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**NOTICE OF LISTING ON  
THE STOCK EXCHANGE OF HONG KONG LIMITED**

**Tencent 腾讯**  
**TENCENT HOLDINGS LIMITED**  
**騰訊控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

**(Stock Code: 700)**

**US\$1.25 Billion 3.280% Senior Notes Due 2024**  
**(Stock Code: 5957)**

**US\$0.75 Billion 3-month USD LIBOR + 0.910% Floating Rate Notes Due 2024**  
**(Stock Code: 5960)**

**US\$0.50 Billion 3.575% Senior Notes Due 2026**  
**(Stock Code: 5961)**

**US\$3.00 Billion 3.975% Senior Notes Due 2029**  
**(Stock Code: 5962)**

**and**

**US\$0.50 Billion 4.525% Senior Notes Due 2049**  
**(Stock Code: 5963)**

issued under the

**Global Medium Term Note Programme**  
**With Maximum Limit at US\$20 Billion**  
**by Tencent Holdings Limited (the “Company”)**  
**(the “Programme”)**

*Joint Global Coordinators and Managers*

**Deutsche Bank**

**HSBC**

**Goldman Sachs (Asia) L.L.C.**

**Morgan Stanley**

*Other Managers*

**Bank of China**  
**(Hong Kong)**

**Bank of America**  
**Merrill Lynch**

**BNP PARIBAS**

**Credit Suisse**

**ICBC (Asia)**

**J.P. Morgan**

**Mizuho Securities**

**MUFG**

**SPDB International**

Application has been made by the Company to The Stock Exchange of Hong Kong Limited for the listing of US\$1.25 billion 3.280% senior notes due 2024, US\$0.75 billion 3-month USD LIBOR + 0.910% floating rate notes due 2024, US\$0.50 billion 3.575% senior notes due 2026, US\$3.00 billion 3.975% senior notes due 2029 and US\$0.50 billion 4.525% senior notes due 2049 issued under the Programme (the “Notes”) by way of debt issues to professional investors (as defined in Chapter 37 of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited and in the Securities and Futures Ordinance (Cap. 571) of Hong Kong) only, as described in the offering circular dated 1 April 2019 and the pricing supplements dated 3 April 2019 (New York time). The listing of the Notes will become effective on 12 April 2019.

12 April 2019

*As at the date of this announcement, the directors of the Company are:*

*Executive Directors:*

Ma Huateng and Lau Chi Ping Martin;

*Non-Executive Directors:*

Jacobus Petrus (Koos) Bekker and Charles St Leger Searle; and

*Independent Non-Executive Directors:*

Li Dong Sheng, Iain Ferguson Bruce, Ian Charles Stone and Yang Siu Shun.