Next Day Disclosure Return (Equity issuer - changes in issued shares or treasury shares, share buybacks and/or on-market sales of treasury shares)

Instrument:	Equity issuer	Status:	New Submission
Name of Issuer:	Tencent Holdings Limited		
Date Submitted:	17 December 2024		

Section I must be completed by a listed issuer where there has been a change in its issued shares or treasury shares which is discloseable pursuant to rule 13.25A of the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited (the "**Exchange**") (the "**Main Board Rules**") or rule 17.27A of the Rules Governing the Listing of Securities on GEM of the Exchange (the "**GEM Rules**").

Section I									
1. Class of shares Ordinary shares Ty		Тур	e of shares Not	applicable		Listed on the Exchange		Yes	
Stock code (if listed)	00700	Des	cription						
Multi-counter stock code	80700 RMB	Des	cription						
A. Changes in issued sha	res or treasury shares								
Events			Changes in issued shares (excluding treasury shares)		Chan	ges in treasury shares			
			Number of issued shares (excluding treasury shares)	As a % of existing number of issued shares (excluding treasury shares) before the relevant event (Note 3)		per of treasury shares	Issue/ selling price per share (Note 4)		Total number of issued shares
Opening balance as at (Note 1)	16 December 2024		9,267,570,5	91		()		9,267,570,591
share awards or options gra director of the issuer) under Exercise of option(s) under 2023	ofer of treasury shares in respect of Inted to a participant (who is not a a share scheme - new shares involved 2023 Share Option Scheme adopted on 17 May ecember 2024		3,4	94 0.00004 %			нкр	291.72	
Closing balance as at (Notes 5 an	d 6) 17 December 2024		9,267,574,0	35		()		9,267,574,08

B. Shares redeemed or repurchased for cancellation but not yet cancelled as at the closing balance date (Notes 5 and 6)									
1).	Shares repurchased for cancellation but not yet cancelled	1,750,000	0.01888 %	НКД	402.247				
	Date of changes 15 November 2024								
2).	Shares repurchased for cancellation but not yet cancelled	1,730,000	0.01867 %	НКД	406.2967				
	Date of changes 18 November 2024								
3).	Shares repurchased for cancellation but not yet cancelled	1,730,000	0.01867 %	нкр	406.2592				
	Date of changes 19 November 2024								
4).	Shares repurchased for cancellation but not yet cancelled	1,710,000	0.01845 %	НКД	409.9961				
	Date of changes 20 November 2024								
5).	Shares repurchased for cancellation but not yet cancelled	1,720,000	0.01856 %	нкр	409.3641				
	Date of changes 21 November 2024								
6).	Shares repurchased for cancellation but not yet cancelled	1,730,000	0.01867 %	нкр	405.6688				
	Date of changes 22 November 2024								
7).	Shares repurchased for cancellation but not yet cancelled	1,770,000	0.0191 %	НКД	396.6765				
	Date of changes 25 November 2024								
8).	Shares repurchased for cancellation but not yet cancelled	1,780,000	0.01921 %	нкр	394.9068				
	Date of changes 26 November 2024								
9).	Shares repurchased for cancellation but not yet cancelled	1,770,000	0.0191 %	нкр	397.6454				
	Date of changes 27 November 2024								
10).	Shares repurchased for cancellation but not yet cancelled	1,750,000	0.01888 %	нкр	400.2835				
	Date of changes 28 November 2024								
11).	Shares repurchased for cancellation but not yet cancelled	1,760,000	0.01899 %	нкр	397.8176				
	Date of changes 29 November 2024								

Date of change 02 boomber 2024 Intel Change						
13. Shares repurchased for cancellation but not yet cancellated 1,760,000 0.01809.% HKD 390.5026 14. Shares repurchased for cancellation but not yet cancellated 1,740,000 0.01978.% HKD 402.6886 15. Shares repurchased for cancellation but not yet cancellated 1,740,000 0.01978.% HKD 402.6886 15. Shares repurchased for cancellation but not yet cancellated 1,740,000 0.01878.% HKD 404.8286 16. Shares repurchased for cancellation but not yet cancellated 1,740,000 0.01878.% HKD 404.8286 17. Shares repurchased for cancellation but not yet cancellated 1,700,000 0.0184.% HKD 404.8286 18. Shares repurchased for cancellated but not yet cancelled 1,710,000 0.0184.% HKD 404.8286 19. Shares repurchased for cancellated but not yet cancelled 1,710,000 0.0184.% HKD 409.9862 19. Shares repurchased for cancellated but not yet cancellated 1,710,000 0.0184.% HKD 410.4973 19. Shares repurchased for cancellated but not yet cancellated 1,710,000 0.01824.% HKD 410.4973 </td <td>12).</td> <td>Shares repurchased for cancellation but not yet cancelled</td> <td>1,760,000</td> <td>0.01899 %</td> <td>HKD 398.4097</td> <td></td>	12).	Shares repurchased for cancellation but not yet cancelled	1,760,000	0.01899 %	HKD 398.4097	
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Date of changes 05 December 2024 HKD 410.678 Date of changes 06 December 2024 1,700,000 0.01834 % HKD 410.676 Date of changes 06 December 2024 1,700,000 0.01845 % HKD 409,9862 Date of changes 09 December 2024 1,710,000 0.01845 % HKD 418,303 Date of changes 09 December 2024 1,710,000 0.01813 % HKD 418,43303 Date of changes 10 December 2024 1,710,000 0.01813 % HKD 418,43303 Date of changes 10 December 2024 1,710,000 0.01814 % HKD 410.4373 Date of changes 11 December 2024 1,710,000 0.01814 % HKD 410.4373 Date of changes 11 December 2024 1,710,000 0.01824 % HKD 410.4373 Date of changes 12 December 2024 1,710,000 0.01824 % HKD 410.4373 Date of changes 12 December 2024 1,710,000 0.01824 % HKD 410.4373 Date of changes 12 December 2024 1,710,000 0.01824 % HKD 410.4373<		Date of changes 04 December 2024				
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Date of changes 09 December 2024 Image: 10 December 2024 Im		Date of changes 06 December 2024				
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Date of changes 10 December 2024 Image: Changes 10 December 2024 Image: Changes 11 December 2024 Image: Changes 11 December 2024 Image: Changes		Date of changes 09 December 2024				
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Date of changes 11 December 2024 Image: Changes 12 December 2024 Image: Changes Image: Change: Changes Image: Changes </td <td></td> <td>Date of changes 10 December 2024</td> <td></td> <td></td> <td></td> <td></td>		Date of changes 10 December 2024				
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Date of changes 13 December 2024 22). Shares repurchased for cancellation but not yet cancelled Date of changes 16 December 2024 23). Shares repurchased for cancellation but not yet cancelled 1,720,000 0.01878 % HKD 407.133 HKD 404.0081		Date of changes 12 December 2024				
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Date of changes 16 December 2024 23). Shares repurchased for cancellation but not yet cancelled		Date of changes 13 December 2024				
23). Shares repurchased for cancellation but not yet cancelled 1,740,000 0.01878 % HKD 404.0081	22).	Shares repurchased for cancellation but not yet cancelled	1,720,000	0.01856 %	HKD 407.133	
		Date of changes 16 December 2024				
Date of changes 17 December 2024	23).	Shares repurchased for cancellation but not yet cancelled	1,740,000	0.01878 %	HKD 404.0081	
		Date of changes 17 December 2024				

Remarks: The issue price per share for the above item 1 in part A is a weighted average issue price per share.

Confirmation

Pursuant to Main Board Rule 13.25C / GEM Rule 17.27C, we hereby confirm to the best knowledge, information and belief that, in relation to each issue of shares or sale or transfer of treasury shares as set out in Section I, it has been duly authorised by the board of directors of the listed issuer and carried out in compliance with all applicable listing rules, laws and other regulatory requirements and, insofar as applicable:

(Note 7)

- (i) all money due to the listed issuer in respect of the issue of shares, or sale or transfer of treasury shares has been received by it;
- (ii) all the securities of each class are in all respects identical (Note 8); 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, sale or transfer.

Notes to Section I:

- 1. Please insert the closing balance date of the last Next Day Disclosure Return published pursuant to Main Board Rule 13.25A / GEM Rule 17.27A or Monthly Return pursuant to Main Board Rule 13.25B / GEM Rule 17.27B, whichever is the later.
- 2. Please set out all changes in issued shares or treasury shares requiring disclosure pursuant to Main Board Rule 13.25A / GEM Rule 17.27A together with the relevant dates of changes. Each category will need to be disclosed individually with sufficient information to enable the user to identify the relevant category in the listed issuer's Monthly Return. For example, multiple issues of shares as a result of multiple exercises of share options under the same share option scheme or of multiple conversions under the same convertible note must be aggregated and disclosed as one category. However, if the issues resulted from exercises of share options under 2 share option schemes or conversions of 2 convertible notes, these must be disclosed as 2 separate categories.
- 3. The percentage change in the number of issued shares (excluding treasury shares) of the listed issuer is to be calculated by reference to the opening balance of the number of issued shares (excluding treasury shares) being disclosed in this Next Day Disclosure Return.
- 4. In the case of a share repurchase or redemption, the "issue/ selling price per share" shall be construed as "repurchase price per share" or "redemption price per share".

Where shares have been issued/ sold/ repurchased/ redeemed at more than one price per share, a volume-weighted average price per share should be given.

- 5. The closing balance date is the date of the last relevant event being disclosed.
- 6. For repurchase or redemption of shares, disclosure is required when the relevant event has occurred (subject to the provisions of Main Board Rules 10.06(4)(a), 13.25A and 13.31 / GEM Rules 13.13(1), 17.27A and 17.35), even if the repurchased or redeemed shares have not yet been cancelled.

If repurchased or redeemed shares are to be cancelled upon settlement of such repurchase or redemption after the closing balance date, they shall remain part of the issued shares as at the closing balance date in Part A. Details of these repurchased or redeemed shares shall be disclosed in Part B.

- 7. 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.
- 8. "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.

Section II must also be completed by a listed issuer where it has made a repurchase of shares which is discloseable under Main Board Rule 10.06(4)(a) / GEM Rule 13.13(1).

Repurchase report

Sectio	n II								
1. Clas	s of shares	Ordinary shares		Type of shares	Not applicable	Listed on the Exchange	е	Yes	
Stock	code (if listed)	00700		Description					
Multi-c	ounter stock code	80700	RMB	Description					
Α.	Repurchase rep	ort							
	Trading date			od of repurchase (Note 1)	Repurchase price per share or highest repurchase price per share \$Lowest repurchase price per share \$			Aggregate price paid \$	
1).	17 December 2024	1,740,000	On the Exc	change	HKD 407	7 HKD 401.	.8 HKD	702,974,094	
Total repure	number of shares chased	1,740,000				Aggregate price paid	\$HKD	702,974,094	
	er of shares chased for llation	1,740,000							
repure	er of shares chased for holding asury shares	0							
в.	Additional infor	mation for issuer who ha	s a prim	ary listing on the	Exchange				
1).	Date of the resolu	ution granting the repurchas	e manda	te				14 May 2024	
2).	Total number of s	shares which the issuer is a	uthorised	I to repurchase und	ler the repurchase mandate			941,949,196	
3).	Number of shares	s repurchased on the Excha	nge or ar	nother stock excha	nge under the repurchase mand	ate	(a)	217,638,500	
4).	As a % of number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate (a) x 100 / number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate						%		
5).	. Moratorium period for any issue of new shares, or sale or transfer of treasury shares after the share repurchase(s) set out in Part A ^{Up to}						16 January 2025		

We hereby confirm that the repurchases made on the Exchange set out in Part A above were made in accordance with the Main Board Rules / GEM Rules and that there have been no material changes to the particulars contained in the Explanatory Statement dated 08 April 2024 which has been filed with the Exchange.

Notes to Section II:

- 1. Please state whether the repurchase was made on the Exchange, on another stock exchange (stating the name of the exchange), by private arrangement or by general offer.
- 2. Subject to the carve-out set out in Main Board Rule 10.06(3)(a)/ GEM Rule 13.12, an issuer may not (i) make a new issue of shares, or a sale or transfer of any treasury shares; or (ii) announce a proposed new issue of shares, or a sale or transfer of any treasury shares, for a period of 30 days after any purchase by it of shares, whether on the Exchange or otherwise, without the prior approval of the Exchange.

Section III must also be completed by a listed issuer where it has made a sale of treasury shares on the Exchange or any other stock exchange on which the issuer is listed which is discloseable under Main Board Rule 10.06B / GEM Rule 13.14B.

Report of on-market sale of treasury shares

Not applicable

Submitted by: Lau Suk Yi

(Name)

Title: Secretary

(Director, Secretary or other Duly Authorised Officer)