



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 May 2025

Status: New Submission

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer: Tencent Holdings Limited

Date Submitted: 05 June 2025

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	9,189,018,666			0		9,189,018,666	
Increase / decrease (-)	980,116			0			
Balance at close of the month	9,189,998,782			0		9,189,998,782	

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 (June 2018) HK\$348.04	53,524		Exercised - new shares involved		-17,542		35,982		17,542		0		35,982		255,780,315	
General Meeting approval date (if applicable) 17 May 2023																	
2).	(ii) Exercise price (July 2018) HK\$332.87, HK\$332.47, HK\$331.57, HK\$331.40	1,609,690		Exercised - new shares involved		-619,093		990,597		619,093		0		988,987		255,780,315	
General Meeting approval date (if applicable) 17 May 2023																	
3).	(iii) Exercise price (August 2018) HK\$302.78	3,000		Exercised - new shares involved		-3,000		0		3,000		0		0		255,780,315	
General Meeting approval date (if applicable) 17 May 2023																	
4).	(iv) Exercise price (April 2019) HK\$321.04, HK\$320.78, HK\$320.45, HK\$320.01	23,436,020		Exercised - new shares involved		-4,255		23,431,765		4,255		0		23,431,765		255,780,315	
General Meeting approval date (if applicable) 17 May 2023																	
5).	(v) Exercise price (July 2019) HK\$306.21,	1,310,400		Exercised - new shares involved		-17,481		1,292,919		17,481		0		1,284,077		255,780,315	

	HK\$305.79, HK\$304.61, HK\$301.46								
General Meeting approval date (if applicable) 17 May 2023									
6).	(vi) Exercise price (August 2019) HK\$288.89, HK\$288.46, HK\$287.49	121,704			121,704	0	0	121,704	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
7).	(vii) Exercise price (January 2020) HK\$330.89, HK\$329.92	111,510			111,510	0	0	111,510	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
8).	(viii) Exercise price (March 2020) HK\$305.66, HK\$305.64, HK\$305.49, HK\$304.23, HK\$303.74	7,041,868	Exercised - new shares involved	-1,053	7,040,815	1,053	0	7,040,815	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
9).	(ix) Exercise price (July 2020) HK\$472.04, HK\$471.92, HK\$470.14, HK\$469.87	1,104,581	Exercised - new shares involved	-7,373	1,097,208	7,373	0	1,097,208	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
10).	(x) Exercise price (August 2020) HK\$444.32, HK\$444.01, HK\$443.08	10,535			10,535	0	0	10,535	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
11).	(xi) Exercise price (November 2020) HK\$511.83, HK\$511.59, HK\$511.54, HK\$510.71, HK\$510.57, HK\$508.53	79,691	Lapsed	-8,855	70,836	0	0	70,836	255,780,315
General Meeting approval date (if applicable) 17 May 2023									

12).	(xii) 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	4,971,866	Lapsed	-6,790		4,965,076	0	0	4,965,076	255,780,315
General Meeting approval date (if applicable) 17 May 2023										
13).	(xiii) Exercise price (June 2021) HK\$529.18, HK\$529.08, HK\$528.40, HK\$526.97	8,694				8,694	0	0	8,694	255,780,315
General Meeting approval date (if applicable) 17 May 2023										
14).	(xiv) Exercise price (July 2021) HK\$478.17, HK\$477.46, HK\$476.52, HK\$476.09	6,987,488	Exercised - new shares involved	-19,881		6,963,700	19,881	0	5,255,380	255,780,315
			Lapsed	-3,907						
General Meeting approval date (if applicable) 17 May 2023										
15).	(xv) Exercise price (November 2021) HK\$437.83, HK\$436.86	115,264	Exercised - new shares involved	-115,264		0	115,264	0	0	255,780,315
General Meeting approval date (if applicable) 17 May 2023										
16).	(xvi) 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	7,007,423	Exercised - new shares involved	-49,872		6,957,551	49,872	0	5,547,283	255,780,315
General Meeting approval date (if applicable) 17 May 2023										

17).	(xvii) Exercise price (August 2022) HK\$277.91, HK\$277.42, HK\$276.81, HK\$276.01	4,288,264	Exercised - new shares involved	-89,098	4,194,743	89,098	0	1,856,951	255,780,315
			Lapsed	-4,423					
General Meeting approval date (if applicable) 17 May 2023									
18).	(xviii) Exercise price (March 2023) HK\$375.60	3,613,598	Exercised - new shares involved	-6,299	3,607,299	6,299	0	2,071,725	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
19).	(xix) Exercise price (August 2023) HK\$334.04	13,342,857	Exercised - new shares involved	-25,581	13,315,332	25,581	0	3,305,577	255,780,315
			Lapsed	-1,944					
General Meeting approval date (if applicable) 17 May 2023									
20).	(xx) Exercise price (March 2024) HK\$291.20	10,658,903	Exercised - new shares involved	-4,324	10,654,579	4,324	0	2,705,026	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
21).	(xxi) Exercise price (August 2024) HK\$373.12	927,309			927,309	0	0	0	255,780,315
General Meeting approval date (if applicable) 17 May 2023									
22).	(xxii) Exercise price (March 2025) HK\$526.90	6,663,190			6,663,190	0	0	0	255,780,315
General Meeting approval date (if applicable) 17 May 2023									

Increase in issued shares (excluding treasury shares): 980,116 Ordinary shares (AA1)

Decrease in treasury shares: 0 Ordinary shares (AA2)

Total funds raised during the month from exercise of options: HKD 337,458,001.01

Remarks:

1. 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. 255,780,315 ordinary shares as set out in items 1 to 22 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 May 2025.
2. The exercise prices of the share options specified in items 1 to 15 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.
3. The exercise prices of the share options specified in items 16 to 17 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 for cancellation but not yet cancelled)					14 May 2025				-9,784,000

Increase/ decrease (-) in issued shares (excluding treasury shares): _____ Ordinary shares (EE1)

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

Remarks:

Repurchases of a total of 9,784,000 ordinary shares were made on 19 to 23 and 26 to 30 May 2025 but such shares have not yet been cancelled as at 31 May 2025.

Total increase/ decrease (-) in issued shares (excluding treasury shares) during the month (i.e. Total of AA1 to EE1): _____ 980,116 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.