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**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)**

**POLL RESULTS FOR THE 2013 ANNUAL GENERAL MEETING**

At the annual general meeting of Tencent Holdings Limited (the “Company”) held on 15 May 2013 (the “AGM”), a poll was demanded by the chairman of the AGM for voting on all proposed resolutions as set out in the notice of the AGM dated 28 March 2013.

As at the date of the AGM, the total number of shares entitling the holders to attend and vote on all resolutions at the AGM was 1,848,552,943 shares. There were no restrictions on any shareholders to cast votes on any of the following resolutions at the AGM.

All resolutions were approved by shareholders and details of the poll results are as follows:

Resolutions		Number of Votes (%)	
		For	Against
1	To receive and consider the audited Financial Statements and the Reports of the Directors and Auditor for the year ended 31 December 2012.	1,493,607,117 (99.9994%)	8,600 (0.0006%)
2	To declare a final dividend.	1,492,166,117 (99.9000%)	1,493,400 (0.1000%)
3(i)	(a) To re-elect Mr Zhang Zhidong as director.	1,474,099,253 (98.6938%)	19,510,264 (1.3062%)
	(b) To re-elect Mr Ian Charles Stone as director.	1,474,502,404 (98.7207%)	19,107,113 (1.2793%)
	(c) To re-elect Mr Jacobus Petrus Bekker as director.	1,464,299,953 (98.0377%)	29,309,564 (1.9623%)
3(ii)	To authorise the Board of Directors to fix the Directors’ remuneration.	1,480,084,747 (99.8587%)	2,094,800 (0.1413%)

Resolutions		Number of Votes (%)	
		For	Against
4	To re-appoint Auditor and to authorise the Board of Directors to fix their remuneration.	1,488,066,884 (99.7186%)	4,199,533 (0.2814%)
5	To grant a general mandate to the Directors to issue new shares (Ordinary Resolution 5 as set out in the notice of the AGM).	1,126,824,317 (75.4707%)	366,237,612 (24.5293%)
6	To grant a general mandate to the Directors to repurchase shares (Ordinary Resolution 6 as set out in the notice of the AGM).	1,491,135,517 (99.8517%)	2,214,900 (0.1483%)
7	To extend the general mandate to issue new shares by adding the number of shares repurchased (Ordinary Resolution 7 as set out in the notice of the AGM).	1,131,433,479 (75.7659%)	361,894,538 (24.2341%)

All resolutions set out above were passed as Ordinary Resolutions.

The Company's branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM.

Shareholders may refer to the notice of the AGM and the circular dated 28 March 2013 issued to shareholders for details of the above resolutions.

By Order of the Board  
**Ma Huateng**  
*Chairman*

Hong Kong, 15 May 2013

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

*Executive Directors:*

Ma Huateng, Lau Chi Ping Martin and Zhang Zhidong;

*Non-Executive Directors:*

Jacobus Petrus Bekker and Charles St Leger Searle; and

*Independent Non-Executive Directors:*

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