



## 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 July 2023

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Tencent Holdings Limited

Date Submitted: 04 August 2023

### I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00700	Description				
Multi-counter stock code	80700	RMB	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. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on SEHK (Note 1)	Yes	
Stock code	00700	Description				
Multi-counter stock code	80700	RMB	Description			
Balance at close of preceding month			9,574,017,108			
Increase / decrease (-)			-17,777,675			
Balance at close of the month			9,556,239,433			

### III. Details of Movements in Issued Shares

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

1. Class of shares issuable		Ordinary shares		Type 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						
Multi-counter stock code		80700	RMB	Description						
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 (July 2016) HK\$143.33	34,398	Exercised	-32,548	0	32,548	0	0		
			Lapsed	-1,850						
General Meeting approval date (if applicable)		16 May 2007								
2).	(ii) Exercise price (March 2017) HK\$185.65	23,118,327	Exercised	-165,000	22,953,327	165,000	22,843,952	0		
General Meeting approval date (if applicable)		16 May 2007								
3).	2023 Share Option Scheme adopted on 17/05/2023  (i) Exercise price (July 2017) HK\$230.89, HK\$230.87	3,336,717	Exercised	-37,570	3,299,052	37,570	3,280,086	287,638,307		
			Lapsed	-95						
General Meeting approval date (if applicable)		17 May 2023								

4).	(ii) Exercise price (November 2017) HK\$368.46	71,190			71,190	0	71,190	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
5).	(iii) Exercise price (January 2018) HK\$387.16	97,915			97,915	0	97,915	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
6).	(iv) Exercise price (April 2018) HK\$358.11, HK\$357.86	21,898,614			21,898,614	0	21,873,432	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
7).	(v) Exercise price (May 2018) HK\$355.51	26,390			26,390	0	26,390	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
8).	(vi) Exercise price (June 2018) HK\$348.04	83,580			83,580	0	83,580	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
9).	(vii) Exercise price (July 2018) HK\$332.87, HK\$332.47, HK\$331.57, HK\$331.40	3,023,906	Exercised	-7,200	3,007,526	7,200	2,966,104	287,638,307
			Lapsed	-9,180				
General Meeting approval date (if applicable)		17 May 2023						
10).	(viii) Exercise price (August 2018) HK\$302.78	17,780			17,780	0	17,780	287,638,307
General Meeting approval date (if applicable)		17 May 2023						

11).	(ix) Exercise price (April 2019) HK\$321.04, HK\$320.78, HK\$320.45, HK\$320.01	23,458,728			23,458,728	0	5,958,728	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
12).	(x) Exercise price (July 2019) HK\$306.21, HK\$305.79, HK\$304.61, HK\$301.46	1,627,707	Exercised	-9,165	1,618,148	9,165	1,590,870	287,638,307
			Lapsed	-394				
General Meeting approval date (if applicable)		17 May 2023						
13).	(xi) Exercise price (August 2019) HK\$288.89, HK\$288.46, HK\$287.49	121,704			121,704	0	75,468	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
14).	(xii) Exercise price (December 2019) HK\$290.39, HK\$289.77	17,664			17,664	0	17,664	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
15).	(xiii) Exercise price (January 2020) HK\$330.89, HK\$329.92	111,510			111,510	0	111,510	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
16).	(xiv) Exercise price (March 2020) HK\$305.66, HK\$305.64, HK\$305.49, HK\$304.23, HK\$303.74	7,242,436	Exercised	-42	7,242,394	42	5,423,246	287,638,307

General Meeting approval date (if applicable)		17 May 2023						
17).	(xv) Exercise price (May 2020) HK\$367.16, HK\$366.70, HK\$365.53	49,840			49,840	0	49,840	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
18).	(xvi) Exercise price (July 2020) HK\$472.04, HK\$471.92, HK\$470.14, HK\$470.04, HK\$469.87	1,255,052	Lapsed	-5,185	1,249,867	0	928,684	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
19).	(xvii) Exercise price (August 2020) HK\$444.32, HK\$444.07, HK\$444.01, HK\$443.08, HK\$442.82	38,798	Lapsed	-1,841	36,957	0	32,465	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
20).	(xviii) Exercise price (November 2020) HK\$511.83, HK\$511.59, HK\$511.54, HK\$510.71, HK\$510.57, HK\$508.53	95,396			95,396	0	84,031	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
21).	(xix) Exercise price (December 2020) HK\$495.23, HK\$494.94, HK\$494.22	119,235			119,235	0	84,166	287,638,307

General Meeting approval date (if applicable) 17 May 2023								
22).	(xx) Exercise price (March 2021) HK\$533.39, HK\$533.13, HK\$533.07, HK\$532.35, HK\$532.29, HK\$532.24, HK\$532.06, HK\$531.71, HK\$531.69	5,866,802	Lapsed	-2,804	5,863,998	0	3,033,275	287,638,307
General Meeting approval date (if applicable) 17 May 2023								
23).	(xxi) Exercise price (June 2021) HK\$529.18, HK\$529.15, HK\$529.08, HK\$528.51, HK\$528.40, HK\$527.29, HK\$526.97	23,339			23,339	0	16,540	287,638,307
General Meeting approval date (if applicable) 17 May 2023								
24).	(xxii) Exercise price (July 2021) HK\$478.17, HK\$477.46, HK\$476.52, HK\$476.09	7,580,390	Lapsed	-14,999	7,565,391	0	3,779,692	287,638,307
General Meeting approval date (if applicable) 17 May 2023								
25).	(xxiii) Exercise price (November 2021) HK\$437.83, HK\$436.86, HK\$435.86, HK\$434.78, HK\$433.54, HK\$433.25	188,591			188,591	0	62,863	287,638,307

General Meeting approval date (if applicable)		17 May 2023						
26).	(xxiv) Exercise price (March 2022) HK\$343.96, HK\$343.84, HK\$343.77, HK\$343.61, HK\$343.22, HK\$343.21, HK\$343.20, HK\$343.06, HK\$342.87, HK\$342.81, HK\$342.79, HK\$342.50, HK\$342.49, HK\$341.94	7,247,703	Lapsed	-5,830	7,241,873	0	2,215,146	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
27).	(xxv) Exercise price (August 2022) HK\$277.91, HK\$277.42, HK\$276.81, HK\$276.01	5,413,348	Lapsed	-7,155	5,406,193	0	1,353,057	287,638,307
General Meeting approval date (if applicable)		17 May 2023						
28).	(xxvi) Exercise price (March 2023) HK\$375.60	3,659,925			3,659,925	0	0	287,638,307
General Meeting approval date (if applicable)		17 May 2023						

Total A (Ordinary shares): 251,525

Total funds raised during the month from exercise of options: HKD 49,171,703.27

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. In May 2023, all the outstanding share options (including both vested and unvested) granted under the Post-IPO Share Option Scheme IV adopted on 17 May 2017 have been transferred to the 2023 Share Option Scheme adopted on 17 May 2023. 287,638,307 ordinary shares as set out in items 3 to 28 refer to the total number of securities which may be issued upon exercise of all share options to be granted under the 2023 Share Option Scheme as at 31 July 2023.

3. The exercise prices of the share options specified in items 1 to 25 represent the exercise prices which had been adjusted as a result of the Distribution in Specie of (I) the JD.com shares (as disclosed in the announcement dated 14 March 2022) and (II) the Meituan shares (as disclosed in the announcement dated 9 January 2023), pursuant to the scheme rules of the Post-IPO Share Option Scheme II and the Post-IPO Share Option Scheme IV.

4. The exercise prices of the share options specified in items 26 to 27 represent the exercise prices which had been adjusted as a result of the Distribution in Specie of the Meituan shares (as disclosed in the announcement dated 9 January 2023), pursuant to the scheme rules of the Post-IPO Share Option Scheme IV.

**(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. Class of shares issuable (Note 5 and 6)	Ordinary shares	Type 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					
Multi-counter stock code	80700	RMB	Description			
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			26 July 2023	17 May 2023	-18,029,200	

Total E (Ordinary shares): -18,029,200

Remarks:

A total of 18,029,200 ordinary shares (previously repurchased on market on 23, 26 to 30 June 2023, and 3 to 7, 10 to 14 July 2023) were cancelled on 26 July 2023.

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

-17,777,675

**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
- . “class of shares issuable” should be construed as “class 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
- . “class of shares issuable” should be construed as “class of shares redeemed”; and
- . “issue and allotment date” should be construed as “redemption date”