinct performance obligations.

In some cases, the promises to transfer the equipment and provide installation services are capable of being distinct and separately identifiable. In other cases, the equipment and installation services are highly interdependent, thus, customers can benefit from each bundle of equipment sales or installation services either on its own or together with other resources that are readily available to the customer. A bundle of equipment sales and installation services is accounted as a single performance obligation. Performance obligations in those contracts are identified and transaction price allocated each performance obligation is recognised as revenue when that performance obligation is satisfied by transferring a promised good or service to a customer, which is the point in time when the customer obtains control of those distinct equipment and installation services or a bundle of equipment sales and installation services.

Variable consideration

When the consideration in a contract includes a variable amount, the amount of consideration is estimated to which the Group will be entitled in exchange for transferring the goods or services to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved.

Significant financing component

When the contract contains a financing component which provides the customer with a significant benefit of financing the transfer of goods or services to the customer for more than one year, revenue is measured at the present value of the amount receivable, discounted using the discount rate that would be reflected in a separate financing transaction between the Group and the customer at contract inception. When the contract contains a financing component which provides the Group with a significant financial benefit for more than one year, revenue recognised under the contract includes the interest expense accreted on the contract liability under the effective interest method. For a contract where the period between the payment by the customer and the transfer of the promised goods or services is one year or less, the transaction price is not adjusted for the effects of a significant financing component, using the practical expedient in HKFRS 15.

Consideration paid or payable to a customer

A consideration payable to a customer should be accounted for as a reduction of the transaction price and the Group will recognise the reduction of revenue when (or as) the later of either of the following events occurs, except when the consideration payable to a customer is a payment for a distinct good or service from the customer: (a) the Group recognises revenue for the transfer of the related goods or services to the customer; and (b) the Group pays or promises to pay the consideration (even if the payment is conditional on a future event). That promise might be implied by the Group's customary business practices.

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue recognition (continued)

Revenue from contracts with customers (continued)

Rights of return

For contracts which provide a customer with a right to return the goods within a specified period, the expected value method is used to estimate the goods that will not be returned because this method best predicts the amount of variable consideration to which the Group will be entitled. The requirements in HKFRS 15 on constraining estimates of variable consideration are applied in order to determine the amount of variable consideration that can be included in the transaction price. For goods that are expected to be returned, instead of revenue, a refund liability is recognised. A right-of-return asset (and the corresponding adjustment to cost of sales) is also recognised for the right to recover products from a customer.

Contract modifications

When a change in the scope or price (or both) of a contract is approved by the parties to the contract:

(a) when the scope of the contract increases because of the addition of promised goods or services that are distinct, and the price of the contract increases by an amount of consideration that reflects the Group's stand-alone selling prices of the additional promised goods or services, the Group shall account for a contract modification as a separate contract.

(b) If a contract modification is not accounted for as a separate contract in accordance with paragraph (a), and the remaining goods or services are distinct from the goods or services transferred on or before the date of the contract modification, the Group shall account for the contract modification as if it were a termination of the existing contract and the creation of a new contract.

(c) If a contract modification is not accounted for as a separate contract in accordance with paragraph (a), and the remaining goods or services are not distinct from the goods or services transferred on or before the date of the contract modification, the Group shall account for the contract modification as if it were a part of the existing contract. The effect that the contract modification has on the transaction price, and on the Group's measure of progress towards complete satisfaction of the performance obligation, is recognised as an adjustment to revenue at the date of the contract modification.

Warranties

Warranties are commonly included in arrangements to sell goods or services. They can be explicitly stated, required by law or implied based on the Group's customary business practices. The assurance-type warranties are accounted referring to note 2.4 Provisions. The service-type warranties represent a distinct service and are separate performance obligations. Therefore, using the estimated stand-alone selling price of the warranty, the Group allocates a portion of the transaction price to the service-type warranty. The Group then recognises the allocated revenue over the period in which the service-type warranty service is provided. In assessing whether a warranty provides a customer with a service in addition to the assurance that the product complies with agreed upon specifications, the Group will consider factors such as, (a) whether the warranty is required by law, (b) the length of the warranty coverage period and (c) the nature of the tasks that the Group promises to perform.

Revenue from other sources

Rental income is recognised on a time proportion basis over the lease terms. Variable lease payments that do not depend on an index or a rate are recognised as income in the accounting period in which they are incurred.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Revenue recognition (continued)

Other income

Interest income is recognised on an accrual basis using the effective interest method by applying the rate that exactly discounts the estimated future cash receipts over the expected life of the financial instrument or a shorter period, when appropriate, to the net carrying amount of the financial asset.

Dividend income is recognised when the shareholders' right to receive payment has been established, it is probable that the economic benefits associated with the dividend will flow to the Group and the amount of the dividend can be measured reliably.

Contract assets

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. Contract assets are subject to impairment assessment, details of which are included in the accounting policies for impairment of financial assets.

Contract liabilities

A contract liability is recognised when a payment is received or a payment is due (whichever is earlier) from a customer before the Group transfers the related goods or services. Contract liabilities are recognised as revenue when the Group performs under the contract (i.e., transfers control of the related goods or services to the customer).

Contract costs

Other than the costs which are capitalised as inventories, property, plant and equipment and intangible assets, costs incurred to fulfil a contract with a customer are capitalised as an asset if all of the following criteria are met:

(a) The costs relate directly to a contract or to an anticipated contract that the entity can specifically identify.

(b) The costs generate or enhance resources of the entity that will be used in satisfying (or in continuing to satisfy) performance obligations in the future.

(c) The costs are expected to be recovered.

The capitalised contract costs are amortised and charged to the profit or loss on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates. Other contract costs are expensed as incurred.

Right-of-return assets

A right-of-return asset represents the Group's right to recover the goods expected to be returned by customers. The asset is measured at the former carrying amount of the goods to be returned, less any expected costs to recover the goods, including any potential decreases in the value of the returned goods. The Group updates the measurement of the asset recorded for any revisions to its expected level of returns, as well as any additional decreases in the value of the returned goods.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Employee benefits

Defined contribution pension schemes

The Company and certain of its subsidiaries established in the PRC have joined a number of defined contribution pension schemes organised by the relevant provincial and municipal social insurance management bodies of the PRC government for those employees who are eligible to participate in the schemes. The Company, these subsidiaries and the employees are required to make monthly contributions to these plans calculated as a percentage of the employees' salaries during the year. The contributions payable are charged as an expense to profit or loss as incurred. The assets of the schemes are held separately from those of the Group in independently administered funds.

In addition, the Group provides certain employees, who joined the Group before 1 January 2002, with post-retirement monthly pension payments. The cost of providing these benefits under the Group's defined benefit pension scheme is actuarially determined and recognised over the employees' service period by using the projected unit credit method. The Group makes monthly pension payments to eligible retirees and no contribution has been made to fund future obligations since the commencement of the defined benefit pension scheme. Therefore, there are no assets in respect of this scheme held separately from those of the Group in independently administered funds and no actuarial valuation for the plan assets has been conducted.

Remeasurements arising from defined benefit pension plans, comprising actuarial gains and losses, the effect of the asset ceiling (excluding net interest) and the return on plan assets (excluding net interest), are recognised immediately in the consolidated statement of financial position with a corresponding debit or credit to the capital reserve through other comprehensive income in the period in which they occur. Remeasurements are not reclassified to profit or loss in subsequent periods.

Past service costs are recognised in profit or loss at the earlier of:

- the date of the plan amendment or curtailment; and
- the date that the Group recognises restructuring-related costs

Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Group recognises the following changes in the net defined benefit obligation under "cost of sales" and "administrative expenses" in profit or loss by function:

- service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements
- net interest expense or income

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2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Employee benefits (continued)

Share-based payments

The Company operates a share incentive scheme (the "Share Incentive Scheme") for the purpose of providing incentives and rewards to eligible participants who contribute to the success of the operations of the Group. Employees (including directors) of the Group receive remuneration in the form of share-based payment transactions, whereby employees render services as consideration for equity instruments ("equity-settled transactions").

The cost of equity-settled transactions with employees is measured by reference to the fair value at the date at which they are granted. The fair value is determined by an external valuer using an appropriate valuation method, further details of which are given in note 40 to the financial statements.

The cost of equity-settled transactions is recognised in employee benefit expense, together with a corresponding increase in equity, over the period in which the performance and/or service conditions are fulfilled. The cumulative expense recognised for equity-settled transactions at the end of each reporting period until the vesting date reflects the extent to which the vesting period has expired and the Group's best estimate of the number of equity instruments that will ultimately vest. The charge or credit to profit or loss for a period represents the movement in cumulative expense recognised as at the beginning and end of that period.

Service and non-market performance conditions are not taken into account when determining the grant date fair value of awards, but the likelihood of the conditions being met is assessed as part of the Group's best estimate of the number of equity instruments that will ultimately vest. Market performance conditions are reflected within the grant date fair value. Any other conditions attached to an award, but without an associated service requirement, are considered to be non-vesting conditions. Non-vesting conditions are reflected in the fair value of an award and lead to an immediate expensing of an award unless there are also service and/or performance conditions.

For awards that do not ultimately vest because non-market performance and/or service conditions have not been met, no expense is recognised. Where awards include a market or non-vesting condition, the transactions are treated as vesting irrespective of whether the market or non-vesting condition is satisfied, provided that all other performance and/or service conditions are satisfied.

Where the terms of an equity-settled award are modified, as a minimum an expense is recognised as if the terms had not been modified, if the original terms of the award are met. In addition, an expense is recognised for any modification that increases the total fair value of the share-based payments, or is otherwise beneficial to the employee as measured at the date of modification.

Where an equity-settled award is cancelled, it is treated as if it had vested on the date of cancellation, and any expense not yet recognised for the award is recognised immediately. This includes any award where non-vesting conditions within the control of either the Group or the employee are not met. However, if a new award is substituted for the cancelled award, and designated as a replacement award on the date that it is granted, the cancelled and new awards are treated as if they were a modification of the original award, as described in the previous paragraph.

The dilutive effect of the outstanding subject shares is reflected as additional share dilution in the computation of earnings per share.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Employee benefits (continued)

Termination benefits

Termination benefits are recognised at the earlier of when the Group can no longer withdraw the offer of those benefits and when the Group recognises restructuring costs involving the payment of termination benefits.

Borrowing costs

Borrowing costs directly attributable to the acquisition or construction of qualifying assets, i.e., assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets. The capitalisation of such borrowing costs ceases when the assets are substantially ready for their intended use or sale. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs capitalised. All other borrowing costs are expensed in the period in which they are incurred. Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds.

Dividends

Final dividends are recognised as a liability when they are approved by the shareholders in a general meeting. Proposed final dividends are disclosed in the notes to the financial statements.

Foreign currencies

These financial statements are presented in Renminbi, which is the Company's functional currency. Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency. Foreign currency transactions recorded by the entities in the Group are initially recorded using their respective functional currency rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency rates of exchange ruling at the end of the reporting period. Differences arising on settlement or translation of monetary items are recognised in profit or loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured. The gain or loss arising on translation of a non-monetary item measured at fair value is treated in line with the recognition of the gain or loss on change in fair value of the item (i.e., translation difference on the item whose fair value gain or loss is recognised in other comprehensive income or profit or loss is also recognised in other comprehensive income or profit or loss, respectively).

In determining the exchange rate on initial recognition of the related asset, expense or income on the derecognition of a non-monetary asset or non-monetary liability relating to an advance consideration, the date of initial transaction is the date on which the Group initially recognises the non-monetary asset or non-monetary liability arising from the advance consideration. If there are multiple payments or receipts in advance, the Group determines the transaction date for each payment or receipt of the advance consideration.

The functional currencies of certain overseas subsidiaries, joint ventures and associates are currencies other than Renminbi. As at the end of the reporting period, the assets and liabilities of these entities are translated into Renminbi at the exchange rates prevailing at the end of the reporting period and their statements of profit or loss are translated into Renminbi at the weighted average exchange rates for the year.

2.4 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

Foreign currencies (continued)

The resulting exchange differences are recognised in other comprehensive income and accumulated in the exchange fluctuation reserve. On disposal of a foreign operation, the component of other comprehensive income relating to that particular foreign operation is recognised in profit or loss.

For the purpose of the consolidated statement of cash flows, the cash flows of overseas subsidiaries are translated into Renminbi at the exchange rates ruling at the dates of the cash flows. Frequently recurring cash flows of overseas subsidiaries which arise throughout the year are translated into Renminbi at the weighted average exchange rates for the year.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and their accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amounts of the assets or liabilities affected in the future.

Judgements

In the process of applying the Group's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements:

Revenue from contracts with customers

The Group applied the following judgements that significantly affect the determination of the amount and timing of revenue from contracts with customers:

Performance obligation under telecommunications system construction contracts

The Group's telecommunications system construction contracts typically include equipment sales and installation services or a combination of both. The Group determines whether the equipment sales and installation services and their combination are distinct. Where the customer can benefit from the individual use of such equipment or installation services or their use together with other readily available resources, the standalone equipment sales and installation services are accounted for individually as a single contractual performance. Such standalone equipment sales and installation services are considered distinct when: (a) the Group does not provide a significant service of integrating the equipment or installation services with other goods or services promised in the contract into a bundle of goods or services that represent the combined output or outputs for which the customer has contracted; (b) one or more of the equipment sales or installation services do not significantly modify or customise, nor will they be significantly modified or customised by, one or more of the other goods or services promised in the contract; and (c) the equipment or installation service is not highly interdependent nor highly interrelated. For a number of bundles of equipment sales and installation services that are not distinct, if these bundles are not highly interdependent nor highly interrelated, and customers can benefit individually from each bundle or from using it with other easily accessible resources, each of the aforementioned performance obligations (distinct equipment sales, distinct installation services or each bundle of the equipment sales and installation services) is treated as a single performance obligation. The comprehensive application of the aforesaid judgement is significant for identifying performance obligations.

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3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (continued)

Judgements (continued)

Revenue from contracts with customers (continued)

Measuring progress towards complete satisfaction of service rendering contracts

The service contracts between the Group and its customers usually include performance obligations such as service-type warranty, management and maintenance services, and engineering services. The Group satisfies such performance obligations and recognises revenue over time by measuring the progress towards complete satisfaction of those performance obligations. For contracts with explicit measures of output, such as service-type warranty, management services and maintenance services, the Group measures the progress towards complete satisfaction using the output method. For certain service contracts in which no measure of output can be reliably measured, the input method is used to measure the progress towards complete satisfaction.

Revenue recognition

Performance obligation at a point in time

For performance obligations of the Group such as sales of telecommunications system equipment and terminals, installation service in a telecommunications system construction contract and bundles of equipment sales and installation services that are not distinct from each other, as: (a) the customer is unable to receive and consume the benefits provided by the Group's performance; (b) the Group's performance does not create or enhance an asset (e.g., work in progress) that the customer controls as the asset is created or enhanced; and (c) the Group does not have an enforceable right to payment for performance completed to date. Such performance obligations are satisfied at a point in time. Specifically, revenue of those performance obligations is recognised upon acceptance by the customers after the respective performance obligations are satisfied.

Business model

The classification of financial assets at initial recognition depends on the Group's business model for managing the financial assets. In determining the business model, the Group considers how the performance of the business model and the financial assets held within that business model are evaluated and reported to the Group's key management personnel, the risks that affect the performance of the business model (and the financial assets held within) and, in particular, the way those risks are managed and how managers of the business are compensated. In determining whether cash flows are going to be realised by collecting the financial assets' contractual cash flows, it is necessary for the Group to consider the reason, timing, frequency, and value of sales prior to the maturity date.

Characteristics of contractual cash flows

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics, and judgement is required to determine whether they are "solely payments of principal and interest on the principal amount outstanding". The Group needs to determine whether the resulting cash flows from those of an instrument with modified time value of money element are significantly different from an instrument that has an unmodified time value of money element when assessing modification to time value of money element, and the Group needs to determine whether the fair value of the prepayment feature is insignificant when assessing a financial asset with a prepayment feature.

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3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (continued)

Judgements (continued)

Derecognition of financial assets

When the Group has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognised to the extent of the Group's continuing involvement in the asset. Significant judgement is often required when the Group has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, and estimates the extent of the Group's continuing involvement in the asset.

Recognition of deferred tax liability for investments in associates and joint ventures

Deferred tax liability should be recognised for all taxable temporary differences associated with investments in associates and joint ventures, except for when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future. Significant management judgement is required to determine whether or not the temporary differences related to investments in associates and joint ventures will reverse in the foreseeable future, based upon the way investments in associates and joint ventures being recovered. More details are set out in note 24.

Property lease classification — Group as lessor

The Group has entered into commercial property leases on its investment property portfolio. The Group has determined, based on an evaluation of the terms and conditions of the arrangements, such as the lease term not constituting a major part of the economic life of the commercial property and the present value of the minimum lease payments not amounting to substantially all the fair value of the commercial property, that it retains substantially all the significant risks and rewards incidental to ownership of these properties which are leased out on and accounts for the contracts as operating leases.

The Group has entered into a series of agreements to entrust Vanke with full powers to construct and develop the land site No. T208-0049 (the "Site") held by the Group. Vanke will take all responsibilities and risks on development funding and construction of the Site, while earn all rewards accordingly. The Group, in return, will receive the agreed amount of cash and housing properties as the considerations for the land-use right of the Site entrusted to Vanke. Given that the duration of Vanke's entitlement to the land-use right was equivalent to the entire tenure of the site, and that the consideration received by the Group was equivalent to the fair value of the aforesaid land-use right based on the relevant arrangements under the cooperation agreement, the Group is of the view that the transaction qualified as a finance lease under the HKFRS 16 Leases, even though the legal title of the land-use right has not been transferred.

Significant judgement in determining the lease term of contracts with renewal option

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate the lease (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

The Group includes the renewal period as part of the lease term for leases of machinery due to the significance of these assets to its operations. These leases have a short non-cancellable period (i.e., one to five years) and there will be a significant negative effect on production if a replacement is not readily available.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (continued)

Estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below.

Estimating the stand-alone selling price of a good or service

The stand-alone selling price refers to the price at which the Group can independently sell goods or services. The observable price of a good or service sold separately provides the best evidence of a stand-alone selling price. If a stand-alone selling price is not directly observable, an entity shall estimate the stand-alone selling price. The Group has adopted the expected cost plus a margin approach according to the characteristics of the good or service and its related price and cost and the level of difficulty in obtaining it. Under this approach, an entity could forecast its expected costs of satisfying a performance obligation and then add an appropriate margin for that good or service and thus to determine its stand-alone selling price. This approach focuses more on internal factors. The margin may have to be adjusted for differences in product types, geographical locations, customer types and other factors when the performance obligation has a determinable direct fulfilment cost.

Provision for expected credit losses on trade receivables and contract assets

The Group uses a provision matrix to calculate ECLs for trade receivables and contract assets. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geography, customer type and rating).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic products) are expected to deteriorate over the next year which can lead to an increased number of defaults in the telecommunications sector, the historical default rates are adjusted. At each reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation among historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of a customer's actual default in the future. The information about the ECLs on the Group's trade receivables and contract assets is disclosed in note 22 and note 28 to the financial statements, respectively.

Fair value of unlisted equity investments

The unlisted equity investments have been valued based on a market-based valuation technique as detailed in note 21 to the financial statements. The valuation requires the Group to determine the comparable public companies (peers) and select the price multiple. In addition, the Group makes estimates about the discount for illiquidity and size differences. The Group classifies the fair value of these investments as Level 3.

Notes to Financial Statements

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3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (continued)

Estimation uncertainty (continued)

Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating units and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount of goodwill at 31 December 2020 was RMB186,206,000 (2019: RMB186,206,000). Further details are given in note 17.

Depreciation and amortisation

Depreciation and amortisation are calculated on the straight-line basis to write off the cost of each item of property, plant and equipment and intangible asset to its residual value over its estimated useful life. The estimated useful lives and dates that the Group places the items of property, plant and equipment into productive use reflect the directors' estimate of the periods that the Group intends to derive future economic benefits from the use of the Group's property, plant and equipment and intangible assets.

Impairment of investments in associates, investments in joint ventures, intangible assets and property, plant and equipment

The carrying amount of investments in associates at 31 December 2020 was RMB1,508,781,000 (2019: RMB2,212,773,000). The carrying amount of investments in joint ventures at 31 December 2020 was RMB205,022,000 (2019: RMB114,515,000). The carrying amount of property, plant and equipment as at 31 December 2020 was approximately RMB12,953,842,000 (2019: RMB10,555,204,000). The carrying amount of intangible assets as at 31 December 2020 was RMB8,758,315,000 (2019: RMB7,190,061,000). More details are set out in notes 14,18,19 and 20 to the financial statements.

The Group assesses whether there are any indicators of impairment for all non-financial assets (including the right-of-use assets) at the end of each reporting period. Indefinite life intangible assets are tested for impairment annually and at other times when such an indicator exists. Other non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying value of an asset or a cash-generating unit exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The calculation of the fair value less costs of disposal is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the asset. When value-in-use calculations are undertaken, management must estimate the expected future cash flows from the asset or cash-generating unit and choose a suitable discount rate in order to calculate the present value of those cash flows.

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying value of deferred tax assets relating to recognised tax losses at 31 December 2020 was RMB1,599,119,000 (2019: RMB738,940,000). The amount of unrecognised tax losses and deductible temporary differences at 31 December 2020 was RMB5,243,883,000 (2019: RMB4,297,119,000). Further details are contained in note 24 to the financial statements.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (continued)

Estimation uncertainty (continued)

Deferred development costs

Deferred development costs are capitalised in accordance with the accounting policy for research and development costs in note 2.4 to the financial statements. Determining the amounts to be capitalised requires management to make assumptions regarding the expected future cash generation of the assets, discount rates to be applied and the expected period of benefits. At 31 December 2020, the best estimate of the carrying amount of capitalised development costs was RMB6,992,935,000 (2019: RMB6,345,627,000). Further details are contained in note 18 to the financial statements.

Write-down of inventories to net realisable value

The Group, pursuant to the accounting policy for inventories, writes down inventories from cost to net realisable value and makes provision against obsolete and slow-moving items by using the lower of cost and net realisable value method. The assessment of the write-down required involves management's judgement and estimates. Where the actual outcome or expectation in future is different from the original estimate, the differences will have an impact on the carrying amounts of inventories and the write-down/write-back of inventories in the period in which the estimate has been changed. At 31 December 2020, the carrying amount of inventories was RMB33,689,306,000 (2019: RMB27,688,508,000). Further details are contained in note 27 to the financial statements.

Estimation of fair value of investment properties

In the absence of current prices in an active market for similar properties, the Group considers information from a variety of sources, including: (a) current prices in an active market for properties of a different nature, condition or location, adjusted to reflect those differences; (b) recent prices of similar properties on less active markets, with adjustments to reflect any changes in economic conditions since the date of the transactions that occurred at those prices; and (c) discounted cash flow projections based on reliable estimates of future cash flows, supported by the terms of any existing lease and other contracts and (when possible) by external evidence such as current market rents for similar properties in the same location and condition, and using discount rates that reflect current market assessments of the uncertainty in the amount and timing of the cash flows. Further details, including the key assumptions used for fair value measurement and a sensitivity analysis, are given in note 15 to the financial statements. The carrying amount of investment properties at 31 December 2020 was RMB2,035,234,000 (2019: RMB1,957,242,000).

Provision for warranties

Provision for warranties granted by the Group on handsets is recognised based on sales volume and past experience of the level of repairs and returns. The carrying amount of provision for warranties at 31 December 2020 was RMB156,003,000 (2019: RMB180,757,000). Further details are contained in note 36 to the financial statements.

3. SIGNIFICANT ACCOUNTING JUDGEMENTS AND ESTIMATES (continued)

Estimation uncertainty (continued)

Leases — Estimating the incremental borrowing rate

The Group cannot readily determine the interest rate implicit in a lease, and therefore, it uses an incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group "would have to pay", which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when it needs to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity specific estimates (such as the subsidiary's stand-alone credit rating).

4. OPERATING SEGMENT INFORMATION

For management purposes, the Group is organised into business units based on their products and services and has three reportable operating segments as follows:

(a) The Carriers' Networks segment focuses on meeting the demands for carriers by providing wireless networks, wireline networks, core networks, telecommunications software systems and services and other innovative technologies and product solutions.

(b) The Consumer Business segment focuses on bringing experience in smart devices to customers while also catering for the demands of industry and corporate clients through the development, production and sale of products such as smart phones, mobile broadband, family terminals, innovative fusion terminals, wearable devices, as well as the provision of related software application and value-added services.

(c) The Government and Corporate Business segment focuses on meeting the demands of government and corporate clients, providing top-level design and consultation services as well as implementation, operation and maintenance of integrated information solutions for the government and corporate information projects through the application of Cloud Computing, communications networks, Internet of Things, Big Data technologies and other related products.

Management monitors the results of the Group's operating segments separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on reportable segment profit, which is a measure of adjusted profit before tax. The adjusted profit before tax is measured consistently with the Group's profit before tax except that interest income, finance costs, research and development costs, impairment losses, dividend income, share of profits and losses of associates and joint ventures, fair value gains/(losses) from the Group's financial instruments as well as head office and corporate expenses are excluded from the measurement.

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4. OPERATING SEGMENT INFORMATION (continued)

Segment assets exclude derivative financial instruments, deferred tax assets, pledged deposits, cash and cash equivalents, investments in joint ventures and associates, other receivables, other unallocated head office and corporate assets as these assets are managed on a group basis.

Segment liabilities exclude derivative financial instruments, interest-bearing bank borrowings, lease liabilities, other payables, bonds payable, tax payable, deferred tax liabilities, provision for retirement benefits and other unallocated head office and corporate liabilities as these liabilities are managed on a group basis.

Year ended 31 December 2020	**Carriers' Networks RMB'000**	**Consumer Business RMB'000**	**Government and Corporate Business RMB'000**	**Total RMB'000**
Segment revenue (note 5)				
Sales to external customers	74,018,198	16,160,267	11,134,141	101,312,606
Rental income	—	—	138,064	138,064
	74,018,198	16,160,267	11,272,205	101,450,670
Segment results	18,983,391	2,494,201	2,330,409	23,808,001
Bank and other interest income				1,238,753
Dividend income and unallocated gains				3,597,519
Corporate and other unallocated expenses				(21,663,932)
Finance costs				(1,495,660)
Share of profits or losses of associates and joint ventures				(420,515)
Profit before tax				5,064,166
Segment assets	47,217,457	9,296,544	7,190,730	63,704,731
Investments in joint ventures				205,022
Investments in associates				1,508,781
Corporate and other unallocated assets				85,216,372
Total assets				150,634,906
Segment liabilities	11,852,008	1,896,156	1,804,938	15,553,102
Corporate and other unallocated liabilities				88,959,298
Total liabilities				104,512,400
Other segment information:				
Impairment losses recognised in profit or loss, net	(468,999)	(102,396)	(71,423)	(642,818)
Depreciation and amortisation	2,897,450	632,595	441,252	3,971,297
Capital expenditure*	6,180,656	1,349,412	941,250	8,471,318

* Capital expenditure consists of additions to property, plant and equipment, intangible assets, right-of-use assets, goodwill and investment properties.

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4. OPERATING SEGMENT INFORMATION (continued)

Year ended 31 December 2019	Carriers' Networks RMB'000	Consumer Business RMB'000	Government and Corporate Business RMB'000	Total RMB'000
Segment revenue (note 5)				
Sales to external customers	66,584,394	14,997,407	9,026,082	90,607,883
Rental income	—	—	128,699	128,699
	66,584,394	14,997,407	9,154,781	90,736,582
Segment results	21,917,122	1,229,827	1,782,023	24,928,972
Bank and other interest income				931,929
Dividend income and unallocated gains				5,726,257
Corporate and other unallocated expenses				(22,031,685)
Finance costs				(1,718,187)
Share of profits or losses of associates and joint ventures				(675,616)
Profit before tax				7,161,670
Segment assets	46,843,989	9,479,379	6,440,646	62,764,014
Investments in joint ventures				114,515
Investments in associates				2,212,773
Corporate and other unallocated assets				76,110,833
Total assets				141,202,135
Segment liabilities	11,511,610	1,933,582	1,582,747	15,027,939
Corporate and other unallocated liabilities				88,219,898
Total liabilities				103,247,837
Other segment information:				
Impairment losses recognised in profit or loss, net	(2,575,330)	(580,065)	(354,086)	(3,509,481)
Depreciation and amortisation	2,246,935	506,097	833,802	3,586,834
Capital expenditure*	3,580,558	806,481	1,114,683	5,501,722

* Capital expenditure consists of additions to property, plant and equipment, intangible assets, right-of-use assets, goodwill and investment properties.

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4. OPERATING SEGMENT INFORMATION (continued)

Geographical information

(a) Revenue from external customers

	2020 RMB'000	2019 RMB'000
The PRC (place of domicile)	**68,051,181**	58,217,032
Asia (excluding the PRC)	**14,729,300**	13,180,258
Africa	**4,822,622**	5,316,090
Europe, Americas and Oceania	**13,847,567**	14,023,202
	101,450,670	90,736,582

The revenue information above is based on the locations of the customers.

(b) Non-current assets

	2020 RMB'000	2019 RMB'000
The PRC (place of domicile)	**23,868,451**	19,844,745
Asia (excluding the PRC)	**1,903,610**	1,651,432
Africa	**543,826**	562,167
Europe, Americas and Oceania	**113,328**	49,331
	26,429,215	22,107,675

The non-current asset information above is based on the locations of the assets and excludes financial instruments, deferred tax assets, right-of-use assets, goodwill, investments in joint ventures and investments in associates.

Information about major customers

Revenue from the Carriers' Networks and Consumer Business segments from one single customer accounted for more than 10% of the Group's consolidated revenue for 2020 in the amount of RMB31,153,932,000 (2019: one single customer accounted for more than 10% of the Group's consolidated revenue for 2019 in the amount of RMB26,285,650,000).

5. REVENUE, OTHER INCOME AND GAINS

An analysis of revenue is as follows:

	2020 RMB'000	2019 RMB'000
Revenue from contracts with customers	**101,312,606**	90,607,883
Rental income	**138,064**	128,699
	101,450,670	90,736,582

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5. REVENUE, OTHER INCOME AND GAINS (continued)

Revenue from contracts with customers

(i) Disaggregated revenue information

	2020 RMB'000	2019 RMB'000
Types of goods or services		
Sale of goods	**26,183,343**	25,567,576
Sale of services	**11,158,807**	12,118,956
Telecommunications system construction contracts	**63,970,456**	52,921,351
Total revenue from contracts with customers	**101,312,606**	90,607,883
Geographical markets		
The PRC (place of domicile)	**67,913,117**	58,088,333
Asia (excluding the PRC)	**14,729,300**	13,180,258
Africa	**4,822,622**	5,316,090
Europe, Americas and Oceania	**13,847,567**	14,023,202
Total revenue from contracts with customers	**101,312,606**	90,607,883
Timing of revenue recognition		
Transferred at a point in time	**90,153,799**	77,193,824
Transferred over time	**11,158,807**	13,414,059
Total revenue from contracts with customers	**101,312,606**	90,607,883

The following table shows the amount of revenue recognised in the current reporting period that was included in the contract liabilities at the beginning of the reporting period and recognised from performance obligations satisfied in previous periods:

	2020 RMB'000	2019 RMB'000
Revenue recognised that was included in contract liabilities at the beginning of the reporting period:	**13,664,562**	10,463,823

(ii) Performance obligations

Information about the Group's performance obligations is summarised below:

Sale of hardware products

The performance obligation is satisfied upon delivery of the hardware products and payment is generally due within 60 to 120 days from delivery.

Installation services

The performance obligation is satisfied when the services are rendered and accepted by customers.

A bundle of sales of equipment and installation services

The sale of equipment and installation services are highly interdependent, thus, customers cannot benefit from the equipment or installation services either on their own or together with other resources that are readily available to the customer. A bundle of sales of equipment and installation services is accounted for as a single performance obligation. The performance obligation is satisfied upon the completion of equipment and installation and acceptance.

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5. REVENUE, OTHER INCOME AND GAINS (continued)

Revenue from contracts with customers (continued)

(ii) Performance obligations (continued)

Maintenance services

Revenue from the provision of maintenance services is recognised over the scheduled period on a straight-line basis because the customer simultaneously receives and consumes the benefits provided by the Group.

	2020 RMB'000	2019 RMB'000
Other income		
Bank interest income	**1,012,366**	685,584
Interest income arising from revenue contracts	**193,825**	219,398
Finance income on the net investment in a lease	**32,562**	26,947
VAT refunds and Individual Income Tax handling refunds #	**958,747**	1,257,975
Dividend income from equity investments at fair value through profit or loss	**24,146**	50,018
Others##	**851,678**	621,604
	3,073,324	2,861,526
Gains		
Gain on disposal of financial assets at fair value through profit or loss	**634,696**	921,281
Gain on disposal of derivative financial instruments	**–**	36,425
Gain on disposal of subsidiaries	**955,174**	126,724
Gain on disposal of items of property, plant and equipment	**–**	25,296
Gain on derecognition of a right-of-use asset	**–**	2,662,740
Fair value gains, net:		
Equity investments at fair value through profit or loss	**153,859**	157,961
Wealth management products	**–**	215
Fair value gains on investment properties	**1,758**	7,243
Foreign exchange gain	**17,461**	16,736
	1,762,948	3,954,621
	4,836,272	6,816,147

\# Refunds of VAT on software products represent the refund upon payment of VAT with respect to the portion of any effective VAT rate in excess of 3% in respect of software product sales of the Group pursuant to the principles of the State Council document entitled "Certain Policies to Encourage the Development of Software Enterprises and the IC Industry" and the approval of the state taxation authorities.

\## Others mainly represent other income, contract penalty income and other miscellaneous income.

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6. PROFIT BEFORE TAX

The Group's profit before tax is arrived at after charging/(crediting):

	Notes	**2020 RMB'000**	2019 RMB'000
Cost of goods and services		**66,428,034**	53,594,953
Depreciation of property, plant and equipment	14	**1,464,921**	1,267,417
Depreciation of right-of-use assets charged to profit or loss	16(a)	**443,808**	584,393
Amortisation of intangible assets other than deferred development costs		**467,526**	397,652
Research and development costs:			
Deferred development costs amortised	18	**1,595,042**	1,337,372
Current year expenditure		**15,444,333**	13,483,105
Less: Deferred capitalised development costs		**(2,242,350)**	(2,272,579)
		14,797,025	12,547,898
Fair value losses/(gains), net:*			
Derivative instruments*		**100,230**	162,150
Investment properties	15	**(1,758)**	(7,243)
Equity investments at fair value through profit or loss*		**(137,625)**	59,300
Wealth management products		**130**	(215)
Impairment of financial and contract assets, net:			
Impairment of trade receivables	22	**307,291**	1,817,629
Impairment of contract assets, net	28	**70,300**	294,632
Impairment of other receivables		**120,353**	121,143
Impairment of debt investments at fair value through other comprehensive income		**(497)**	(519)
Impairment of factored trade receivables		**617**	(2,565)
Impairment of factored long-term trade receivables		**5,339**	(1,909)
Dividend income from equity investments at fair value through profit or loss		**(24,146)**	(50,018)
Provision for onerous contracts**	36	**1,185,309**	1,730,893
Provision for warranties**	36	**127,260**	148,207
Provision for legal obligation*	36	**60,538**	16,586
Write-down of inventories to net realisable value**		**112,427**	1,260,865
Impairment of items of property, plant and equipment*	14	**7,048**	—

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6. PROFIT BEFORE TAX (continued)

The Group's profit before tax is arrived at after charging/(crediting): (continued)

	Notes	2020 RMB'000	2019 RMB'000
Impairment of intangible assets*	18	**12,205**	—
Impairment of investments in associates*		**7,735**	14,071
Impairment of investments in joint ventures*		**—**	6,134
Lease payments not included in the measurement of lease liabilities	16(c)	**234,305**	330,496
Contingent rental income in respect of operating leases		**(1,367)**	(2,736)
Auditor's remuneration		**12,138**	11,202
Staff costs (including directors', chief executives's and supervisors' remuneration in note 9):			
Wages, salaries, bonuses, allowances and welfare		**17,462,215**	15,548,264
Equity-settled share option expense		**235,705**	191,790
Retirement benefit scheme contributions:			
Defined benefit pension scheme	37	**4,601**	4,338
Defined contribution pension schemes		**789,947**	1,203,191
		18,492,468	16,947,583
Foreign exchange gain		**(17,461)**	(16,736)
Gain on disposal of items of property, plant and equipment	5	**—**	(25,296)
Gain on derecognition of a right-of-use asset	5	**—**	(2,662,740)
Gain on disposal of subsidiaries	5	**(955,174)**	(126,724)
Loss/(gain) on disposal of derivative financial instruments*	5	**99,570**	(36,425)
Gain on disposal of financial assets at fair value through profit or loss	5	**(634,696)**	(921,281)
Loss on disposal of financial assets measured at amortised cost*	7	**187,525**	209,387

* The fair value losses, the provision for legal obligations, the impairment of items of property, plant and equipment, the impairment of intangible assets, the impairment of goodwill, the impairment of investments in associates, the impairment of investments in joint ventures, the loss on disposal of derivative financial instruments and the loss on disposal of financial assets measured at amortised cost are included in "Other expenses" on the face of the consolidated statement of profit or loss and other comprehensive income.

** The provision for onerous contracts, the provision for warranties and the write-down of inventories to net realisable value are included in "Cost of sales" on the face of the consolidated statement of profit or loss and other comprehensive income.

7. LOSS ON DISPOSAL OF FINANCIAL ASSETS MEASURED AT AMORTISED COST

	2020 RMB'000	2019 RMB'000
Loss on disposal of financial assets measured at amortised cost	**187,525**	209,387

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8. FINANCE COSTS

An analysis of finance costs is as follows:

	2020 RMB'000	2019 RMB'000
Interest on bank loans and other loans	1,172,229	1,280,980
Interest on other non-current liabilities	26,169	25,920
Interest on lease liabilities	72,545	81,261
Total interest expense on financial liabilities not at fair value through profit or loss	1,270,943	1,388,161
Other finance costs:		
Finance costs on bills discounted	224,717	330,026
	1,495,660	1,718,187

9. DIRECTORS' AND SUPERVISORS' REMUNERATION

Directors' and supervisors' remuneration for the year, disclosed pursuant to the Listing Rules, section 383(1)(a), (b), (c) and (f) of the Hong Kong Companies Ordinance and Part 2 of the Companies (Disclosure of Information about Benefits of Directors) Regulation, is as follows:

	2020 RMB'000	2019 RMB'000
Other emoluments of directors, and supervisors:		
Salaries, bonuses, allowances and welfare	7,963	7,125
Performance-related bonuses*	29,193	19,823
Retirement benefit scheme contributions	163	223
	37,319	27,171

* Certain executive directors of the Company are entitled to bonus payments which are determined based on their work performance.

(a) Independent non-executive directors

The salaries, bonuses, allowances and welfare paid to independent non-executive directors during the year were as follows:

Independent non-executive directors in office as at the end of the year:

	2020 RMB'000	2019 RMB'000
Cai Manli	250	250
Gordon Ng	250	250
Zhuang Jiansheng*	132	—
Bao Yuming*	118	250
	750	750

* Mr. Yuming Bao resigned as Independent Non-executive Director of the Company on 10 April 2020, which resignation became effective after the election of a new Independent Non-executive Director at the 2019 Annual General Meeting of the Company. At the 2019 Annual General Meeting of the Company held on 19 June 2020, Mr. Zhuang Jiansheng was elected as Independent Non-executive Director of the Eighth Session of the Board of Directors of the Company for a term commencing on 19 June 2020 and ending on 29 March 2022.

There were no other emoluments payable to the independent non-executive directors during the year (2019: Nil).

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9. DIRECTORS' AND SUPERVISORS' REMUNERATION (continued)

(b) Executive directors, non-executive directors and supervisors

Executive directors, non-executive directors and supervisors in office as at the end of the year:

	Fees RMB'000	Salaries, bonuses, allowances and welfare RMB'000	Performance related bonuses RMB'000	Share Incentive Scheme RMB'000	Retirement benefit scheme contributions RMB'000	Total RMB'000
2020						
Executive directors:						
Li Zixue	–	1,652	6,817	478	32	8,979
Xu Ziyang (President)	–	1,609	9,570	711	3	11,893
Gu Junying	–	1,473	6,034	398	50	7,955
	–	4,734	22,421	1,587	85	28,827
Non-executive directors:						
Li Buqing	–	100	–	44	–	144
Zhu Weimin	–	100	–	44	–	144
Fang Rong	–	100	–	44	–	144
	–	300	–	132	–	432
	–	5,034	22,421	1,719	85	29,259
Supervisors:						
Xie Daxiong	–	1,124	4,842	80	26	6,072
Xia Xiaoyue	–	491	847	–	26	1,364
Li Quancai	–	564	1,083	–	26	1,673
Shang Xiaofeng	–	–	–	–	–	–
Zhang Sufang	–	–	–	–	–	–
	–	2,179	6,772	80	78	9,109

On 6 July 2017, the "Resolution on Adjustments to the List of Participants and the Number of share options to be Granted under the 2017 Share Option Incentive Scheme of the Company" was considered and passed at the Twentieth Meeting of the Seventh Session of the Board of Directors of the Company and the Seventeenth Meetings of Seventh Session of the Supervisory Committee of the Company. The date of grant was set for 6 July 2017. Pursuant to the scheme, the Company proposed to grant 149,601,200 share options to 1,996 participants of the scheme. The fair value of the share options granted amounted to RMB1,477,496,000, and the share option expense recognised by the Company in 2020 amounted to RMB235,705,000 (2019: RMB191,790,000), among which the share option expense related to executive directors, non-executive directors and supervisors amounted to approximately RMB232,000 (2019: RMB438,000). There were 42,000 (2019: 42,000) ordinary shares issued pursuant to the exercise of options under the 2017 Scheme.

On 6 November 2020, the "Resolution on Matters Pertaining to the Grant of Share Options under the 2020 Share Option Incentive Scheme" was considered and passed at the Twenty-seventh Meeting of the Eighth Session of the Board of Directors and the Twentieth Meeting of the Eighth Session of the Supervisory Committee. The date of grant was set for 6 November 2020. Pursuant to the scheme, the Company proposed to grant 158,472,000 share options to 6,123 scheme participants for the first time. The fair value of the share options granted amounted to RMB1,444,549,000, and the share option expense recognised by the Company in 2020 amounted to RMB128,336,000, among which the share option expense related to executive directors, non-executive directors, chief executives and supervisors amounted to approximately RMB611,000.

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9. DIRECTORS' AND SUPERVISORS' REMUNERATION (continued)

(b) Executive directors, non-executive directors and supervisors (continued)

Pursuant to the "Resolution on the Management Stock Ownership Scheme(Draft) and its Summary" considered and passed at the Twenty-fifth Meeting of the Eighth Session of the Board of Directors and Eighteenth Meeting of the Eighth Session of the Supervisory Committee on 12 October 2020 and the Second Extraordinary General Meeting of 2020 on 6 November 2020, the total number of participants in this plan does not exceed 27, the share of this plan does not exceed 114,766,000 (including 114,766,000), and the price of each share is RMB1.00. As at 16 December 2020, The company's stock held in the company's special securities account for repurchase was non-trading transferred to the securities account of the "ZTE Corporation — Phase I Employee Stock Ownership Plan" (securities account number: 089925****), The number of transferred shares is 2,973,900 shares, accounting for 0.06% of the company's current total share capital. The share expense recognised by the Company in 2020 amounted to RMB3,049,000, among which share expense related to executive directors, non-executive directors, chief executives and supervisors amounted to approximately RMB95,000.

Executive directors, non-executive directors and supervisors in office as at the end of the year:

	Fees RMB'000	Salaries, bonuses, allowances and welfare RMB'000	Performance related bonuses RMB'000	Share Incentive Scheme RMB'000	Retirement benefit scheme contributions RMB'000	Total RMB'000
2019						
Executive directors:						
Li Zixue	—	1,405	4,376	—	32	5,813
Xu Ziyang (President)	—	1,372	5,921	438	38	7,769
Gu Junying	—	1,315	4,306	—	48	5,669
	—	4,092	14,603	438	118	19,251
Non-executive directors:						
Li Buqing	—	100	—	—	—	100
Zhu Weimin	—	100	—	—	—	100
Fang Rong	—	100	—	—	—	100
	—	300	—	—	—	300
	—	4,392	14,603	438	118	19,551
Supervisors:						
Xie Daxiong	—	962	3,778	—	35	4,775
Xia Xiaoyue	—	474	568	—	35	1,077
Li Quancai	—	547	874	—	35	1,456
Wang Junfeng	—	—	—	—	—	—
Shang Xiaofeng	—	—	—	—	—	—
Zhang Sufang	—	—	—	—	—	—
	—	1,983	5,220	—	105	7,308

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10. FIVE HIGHEST PAID EMPLOYEES

The five highest paid employees during the year included two executive directors (2019: two), details of whose remuneration are set out in note 9 above. Details of the remuneration for the year of the remaining three highest paid employees who are neither a director nor chief executive of the Company are as follows:

	2020	2019
	RMB'000	RMB'000
Salaries, bonuses, allowances and welfare	**6,907**	5,966
Performance-related bonuses	**38,689**	28,000
Share option incentive scheme	**1,856**	1,725
Retirement benefit scheme contributions	**112**	175
	47,564	35,866

The number of non-director and non-chief executive highest paid employees whose remuneration fell within the following bands is as follows:

	Number of employees	
	2020	2019
RMB6,500,001 to RMB7,000,000	**—**	1
RMB7,000,001 to RMB7,500,000	**—**	—
RMB7,500,001 to RMB8,000,000	**—**	2
RMB8,000,001 to RMB8,500,000	**2**	—
RMB8,500,001 to RMB9,000,000	**—**	—
RMB9,000,001 to RMB9,500,000	**—**	—
RMB9,500,001 to RMB10,000,000	**—**	—
RMB10,000,001 to RMB10,500,000	**1**	—
	3	3

During the year, no director, chief executive or supervisor waived or agreed to waive any emolument, and no emoluments were paid by the Group to the directors, supervisors or any of the five highest paid employees as an inducement to join or upon joining the Group or as compensation for loss of office.

11. INCOME TAX

	2020	2019
	RMB'000	RMB'000
Current — Hong Kong	**5,678**	8,833
Current — Mainland China		
Charge for the year	**823,594**	601,036
Underprovision in prior years	**9,314**	13,096
Current — Overseas		
Charge for the year	**319,141**	454,180
Underprovision in prior years	**20,072**	14,419
Deferred (note 24)	**(835,325)**	293,437
Total tax charge for the year	**342,474**	1,385,001

Hong Kong profits tax has been provided at the rate of 16.5% (2019: 16.5%) on the estimated assessable profits arising in Hong Kong during the year. Taxes on profits assessable elsewhere have been calculated at the rates of tax prevailing in the jurisdictions in which the Group operates, based on existing legislation, interpretations and practices in respect thereof.

11. INCOME TAX (continued)

Under the enterprise income tax law of the PRC effective from 1 January 2008, the tax rate applicable to domestic-invested enterprises and foreign-invested enterprises has been standardised at 25%.

The Company was subject to enterprise income tax at a rate of 15% for the years 2020 to 2022 as a national-grade hi-tech enterprise established in Shenzhen.

Major subsidiaries operating in Mainland China that enjoyed preferential tax rates are as follows:

Shenzhen Zhongxing Telecom Technology & Service Company Limited and Beijing Zhongxing Gaoda Communication Technology Limited are subject to enterprise income tax at a rate of 15% for the years from 2019 to 2021 as national-grade hi-tech enterprises.

Shenzhen Zhongxing Software Company Limited, Shanghai Zhongxing Software Company Limited, Xi'an Zhongxing New Software Company Limited, Nanjing Zhongxing Software Company Limited, Nanjing Zhongxing New Software Company Limited and Chongqing Zhongxing Software Company Limited are subject to enterprise income tax at a rate of 10% for 2020 as national-grade key software enterprises.

Xi'an ZTE Terminal Technology Limited is subject to enterprise income tax at a rate of 15% for 2020 as an approved enterprise engaged in nationally encouraged industries under the West China preferential policy.

ZTE Smart Auto Company Limited is subject to enterprise income tax at a rate of 15% from 2018 to 2020 as a national-grade hi-tech enterprise.

Xi'an Keruisi Semi-conductor Technology Company Limited is subject to enterprise income tax at a rate of 12.5% for 2020 in the fifth year of its entitlement to the preferential treatment for qualified Integrated Circuit Design Enterprises of exemption for two years and a 50% reduction for three years.

ZTE Microelectronics Technology Company Limited, Shanghai Zhongxing Yilian Telecom Equipment Technology & Service Company Limited and Guangdong ZTE Newstart Technology Co., Ltd. are subject to enterprise income tax at a rate of 15% from 2020 to 2022 as a national-grade hi-tech enterprise.

Wuhan Zhongxing Software Company Limited is subject to enterprise income tax at a rate of 12.5% for 2020 in the fourth year of its entitlement to the preferential treatment for software companies of exemption for two years and a 50% reduction for three years.

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11. INCOME TAX (continued)

A reconciliation of the tax expense applicable to profit before tax at the statutory rate for the jurisdiction in which the Company and the majority of its subsidiaries are domiciled to the tax expense at the effective tax rate, and a reconciliation of the applicable rate (i.e., the statutory tax rate) to the effective tax rates, are as follows:

	2020		2019	
	RMB'000	**%**	RMB'000	%
Profit before tax	**5,064,166**		7,161,670	
Tax at the statutory tax rate	**1,266,042**	**25.0**	1,790,418	25.0
Lower tax rate for specific provinces or enacted by local authority	**(487,273)**	**(9.6)**	(544,938)	(7.6)
Adjustments in respect of current tax of previous periods	**22,704**	**0.4**	27,515	0.4
Profits and losses attributable to associates and joint ventures	**63,090**	**1.2**	101,342	1.4
Income not subject to tax	**(8,814)**	**(0.2)**	(7,503)	(0.1)
Write-off of trade receivables, additional deductible R&D expenses, interest of Perpetual Capital Instrument and expenses not deductible for tax	**(877,779)**	**(17.3)**	(45,286)	(0.6)
Unrecognised deductible temporary differences	**21,126**	**0.4**	2,242	0.0
Tax losses utilised from previous years	**(34,359)**	**(0.7)**	(36,210)	(0.5)
Tax losses of subsidiaries not recognised	**377,737**	**7.5**	97,421	1.4
Tax charge at the Group's effective rate	**342,474**	**6.8**	1,385,001	19.3

The share of tax attributable to associates amounting to RMB9,266,941 (2019: RMB6,896,000) is included in "Share of profits and losses of associates" on the face of the consolidated statement of profit or loss and other comprehensive income.

12. DIVIDEND

	2020	2019
	RMB'000	RMB'000
Proposed final — RMB0.2 (2019: RMB0.2) per ordinary share	**922,687**	922,687

The profit distribution proposal is subject to the approval of the Company's shareholders at the forthcoming annual general meeting.

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13. EARNINGS PER SHARE ATTRIBUTABLE TO ORDINARY EQUITY HOLDERS OF THE PARENT

The basic earnings per share amount is computed by dividing the profit for the year attributable to ordinary equity holders of the parent by the weighted average number of ordinary shares of 4,612,335,000 (2019: 4,205,702,000) in issue during the year.

The calculation of the diluted earnings per share amount is based on the profit for the year attributable to ordinary equity holders of the parent. The weighted average number of ordinary shares used in the calculation is the number of ordinary shares in issue during the year, as used in the basic earnings per share calculation, and the weighted average number of ordinary shares assumed to have been issued at no consideration on the deemed exercise of all dilutive potential ordinary shares into ordinary shares.

The calculations of basic and diluted earnings per share are as follows:

	2020 **RMB'000**	2019 RMB'000
Earnings		
Profit for the year attributable to ordinary equity holders of the parent	**4,259,752**	5,147,877

	Number of shares **2020** **'000**	 2019 '000
Shares		
Weighted average number of ordinary shares in issue during the year as used in the basic earnings per share calculation	**4,612,335**	4,205,702
Effect of dilution weighted average number of ordinary shares:		
Share options	**21,153**	18,349
Adjusted weighted average number of ordinary shares in issue	**4,633,488**	4,224,051

Commencing on 7 July 2019, scheme participants that had fulfilled the exercise conditions under the share option incentive scheme of the Company were entitled to exercise share options qualified as such during the first exercise period. As at 31 December 2020, 4,806,000 new ordinary shares had been issued to the scheme participants as a result of such exercise. The weighted average number of such shares is 3,706,000 after taking into account the duration of time for which such shares had been issued and outstanding.

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14. PROPERTY, PLANT AND EQUIPMENT

	Land and buildings RMB'000	Leasehold improvements RMB'000	Machinery, computers and office equipment RMB'000	Motor vehicles RMB'000	Construction in progress RMB'000	Total RMB'000
31 December 2020						
At 31 December 2019 and at 1 January 2020:						
Cost	7,052,993	363,744	9,060,620	281,759	1,171,716	17,930,832
Accumulated depreciation and impairment	(1,725,645)	(149,117)	(5,329,796)	(171,070)	—	(7,375,628)
Net carrying amount	5,327,348	214,627	3,730,824	110,689	1,171,716	10,555,204
At 1 January 2020, net of accumulated depreciation and impairment	5,327,348	214,627	3,730,824	110,689	1,171,716	10,555,204
Additions	37,126	51,873	1,890,008	22,940	2,006,033	4,007,980
Acquisition of a subsidiary	25,205	6,686	45,151	3,022	—	80,064
Disposals	(2,930)	(14,130)	(163,214)	(1,692)	—	(181,966)
Depreciation provided during the year	(169,872)	(110,189)	(1,161,798)	(23,062)	—	(1,464,921)
Transfers	2,097,736	—	33,522	—	(2,131,258)	—
Exchange realignments	(20,071)	(1,443)	(11,787)	(2,170)	—	(35,471)
Impairment	—	—	(457)	—	(6,591)	(7,048)
At 31 December 2020, net of accumulated depreciation and impairment	7,294,542	147,424	4,362,249	109,727	1,039,900	12,953,842
At 31 December 2020:						
Cost	9,170,554	395,140	9,825,719	271,746	1,039,900	20,703,059
Accumulated depreciation and impairment	(1,876,012)	(247,716)	(5,463,470)	(162,019)	—	(7,749,217)
Net carrying amount	7,294,542	147,424	4,362,249	109,727	1,039,900	12,953,842

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14. PROPERTY, PLANT AND EQUIPMENT (continued)

	Land and buildings RMB'000	Leasehold improvements RMB'000	Machinery, computers and office equipment RMB'000	Motor vehicles RMB'000	Construction in progress RMB'000	Total RMB'000
31 December 2019						
At 31 December 2018 and at 1 January 2019:						
Cost	7,018,734	316,601	8,244,247	287,672	1,296,044	17,163,298
Accumulated depreciation and impairment	(1,564,633)	(143,377)	(5,093,757)	(167,419)	—	(6,969,186)
Net carrying amount	5,454,101	173,224	3,150,490	120,253	1,296,044	10,194,112
At 1 January 2019, net of accumulated depreciation and impairment	5,454,101	173,224	3,150,490	120,253	1,296,044	10,194,112
Additions	17,014	131,234	1,426,845	21,868	462,358	2,059,319
Disposals	(108,765)	(8,187)	(207,090)	(6,297)	(103,100)	(433,439)
Depreciation provided during the year	(225,377)	(81,930)	(934,967)	(25,143)	—	(1,267,417)
Transfers	191,860	—	291,718	8	(483,586)	—
Exchange realignments	(1,485)	286	3,828	—	—	2,629
At 31 December 2019, net of accumulated depreciation and impairment	5,327,348	214,627	3,730,824	110,689	1,171,716	10,555,204
At 31 December 2019:						
Cost	7,052,993	363,744	9,060,620	281,759	1,171,716	17,930,832
Accumulated depreciation and impairment	(1,725,645)	(149,117)	(5,329,796)	(171,070)	—	(7,375,628)
Net carrying amount	5,327,348	214,627	3,730,824	110,689	1,171,716	10,555,204

As at 31 December 2020, the Group was in the process of obtaining the real estate title certificates for buildings located in Nanjing, Shenzhen and Shanghai, the PRC, with a net carrying value of approximately RMB2,033,892,000 (2019: RMB2,929,703,000).

15. INVESTMENT PROPERTIES

	2020 **RMB'000**	2019 RMB'000
Fair value		
Carrying amount at 1 January	**1,957,242**	2,011,999
Additions (from acquisition)	**96,901**	—
Net gain from a fair value adjustment (note 6)	**1,758**	7,243
Transfer to owner-occupied property	**(20,667)**	(62,000)
Carrying amount at 31 December	**2,035,234**	1,957,242

The Group's investment properties consist of five commercial properties in Mainland China. The Group's investment properties were revalued on 31 December 2020 based on valuations performed by Beijing Colliers International and Jones Lang LaSalle, both independent professionally qualified valuers, at RMB2,035,234,000. Each year, the Group's property manager and the chief financial officer decide, after approval from the audit committee, to appoint which external valuer to be responsible for the external valuations of the Group's properties. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained. The Group's property manager and the chief financial officer have discussions with the valuer on the valuation assumptions and valuation results twice a year when the valuation is performed for interim and annual financial reporting.

The investment properties are leased to a related party, Shenzhen Zhongxing Hetai Hotel Investment and Management Company Limited ("Zhongxing Hetai") and third parties under operating leases, further summarised details of which are included in note 16 to the financial statements.

Fair value hierarchy

The following table illustrates the fair value measurement hierarchy of the Group's investment properties:

	Fair value measurement as at 31 December 2020 using			
	Quoted prices in active markets (Level 1) RMB'000	**Significant observable inputs (Level 2) RMB'000**	**Significant unobservable inputs (Level 3) RMB'000**	**Total RMB'000**
Recurring fair value measurement for:				
Commercial properties	**—**	**—**	**2,035,234**	**2,035,234**

	Fair value measurement as at 31 December 2019 using			
	Quoted prices in active markets (Level 1) RMB'000	Significant observable inputs (Level 2) RMB'000	Significant unobservable inputs (Level 3) RMB'000	Total RMB'000
Recurring fair value measurement for:				
Commercial properties	—	—	1,957,242	1,957,242

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3.

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15. INVESTMENT PROPERTIES (continued)

Fair value hierarchy (continued)

Reconciliation of fair value measurements categorised within Level 3 of the fair value hierarchy:

	Commercial properties RMB'000
Carrying amount at 1 January 2019	2,011,999
Net gain from a fair value adjustment recognised in other income and gains in profit or loss	7,243
Transfer to owner-occupied property	(62,000)
Carrying amount at 31 December 2019	1,957,242
Carrying amount at 1 January 2020	**1,957,242**
Additions (from acquisition)	**96,901**
Net gain from a fair value adjustment recognised in other income and gains in profit or loss	**1,758**
Transfer to owner-occupied property	**(20,667)**
Carrying amount at 31 December 2020	**2,035,234**

Below is a summary of the valuation technique used and the key inputs to the valuation of investment properties:

	Valuation technique	**Significant unobservable inputs**	**Range or weighted average** 2020	2019
Commercial properties	Discounted cash flow method	Estimated rental value (per sq. m. and per month)	**RMB43 to RMB513**	RMB51 to RMB513
		Rent growth (p.a.)	**2% to 5%**	2% to 5%
		Long-term vacancy rate	**0.5% to 30%**	0.5% to 5.9%
		Discount rate	**7.50% to 8.25%**	7.50% to 8.25%

Valuations were based on the capitalisation of net rental income derived from the existing tenancies with allowance for the reversionary income potential of the properties, using discount rates that reflect current market assessments of the uncertainty in the amount and timing of the cash flows. The resultant figures are adjusted back to present values to reflect the existing state of the properties at the end of the reporting period.

Under the discounted cash flow method, fair value is estimated using assumptions regarding the benefits and liabilities of ownership over the asset's life including an exit or terminal value. This method involves the projection of a series of cash flows on a property interest. A market-derived discount rate is applied to the projected cash flows in order to establish the present value of the income stream associated with the asset. The exit yield is normally separately determined and differs from the discount rate.

The duration of the cash flows and the specific timing of inflows and outflows are determined by events such as rent reviews, lease renewal and related reletting, redevelopment or refurbishment. The appropriate duration is driven by market behaviour that is a characteristic of the class of property. The periodic cash flows are estimated as gross income less vacancy, non-recoverable expenses, collection losses, lease incentives, maintenance costs, agent and commission costs and other operating and management expenses. The series of periodic net operating income, along with an estimate of the terminal value anticipated at the end of the projection period, is then discounted.

15. INVESTMENT PROPERTIES (continued)

Fair value hierarchy (continued)

A significant increase in the discount rate in isolation would result in a significant decrease in the fair value of the investment properties. Generally, a change in the assumption made for the estimated rental value is accompanied by a directionally similar change in the rent growth per annum and the discount rate and an opposite change in the long-term vacancy rate.

16. LEASES

The Group as a lessee

The Group has lease contracts for various items of prepaid land lease payments, buildings, motor vehicles and other equipment used in its operations. Leases of prepaid land lease payments generally have lease terms between 18 years and 63 years. Buildings have lease terms between 1 and 10 years, while motor vehicles generally have lease terms between 1 and 5 years. Other equipment generally has lease terms between 1 and 2 years. Generally, the Group is restricted from assigning and subleasing the leased assets outside the Group. There are several lease contracts that include extension and termination options which are further discussed below.

(a) Right-of-use assets

The carrying amounts of the Group's right-of-use assets and the movements during the year are as follows:

	Leasehold land RMB'000	Buildings RMB'000	Motor vehicles RMB'000	Other equipment RMB'000	Total RMB'000
As at 1 January 2019	5,020,556	902,642	40,736	8,886	5,972,820
Additions	67,466	427,607	80,424	114,356	689,853
Exchange realignment	—	13,716	(24)	306	13,998
Derecognition	(2,589,521)	—	—	—	(2,589,521)
Transfer to construction in progress	(33,808)	—	—	—	(33,808)
Depreciation charged to profit or loss	(59,525)	(385,208)	(43,621)	(96,039)	(584,393)
As at 31 December 2019 and 1 January 2020	2,405,168	958,757	77,515	27,509	3,468,949
Additions	346,789	299,975	11,646	74,423	732,833
Additions as a result of acquisition of a subsidiary	1,380	—	—	—	1,380
Exchange realignment	—	2,876	835	(224)	3,488
Transfer to construction in progress	(33,808)	—	—	—	(33,808)
Depreciation charged to profit or loss	(37,705)	(274,565)	(59,628)	(71,909)	(443,808)
As at 31 December 2020	**2,681,824**	**987,043**	**30,368**	**29,799**	**3,729,034**

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16. LEASES (continued)

The Group as a lessee (continued)

(b) Lease liabilities

The carrying amount of lease liabilities and the movements during the year are as follows:

	2020 **RMB'000**	2019 RMB'000
Carrying amount at 1 January	**1,165,502**	952,264
New leases	**732,731**	622,387
Exchange realignment	**37,780**	(15,920)
Accretion of interest recognised during the year	**72,545**	81,261
Payments	**(837,238)**	(474,490)
Carrying amount at 31 December	**1,171,320**	1,165,502
Analysed into:		
Current portion	**453,134**	520,208
Non-current portion	**718,186**	645,294

The maturity analysis of lease liabilities is disclosed in note 51 to the financial statements.

As disclosed in note 2.2 to the financial statements, the Group has early adopted the amendment to HKFRS 16 and applied the practical expedient to all eligible rent concessions granted by the lessors for leases of certain items of plant and equipment during the year.

(c) The amounts recognised in profit or loss in relation to leases are as follows:

	2020 **RMB'000**	2019 RMB'000
Interest on lease liabilities	**72,545**	81,261
Deprecation charged to profit or loss	**(443,808)**	(584,393)
Expense relating to short-term leases	**(234,305)**	(330,496)
Total amount recognised in profit or loss	**(605,568)**	(833,628)

(d) The total cash outflow for leases and future cash outflows relating to leases are disclosed in note 52 and note 51, respectively, to the financial statements.

16. LEASES (continued)

The Group as a lessor

(a) Operating leases

The Group leases its investment properties (note 15) consisting of Zhongxing Hetai commercial properties in Mainland China under operating lease arrangements. The terms of the leases generally require the tenants to pay security deposits and provide for periodic rent adjustments according to the then prevailing market conditions. Rental income recognised by the Group during the year was RMB138,064,000 (2019: RMB128,698,000), details of which are included in note 5 to the financial statements.

At 31 December 2020, the undiscounted lease payments receivable by the Group in future periods under non-cancellable operating leases with its tenants are as follows:

	2020 **RMB'000**	2019 RMB'000
Within one year	**132,843**	132,482
In the second to fifth years, inclusive	**212,373**	291,090
After five years	**164,453**	213,724
	509,669	637,296

(b) Finance leases

Derecognition gain recognised by the Group in relation to the land site No. T208-0049 was RMB2,662,740,000 in 2019, and finance income on a net investment in a lease recognised by the Group during the year was RMB59,509,000 (2019: RMB26,947,000). Details are included in note 5 to the financial statements.

At 31 December 2020, the undiscounted lease payments receivable by the Group in future periods under finance leases with its tenants are as follows:

	2020 **RMB'000**	2019 RMB'000
In the second to third years, inclusive	**1,824,100**	–
In the third to fourth years, inclusive	**–**	1,824,100
Less: Unrealised finance income	**182,996**	242,505
Net investment in the lease	**1,641,104**	1,581,595

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17. GOODWILL

	RMB'000
Cost at 1 January 2020, net of accumulated impairment	**186,206**
Impairment during the year	**—**
Exchange realignment	**—**
Net carrying amount at 31 December 2020	**186,206**

	RMB'000
At 31 December 2020:	
Cost	**309,469**
Accumulated impairment	**(123,263)**
Net carrying amount	**186,206**

Impairment testing of goodwill

Zhuhai Guangtong Bus Co., Ltd. transferred material assets to ZTE Smart Auto Company Limited, its parent company, during 2019. Management was of the view that Zhuhai Guangtong Bus Co., Ltd. should be combined with ZTE Smart Auto Company Limited into one cash-generating unit ("CGU"). Management was also of the view that Suzhou Laxense Technology Co., Ltd. and NETAS TELEKOMUNIKASYON A.S. were relatively independent asset groups not related to other business segments of the Group. Hence these two companies were each accounted for as a CGU.

Goodwill acquired through business combinations is allocated to the following cash-generating units for impairment testing:

- Suzhou Laxense Technology Co., Ltd. ("Suzhou Laxense Technology CGU")
- Netas Telekomünikasyon Anonim Sirketi ("Netas CGU")
- Zhuhai Guangtong Bus Co., Ltd. ("Bus CGU")

The goodwill allocated to Suzhou Laxense Technology CGU and Netas CGU had been fully impaired in 2018.

Bus CGU

In 2019, Zhuhai Guangtong Bus Co., Ltd. and ZTE Smart Auto Company Limited were combined into a portfolio of asset groups. As a result, the portfolio of asset groups determined on the date of acquisition and at the time of the performance of impairment test in the previous year was modified.

The recoverable amount of the Bus CGU was determined based on a value-in-use calculation using cash flow projections based on financial budgets covering a five-year period approved by senior management. The discount rate applied to the cash flow projections was 13.41% and cash flows beyond the five-year period were extrapolated using a growth rate of 2.62%.

The carrying amount of goodwill allocated to each of the CGUs is as follows:

	Suzhou Laxense CGU RMB'000	Netas CGU RMB'000	Bus CGU RMB'000	Total RMB'000
As at 31 December 2019	—	—	186,206	186,206
As at 31 December 2020	**—**	**—**	**186,206**	**186,206**

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17. GOODWILL (continued)

Assumptions were used in the value-in-use calculation of the Suzhou Laxense Technology, Netas and Bus cash-generating units at 31 December 2020 and 31 December 2019. The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of goodwill:

Budgeted gross margins — The basis used to determine the value assigned to the budgeted gross margins is the average gross margins achieved in the year immediately before the budget year, increased for expected efficiency improvements, and expected market development.

Discount rates — The discount rates used are before tax and reflect specific risks relating to the relevant units.

18. OTHER INTANGIBLE ASSETS

	Technology know-how RMB'000	Computer software RMB'000	Franchise RMB'000	Deferred development costs RMB'000	Total RMB'000
31 December 2020					
Cost at 1 January 2020, net of accumulated amortisation and impairment	**7,930**	**487,157**	**349,347**	**6,345,627**	**7,190,061**
Additions	**11,270**	**343,047**	**163,741**	**2,326,265**	**2,844,323**
Acquisition of a subsidiary	**145,736**	**8,358**	**734,559**	**—**	**888,653**
Retirements and disposals	**(5,830)**	**(9,613)**	**(31)**	**(83,915)**	**(99,389)**
Amortisation provided during the year	**(22,552)**	**(230,393)**	**(214,581)**	**(1,595,042)**	**(2,062,568)**
Impairment during the year	**(12,205)**	**—**	**—**	**—**	**(12,205)**
Exchange realignment	**—**	**(7,793)**	**17,233**	**—**	**9,440**
At 31 December 2020	**124,349**	**590,763**	**1,050,268**	**6,992,935**	**8,758,315**
At 31 December 2020:					
Cost	**305,580**	**966,048**	**2,061,042**	**16,264,545**	**19,597,215**
Accumulated amortisation and impairment	**(181,231)**	**(375,285)**	**(1,010,774)**	**(9,271,610)**	**(10,838,900)**
Net carrying amount	**124,349**	**590,763**	**1,050,268**	**6,992,935**	**8,758,315**
31 December 2019					
Cost at 1 January 2019, net of accumulated amortisation and impairment	70,613	409,896	371,926	5,417,853	6,270,288
Additions	12,142	232,207	183,743	2,324,458	2,752,550
Retirements and disposals	(25,920)	(11,437)	(27)	(59,312)	(96,696)
Amortisation provided during the year	(48,905)	(144,556)	(204,191)	(1,337,372)	(1,735,024)
Exchange realignment	—	1,047	(2,104)	—	(1,057)
At 31 December 2019	7,930	487,157	349,347	6,345,627	7,190,061
At 31 December 2019:					
Cost	157,517	707,951	1,152,934	14,022,195	16,040,597
Accumulated amortisation and impairment	(149,587)	(220,794)	(803,587)	(7,676,568)	(8,850,536)
Net carrying amount	7,930	487,157	349,347	6,345,627	7,190,061

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19. INVESTMENTS IN JOINT VENTURES

	2020 RMB'000	2019 RMB'000
Share of net assets	**178,430**	96,312
Goodwill on acquisition	**26,592**	26,592
Provision for impairment	**—**	(8,389)
	205,022	114,515

The Group's balances of trade receivables with joint ventures are disclosed in note 22 to the financial statements. The amounts due from joint ventures are unsecured and interest-free.

There is no individually material joint venture of the Group.

The following table illustrates the aggregate financial information of the Group's joint ventures that are not individually material:

	2020 RMB'000	2019 RMB'000
Share of the joint ventures' loss for the year	**(9,493)**	(17,001)
Share of the joint ventures' total comprehensive loss	**(9,493)**	(17,001)
Aggregate carrying amount of the Group's investments in the joint ventures	**205,022**	114,515

20. INVESTMENTS IN ASSOCIATES

	2020 RMB'000	2019 RMB'000
Share of net assets	**1,027,276**	2,015,173
Goodwill on acquisition	**572,876**	1,216,115
	1,600,152	3,231,288
Provision for impairment	**(91,371)**	(1,018,515)
	1,508,781	2,212,773

The Group's balances of trade receivables and trade payables with associates are disclosed in notes 22 and 32 to the financial statements, respectively.

The following table illustrates the aggregate financial information of the Group's associates that are not individually material:

	2020 RMB'000	2019 RMB'000
Share of the associates' loss for the year	**(411,022)**	(26,628)
Share of the associates' total comprehensive loss	**(412,178)**	(26,628)
Aggregate carrying amount of the Group's investments in the associates	**1,508,781**	1,568,773

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21. FINANCIAL ASSETS AT FAIR VALUE THROUGH PROFIT OR LOSS

		2020 RMB'000	2019 RMB'000
Current assets			
Equity investments at fair value through profit or loss	(i)		
— Listed equity investments, at fair value		**507,821**	523,227
Wealth management products	(ii)	**529,085**	37,435
		1,036,906	560,662
Non-current assets			
Equity investments designated at fair value through profit or loss	(i)		
— Unlisted equity investments, at fair value		**1,536,741**	1,594,254
		1,536,741	1,594,254
		2,573,647	2,154,916

(i) The above equity investments at 31 December 2020 were classified as financial assets at fair value through profit or loss, as the Group has not elected to recognise the fair value gain or loss through other comprehensive income.

The fair values of the listed equity investments determined are based on the closing prices quoted in active markets. They are accounted for using their fair values based on the quoted market prices (level 1: quoted price (unadjusted) in active markets) without deduction for transaction costs. The fair value of the equity investment in the listed company which was subject to a lockup period has been estimated using the closing price quoted in the active stock market discounted by the percentage of the lack of marketability during the lockup period (level 3: significant unobservable inputs).

The fair values of the unlisted equity investments are measured using a valuation technique with unobservable inputs and hence categorised within level 3 of the fair value hierarchy. The major assumptions used in the valuation for investments in private companies are disclosed in note 49 to the financial statements.

(ii) The above debt investments at 31 December 2020 were wealth management products issued by banks in Mainland China. They were mandatorily classified as financial assets at fair value through profit or loss as their contractual cash flows are not solely payments of principal and interest.

None of these investments are past due. The fair values are based on cash flows discounted using the expected return based on management judgement and are within level 2 of the fair value hierarchy.

(iii) Amounts recognised in profit or loss

	2020 RMB'000
Fair value changes of:	
Equity investments at fair value through profit or loss	
— Listed equity investments, at fair value	**(16,234)**
— Unlisted equity investments, at fair value	**153,859**
Wealth management products	**(130)**
	137,495

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22. TRADE RECEIVABLES/LONG-TERM TRADE RECEIVABLES

	2020 **RMB'000**	2019 RMB'000
Trade receivables	**28,316,939**	35,766,089
Impairment	**(9,746,341)**	(13,168,203)
	18,570,598	22,597,886
Current portion	**(15,891,020)**	(19,778,280)
Long-term portion	**2,679,578**	2,819,606

Progress payment for telecommunications system contracts is normally made in accordance with the agreed payment schedule. The Group's trading terms with its major customers are mainly on credit, except for new customers, where payment in advance is normally required. The credit period is generally 90 days and is extendable up to one year depending on customers' creditworthiness except for certain overseas customers. The credit terms for major customers are reviewed regularly by senior management. The Group seeks to maintain strict control over its outstanding receivables and has a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management. In view of the aforementioned, there is no significant concentration of credit risk.

An ageing analysis of the trade receivables as at the end of the reporting period, based on the invoice date and net of loss allowance, is as follows:

	2020 **RMB'000**	2019 RMB'000
Within 6 months	**16,139,416**	18,838,561
6 to 12 months	**1,106,378**	2,331,934
1 to 2 years	**1,192,777**	1,061,611
2 to 3 years	**132,027**	365,780
	18,570,598	22,597,886
Current portion of trade receivables	**(15,891,020)**	(19,778,280)
Long-term portion	**2,679,578**	2,819,606

The movements in the loss provision for impairment of trade receivables are as follows:

	2020 **RMB'000**	2019 RMB'000
At beginning of year	**13,168,203**	12,412,280
Impairment losses, net (note 6)	**307,291**	1,817,629
Amount written off as uncollectible	**(3,366,645)**	(1,359,859)
Fluctuation in exchange	**(362,508)**	298,153
At end of year	**9,746,341**	13,168,203

Impairment under HKFRS 9 for the year ended 31 December 2020

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, customer type and rating). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity.

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22. TRADE RECEIVABLES/LONG-TERM TRADE RECEIVABLES (continued)

Set out below is the information about the credit risk exposure on the Group's trade receivables using a provision matrix:

As at 31 December 2020

	Past due					
	Within 6 months	**6 to 12 months**	**1 to 2 years**	**2 to 3 years**	**Over 3 years**	**Total**
Expected credit loss rate	**7%**	**21%**	**41%**	**90%**	**100%**	**34%**
Gross carrying amount	**17,435,771**	**1,398,525**	**2,030,116**	**1,372,649**	**6,079,878**	**28,316,939**
Expected credit losses	**1,296,354**	**292,148**	**837,339**	**1,240,622**	**6,079,878**	**9,746,341**

As at 31 December 2019

	Past due					
	Within 6 months	6 to 12 months	1 to 2 years	2 to 3 years	Over 3 years	Total
Expected credit loss rate	11%	13%	76%	81%	100%	37%
Gross carrying amount	21,102,244	2,675,234	4,353,567	1,956,298	5,678,746	35,766,089
Expected credit losses	2,263,683	343,300	3,291,956	1,590,518	5,678,746	13,168,203

The balances due from the controlling shareholder, joint ventures, associates and other related companies included in the above are as follows:

	2020 RMB'000	2019 RMB'000
The controlling shareholder	**—**	33
Joint ventures	**9,513**	17,772
Entities controlled by the controlling shareholder	**241**	241
Associates	**153,678**	339,274
Other related companies	**9,433**	10,256
	172,865	367,576

The balances are unsecured, non-interest-bearing and on credit terms similar to those offered to the major customers of the Group.

The Group has pledged trade receivables of RMB15,860,000 to secure the bank borrowings (note 35) (2019: RMB67,852,000).

23. FACTORED TRADE RECEIVABLES/FACTORED LONG-TERM TRADE RECEIVABLES

As part of its normal business, the Group enters into some trade receivables factoring arrangements (the "Arrangements") and transferred certain trade receivables to banks. None of these financial assets are past due. Some of the trade receivables are not derecognised in their entirety and some of them are derecognised in their entirety but for which the Group retains continuing involvement. More details are set out in note 44.

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24. DEFERRED TAX

The movements in deferred tax assets and liabilities during the year are as follows:

	2020 RMB'000	2019 RMB'000
Deferred tax assets and liabilities:		
At 1 January	**2,339,312**	2,632,749
Deferred tax arising from business combination	**128,147**	—
Deferred tax charged to profit or loss during the year (note 11)	**835,325**	(293,437)
At 31 December	**3,302,784**	2,339,312

	2020 RMB'000	2019 RMB'000
Deferred tax assets:		
Unrealised profits arising on consolidation	**464,969**	423,705
Provision against inventories	**266,314**	241,636
Foreseeable contract losses	**213,629**	239,826
Amortisation of intangible assets	**279,142**	284,946
Provision for warranties	**40,938**	43,957
Provision for retirement benefits	**29,277**	32,635
Tax losses	**1,599,119**	738,940
Other payables and accruals	**545,809**	464,503
Overseas tax	**262,196**	129,658
Equity-settled share options	**74,476**	48,019
Lease liabilities	**165,721**	166,110
	3,941,590	2,813,935
Deferred tax liabilities:		
Changes in fair value of investment property	**(163,635)**	(163,132)
Changes in fair value of financial assets at fair value through profit or loss	**(99,174)**	(63,757)
Fair value adjustment of business combinations not under common control	**(161,065)**	(40,233)
Right-of-use assets	**(157,082)**	(156,391)
Others	**(57,850)**	(51,110)
	(638,806)	(474,623)
	3,302,784	2,339,312

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24. DEFERRED TAX (continued)

For presentation purposes, certain deferred tax assets and liabilities have been offset in the statement of financial position. The following is an analysis of the deferred tax balances of the Group for financial reporting purposes:

	2020 RMB'000	2019 RMB'000
Net deferred tax assets recognised in the consolidated statement of financial position	**3,437,101**	2,511,372
Net deferred tax liabilities recognised in the consolidated statement of financial position	**(134,317)**	(172,060)
	3,302,784	2,339,312

Deferred tax assets have not been recognised in respect of the following items:

	2020 RMB'000	2019 RMB'000
Tax losses	**5,103,043**	4,286,930
Deductible temporary differences	**140,840**	10,189
	5,243,883	4,297,119

The tax losses that have not been recognised as deferred tax assets will expire as follows:

	2020 RMB'000	2019 RMB'000
2020	**–**	171,744
2021	**103,206**	373,813
2022	**106,593**	352,484
2023	**372,143**	285,530
2024	**341,724**	257,618
2025 and thereafter	**4,179,377**	2,845,741
	5,103,043	4,286,930

The Group recognises deferred tax assets based on deductible temporary differences. In relation to deferred income tax relating to deductible tax loss and tax allowance, the Group expects to generate sufficient taxable income prior to the expiry of deductible tax loss and tax allowance.

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25. CASH AND CASH EQUIVALENTS AND PLEDGED DEPOSITS

	2020 RMB'000	2019 RMB'000
Cash and bank balances	**38,613,389**	36,238,157
Less:		
Pledged deposits — non-current	**(2,953,557)**	(2,928,810)
Pledged deposits — current	**(1,683,733)**	(3,343,511)
Time deposits with original maturity of over three months	**(2,573,043)**	(1,460,036)
Cash and cash equivalents	**31,403,056**	28,505,800
Time deposits with original maturity of less than three months	**(700,520)**	(4,848,250)
Unrestricted cash and bank balances	**30,702,536**	23,657,550

At the end of the reporting period, the cash and bank balances of the Group denominated in Renminbi amounted to approximately RMB27,401,032,000 (2019: RMB25,594,019,000). The Renminbi is not freely convertible into other currencies, however, under Mainland China's Foreign Exchange Control Regulations and Administration of Settlement, Sale and Payment of Foreign Exchange Regulations, the Group is permitted to exchange Renminbi for other currencies through banks authorised to conduct foreign exchange business.

Pledged deposits included the deposits as at 31 December 2020 of RMB180,812,000 (2019: RMB887,492,000) with the People's Bank of China held by ZTE Group Finance Company Limited, at a statutory reserve rate of 6% (2019: 6%).

Cash at banks earns interest at floating rates based on daily bank deposit rates. Time deposits are made for varying periods of between seven days and over three months depending on the immediate cash requirements of the Group, and earn interest at the respective time deposit rates. Time deposits with original maturity of over three months are not included in cash and cash equivalents. The bank balances and pledged deposits are deposited with creditworthy banks with no recent history of default.

26. LONG-TERM PREPAYMENTS, DEPOSITS AND OTHER RECEIVABLES

	2020 RMB'000	2019 RMB'000
Prepayments for purchase of property, plant and equipment and right-of-use assets	**967,600**	714,225
Prepayments for corporate income tax	**241,137**	173,269
Long-term deposits	**351,623**	359,281
Other assets	**1,765,940**	1,648,523
	3,326,300	2,895,298

27. INVENTORIES

	2020 RMB'000	2019 RMB'000
Raw materials	**12,846,287**	5,300,413
Work in progress	**1,358,892**	1,188,235
Finished goods	**2,387,251**	2,572,771
Contract costs	**7,075,271**	7,904,860
Contract works in progress	**10,021,605**	10,722,229
	33,689,306	27,688,508

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28. CONTRACT ASSETS

	31 December 2020 RMB'000	31 December 2019 RMB'000
Contract assets	**9,237,256**	9,987,937
Impairment	**(310,845)**	(450,087)
	8,926,411	9,537,850

During the year ended 31 December 2020, RMB310,845,000 was recognised as an allowance for expected credit losses on contract assets. The Group's trading terms and credit policy with customers are disclosed in note 22 to the financial statements.

The expected timing of recovery or settlement for contract assets as at 31 December is as follows:

	2020 RMB'000	2019 RMB'000
Within one year	**8,926,411**	9,537,850

The movements in the loss allowance for impairment of contract assets are as follows:

	2020 RMB'000	2019 RMB'000
At beginning of year	**450,087**	152,485
Impairment losses recognised (note 6)	**70,300**	294,632
Amount written off as uncollectible	**(199,825)**	—
Fluctuation in exchange	**(9,717)**	2,970
At end of year	**310,845**	450,087

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates for the measurement of the expected credit losses for the contract assets are based on those of the trade receivables as the contract assets and the trade receivables are from the same customer bases.

Set out below is the information about the credit risk exposure on the Group's contract assets using a provision matrix:

	2020	2019
Expected credit loss rate	**3.37%**	4.51%
Gross carrying amount (RMB'000)	**9,237,256**	9,987,937
Expected credit losses (RMB'000)	**310,845**	450,087

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29. DEBT INVESTMENTS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2020 RMB'000	2019 RMB'000
Debt investments at fair value through other comprehensive income	**1,972,063**	2,432,325
Impairment (note 6)	**(1,439)**	(1,936)
	1,970,624	2,430,389

Bills receivable are classified as debt investments at fair value through other comprehensive income under HKFRS 9, as these were held within a business model with the objective of both holding to collect contractual cash flows and selling.

For debt investments at fair value through other comprehensive income, the Group applies the low credit risk simplification. At each reporting date, the Group evaluates whether the debt investments are considered to have low credit risk using all reasonable and supportable information that is available without undue cost or effort. In making that evaluation, the Group reassesses the external credit ratings of the debt investments. In addition, the Group considers that there has been a significant increase in credit risk when contractual payments are more than 30 days past due.

30. PREPAYMENTS, OTHER RECEIVABLES AND OTHER ASSETS

	2020 RMB'000	2019 RMB'000
Prepayments	**321,792**	402,525
Deposits and other receivables	**9,326,581**	8,624,170
Dividends receivable	**—**	3,081
Interest receivable	**64,353**	890
Advances and loans	**56,646**	56,834
Impairment allowance (note 6)	**(202,186)**	(240,137)
	9,567,186	8,847,363

Expected credit losses are estimated by applying a loss rate approach with reference to the historical loss record of the Group. The loss rate is adjusted to reflect the current conditions and forecasts of future economic conditions, as appropriate.

The balances due from the controlling shareholder, associates and other related companies included in the above are as follows:

	2020 RMB'000	2019 RMB'000
The controlling shareholder	**—**	73
Associates	**119,065**	74,991
Other related companies	**—**	459
	119,065	75,523

The amounts due from the controlling shareholder, associates and other related companies are unsecured, non-interest-bearing and are repayable on demand.

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31. DERIVATIVE FINANCIAL INSTRUMENTS

	2020		2019	
	Assets RMB'000	**Liabilities RMB'000**	Assets RMB'000	Liabilities RMB'000
Forward currency contracts	**36,118**	**(153,961)**	106,065	(126,223)
Current portion	**36,118**	**(153,961)**	106,065	(126,223)

Forward currency contracts

The carrying amounts of forward currency contracts were the same as their fair values. The above transactions involving derivative financial instruments were with various well-known banks in Mainland China and Hong Kong with credit ratings of A- or above.

32. TRADE AND BILLS PAYABLES

An ageing analysis of the trade and bills payables as at the end of the reporting period, based on the invoice date, is as follows:

	2020 RMB'000	2019 RMB'000
Within 6 months	**27,768,161**	26,928,446
6 to 12 months	**371,996**	398,107
1 to 2 years	**181,788**	194,548
2 to 3 years	**155,278**	166,176
Over 3 years	**38,566**	41,273
	28,515,789	27,728,550

The balances due to the controlling shareholder, joint ventures, associates and other related companies included in the above are as follows:

	2020 RMB'000	2019 RMB'000
The controlling shareholder	**–**	6,494
Joint ventures	**217**	30
Entities controlled by the controlling shareholder	**147,788**	83,206
Associates	**909,655**	352,743
Other related companies	**49,606**	3,634
	1,107,266	446,107

The balances are unsecured, non-interest-bearing and are repayable on demand.

The trade payables are non-interest-bearing and are normally settled on 180-day terms.

33. CONTRACT LIABILITIES

	2020 RMB'000	2019 RMB'000
Consideration received	**14,998,172**	14,517,057

Contract liabilities include short-term advances received to deliver hardware products and render installation, construction and management services.

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34. OTHER PAYABLES AND ACCRUALS

	Notes	2020 RMB'000	2019 RMB'000
Other payables	(a)	**5,370,457**	5,156,342
Advance receipts for the staff housing scheme		**633,222**	51,066
Accruals		**9,237,409**	8,325,386
Due to the controlling shareholder		**308**	310
Due to other related companies	(b)	**85,403**	526,521
		15,326,799	14,059,625

Notes:

(a) Other payables are non-interest-bearing and have an average term of three months.

(b) The balance is unsecured, non-interest-bearing and is repayable on demand.

35. INTEREST-BEARING BANK BORROWINGS

	2020			2019		
	Effective interest rate (%)	**Maturity**	**RMB'000**	Effective interest rate (%)	Maturity	RMB'000
Current						
Bank loans – unsecured	**0-18.2500**	**2021**	**2,131,055**	0-18.2500	2020	18,642,749
Bank loans – unsecured	**20.7500-42.0000**	**2021**	**–**	20.7500-42.0000	2020	224,530
Bank loans – unsecured	**3MLIBOR+1.3500-2.2000**	**2021**	**110,846**	3MLIBOR+1.3500-2.2000	2020	1,305,821
Bank loans – unsecured	**6MLIBOR+0.7000-1.9000**	**2021**	**3,260,200**	6MLIBOR+0.7000-1.9000	2020	2,444,050
Bank loans – unsecured	**12MLIBOR+1.8000**	**2021**	**29,603**	12MLIBOR+1.8000	2020	156,542
Bank loans – unsecured	**LPR+0.0500-0.9200**	**2021**	**5,198,000**	LPR+0.0500-0.9200	2020	2,969,000
Bank loans – unsecured	**3MEURIBOR+1.1000**	**2021**	**866,333**	3MEURIBOR+1.1000	2020	845,327
Bank loans – guaranteed	**4.7500-5.7000**	**2021**	**50,000**	4.7500-5.7000	2020	10,000
Bank loans – secured	**2.7800-18.0000**	**2021**	**563,666**	2.7800-18.0000	2020	140,000
Bank loans – secured	**LPR+1.10**	**2021**	**1,000**	LPR+1.10	2020	–
			12,210,703			26,738,019
Non-current						
Bank loans – guaranteed	**3MLIBOR+1.6%**	**2023**	**1,956,120**	–	2023	–
Bank loans – guaranteed	**3MLIBOR+1.8%**	**2025**	**326,020**	3MLIBOR+1.8%	2025	–
Bank loans – secured	**4.7500-6.9000**	**2022**	**83,341**	4.7500-6.9000	2022	92,050
Bank loans – secured	**4.7500-6.9000**	**2023**	**85,323**	4.7500-6.9000	2023	–
Bank loans – secured	**4.7500-6.9000**	**2027**	**–**	4.7500-6.9000	2027	20,159
Bank loans – secured	**LPR+90BP-6.9000**	**2022**	**58,515**	LPR+90BP-6.9000	2022	–
Bank loans – secured	**LPR+90BP-6.9000**	**2024**	**4,000**	LPR+90BP-6.9000	2024	–
Bank loans – secured	**LPR+90BP-6.9000**	**2027**	**74,719**	LPR+90BP-6.9000	2027	–
Bank loans – unsecured	**6MLIBOR+1.4000-1.70000**	**2022**	**2,559,257**	6MLIBOR+1.4000-1.70000	2022	3,700,990
Bank loans – unsecured	**6MLIBOR+1.4000-1.70000**	**2023**	**1,173,674**	6MLIBOR+1.4000-1.70000	2023	–
Bank loans – unsecured	**LPR+0.4400-0.6500**	**2021**	**–**	LPR+0.4400-0.6500	2021	185,000
Bank loans – unsecured	**LPR+0.4400-0.6500**	**2022**	**6,765,900**	LPR+0.4400-0.6500	2022	1,900,000
Bank loans – unsecured	**LPR+0.4400-0.6500**	**2023**	**9,018,650**	LPR+0.4400-0.6500	2023	–
Bank loans – unsecured	**–**	**–**	**–**	4.7500-12.5600	2021	2,061,499
Bank loans – unsecured	**4.7500-12.5600**	**2022**	**446,994**	4.7500-12.5600	2022	2,082,556
Bank loans – unsecured	**4.7500-12.5600**	**2023**	**58,882**	4.7500-12.5600	2023	–
Bank loans – unsecured	**0.7500**	**2023**	**2,909**	0.7500	2023	2,839
			22,614,304			10,045,093
			34,825,007			36,783,112

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35. INTEREST-BEARING BANK BORROWINGS (continued)

	2020 RMB'000	2019 RMB'000
Analysed into:		
Bank loans repayable:		
Within one year or on demand	**12,210,703**	26,738,019
In the second year	**9,914,007**	2,246,499
In the third to fifth years, inclusive	**12,625,578**	7,778,435
Over five years	**74,719**	20,159
	34,825,007	36,783,112

Note:

Except for bank loans of approximately RMB23,943,000 (2019: RMB26,255,000) which are denominated in Renminbi, all the Group's borrowings are in United States dollars and other foreign currencies.

Except for bank loans with a carrying amount of RMB3,392,000 (2019: RMB24,710,000), all borrowings of the Group bear interest at floating interest rates.

The Group's secured bank loans and banking facilities are secured by:

	2020 RMB'000	2019 RMB'000
Land use rights	**282,267**	312,418
Pledged bank deposits	**3,869,855**	2,444,871
Fixed assets	**608,213**	394,244
Trade receivables and contract assets	**188,303**	222,860
	4,948,638	3,374,393

Certain of the Group's bank loans are guaranteed by:

	2020 RMB'000	2019 RMB'000
Entities within the Group	**20,000**	10,000

The carrying amounts of the Group's borrowings approximate to their fair values which have been calculated by discounting the expected future cash flows at the prevailing interest rates.

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36. PROVISION

	Provision for onerous contracts*	Provision for litigation**	Provision for warranties***	Total
At 1 January 2019	1,494,051	366,195	307,368	2,167,614
Additional provision	1,730,893	16,586	148,207	1,895,686
Amounts utilised during the year	(1,605,728)	(216,290)	(274,818)	(2,096,836)
At 31 December 2019	1,619,216	166,491	180,757	1,966,464
At 1 January 2020	**1,619,216**	**166,491**	**180,757**	**1,966,464**
Additional provision	**1,185,309**	**60,538**	**127,260**	**1,373,107**
Amounts utilised during the year	**(1,048,258)**	**(54,065)**	**(152,014)**	**(1,254,337)**
At 31 December 2020	**1,756,267**	**172,964**	**156,003**	**2,085,234**

* The present obligation recognised under contracts in which unavoidable costs of meeting the obligation under the contracts exceed the economic benefits expected to be received under these contracts.

** Based on the legal opinion furnished by the legal counsel engaged by the Group and the progress of the case, the Group makes provisions for cases that can be reliably estimated.

*** The Group generally provides a one-year warranty for handsets to their customers for general repairs of defects occurring during the warranty period. The amount of provision for warranties is estimated based on sales volume and past experience of the level of repairs and returns. The estimation basis is reviewed on an ongoing basis and revised where appropriate.

37. PROVISION FOR RETIREMENT BENEFITS

The Group and the Company provide certain of the eligible staff with post-retirement benefits pursuant to a retirement benefit plan. The plan is funded solely by the Group on an actual payment basis.

The latest actuarial valuation of the plan was conducted as at 31 December 2019 in accordance with HKAS 19 *Employee Benefits*. The present values of defined benefit obligations and current service costs are determined actuarially based on the projected unit credit method.

The principal actuarial assumptions used as at the end of the reporting period are as follows:

	2020	2019
Discount rate (%)	**3.25**	3.25
Expected rate of salary increases (%)	**5.50**	5.50

A quantitative sensitivity analysis for significant assumptions as at 31 December 2020 is shown below:

	Increase in rate %	Increase/ (decrease) in net defined benefit obligation	Decrease in rate %	Increase/ (decrease) in net defined benefit obligation
Discount rate	**0.25**	**(3,315)**	**0.25**	**3,420**
Future salary increase	**1.00**	**14,425**	**1.00**	**(12,983)**

The sensitivity analysis above has been determined based on a method that extrapolates the impact on net defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

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37. PROVISION FOR RETIREMENT BENEFITS (continued)

The total expenses recognised in profit or loss in respect of the plan are as follows:

	2020 RMB'000	2019 RMB'000
Interest cost	4,601	4,338
Net benefit expenses	4,601	4,338
Recognised in administrative expenses	4,601	4,338

The movements in the present value of the defined benefit obligations are as follows:

	2020 RMB'000	2019 RMB'000
At 1 January	144,505	136,245
Interest cost	4,601	4,338
Pension payments made	(4,506)	(3,677)
Benefit expenses recognised in other comprehensive income	(350)	7,599
At 31 December	144,250	144,505

The movements in the defined benefit obligations and the fair value of plan assets are as follows:

2020

	1 January 2020 RMB'000	Net interest RMB'000	Sub-total included in profit or loss RMB'000	Benefit paid RMB'000	Actuarial changes arising from changes in financial assumptions RMB'000	Experience adjustments RMB'000	Sub-total included in other comprehensive income RMB'000	31 December 2020 RMB'000
Defined benefit obligations	144,505	4,601	4,601	(4,506)	–	(350)	(350)	144,250
Benefit liability	144,505	4,601	4,601	(4,506)	–	(350)	(350)	144,250

2019

	1 January 2019 RMB'000	Net interest RMB'000	Sub-total included in profit or loss RMB'000	Benefit paid RMB'000	Actuarial changes arising from changes in financial assumptions RMB'000	Experience adjustments RMB'000	Sub-total included in other comprehensive income RMB'000	31 December 2019 RMB'000
Defined benefit obligations	136,245	4,338	4,338	(3,677)	–	7,599	7,599	144,505
Benefit liability	136,245	4,338	4,338	(3,677)	–	7,599	7,599	144,505

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38. OTHER NON-CURRENT LIABILITIES

	2020 RMB'000	2019 RMB'000
Deferred income for the staff housing scheme	**236,408**	857,398
Deferred income	**2,228,313**	2,656,024
Long-term payables	**3,668,911**	2,117,396
Other payables	**19,290**	38,693
	6,152,922	5,669,511

39. ISSUED CAPITAL

	2020 RMB'000	2019 RMB'000
Restricted shares		
State-owned legal shares	**43,032**	—
Other legal shares	**338,067**	—
Senior management shares	**580**	494
	381,679	494
Unrestricted shares		
RMB ordinary shares	**3,476,254**	3,471,534
Overseas listed foreign shares	**755,502**	755,502
	4,231,756	4,227,036
	4,613,435	4,227,530

40. SHARE OPTION INCENTIVE SCHEME

2017 Share Option Incentive Scheme (the "2017 Scheme")

Pursuant to the "Resolution on Matters Pertaining to the Grant of Shares Options under the 2017 Share Option Incentive Scheme" considered and passed at the Twentieth Meeting of the Seventh Session of the Board of Directors and the Seventeenth Meeting of the Seventh Session of the Supervisory Committee, the date of grant was set for 6 July 2017. Pursuant to the 2017 Scheme, the Company proposed to grant 149,601,200 share options to 1,996 scheme participants. The scheme participants of the 2017 Scheme were the directors and senior management of the Company and key staff of the Company who have a direct impact or outstanding contributions to the Company's business results and ongoing development as a whole, excluding independent non-executive directors and supervisors, substantial shareholders holding 5% or more of the Company's shares, separately or in aggregate, or the actual controller of the Company and their spouses, parents or children.

The share options shall be valid for a period of five years from the date of grant. The first exercise period shall commence from the first trading day after expiry of the 24-month period from the date of grant. One-third of the options shall become exercisable in each of the three exercise periods, namely, the first, second and third exercise periods, subject to the fulfilment of conditions relating to business performance. The exercise price shall be RMB17.06 per share. The share options shall become null and void and be repurchased without consideration and cancelled by the Company if not exercisable due to the failure to fulfil the Company's performance or not exercised after the end of the exercise period.

40. SHARE OPTION INCENTIVE SCHEME (continued)

2017 Share Option Incentive Scheme (the "2017 Scheme") (continued)

The performance indicators for the exercise of the share options include:

(1) Weighted average rate of return on common stockholders' equity (ROE); and

(2) The growth rate of net profit attributable to the shareholders of the listed company (the growth rate of net profit).

For the purpose of calculating the aforesaid performance indicators under the 2017 Scheme, "net profit" shall refer to the net profit attributable to holders of ordinary shares of the listed company and "net assets" shall refer to the net assets attributable to holders of ordinary shares of the listed company.

The detailed conditions for the exercise of the share options:

Exercise period	Percentage of options exercisable	Duration	Conditions for exercise
First exercise period	1/3	From 6 July 2019 to 5 July 2020	ROE for 2017 shall be no less than 10% and net profit growth for 2017 shall be no less than 10% on a base amount of RMB3,825,000,000
Second exercise period	1/3	From 6 July 2020 to 5 July 2021	ROE for 2018 shall be no less than 10% and net profit growth for 2018 shall be no less than 20% on a base amount of RMB3,825,000,000
Third exercise period	1/3	From 6 July 2021 to 5 July 2022	ROE for 2019 shall be no less than 10% and net profit growth for 2019 shall be no less than 30% on a base amount of RMB3,825,000,000

The fair value of the share options granted amounted to RMB1,477,496,000, among which the share option expense recognised by the Company in 2020 amounted to RMB104,320,000 based on the best estimates of the expected number of exercisable options at the end of the period for the third vesting period.

In 2020, the Company issued 4,806,061 ordinary shares as a result of the exercise of 4,806,061 share options. The share capital increased by RMB4,806,000 and the share premium amounted to RMB122,556,000.

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40. SHARE OPTION INCENTIVE SCHEME (continued)

The following share options were outstanding under the 2017 Scheme during the year:

	2020 Weighted average exercise price RMB per share	**2020** Number of options '000	2019 Weighted average exercise price RMB per share	2019 Number of options '000
At 1 January	**17.06**	**44,532**	17.06	81,864
Exercised during the year		**(4,806)**		(34,858)
Forfeited during the year		**—**		(2,474)
At 31 December	**16.86**	**39,726**	17.06	44,532

The exercise prices and exercise periods of the share options outstanding as at the end of the reporting period are as follows:

2020 Number of options '000	**Exercise price** RMB per share	**Exercise period**
39,726	**16.86**	From 6 July 2021 to 5 July 2022
39,726		

2019 Number of options '000	Exercise price RMB per share	Exercise period
4,806	17.06	From 6 July 2019 to 5 July 2020
39,726	17.06	From 6 July 2021 to 5 July 2022
44,532		

The fair value of the equity-settled share options granted on the date of grant is estimated using the binomial tree model with the terms and conditions for the share options taken into account. The input variables under the applied model are as follows:

Exercise period		**First**	**Second**	**Third**
Proposed dividend (RMB)		0.18	0.18	0.18
Volatility (%)		43.35	42.2	42.9
Risk-free interest rate (%)		3.498	3.506	3.517
Demission rates	Directors and senior management	5%	5%	5%
	Key staff of the Company	5%	5%	5%

Volatility is an assumption based on the trend reflected by historical volatility, and hence may not be the actual result. In respect of the fair value, other features of the granted share options were not considered.

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40. SHARE OPTION INCENTIVE SCHEME (continued)

2020 Share Option Incentive Scheme(the "2020 Scheme")

Pursuant to the "Resolution on Matters Pertaining to the Grant of Shares Options under the 2020 Share Option Incentive Scheme" considered and passed at the Twenty-seventh Meeting of the Eighth Session of the Board of Directors and the Twentieth Meeting of the Eighth Session of the Supervisory Committee, the date of grant was set for 6 November 2020. Pursuant to the 2020 Scheme, the Company proposed to grant 158,472,000 share options to 6,123 scheme participants for the first time. The scheme participants of the 2020 Scheme were the directors and senior management of the Company and key staff of the Company who have a direct impact or outstanding contributions to the Company's business results and ongoing development as a whole, excluding independent non-executive directors and supervisors, substantial shareholders holding 5% or more of the Company's shares, separately or in aggregate, or the actual controller of the Company and their spouses, parents or children.

The share options shall be valid for a period of four years from the date of grant. The first exercise period shall commence from the first trading day after expiry of the 12-month period from the date of grant. One-third of the options shall become exercisable in each of the three exercise periods, namely, the first, second and third exercise periods, subject to the fulfilment of conditions relating to business performance. The exercise price shall be RMB34.47 per share. The share options shall become null and void and be repurchased without consideration and cancelled by the Company if not exercisable due to the failure to fulfil the Company's performance or not exercised after the end of the exercise period.

The performance indicators for the exercise of the share options include: the net profit attributable to the shareholders of the listed company.

The following share options were outstanding under the 2020 Scheme during the year:

	2020	
	Weighted average exercise price RMB per share	**Number of options '000**
Granted during the year	**34.47**	**158,472**
At 31 December		**158,472**

The detailed conditions for the exercise of the share options:

Exercise period	Percentage of options exercisable	Duration	Conditions for exercise
First exercise period	1/3	From 6 November 2021 to 5 November 2022	Net profit for 2020 shall be no less than RMB3,000,000,000
Second exercise period	1/3	From 6 November 2022 to 5 November 2023	The total net profit for 2020 and 2021 shall be no less than RMB6,470,000,000
Third exercise period	1/3	From 6 November 2023 to 5 November 2024	The total net profit for 2020, 2021 and 2022 shall be no less than RMB10,230,000,000

The fair value of the share options granted amounted to RMB1,444,549,000, among which the share option expense recognised by the Company in 2020 amounted to RMB128,336,000 based on the best estimates of the expected number of exercisable options at the end of each vesting period.

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40. SHARE OPTION INCENTIVE SCHEME (continued)

2020 Share Option Incentive Scheme(the "2020 Scheme") (continued)

The exercise prices and exercise periods of the share options outstanding as at the end of the reporting period are as follows:

2020 Number of options '000	Exercise price RMB per share	Exercise period
52,824	34.47	From 6 November 2021 to 5 November 2022
52,824	34.47	From 6 November 2022 to 5 November 2023
52,824	34.47	From 6 November 2023 to 5 November 2024
158,472		

The fair value of the equity-settled share options granted on the date of grant is estimated using the binomial tree model with the terms and conditions for the share options taken into account. The input variables under the applied model are as follows:

Exercise period		First	Second	Third
Proposed dividend (RMB)		0.20	0.20	0.20
Volatility (%)		34.40	33.57	30.33
Risk-free interest rate (%)		2.775	2.846	2.909
Demission rates	Directors and senior management	5%	5%	5%
	Key staff of the Company	5%	5%	5%

Volatility is an assumption based on the trend reflected by historical volatility, and hence may not be the actual result. In respect of the fair value, other features of the granted share options were not considered.

2020 Management Stock Ownership Scheme(the "2020 Management Scheme")

Pursuant to the "Resolution on the Management Stock Ownership Scheme(Draft) and its Summary" considered and passed at the Twenty-fifth Meeting of the Eighth Session of the Board of Directors and the Eighteenth Meeting of the Eighth Session of the Supervisory Committee on 12 October 2020 and the Second Extraordinary General Meeting of 2020 on 6 November 2020, the total number of participants in this plan does not exceed 27, the number of shares of this plan does not exceed 114,766,000 (including 114,766,000), and the price of each share is RMB1.0. Among them, there are a total of 8 directors, supervisors and senior executives of the Company, and the total shares does not exceed 62,606,000, accounting for 54.55% of the total amount of the 2020 Management Scheme. The total number of shares of other participants does not exceed 52,160,000, accounting for 45.45% of the total amount of the 2020 Management Scheme. The 2020 Management Scheme is the Company's medium and long-term incentive policy, and the source of the stock is Company's A shares in the Company's repurchase securities account.

40. SHARE OPTION INCENTIVE SCHEME (continued)

2020 Management Stock Ownership Scheme(the "2020 Management Scheme") (continued)

As at 1 September 2020, the Company has paid RMB114,765,557.00 (excluding transaction fees) to repurchase a total of 2,973,900 A shares, accounting for 0.06% of the Company's total share capital.

As at 16 December 2020, the Company's stock held in the Company's special securities account for repurchase was non-trading transferred to the securities account of the "ZTE Corporation — Phase I Employee Stock Ownership Plan" (securities account number: 089925****). The number of transferred shares is 2,973,900, accounting for 0.06% of the Company's current total share capital.

The lock-up period of the target stocks obtained in the Management Stock Ownership Scheme is 12 months, calculated from the date when the Company announces the completion of the transfer of the Company's stock from the Company's special securities account. The confirmed number of options will be vested in the holder in two periods separated by an interval of 12 months, with 50% vested in each period.

The performance indicator for the 2020 Management Scheme shall be the Company's Net Profit for 2020 being no less than RMB3.0 billion. The respective portion of shares entitled by the management shall be determined according to the operating results of businesses under the charge of the management and outcomes of personal appraisal, and the ascertained portion of shares shall be vested in the holder in two tranches being an interval of 12 months, with 50% of the ascertained portion of shares being vested for each tranche.

The share expense recognised by the Company in 2020 amounted to RMB3,049,000 based on the best estimates of the expected number of exercisable shares at the end of each vesting period.

41. RESERVES

The amounts of the Group's reserves and the movements therein for the current and prior years are presented in the consolidated statement of changes in equity on pages 333 and 334 of the financial statements.

The capital reserve of the Group includes the non-distributable reserves of the Company and its subsidiaries created in accordance with accounting and financial regulations in the PRC.

In accordance with the PRC Company Law and the Company's articles of association, the Company and its subsidiaries registered in the PRC are required to appropriate a certain percentage of the statutory profit after tax to the statutory reserve fund. Subject to certain restrictions set out in the relevant PRC regulations and in the subsidiaries' articles of association, the statutory reserve fund may be used either to offset losses, or for capitalisation issue by way of paid-up capital. The fund cannot be used for purposes other than those for which they are created and are not distributable as cash dividends.

The Share Incentive Scheme reserve was created for the Share Incentive Scheme launched by the Company that provides incentives and rewards to certain employees of the Company and its subsidiaries.

42. BUSINESS COMBINATION

On 28 December 2020, the Group acquired a 28.43% interest in Nubia from a third-party Company and the Group owns a 78.33% interest in Nubia after the transaction. The purchase consideration for the acquisition was in the form of cash, with RMB553,700,000 paid before the acquisition date.

The Group has elected to measure the non-controlling interest in Nubia at the non-controlling interest's proportionate share of Nubia's identifiable net assets.

The fair values of the identifiable assets and liabilities of Nubia as at the date of acquisition were as follows:

	Fair value recognised on acquisition RMB'000
Current assets	1,629,138
Non-current assets	1,206,156
Current liabilities	(759,537)
Non-current liabilities	(128,147)
Total identifiable net assets at fair value	1,947,610
Non-controlling interests	(422,047)
	1,525,563
Previously held interest, represented by interests in associates, at fair value	971,863
Satisfied by cash	553,700
	1,525,563

An analysis of the cash flows in respect of the acquisition of a subsidiary is as follows:

	RMB'000
Cash consideration	553,700
Cash and cash equivalents paid	553,700
Cash and bank balances acquired	(296,029)
Net outflow of cash and cash equivalents included in cash flows from investing activities	257,671

Since the acquisition, Nubia contributed RMB33,557,000 to the Group's revenue and caused a loss of RMB3,331,000 to the consolidated profit for the year ended 31 December 2020.

Had the combination taken place at the beginning of the year, the revenue of the Group and the profit of the Group for the year would have been RMB102,662,375,000 and RMB4,832,705,000, respectively.

43. PERPETUAL CAPITAL INSTRUMENTS

(a) General information of Medium Term Notes as at the end of the period

The Company issued the 2015 Tranche I Medium Term Notes (the "Medium Term Notes") with a total principal amount of RMB6,000,000,000 on 27 January 2015. The notes will remain valid indefinitely until they are redeemed by the issuer (the "Company") pursuant to the terms of the issue and they will become due upon redemption by the issuer pursuant to the terms of the issue. On the 5th interest payment date and each interest payment date thereafter, the issuer is entitled to redeem the Medium Term Notes at par plus interests payable (including all deferred interest payments and the compound interests). The coupon interest rate for the first 5 years for which interest is accruable is 5.81% per annum. If the issuer does not exercise the redemption, the coupon interest rate is adjusted starting from the 6th year for which interest is accruable by adding 300 basis points to the current benchmark interest rate plus the initial interest spread (the difference between the coupon interest rate and the initial benchmark rate), the initial benchmark rate being the arithmetic average (rounding to the nearest 0.01%) of the yield rates of treasury bonds with a 5-year term in the interbank fixed rate treasury bond yield curve for China bonds announced on www.chinabond.com.cn or other websites approved by China Central Depository & Clearing Co., LTD. five working days prior to setting up the account book. The coupon rate will thereafter remain unchanged from the 6th to the 10th interest accruing years. Thereafter, the coupon interest rate is reset every 5 years by adding 300 basis points to the current benchmark interest rate plus the initial interest spread. The Medium Term Notes became due on 27 January 2020 (the due payment date coincided with statutory holidays and was rescheduled to 31 January 2020). The Company completed the payment of the principal and interest of the Medium Term Notes with a total amount of RMB6,348,600,000 on 31 January 2020.

(b) Movement of the issued Medium Term Notes as at the end of the year

Face value RMB'000	Issue date	Volume	Issue amount RMB'000	Opening balance RMB'000	Interest charged for the year RMB'000	Repurchased during the year RMB'000	Interest paid during the year RMB'000	**Closing balance RMB'000**
6,000,000	1/27/2015	60,000,000	6,000,000	6,252,364	16,236	(5,920,000)	(348,600)	**–**

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44. TRANSFERS OF FINANCIAL ASSETS

Bills receivable

Financial assets that are derecognised in their entirety but for which the Company retains continuing involvement

Bills discount

At 31 December 2020, certain bills receivable were discounted by banks in the PRC (the "Discounted Bills") with a carrying amount of RMB2,983,900,000 (2019: RMB2,009,638,000). In the opinion of the directors, the Group has transferred substantially all risks and rewards relating to the Discounted Bills. Accordingly, it has derecognised the full carrying amount of the Discounted Bills. The maximum exposure to loss from the Group's continuing involvement in the Discounted Bills and the undiscounted cash flows to repurchase these Discounted Bills is equal to their carrying amounts. In the opinion of the directors, the fair values of the Group's continuing involvement in the Discounted Bills are not significant.

During the year ended 31 December 2020, the Group has recognised a loss of RMB44,285,000 on the date of transfer of the Discounted Bills (2019: Loss of RMB27,630,000). No gains or losses were recognised from the continuing involvement, both during the year or cumulatively.

Trade receivable factoring

As part of its normal business, the Group enters into some trade receivable factoring arrangements (the "Arrangements") and transferred certain trade receivables to banks. Some of the trade receivables are not derecognised in their entirety and some of them are derecognised in their entirety but for which the Group retains continuing involvement.

Transferred trade receivables that are not derecognised in their entirety

According to some factoring arrangements, the Group is exposed to default risks of the trade debtors after the transfer and accordingly, it continues to recognise the full carrying amounts of the trade receivables. No trade receivables transferred under the Arrangements that have not been settled as at 31 December 2020 (2019: RMB41,438,000).

Transferred financial assets that are not derecognised in their entirety but for which the Company retains continuing involvement

According to some factoring arrangements, the Group may be required to reimburse the banks for loss of a certain proportion of the principal ranging from 0% to 100% if any trade debtors default and to reimburse interest if any trade debtors have late payment up to 180 days. The Group is not exposed to significant default risks of the trade debtors after the transfer. Subsequent to the transfer, the Group does not retain any rights on the use of the trade receivables, including sale, transfer or pledge of the trade receivables to any other third parties. The original carrying value of trade receivables transferred under the Arrangements that have not been settled as at 31 December 2020 amounted to RMB15,046,798,000 (2019: RMB25,798,167,000). The continuing involvement and the associated liabilities are summarised as follows:

	RMB'000
Carrying amount of assets that continue to be recognised	547,792
Carrying amount of liabilities that continue to be recognised	554,930

45. CONTINGENT LIABILITIES

(a) At the end of the reporting period, contingent liabilities not provided for in the financial statements were as follows:

	2020 **RMB'000**	2019 RMB'000
Guarantees given to banks in respect of performance bonds	**12,832,332**	13,559,281
	12,832,332	13,559,281

(b) In November 2012, ZTE Do Brasil LTDA ("ZTE Brazil") filed an application with the Civil Court of Brasilia to freeze the assets of a Brazilian company on the grounds that the said Brazilian company had failed to honour purchase payments of approximately BRL31,353,700 (equivalent to approximately RMB39,342,600). On 7 February 2013, the Civil Court of Brasilia ruled to suspend the freezing of the assets of such Brazilian company on the grounds that such company was not currently involved in any significant debt dispute with any other companies and that there was no indication that it would be subject to bankruptcy. In July 2013, ZTE Brazil filed a litigation with the Civil Court of Brasilia to demand for a compensation amount of BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interest and legal fees payable immediately by the Brazilian company. In January 2016, the Civil Court of Brasilia handed down the first trial judgement, ruling the Brazilian company to pay a compensation amount of BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interest and an adjustment amount for inflation. In April 2016, the Civil Court of Brasilia notified ZTE Brazil that the said Brazilian company had filed an application for appeal in respect of the aforesaid first trial judgement. On 29 August 2016, ZTE Brazil was notified that the federal district court had handed down a second trial judgement rejecting the appeal of the said Brazilian company. In November 2016, the federal district court ruled to activate provisional enforcement procedures to require the said Brazilian company to pay to ZTE Brazil BRL31,224,300 (equivalent to approximately RMB39,180,300) together with accrued interest and an adjustment amount for inflation. In February 2017, the federal district court ruled to reject the request of the said Brazilian company filed in October 2016 for clarification of the aforesaid second trial judgement. The court trial proceedings of the aforesaid case have ended.

On 30 November 2012, Civil Court No. 15 of Sao Paulo City, Brazil notified ZTE Brazil that the said Brazilian company had filed a lawsuit with the said court alleging that ZTE Brazil had committed fraud and negligence in the course of cooperation and demanding compensation for direct and indirect losses in the aggregate amount of approximately BRL82,974,500 (equivalent to approximately RMB104 million). The Company has appointed a legal counsel to conduct active defense in respect of the said case.

The Company, based on the advice from the Company's legal counsel and the progress of the case, believes that the ultimate outcome of this litigation cannot be reliably estimated.

Note: The exchange rates are based on the book exchange rates of the Company as at 31 December 2020 where BRL amounts are translated at the exchange rate of BRL1: RMB1.2548.

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45. CONTINGENT LIABILITIES (continued)

(c) On 31 October 2018, a natural person filed a litigation with the Guangdong Provincial Higher People's Court ("Guangdong Higher Court") against the Company as defendant and ZTE Integration Telecom Limited ("ZTE Integration") and Nubia Technology Limited as third parties without independent rights of claim, on the grounds that the Company had infringed upon his interests as a shareholder of ZTE Integration, demanding (1) a RMB200 million compensation payable to him by the Company; and (2) the assumption by the Company of all costs of the litigation (including but not limited to litigation costs and legal fees amounting to RMB200,000).

On 9 April 2019, the Company received judiciary documents from the Guangdong Higher Court, including a notice of response to action, summons for exchange of evidence and a notice requiring the provision of evidence, among others. The Company has appointed an attorney for active response to the case.

On 28 December 2020, the Guangdong Higher Court made a ruling on the case to reject the aforesaid natural person's petition for litigation and to require the aforesaid natural person to pay the case admission fees.

On 25 January 2021, the aforesaid natural person filed an appeal demanding the Guangdong Higher Court to withdraw the first trial judgement and rule in support of all the claims of the aforesaid natural person instead.

The Company, based on the advice from the Company's legal counsel and the progress of the case, believes that the ultimate outcome of this litigation cannot be reliably estimated.

(d) In August 2020, China MCC20 Group Corporation ("MCC20") filed a litigation with the People's Court of Jinwan District, Zhuhai, Guangdong Province demanding progress payment for a construction project together with outstanding interest in the amount of RMB12,307,000 in aggregate from ZTE Smart Auto Company Limited ("ZTE Smart Auto"). The People's Court of Jinwan District, Zhuhai, Guangdong Province ruled to freeze ZTE Smart Auto's cash at banks amounting to RMB12,307,000. ZTE Smart Auto has appointed an attorney for active response to the case.

In September 2020, ZTE Smart Auto filed a counter-claim for a total amount of RMB17,958,000 and applied for preservation with the court on the grounds that the work project involved in the case had been grossly overdue, the construction process had been subject to numerous penalties and a number of work items had required repair because of quality issues.

In October 2020, MCC20 applied for change of its litigation claim, demanding ZTE Smart Auto to settle project work payment and related outstanding interest amounting in aggregate to RMB188 million, and the case was referred to the Zhuhai Intermediate People's Court (the "Zhuhai Intermediate Court").

In December 2020, the Zhuhai Intermediate Court ruled to freeze the funds in ZTE Smart Auto's account with an amount of RMB15,865,000 and seize the land use rights of two sites under the name of ZTE Smart Auto. ZTE Smart Auto has filed an objection to the court ruling and the court is currently under preparation to organise a hearing.

In January 2021, ZTE Smart Auto filed an application to increase the amount of counter-claim to RMB72,548,000 on the grounds that MCC20 had not applied for relevant certificates in a timely manner and the project work under the case had not passed the delivery inspection in one instance. Application was also made to the court for property preservation in relation to the additional amount of the counter-claim.

The Company, based on the advice from the Company's legal counsel and the progress of the case, believes that the ultimate outcome of this litigation cannot be reliably estimated.

45. CONTINGENT LIABILITIES (continued)

(e) On 15 April 2018, the United States Department of Commerce's Bureau of Industry and Security ("BIS") signed an order activating a previously suspended 7-year denial order (commencing on 15 April 2018 and ending on 13 March 2025) (the "15 April 2018 Denial Order"). The 15 April 2018 Denial Order restricted and prohibited the Company and ZTE Kangxun Telecom Company Limited ("ZTE Kangxun") (a wholly-owned subsidiary) from participating in any way, whether directly or indirectly, in any transaction involving any commodity, software, or technology exported or to be exported from the United States that is subject to the United States Export Administration Regulations ("EAR"), or any other activities subject to control under EAR. The full text of the 15 April 2018 Denial Order was published in the United States Federal Register (Federal Register Vol. 83, p. 17644).

In June 2018, ZTE and BIS entered into a superseding settlement agreement ("2018 Superseding Settlement Agreement") to supersede the settlement agreement signed between ZTE and BIS in March 2017. The 2018 Superseding Settlement Agreement came into effect via a superseding order relating to ZTE on 8 June 2018 (the "8 June 2018 Order"). In accordance with the 2018 Superseding Settlement Agreement, the Company had paid civil monetary penalties totalling USD1.4 billion, including a lump sum payment of USD1 billion and an additional penalty of USD0.4 billion placed in an escrow account with a United States bank suspended during the Probationary Period (10 years from the issue of the 8 June 2018 Order) (The USD0.4 billion penalty will be waived after the end of the Probation Period if ZTE complies with the probationary conditions set forth in the Agreement and the 8 June 2018 Order during the Probationary Period). ZTE was required to comply with all applicable terms and conditions of the 2018 Superseding Settlement Agreement, including but not limited to: a new denial order (the "New Denial Order") for a period of ten years from the issuance of the 8 June 2018 Order (the "Probationary Period") that would, among other things, restrict and prohibit ZTE from applying for, obtaining, or using any licence, licence exception or export control document, and participating in any way in any transaction involving any commodity, software, or technology that is subject to EAR to be imposed by BIS, provided that such New Denial Order shall be suspended during the Probationary Period and thereafter be waived subject to ZTE's compliance with the 2018 Superseding Settlement Agreement and the 8 June 2018 Order. For details of other terms and conditions, please refer to the "INSIDE INFORMATION ANNOUNCEMENT AND RESUMPTION OF TRADING" published by the Company on 12 June 2018.

To fulfil the obligations under the superseding settlement agreement of 2018 and the settlement agreement with the United States government in 2017, the Company is required to provide and implement a comprehensive and updated export control compliance programme that covers all levels of ZTE.

In the event of the Company's violation of obligations under the 2018 Superseding Settlement Agreement or agreement of 2017, (i) the suspended New Denial Order might be activated, which would, among other things, restrict and prohibit ZTE from applying for, obtaining, or using any licence, licence exception or export control document, and participating in any transaction involving any commodity, software, or technology that is subject to the EAR; and (ii) the USD0.4 billion placed in an escrow account with a United States bank shall become payable immediately and shall be paid in full or in part.

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45. CONTINGENT LIABILITIES (continued)

(e) (continued)

The Company has established the Export Compliance Committee of the Board of Directors, which includes the Company's executive directors, non-executive directors and independent non-executive directors; built a team composed of Chief Export Control Compliance Officer, Regional Export Control Compliance Directors and sophisticated export control compliance experts with global coverage and engaged a number of counsels and consultants; established and optimised the Company's export control compliance management structure, system and procedure; introduced and implemented SAP Global Trade System to automate export compliance management; carried out ECCN Publication Project, made available to its customers and business partners the applicable Export Control Classification Number ("ECCN") and other export control information for products subject to the Export Administration Regulations; continued to provide comprehensive online and offline export compliance training for senior management, subsidiaries, compliance liaisons, account managers and new employees; cooperated with the independent compliance monitor and special compliance coordinator to conduct various monitoring; and made continuous investment on the work on export control compliance.

The Company is of the view that in 2021, the Company will continually comply with all local rules and regulations, as applicable, including restrictions under economic sanctions and export control laws and regulations, of the countries in which it operates its businesses. Complying with ZTE's Export Compliance Program and the regulations on which it is based is an essential requirement for ZTE's employees, contract employees, and businesses. Compliance not only protects value, but it also creates value. The Company attaches significant importance to the work on export control compliance, regarding compliance as foundation to the Company's strategy and condition and bottom-line for the Company's operations. The Company will continually build its value for its customers, shareholders, and employees, and build a compliant and healthy business environment with customers and partners through the dedication and vigilance to export compliance of every employee.

During the period from 1 January 2020 to the date of publication of this report, to the best of the Company's knowledge, the aforesaid contingent liabilities will not have any material adverse impact on the financial conditions and operating results of the Group for the current period.

46. PLEDGE OF ASSETS

Details of the Group's bank loans, which are secured by the assets of the Group, are included in note 35 to the financial statements.

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47. COMMITMENTS

	2020 RMB'000	2019 RMB'000
Contracted, but not provided for		
Land and buildings	**2,837,222**	3,097,021
Investments in associates	**13,000**	48,690
	2,850,222	3,145,711

48. RELATED PARTY TRANSACTIONS

(I) Transactions with related parties

In addition to the transactions and balances detailed elsewhere in these financial statements, the Group had the following material related party transactions during the year:

	Notes	2020 RMB'000	2019 RMB'000
The controlling shareholder:			
Purchases of raw materials	(a)	**–**	1,970
Sales of finished goods	(b)	**32**	58
Rental expense	(c)	**10,225**	9,809
Associates:			
Purchases of raw materials and other services	(a)	**906,306**	649,757
Sales of finished goods	(b)	**507,484**	378,430
Rental income	(e)	**18,850**	72,377
Interest expense	(f)	**55**	–
Joint ventures:			
Sales of finished goods	(b)	**2,914**	14,364
Rental income	(e)	**–**	521
Entities controlled by the controlling shareholder:			
Purchases of raw materials	(a)	**330,280**	400,783
Sales of finished goods	(b)	**6,166**	6,332
Rental income	(e)	**1,593**	1,131
Other related parties:			
Purchases of raw materials	(a)	**103,216**	61,348
Sales of finished goods	(b)	**853,356**	613,388
Rental expense	(d)	**32,891**	30,918
Rental income	(e)	**56,440**	961

In the opinion of the directors, the above transactions were conducted in the ordinary course of business.

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48. RELATED PARTY TRANSACTIONS (continued)

(I) Transactions with related parties (continued)

Notes:

(a) The purchases of raw materials and other services were made with reference to published prices and conditions offered by the suppliers to their major customers.

(b) The sales of finished goods were made with reference to published prices and conditions offered to major customers of the Group.

(c) The rental expense was charged at RMB46.5 per square metre and RMB200 per car parking space.

(d) The rental expense was charged at rates ranging from RMB14.13 to RMB80 per square metre.

(e) The rental income was earned from RMB34.50 to RMB152.08 per square metre.

(f) The interest rates for deposits, loans and bills discounting were determined with reference to the interest rates adopted by financial institutions as regulated by the People's Bank of China.

(II) Commitments with related parties

(i) The Group leases certain of its office premises from related parties under non-cancellable operating lease arrangements. The Group expected the lease payments to related parties under non-cancellable operating leases falling due as follows:

	Within one year RMB'000	**In the second year** RMB'000	**In the third year** RMB'000
The controlling shareholder	3,039	—	—
Other related parties	17,843	14,928	—

(ii) A subsidiary of the Group entered into a series of agreements with related parties to purchase raw materials for the Group's future production. The maximum amounts of total purchases from related parties in the following year were expected as follows:

	Within one year RMB'000	**In the second year** RMB'000	**In the third year** RMB'000
The controlling shareholder	900,000	—	—
Associates	95,700	66,000	—
Others	91,650	98,380	—

(iii) The Group leases certain of its office premises to related parties under non-cancellable operating lease arrangements. The Group expected the lease receivables from related parties under non-cancellable operating leases falling due as follows:

	Within one year RMB'000	**In the second year** RMB'000	**In the third year** RMB'000
Entities controlled by the controlling shareholder	3,294	2,445	178
Associates	341	114	—

48. RELATED PARTY TRANSACTIONS (continued)

(II) Commitments with related parties (continued)

(iv) A subsidiary of the Group entered into a series of agreements with related parties to sell goods or services. The maximum amounts of total sales to related parties in the following year were expected as follows:

	Within one year RMB'000	**In the second year** RMB'000	**In the third year** RMB'000
Other related parties	1,100,000	—	—

(III) Outstanding balances with related parties

(i) Details of the Group's trade balances with the controlling shareholder, joint ventures, associates and other related parties as at the end of the reporting period are disclosed in notes 22 and 32 to the financial statements.

(ii) Details of the Group's balances of receivables and payables which are not trade in nature with the controlling shareholder, associates and other related parties as at the end of the reporting period are disclosed in notes 30 and 34 to the financial statements.

(IV) Compensation of key management personnel of the Group

	2020 **RMB'000**	2019 RMB'000
Short-term employee benefits	**55,996**	40,426
Post-employment benefits	**189**	290
Share option incentive scheme	**3,800**	1,926
Total compensation paid to key management personnel	**59,985**	42,642

Certain key management personnel mentioned above were simultaneously entitled to defined benefit plans provided by the Group, the amounts of which are not included in the aforesaid remuneration.

The related party transactions in respect of purchases of raw materials amounting to approximately RMB330,000,000 (2019: RMB403,000,000) constitute continuing connected transactions as defined in Chapter 14A of the Listing Rules. For details, please refer to the section headed "Material Matters (XII) Significant Connected Transactions of the Group 2. Continuing Connected Transactions under the Hong Kong Listing Rules" of the Annual Report.

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49. FINANCIAL INSTRUMENTS BY CATEGORY

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows:

2020

Financial assets	Financial assets at fair value through profit or loss Held for trading RMB'000	Financial assets at fair value through other comprehensive income Debt investments RMB'000	Financial assets at amortised cost RMB'000	Total RMB'000
Equity investments at fair value through profit or loss	2,044,562	–	–	2,044,562
Wealth management products	529,085	–	–	529,085
Debt investments at fair value through other comprehensive income	–	1,970,624	–	1,970,624
Trade receivables/long-term trade receivables	–	–	18,570,598	18,570,598
Factored trade receivables/factored long-term trade receivables	–	–	547,792	547,792
Financial assets included in prepayments, other receivables and other assets	–	–	994,141	994,141
Financial assets included in long-term prepayments, deposits and other receivables	–	–	351,623	351,623
Pledged deposits	–	–	4,637,290	4,637,290
Time deposits with original maturity of over three months	–	–	2,573,043	2,573,043
Cash and cash equivalents	–	–	31,403,056	31,403,056
Derivative financial instruments	36,118	–	–	36,118
	2,609,765	1,970,624	59,077,543	63,657,932

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49. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows: (continued)

2020

Financial liabilities	Financial liabilities at fair value through profit or loss Held for trading RMB'000	Financial liabilities at amortised cost RMB'000	Total RMB'000
Trade and bills payables	–	28,515,789	28,515,789
Lease liabilities	–	1,171,320	1,171,320
Bank advances on factored trade receivables/ bank advances on factored long-term trade receivables	–	554,930	554,930
Financial liabilities included in other payables and accruals	–	2,804,953	2,804,953
Interest-bearing bank borrowings	–	34,825,007	34,825,007
Financial liabilities included in other non-current liabilities	–	3,668,911	3,668,911
Derivative financial instruments	153,961	–	153,961
	153,961	71,540,910	71,694,871

2019

Financial assets	Financial assets at fair value through profit or loss Held for trading RMB'000	Financial assets at fair value through other comprehensive income Debt investments RMB'000	Financial assets at amortised cost RMB'000	Total RMB'000
Equity investments at fair value through profit or loss	2,117,481	–	–	2,117,481
Wealth management products	37,435	–	–	37,435
Debt investments at fair value through other comprehensive income	–	2,430,389	–	2,430,389
Trade receivables/long-term trade receivables	–	–	22,597,886	22,597,886
Factored trade receivables/factored long-term trade receivables	–	–	509,381	509,381
Financial assets included in prepayments, other receivables and other assets	–	–	826,308	826,308
Financial assets included in long-term prepayments, deposits and other receivables	–	–	359,281	359,281
Pledged deposits	–	–	6,272,321	6,272,321
Time deposits with original maturity of over three months	–	–	1,460,036	1,460,036
Cash and cash equivalents	–	–	28,505,800	28,505,800
Derivative financial instruments	106,065	–	–	106,065
	2,260,981	2,430,389	60,531,013	65,222,383

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49. FINANCIAL INSTRUMENTS BY CATEGORY (continued)

The carrying amounts of each of the categories of financial instruments as at the end of the reporting period are as follows: (continued)

2019

Financial liabilities	Financial liabilities at fair value through profit or loss Held for trading RMB'000	Financial liabilities at amortised cost RMB'000	Total RMB'000
Trade and bills payables	—	27,728,550	27,728,550
Lease liabilities	—	1,165,502	1,165,502
Bank advances on factored trade receivables/ bank advances on factored long-term trade receivables	—	510,882	510,882
Financial liabilities included in other payables and accruals	—	3,507,388	3,507,388
Interest-bearing bank borrowings	—	36,783,112	36,783,112
Financial liabilities included in other non-current liabilities	—	2,117,396	2,117,396
Derivative financial instruments	126,223	—	126,223
	126,223	71,812,830	71,939,053

50. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS

The carrying amounts of the Group's financial instruments approximate to their fair values.

Management has assessed that the fair values of cash and cash equivalents, the current portion of pledged deposits, trade and bills receivables, trade and bills payables, financial assets included in prepayments, other receivables and other assets, financial liabilities included in other payables and accruals, amounts due from/to subsidiaries, an amount due to the ultimate holding company and loans from associates approximate to their carrying amounts largely due to the short-term maturities of these instruments.

The Group's finance department headed by the finance manager is responsible for determining the policies and procedures for the fair value measurement of financial instruments. The finance department reports directly to the chief financial officer and the audit committee. At each reporting date, the finance department analyses the movements in the values of financial instruments and determines the major inputs applied in the valuation. The valuation is reviewed and approved by the chief financial officer. The valuation process and results are discussed with the audit committee twice a year for interim and annual financial reporting.

The fair values of the financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

50. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

The fair values of the non-current portion of pledged deposits, trade receivables, other receivables and other assets and interest-bearing bank and other borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities. The Group's own non-performance risk for interest-bearing bank and other borrowings as at 31 December 2020 was assessed to be insignificant.

The fair value of a listed equity investment is based on quoted market prices. The fair value of the equity investment in the listed company which was subject to a lockup period has been estimated using the closing price quoted in the active stock market discounted by the percentage of the lack of marketability during the lockup period.

The fair values of unlisted equity investments designated at fair value through profit or loss, which were previously classified as available-for-sale equity investments, have been estimated using a market-based valuation technique based on assumptions that are not supported by observable market prices or rates. The valuation requires the directors to determine comparable public companies (peers) based on industry, size, leverage and strategy, and to calculate an appropriate price multiple, such as enterprise value to earnings before interest, taxes ("EV/EBIT") multiple and price to earnings ("P/E") multiple, for each comparable company identified. The multiple is calculated by dividing the enterprise value of the comparable company by an earnings measure. The trading multiple is then discounted for considerations such as illiquidity and size differences between the comparable companies based on company-specific facts and circumstances. The discounted multiple is applied to the corresponding earnings measure of the unlisted equity investments to measure the fair value. The directors believe that the estimated fair values resulting from the valuation technique, which are recorded in the consolidated statement of financial position, and the related changes in fair values, which are recorded in profit or loss, are reasonable, and that they were the most appropriate values at the end of the reporting period.

The Group invests in debt investments, which represent wealth management products issued by banks in Mainland China. The Group has estimated the fair value of these unlisted investments by using a discounted cash flow valuation model based on the market interest rates of instruments with similar terms and risks.

The Group enters into derivative financial instruments with various counterparties, principally financial institutions with A- or above credit ratings. Derivative financial instruments, including forward currency contracts and interest rate swaps, are measured using valuation techniques similar to forward pricing and swap models, using present value calculations. The models incorporate various market observable inputs including the credit quality of counterparties, foreign exchange spot and forward rates and interest rate curves. The carrying amounts of forward currency contracts and interest rate swaps are the same as their fair values.

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50. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Below is a summary of significant unobservable inputs to the valuation of financial instruments together with a quantitative sensitivity analysis as at 31 December 2020 and 2019:

	Valuation technique	Significant unobservable input	2020 Range	2019 Range
Listed equity investment with lock up period	Market approach	Discount for lack of marketability %	4~10	4~10
Non-listed equity investment	Market approach	Discount for lack of marketability %	30	30
		Price-earnings ratio ("P/E ratio")	7–43	13–67
		Entity value/revenue ratio ("EV/Revenue ratio")	1–6	2–6
		Entity value/EBIT ratio ("EV/EBIT ratio")	11–13	11–14

The fair value of equity investments designated at fair value through profit or loss is affected by changes in the discount for lack of marketability, P/E ratio, P/B ratio, EV/Revenue ratio and EV/EBIT ratio. If the discount for lack of marketability had increased/decreased by 10% with all other variables held constant, the fair value of equity investments designated at fair value through profit or loss for the year ended 31 December 2020 would have been approximately RMB173,164,000 lower/higher.

If the P/E ratio, P/B ratio, EV/Revenue ratio and EV/EBIT ratio had increased/decreased by 10% with all other variables held constant, the fair value of equity investments designated at fair value through profit or loss for the year ended 31 December 2020 would have been approximately RMB62,229,000 higher/lower.

Fair value hierarchy

The following tables illustrate the fair value measurement hierarchy of the Group's financial instruments:

Assets measured at fair value:

As at 31 December 2020

	Fair value measurement using			
	Quoted prices in active markets (Level 1) RMB'000	Significant observable inputs (Level 2) RMB'000	Significant unobservable inputs (Level 3) RMB'000	Total RMB'000
Equity investments designated at fair value through profit or loss				
— listed entities	312,925	—	194,896	507,821
— unlisted entities	—	—	1,536,741	1,536,741
Wealth management products	—	529,085	—	529,085
Derivative financial instruments	—	36,118	—	36,118
Debt investments designated at fair value through other comprehensive income	—	1,970,624	—	1,970,624
	312,925	2,535,827	1,731,637	4,580,389

50. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Fair value hierarchy (continued)

Assets measured at fair value: (continued)

As at 31 December 2019

	Fair value measurement using			
	Quoted prices in active markets (Level 1) RMB'000	Significant observable inputs (Level 2) RMB'000	Significant unobservable inputs (Level 3) RMB'000	Total RMB'000
Equity investments designated at fair value through profit or loss				
— listed entities	116,220	—	407,007	523,227
— unlisted entities	—	—	1,594,254	1,594,254
Wealth management products	—	37,435	—	37,435
Derivative financial instruments	—	106,065	—	106,065
Debt investments designated at fair value through other comprehensive income	—	2,430,389	—	2,430,389
	116,220	2,573,889	2,001,261	4,691,370

Liabilities measured at fair value:

As at 31 December 2020

	Fair value measurement using			
	Quoted prices in active markets (Level 1) RMB'000	**Significant observable inputs (Level 2) RMB'000**	**Significant unobservable inputs (Level 3) RMB'000**	**Total RMB'000**
Derivative financial instruments	**—**	**(153,961)**	**—**	**(153,961)**

As at 31 December 2019

	Fair value measurement using			
	Quoted prices in active markets (Level 1) RMB'000	Significant observable inputs (Level 2) RMB'000	Significant unobservable inputs (Level 3) RMB'000	Total RMB'000
Derivative financial instruments	—	(126,223)	—	(126,223)

During the year, there were no transfers of fair value measurements between Level 1 and Level 2 and no transfers into or out of Level 3 for both financial assets and financial liabilities (2019: Nil).

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50. FAIR VALUE AND FAIR VALUE HIERARCHY OF FINANCIAL INSTRUMENTS (continued)

Fair value hierarchy (continued)

The movements in fair value measurements within Level 3 during the year are as follows:

	2020 **RMB'000**	2019 RMB'000
At 1 January	**2,001,261**	1,551,551
Transfer to Level 3	**182,815**	130,581
Transfer out of Level 3	**(466,942)**	(119,633)
Total gains recognised in profit or loss included in other income	**172,895**	545,721
Purchase	**27,840**	4,793
Disposals	**(186,232)**	(111,752)
At 31 December	**1,731,637**	2,001,261

51. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The main risks arising from the Group's financial instruments are interest rate risk, foreign currency risk, credit risk and liquidity risk. Generally, the Group introduces conservative strategies on its risk management. The Group also enters into derivative transactions to manage the interest rate and currency risks arising from the Group's operations and its sources of finance, but is forbidden to engage in speculative activities for profit-making. The board of directors reviews and agrees policies for managing each of these risks and they are summarised as follows:

Interest rate risk

At 31 December 2020, the bank loans of the Group included fixed and variable rate debts.

The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's long-term debt obligations with floating interest rates.

The Group's policy is to manage its interest cost using a mix of fixed and variable rate debts. As the Group borrowed a floating interest rate loan of USD1,444,040,000 (2019: USD954,000,000), at 31 December 2020, there were no interest rate swaps (2019: nil) and approximately 9.50% (2019: 67%) of the Group's interest-bearing borrowings bore interest at fixed rates.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's profit before tax (through the impact on floating rate borrowings) and the Group's equity.

	Increase/ (decrease) in basis points	**Increase/ (decrease) in profit before tax** RMB'000	**Increase/ (decrease) in equity*** RMB'000
2020	**25**	**(78,851)**	**—**
	(25)	**78,851**	**—**
2019	25	(14,294)	—
	(25)	14,294	—

* Excluding retained profits

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51. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Foreign currency risk

The Group has transactional currency exposures. These exposures arise from sales or purchases by operating units in currencies other than the units' functional currencies, where the revenue is predominately in USD and EUR and a certain portion of the bank loans is denominated in USD. The Group has entered into forward currency contracts and tends to accept foreign currency exchange risk avoidance or allocation terms when arriving at purchase and sales contracts to minimise its transactional currency exposures. The Group takes a rolling forecast on foreign currency revenue and expenses and matches the currency and amount incurred, so as to alleviate the impact on business due to exchange rate fluctuation.

The following table demonstrates the sensitivity at the end of the reporting period to a reasonably possible change in the USD and EUR exchange rates, with all other variables held constant, of the Group's profit before tax (due to changes in the fair values of monetary assets and liabilities). There would be no change in other components of equity.

	Increase/ (decrease) in exchange rate %	**Increase/ (decrease) in profit before tax RMB'000**
2020		
If RMB weakens against USD	**5%**	**103,279**
If RMB strengthens against USD	**(5%)**	**(103,279)**
If RMB weakens against EUR	**5%**	**95,928**
If RMB strengthens against EUR	**(5%)**	**(95,928)**

	Increase/ (decrease) in exchange rate %	Increase/ (decrease) in profit before tax RMB'000
2019		
If RMB weakens against USD	5%	311,119
If RMB strengthens against USD	(5%)	(311,119)
If RMB weakens against EUR	5%	121,445
If RMB strengthens against EUR	(5%)	(121,445)

Credit risk

The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis and the Group's exposure to bad debts is not significant.

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51. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Credit risk (continued)

Maximum exposure and year-end staging

The table below shows the credit quality and the maximum exposure to credit risk based on the Group's credit policy, which is mainly based on past due information unless other information is available without undue cost or effort, and year-end staging classification as at 31 December. The amounts presented are gross carrying amounts for financial assets and the exposure to credit risk for the financial guarantee contracts.

As at 31 December 2020

	12-month ECLs	Lifetime ECLs			
	Stage 1 RMB'000	Stage 2 RMB'000	Stage 3 RMB'000	Simplified approach RMB'000	Total RMB'000
Wealth management products	529,085	–	–	–	529,085
Contract assets*	–	–	–	9,237,256	9,237,256
Trade receivables/long-term trade receivables*	–	–	–	28,316,939	28,316,939
Financial assets included in prepayments, other receivables and other assets					
— Normal**	792,748	–	–	–	792,748
— Doubtful**	–	–	201,393	–	201,393
Financial assets included in long-term prepayments, deposits and other receivables	351,623	–	–	–	351,623
Pledged deposits					
— Not yet past due	4,637,290	–	–	–	4,637,290
Time deposits with original maturity of over three months					
— Not yet past due	2,573,043	–	–	–	2,573,043
Cash and cash equivalents					
— Not yet past due	31,403,056	–	–	–	31,403,056
	40,286,845	–	201,393	37,554,195	78,042,433

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51. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Credit risk (continued)

Maximum exposure and year-end staging (continued)

As at 31 December 2019

	12-month ECLs	Lifetime ECLs			
	Stage 1 RMB'000	Stage 2 RMB'000	Stage 3 RMB'000	Simplified approach RMB'000	Total RMB'000
Wealth management products	37,435	–	–	–	37,435
Contract assets*	–	–	–	9,987,937	9,987,937
Trade receivables/long-term trade receivables*	–	–	–	35,766,089	35,766,089
Financial assets included in prepayments, other receivables and other assets					
– Normal**	827,135	–	–	–	827,135
– Doubtful**	–	–	239,310	–	239,310
Financial assets included in long-term prepayments, deposits and other receivables	359,281	–	–	–	359,281
Pledged deposits					
– Not yet past due	6,272,321	–	–	–	6,272,321
Time deposits with original maturity of over three months					
– Not yet past due	1,460,036	–	–	–	1,460,036
Cash and cash equivalents					
– Not yet past due	28,505,800	–	–	–	28,505,800
	37,462,008	–	239,310	45,754,026	83,455,344

* For trade receivables and contract assets to which the Group applies the simplified approach for impairment, information based on the provision matrix is disclosed in notes 22 and 28 to the financial statements, respectively.

** The credit quality of the financial assets included in prepayments, other receivables and other assets is considered to be "normal" when they are not past due and there is no information indicating that the financial assets had a significant increase in credit risk since initial recognition. Otherwise, the credit quality of the financial assets is considered to be "doubtful".

The credit risk of the Group's other financial assets, which comprise cash and cash equivalents, other receivables and derivative instruments, arises from default of the counterparty, with a maximum exposure equal to the carrying amounts of these instruments.

Since the Group trades only with recognised and creditworthy third parties, there is no requirement for collateral. Concentrations of credit risk are managed by analysis by counterparty, by geographical region and by industry sector. Although the receivables from the five largest customers accounted for 23.69% (2019: 26.12%) of the total trade receivables, the risk profiles of these customers were relatively low and did not give rise to a significant concentration of credit risk for the Group.

Further quantitative data in respect of the Group's exposure to credit risk arising from trade receivables are disclosed in note 22 to the financial statements.

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51. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Liquidity risk

The Group monitors its risk to a shortage of funds using a recurring liquidity planning tool. This tool considers the maturity of both its financial instruments and financial assets (e.g., trade receivables) and projected cash flows from operations.

The Group's objective is to maintain a balance between continuity of funding and flexibility through the use of bank loans and other interest-bearing loans. In addition, banking facilities have been put in place for contingency purposes.

The maturity profile of the Group's financial liabilities as at the end of the reporting period, based on the contractual undiscounted payments, is as follows:

2020

	On demand RMB'000	Within 1 year RMB'000	1 to 2 years RMB'000	2 to 3 years RMB'000	Over 3 years RMB'000	Total RMB'000
Interest-bearing bank borrowings	**—**	**11,774,360**	**10,296,451**	**12,992,217**	**427,572**	**35,490,600**
Lease liabilities	**—**	**453,134**	**428,583**	**211,222**	**276,437**	**1,369,376**
Trade and bills payables	**17,151,733**	**11,364,056**	**—**	**—**	**—**	**28,515,789**
Bank advances on factored trade receivables/bank advances on factored long-term trade receivables	**—**	**239,672**	**150,365**	**63,440**	**102,182**	**555,659**
Financial liabilities included in other payables and accruals	**2,804,953**	**—**	**—**	**—**	**—**	**2,804,953**
Derivative financial instruments	**—**	**153,961**	**—**	**—**	**—**	**153,961**
Financial liabilities included in other non-current liabilities	**86,266**	**13,238**	**13,871**	**1,480,971**	**2,398,617**	**3,992,963**
	20,042,952	**23,998,421**	**10,889,270**	**14,747,850**	**3,204,808**	**72,883,301**

2019

	On demand RMB'000	Within 1 year RMB'000	1 to 2 years RMB'000	2 to 3 years RMB'000	Over 3 years RMB'000	Total RMB'000
Interest-bearing bank borrowings	—	27,337,474	2,254,612	7,894,790	40,753	37,527,629
Lease liabilities	—	520,208	105,225	238,741	553,593	1,417,767
Trade and bills payables	18,355,610	9,372,940	—	—	—	27,728,550
Bank advances on factored trade receivables/bank advances on factored long-term trade receivables	—	348,866	94,745	39,913	27,358	510,882
Financial liabilities included in other payables and accruals	3,507,388	—	—	—	—	3,507,388
Derivative financial instruments	—	126,223	—	—	—	126,223
Financial liabilities included in other non-current liabilities	—	86,266	13,238	13,871	2,340,987	2,454,362
	21,862,998	37,791,977	2,467,820	8,187,315	2,962,691	73,272,801

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51. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (continued)

Capital management

The primary objectives of the Group's capital management are to safeguard the Group's ability to continue as a going concern and to maintain healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Group is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the years ended 31 December 2020 and 31 December 2019.

The Group monitors capital using a gearing ratio, which is interest-bearing liabilities divided by the sum of total equity and interest-bearing liabilities. The gearing ratios as at the end of the reporting periods were as follows:

	31 December 2020 RMB'000	31 December 2019 RMB'000
Interest-bearing borrowings	**34,825,007**	36,783,112
Lease liabilities	**1,171,320**	1,165,502
Bank advances on factored trade receivables and long-term trade receivables	**554,930**	510,882
Total interest-bearing liabilities	**36,551,257**	38,459,496
Total equity	**46,122,506**	37,954,298
Total equity and interest-bearing liabilities	**82,673,763**	76,413,794
Gearing ratio	**44.2%**	50.3%

52. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS

(a) Major non-cash transactions

The Group had non-cash additions to right-of-use assets and lease liabilities of RMB386,044,000 and RMB386,044,000, respectively, in respect of lease arrangements for plant and equipment (2019: RMB622,387,000 and RMB622,387,000).

(b) Changes in liabilities arising from financing activities

2020

	Interest-bearing bank borrowings RMB'000	**Lease liabilities RMB'000**	**Bank advances on factored trade receivables RMB'000**	**Bank advances on factored long-term trade receivables RMB'000**
At 31 December 2019	**36,783,112**	**1,165,502**	**310,024**	**200,858**
Changes from financing cash flows	**(1,304,190)**	**(490,551)**	**(108,540)**	**152,588**
New leases	**—**	**386,044**	**—**	**—**
Exchange realignment	**(653,915)**	**(21,641)**	**—**	**—**
Interest expense	**—**	**123,295**	**—**	**—**
At 31 December 2020	**34,825,007**	**1,162,649**	**201,484**	**353,446**

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52. NOTES TO THE CONSOLIDATED STATEMENT OF CASH FLOWS (continued)

(b) Changes in liabilities arising from financing activities (continued)

2019

	Interest-bearing bank borrowings RMB'000	Due to the controlling shareholder RMB'000	Lease liabilities RMB'000	Bank advances on factored trade receivables RMB'000	Bank advances on factored long-term trade receivables RMB'000
At 31 December 2018	27,349,891	500,812	–	591,931	434,137
Effect of adoption of HKFRS 16	–	–	952,264	–	–
At 1 January 2019 (restated)	27,349,891	500,812	952,264	591,931	434,137
Changes from financing cash flows	9,033,801	(500,812)	(474,490)	(281,907)	(233,279)
New leases	–	–	622,387	–	–
Exchange realignment	399,420	–	(15,920)	–	–
Interest expense	–	–	81,261	–	–
At 31 December 2019	36,783,112	–	1,165,502	310,024	200,858

(c) Total cash outflow for leases

The total cash outflow for leases included in the statement of cash flows is as follows:

	2020 RMB'000	2019 RMB'000
Within operating activities	**(234,304)**	(330,496)
Within investing activities	**(346,687)**	1,843,640
Within financing activities	**(490,551)**	(474,490)
	(1,071,542)	1,038,654

53. EVENTS AFTER THE REPORTING PERIOD

1. Pursuant to the Equity Transfer Agreement entered into between the Company and Beijing E-Town Semiconductor Industry Investment Centre (Limited Partnership)* (北京屹唐半導體產業投資中心(有限合夥)) ("E-Town Semiconductor") on 11 January 2021, the Company shall transfer its 90% equity interests in Caltta Technologies Co., Ltd. (北京中興高達通信技術有限公司)("Caltta") to E-Town Semiconductor for a consideration of RMB1,035,000,000("the Transaction"). Following the completion of the Transaction, the Company will cease to hold any equity interest in Caltta. The gain on disposal of Caltta (before taxation) amounts to approximately RMB774,000,000, and the exact amount shall be subject to the audited financial statements of the Company prepared thereafter.

2. On 16 March 2021, the Board recommended the distribution of RMB2 in cash (before tax) for every 10 shares to all shareholders based on the total share capital (including A shares and H shares) as at the record date for profit distribution and dividend payment. In the event of changes in the Company's total share capital after the announcement of the Company's profit distribution proposal for 2020 but before its implementation, the total amount of distribution shall be re-adjusted according to law, based on the total share capital (including A shares and H shares) as at the record date for profit and dividend distribution for 2020 and the existing profit distribution proportion. The aforesaid matter is subject to consideration and approval at the general meeting.

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54. STATEMENT OF FINANCIAL POSITION OF THE COMPANY

Information about the statement of financial position of the Company at the end of the reporting period is as follows:

	31 December 2020 RMB'000	31 December 2019 RMB'000
NON-CURRENT ASSETS		
Property, plant and equipment	**6,422,353**	5,872,237
Right-of-use assets	**1,888,298**	2,101,919
Intangible assets	**1,955,041**	1,976,772
Investment properties	**1,600,000**	1,562,380
Investments in subsidiaries	**17,679,712**	15,844,624
Investments in joint ventures	**184,948**	84,948
Investments in associates	**445,176**	767,133
Financial assets at fair value through profit or loss	**706,117**	725,125
Long-term trade receivables	**928,704**	2,226,569
Factored long-term trade receivables	**305,062**	200,671
Deferred tax assets	**2,244,139**	1,063,838
Pledged deposits	**2,953,557**	2,928,810
Long-term prepayments, deposits and other receivables	**2,030,344**	1,820,744
Total non-current assets	**39,343,451**	37,175,770
CURRENT ASSETS		
Inventories	**18,444,527**	19,692,914
Contract assets	**5,180,041**	4,460,977
Trade receivables	**19,779,132**	24,893,537
Debt investments at fair value through other comprehensive income	**1,864,477**	1,980,798
Factored trade receivables	**178,443**	230,035
Prepayments, other receivables and other assets	**43,774,467**	35,650,197
Derivative financial instruments	**35,995**	103,889
Pledged deposits	**1,028,959**	1,781,520
Time deposits with original maturity of over three months	**2,367,808**	1,187,200
Cash and cash equivalents	**20,002,193**	10,032,692
Total current assets	**112,656,042**	100,013,759

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54. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (continued)

	31 December 2020 RMB'000	31 December 2019 RMB'000
CURRENT LIABILITIES		
Trade and bills payables	**57,855,036**	49,098,798
Contract liabilities	**10,202,939**	9,347,162
Other payables and accruals	**19,732,691**	26,639,119
Provision	**1,568,818**	1,786,167
Interest-bearing bank borrowings	**8,140,608**	11,814,902
Lease liabilities	**197,843**	224,489
Bank advances on factored trade receivables	**180,055**	230,323
Derivative financial instruments	**140,982**	115,811
Tax payable	**52,354**	44,177
Dividends payable	**225**	225
Total current liabilities	**98,071,551**	99,301,173
NET CURRENT ASSETS	**14,584,491**	712,586
TOTAL ASSETS LESS CURRENT LIABILITIES	**53,927,942**	37,888,356
NON-CURRENT LIABILITIES		
Interest-bearing bank borrowings	**16,931,479**	7,550,990
Bank advances on factored long-term trade receivables	**310,588**	200,858
Provision for retirement benefits	**144,250**	144,505
Lease liabilities	**218,235**	337,764
Other non-current liabilities	**2,091,999**	3,242,788
Total non-current liabilities	**19,696,551**	11,476,905
Net assets	**34,231,391**	26,411,451
EQUITY		
Issued capital	**4,613,435**	4,227,530
Treasury shares	**(114,766)**	—
Reserves (note)	**29,732,722**	15,931,557
Perpetual capital instruments (note)	**—**	6,252,364
Total equity	**34,231,391**	26,411,451

54. STATEMENT OF FINANCIAL POSITION OF THE COMPANY (continued)

Note:

A summary of the Company's reserves and perpetual capital instruments is as follows:

	Capital reserve RMB'000	**Share Incentive Scheme reserve RMB'000**	**Statutory reserves RMB'000**	**Exchange fluctuation reserve RMB'000**	**Retained profits RMB'000**	**Perpetual capital instruments RMB'000**	**Total RMB'000**
At 1 January 2020	**10,414,702**	**290,356**	**1,931,371**	**(20,276)**	**3,315,404**	**6,252,364**	**22,183,921**
Final 2019 dividend declared	**—**	**—**	**—**	**—**	**(922,687)**	**—**	**(922,687)**
Total comprehensive income for the year	**—**	**—**	**—**	**4,669**	**3,132,041**	**16,236**	**3,152,946**
Issue of shares	**11,081,354**	**—**	**—**	**—**	**—**	**—**	**11,081,354**
Share Incentive Scheme:							
— Equity-settled share option expense	**—**	**235,705**	**—**	**—**	**—**	**—**	**235,705**
— Issue of shares	**122,556**	**(46,908)**	**—**	**—**	**—**	**—**	**75,648**
Transferred from retained profits	**—**	**—**	**192,952**	**—**	**(192,952)**	**—**	**—**
Distribution to perpetual capital instrument holders	**—**	**—**	**—**	**—**	**—**	**(348,600)**	**(348,600)**
Repurchase of perpetual capital instruments	**(80,000)**	**—**	**—**	**—**	**—**	**(5,920,000)**	**(6,000,000)**
Others	**274,435**	**—**	**—**	**—**	**—**	**—**	**274,435**
At 31 December 2020	**21,813,047**	**479,153**	**2,124,323**	**(15,607)**	**5,331,806**	**—**	**29,732,722**

	Capital reserve RMB'000	Share Incentive Scheme reserve RMB'000	Statutory reserves RMB'000	Exchange fluctuation reserve RMB'000	Retained profits RMB'000	Perpetual capital instruments RMB'000	Total RMB'000
At 31 December 2018	9,520,765	438,791	1,480,598	(19,656)	(4,168,837)	6,252,364	13,504,025
Others	—	—	(1,441)	—	1,441	—	—
At 1 January 2019	9,520,765	438,791	1,479,157	(19,656)	(4,167,396)	6,252,364	13,504,025
Total comprehensive income for the year	(7,599)	—	—	(620)	7,935,014	348,600	8,275,395
Share Incentive Scheme:							
— Equity-settled share option expense	—	191,790	—	—	—	—	191,790
— Issue of shares	901,536	(340,225)	—	—	—	—	561,311
Transferred from retained profits	—	—	452,214	—	(452,214)	—	—
Distribution to perpetual capital instrument holders	—	—	—	—	—	(348,600)	(348,600)
At 31 December 2019	10,414,702	290,356	1,931,371	(20,276)	3,315,404	6,252,364	22,183,921

The share option reserve comprises the fair value of share options granted which are yet to be exercised, as further explained in the accounting policy for share-based payments in note 2.4 to the financial statements. The amount will either be transferred to the share premium account when the related options are exercised, or be transferred to retained profits should the related options expire or be forfeited.

55. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved and authorised for issue by the board of directors on 16 March 2021.

Documents Available for Inspection

(I) Text of the 2020 annual report signed by the Chairman of the Board of Directors;

(II) Original copies of the Group's audited financial reports and consolidated financial statements for the year ended 31 December 2020 prepared in accordance with the PRC ASBEs and HKFRSs duly signed by the Company's legal representative, Chief Financial Officer and Head of Finance Division;

(III) Original copy of the auditors' report affixed with seal of the accountants' firm and duly signed under the hand and seal of the certified public accountants;

(IV) Original copies of all of the Company's documents and announcements published in China Securities Journal, Securities Times and Shanghai Securities News and posted on http://www.cninfo.com.cn during the year; and

(V) Articles of Association.

By order of the Board
Li Zixue
Chairman

17 March 2021

ZTE 中兴通讯股份有限公司
ZTE CORPORATION