



Monthly Return for Equity Issuer and Hong Kong Depositary Receipts listed under Chapter 19B of the Exchange Listing Rules on Movements in Securities

For the month ended: 31 January 2022

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Tencent Holdings Limited

Date Submitted: 09 February 2022

I. Movements in Authorised / Registered Share Capital

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00700	Description				
	Number of authorised/registered shares	Par value		Authorised/registered share capital		
Balance at close of preceding month	50,000,000,000	HKD	0.00002	HKD	1,000,000	
Increase / decrease (-)				HKD		
Balance at close of the month	50,000,000,000	HKD	0.00002	HKD	1,000,000	

Total authorised/registered share capital at the end of the month: HKD 1,000,000

II. Movements in Issued Shares

1. Type of shares	Ordinary shares	Class of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00700	Description				
Balance at close of preceding month			9,608,378,469			
Increase / decrease (-)			-4,135,205			
Balance at close of the month			9,604,243,264			

III. Details of Movements in Issued Shares

(A). Share Options (under Share Option Schemes of the Issuer)

1. Type of shares issuable		Ordinary shares	Class of shares		Not applicable	Shares issuable to be listed on SEHK (Note 1)		Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1)			00700						
Particulars of share option scheme		Number of share options outstanding at close of preceding month	Movement during the month		Number of share options outstanding at close of the month	No. of new shares of issuer issued during the month pursuant thereto (A)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month	The total number of securities which may be issued upon exercise of all share options to be granted under the scheme at close of the month	
1).	Post-IPO Share Option Scheme II adopted on 16/05/2007 (i) Exercise price (April 2015) HK\$149.8	180,000	Exercised	-180,000	0	180,000	0	0	
General Meeting approval date (if applicable)		16 May 2007							
2).	(ii) Exercise price (July 2015) HK\$148.9	296,451			296,451	0	284,013	0	
General Meeting approval date (if applicable)		16 May 2007							
3).	(iii) Exercise price (March 2016) HK\$158.1	8,965,000			8,965,000	0	8,965,000	0	
General Meeting approval date (if applicable)		16 May 2007							
4).	(iv) Exercise price (July 2016) HK\$174.86	577,141	Exercised	-132,280	444,861	132,280	444,861	0	
General Meeting approval date (if applicable)		16 May 2007							
5).	(v) Exercise price (March 2017) HK\$225.44	25,127,525			25,127,525	0	25,018,150	0	

General Meeting approval date (if applicable)		16 May 2007						
6).	Post-IPO Share Option Scheme IV adopted on 17/05/2017 (i) Exercise price (July 2017) HK\$272.36	4,716,041	Exercised	-239,864	4,476,177	239,864	4,389,070	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
7).	(ii) Exercise price (November 2017) HK\$419.6	71,190			71,190	0	71,190	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
8).	(iii) Exercise price (January 2018) HK\$444.2	132,050			132,050	0	132,050	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
9).	(iv) Exercise price (April 2018) HK\$410	21,900,189			21,900,189	0	16,913,274	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
10).	(v) Exercise price (May 2018) HK\$407	26,390			26,390	0	26,390	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
11).	(vi) Exercise price (June 2018) HK\$403.16	83,580			83,580	0	83,580	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
12).	(vii) Exercise price (July 2018) HK\$386.6	3,401,613	Exercised	-109,775	3,289,493	109,775	2,124,056	289,802,600
			Lapsed	-2,345				

General Meeting approval date (if applicable)		17 May 2017						
13.	(viii) Exercise price (August 2018) HK\$354	20,440			20,440	0	19,775	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
14.	(ix) Exercise price (April 2019) HK\$376	23,483,566			23,483,566	0	3,088,714	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
15.	(x) Exercise price (July 2019) HK\$359.04	1,752,231	Exercised	-32,136	1,707,617	32,136	717,173	289,802,600
			Lapsed	-12,478				
General Meeting approval date (if applicable)		17 May 2017						
16.	(xi) Exercise price (August 2019) HK\$334.2	267,445			267,445	0	116,680	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
17.	(xii) Exercise price (December 2019) HK\$335.84	17,664			17,664	0	82	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
18.	(xiii) Exercise price (January 2020) HK\$382	137,760			137,760	0	91,840	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
19.	(xiv) Exercise price (March 2020) HK\$359.6	7,255,359	Exercised	-2,140	7,253,219	2,140	1,990,411	289,802,600
General Meeting approval date (if applicable)		17 May 2017						

20.	(xv) Exercise price (May 2020) HK\$429.52	49,840			49,840	0	16,613	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
21.	(xvi) Exercise price (July 2020) HK\$546.5	1,363,978	Lapsed	-18,860	1,345,118	0	325,203	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
22.	(xvii) Exercise price (August 2020) HK\$518	39,964			39,964	0	16,982	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
23.	(xviii) Exercise price (November 2020) HK\$586	134,388			134,388	0	61,510	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
24.	(xix) Exercise price (December 2020) HK\$575.8	119,235			119,235	0	42,083	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
25.	(xx) Exercise price (March 2021) HK\$618	8,413,098			8,413,098	0	0	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
26.	(xxi) Exercise price (June 2021) HK\$606.3	163,385			163,385	0	2,944	289,802,600
General Meeting approval date (if applicable)		17 May 2017						
27.	(xxii) Exercise price (July 2021) HK\$556.5	7,951,284			7,951,284	0	0	289,802,600

General Meeting approval date (if applicable)		17 May 2017						
28.	(xxiii) Exercise price (November 2021) HK\$502.5	188,591			188,591	0	0	289,802,600
General Meeting approval date (if applicable)		17 May 2017						

Total A (Ordinary shares): 696,195

Total funds raised during the month from exercise of options: HKD 170,170,508.28

Remarks:

1. The Post-IPO Share Option Scheme II expired on 16 May 2017 and no further share options will be granted under the scheme.
2. 289,802,600 ordinary shares as set out in items 6 to 28 refer to the total number of securities which may be issued upon exercise of all share options to be granted under the Post-IPO Share Option Scheme IV adopted on 17 May 2017 as at 31 January 2022.

(B). Warrants to Issue Shares of the Issuer which are to be Listed Not applicable

(C). Convertibles (i.e. Convertible into Issue Shares of the Issuer which are to be Listed) Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be listed, including Options (other than Share Options Schemes) Not applicable

(E). Other Movements in Issued Share

1. Type of shares issuable (Note 5 and 6)	Ordinary shares	Class of shares	Not applicable	Shares issuable to be listed on SEHK (Note 1, 5 and 6)	Yes	
Stock code of shares issuable (if listed on SEHK) (Note 1, 5 and 6)		00700				
Type of Issue	At price (if applicable)		Issue and allotment date (Note 5 and 6)	General Meeting approval date (if applicable)	No. of new shares of issuer issued during the month pursuant thereto (E)	No. of new shares of issuer which may be issued pursuant thereto as at close of the month
	Currency	Amount				
1). Repurchase of shares			21 January 2022	20 May 2021	-3,941,400	
2). Repurchase of shares			27 January 2022	20 May 2021	-890,000	

Total E (Ordinary shares): -4,831,400

Remarks:

A total of 3,941,400 ordinary shares (previously repurchased on market on 5 to 7, 10, 11, 13, 14, 17 and 18 January 2022) were cancelled on 21 January 2022 and a total of 890,000 ordinary shares (previously repurchased on market on 19 and 20 January 2022) were cancelled on 27 January 2022.

Total increase / decrease (-) in Ordinary shares during the month (i.e. Total of A to E) -4,135,205

IV. Information about Hong Kong Depositary Receipt (HDR) Not applicable

V. Confirmations

We hereby confirm to the best knowledge, information and belief that, in relation to each of the securities issued by the issuer during the month as set out in Part III which has not been previously disclosed in a return published under Main Board Rule 13.25A, it has been duly authorised by the board of directors of the listed issuer and, insofar as applicable:

(Note 2)

- (i) all money due to the listed issuer in respect of the issue of securities has been received by it;
- (ii) all the securities of each class are in all respects identical (Note 3); and
- (iii) all the definitive documents of title have been delivered/are ready to be delivered/are being prepared and will be delivered in accordance with the terms of issue.

Submitted by: Lau Suk Yi

Title: Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. SEHK refers to Stock Exchange of Hong Kong.
2. Items (i) to (viii) are suggested forms of confirmation which may be amended to meet individual cases. Where the issuer has already made the relevant confirmations in a return published under Main Board Rule 13.25A / GEM Rule 17.27A in relation to the securities issued, no further confirmation is required to be made in this return.
3. "Identical" means in this context:
 - . the securities are of the same nominal value with the same amount called up or paid up;
 - . they are entitled to dividend/interest at the same rate and for the same period, so that at the next ensuing distribution, the dividend/interest payable per unit will amount to exactly the same sum (gross and net); and
 - . they carry the same rights as to unrestricted transfer, attendance and voting at meetings and rank pari passu in all other respects.
4. If there is insufficient space, please submit additional document.
5. In the context of repurchase of shares:

- . “shares issuable to be listed on SEHK” should be construed as “shares repurchased listed on SEHK”; and
- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares repurchased (if listed on SEHK)”; and
- . “type of shares issuable” should be construed as “type of shares repurchased”; and
- . “issue and allotment date” should be construed as “cancellation date”

6. In the context of redemption of shares:

- . “shares issuable to be listed on SEHK” should be construed as “shares redeemed listed on SEHK”; and
- . “stock code of shares issuable (if listed on SEHK)” should be construed as “stock code of shares redeemed (if listed on SEHK)”; and
- . “type of shares issuable” should be construed as “type of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”