



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 October 2024

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Tencent Holdings Limited

Date Submitted: 06 November 2024

I. Movements in Authorised / Registered Share Capital

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	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 and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)	Yes
Stock code (if listed)	00700	Description			
Multi-counter stock code	80700	RMB	Description		
		Number of issued shares (excluding treasury shares)	Number of treasury shares	Total number of issued shares	
Balance at close of preceding month		9,279,116,754	0	9,279,116,754	
Increase / decrease (-)		-11,757,042	0		
Balance at close of the month		9,267,359,712	0	9,267,359,712	

III. Details of Movements in Issued Shares and/or Treasury Shares

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

1. Class of shares		Ordinary shares	Type of shares	Not applicable	Listed on the Exchange (Note 1)			Yes	
Stock code (if listed)		00700		Description					
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	Number of new shares issued during the month pursuant thereto (A1)	Number of treasury shares transferred out of treasury during the month pursuant thereto (A2)	Number of shares which may be issued or transferred out of treasury pursuant thereto as at close of the month	The total number of shares which may be issued or transferred out of treasury upon exercise of all share options to be granted under the scheme at close of the month	
1). 2023 Share Option Scheme adopted on 17/05/2023 (i) Exercise price (November 2017) HK\$368.46	23,930	Exercised - new shares involved	-13,453	10,477	13,453	0	10,477	262,443,505	
General Meeting approval date (if applicable) 17 May 2023									
2). (ii) Exercise price (January 2018) HK\$387.16	73,615	Exercised - new shares involved	-15,000	58,615	15,000	0	58,615	262,443,505	
General Meeting approval date (if applicable) 17 May 2023									
3). (iii) Exercise price (April 2018) HK\$358.11, HK\$357.86	21,706,644	Exercised - new shares involved	-304,218	21,402,426	304,218	0	21,402,426	262,443,505	
General Meeting approval date (if applicable) 17 May 2023									
4). (iv) Exercise price (May 2018) HK\$355.51	19,355			19,355	0	0	19,355	262,443,505	
General Meeting approval date (if applicable) 17 May 2023									
5). (v) Exercise price (June 2018) HK\$348.04	83,580			83,580	0	0	83,580	262,443,505	

General Meeting approval date (if applicable) 17 May 2023									
6).	(vi) Exercise price (July 2018) HK\$332.87, HK\$332.47, HK\$331.57, HK\$331.40	2,631,816	Exercised - new shares involved	-52,796	2,541,091	52,796	0	2,539,481	262,443,505
			Lapsed	-37,929					
General Meeting approval date (if applicable) 17 May 2023									
7).	(vii) Exercise price (August 2018) HK\$302.78	7,927			7,927	0	0	7,927	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
8).	(viii) Exercise price (April 2019) HK\$321.04, HK\$320.78, HK\$320.45, HK\$320.01	23,455,643	Exercised - new shares involved	-3,640	23,452,003	3,640	0	23,452,003	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
9).	(ix) Exercise price (July 2019) HK\$306.21, HK\$305.79, HK\$304.61, HK\$301.46	1,440,458	Exercised - new shares involved	-21,841	1,418,617	21,841	0	1,409,775	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
10).	(x) Exercise price (August 2019) HK\$288.89, HK\$288.46, HK\$287.49	121,704			121,704	0	0	121,704	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
11).	(xi) Exercise price (January 2020) HK\$330.89, HK\$329.92	111,510			111,510	0	0	111,510	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
12).	(xii) Exercise price (March 2020) HK\$305.66, HK\$305.64, HK\$305.49, HK\$304.23, HK\$303.74	7,054,914	Exercised - new shares involved	-1,935	7,052,979	1,935	0	7,052,979	262,443,505

General Meeting approval date (if applicable) 17 May 2023									
13).	(xiii) Exercise price (May 2020) HK\$365.53	10,479	Exercised - new shares involved	-10,479	0	10,479	0	0	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
14).	(xiv) Exercise price (July 2020) HK\$472.04, HK\$471.92, HK\$470.14, HK\$470.04, HK\$469.87	1,168,725	Exercised - new shares involved	-999	1,150,717	999	0	1,149,840	262,443,505
			Lapsed	-17,009					
General Meeting approval date (if applicable) 17 May 2023									
15).	(xv) Exercise price (August 2020) HK\$444.32, HK\$444.01, HK\$443.08, HK\$442.82	11,494			11,494	0	0	11,494	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
16).	(xvi) Exercise price (November 2020) HK\$511.83, HK\$511.59, HK\$511.54, HK\$510.71, HK\$510.57, HK\$508.53	79,691			79,691	0	0	75,484	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
17).	(xvii) 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	4,993,917	Lapsed	-3,802	4,990,115	0	0	3,997,303	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
18).	(xviii) Exercise price (June 2021) HK\$529.18, HK\$529.15, HK\$529.08, HK\$528.51,	20,255	Lapsed	-11,561	8,694	0	0	8,694	262,443,505

	HK\$528.40, HK\$527.29, HK\$526.97								
General Meeting approval date (if applicable) 17 May 2023									
19).	(xix) Exercise price (July 2021) HK\$478.17, HK\$477.46, HK\$476.52, HK\$476.09	7,292,468	Lapsed	-72,789	7,219,679	0	0	5,443,484	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
20).	(xx) Exercise price (November 2021) HK\$437.83, HK\$436.86, HK\$435.86, HK\$434.78, HK\$433.54	183,359	Exercised - new shares involved	-1,462	172,897	1,462	0	172,897	262,443,505
			Lapsed	-9,000					
General Meeting approval date (if applicable) 17 May 2023									
21).	(xxi) 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	7,100,383	Exercised - new shares involved	-27,351	7,073,032	27,351	0	4,255,719	262,443,505
General Meeting approval date (if applicable) 17 May 2023									
22).	(xxii) Exercise price (August 2022) HK\$277.91, HK\$277.42, HK\$276.81, HK\$276.01	4,641,105	Exercised - new shares involved	-41,172	4,586,977	41,172	0	2,137,986	262,443,505
			Lapsed	-12,956					
General Meeting approval date (if applicable) 17 May 2023									
23).	(xxiii) Exercise price (March 2023) HK\$375.60	3,624,320	Exercised - new shares involved	-90	3,624,230	90	0	1,044,447	262,443,505
General Meeting approval date (if applicable) 17 May 2023									

24).	(xxiv) Exercise price (August 2023) HK\$334.04	13,471,503	Exercised - new shares involved	-7,022	13,459,025	7,022	0	3,373,581	262,443,505
			Lapsed	-5,456					
General Meeting approval date (if applicable) <u>17 May 2023</u>									
25).	(xxv) Exercise price (March 2024) HK\$291.20	10,679,208			10,679,208	0	0	246	262,443,505
General Meeting approval date (if applicable) <u>17 May 2023</u>									
26).	(xxvi) Exercise price (August 2024) HK\$373.12	952,345	Lapsed	-6,706	945,639	0	0	0	262,443,505
General Meeting approval date (if applicable) <u>17 May 2023</u>									

Increase in issued shares (excluding treasury shares): 501,458 Ordinary shares (AA1)

Decrease in treasury shares: 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: HKD 173,850,982.5

Remarks:

- 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. 262,443,505 ordinary shares as set out in items 1 to 26 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 October 2024.
- The exercise prices of the share options specified in items 1 to 20 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 IV.
- The exercise prices of the share options specified in items 21 to 22 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

Not applicable

(C). Convertibles (i.e. Convertible into Shares of the Issuer)

Not applicable

(D). Any other Agreements or Arrangements to Issue Shares of the Issuer, including Options (other than Share Option Schemes)

Not applicable

(E). Other Movements in Issued Shares and/or Treasury Shares

1. Class of shares	Ordinary shares	Type of shares	Not applicable			Listed on the Exchange (Note 1)	Yes	
Stock code (if listed)	00700	Description						
Multi-counter stock code	80700	RMB	Description					
Events	At price (if applicable)		Date of event (Note 2)	General Meeting approval date (if applicable)	Increase/ decrease (-) in issued shares (excluding treasury shares) during the month pursuant thereto (E1)	Increase/ decrease (-) in treasury shares during the month pursuant thereto (E2)	Number of shares redeemed or repurchased for cancellation but not yet cancelled as at close of the month (Note 3)	
	Currency	Amount						
1). Repurchase of shares (shares repurchased and cancelled)			30 October 2024	14 May 2024	-12,258,500			

Increase/ decrease (-) in issued shares (excluding treasury shares): _____ -12,258,500 _____ Ordinary shares (EE1)

Increase/ decrease (-) in treasury shares: _____ _____ Ordinary shares (EE2)

Remarks:

A total of 12,258,500 ordinary shares (previously repurchased on market on 23 to 26 September 2024, and 3, 4, 7 to 9 October 2024) were cancelled on 30 October 2024.

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): _____ -11,757,042 _____ Ordinary shares

Total increase/ decrease (-) in treasury shares during the month (i.e. Total of AA2 to EE2): _____ 0 _____ Ordinary shares

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

V. Confirmations Not applicable

Submitted by: Lau Suk Yi

Title: Secretary

(Director, Secretary or other Duly Authorised Officer)

Notes

1. The Exchange refers to The Stock Exchange of Hong Kong Limited.
2. In the case of repurchase of shares (shares repurchased and cancelled) and redemption of shares (shares redeemed and cancelled), "date of event" should be construed as "cancellation date".
In the case of repurchase of shares (shares held as treasury shares), "date of event" should be construed as "date on which shares were repurchased and held by the issuer in treasury".
3. The information is required in the case of repurchase of shares (shares repurchased for cancellation but not yet cancelled) and redemption of shares (shares redeemed but not yet cancelled). Please state the number of shares repurchased or redeemed during the month or in preceding month(s) but pending cancellation as at close of the month as a negative number.
4. Items (i) to (viii) are suggested forms of confirmation. The listed issuer may amend the item(s) that is/are not applicable 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, or the treasury shares sold or transferred, no further confirmation is required to be made in this return.
5. "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.