

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: 03 October 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	Type of shares	Not applicable	Listed on the Exchange	Yes
Stock code (if listed)	00700	Description			
Multi-counter stock code	80700	RMB	Description		
A. Changes in issued shares or treasury shares					
Events	Changes in issued shares (excluding treasury shares)		Changes in treasury shares	Issue/ selling price per share (Note 4)	Total number of issued 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)	Number of treasury shares		
Opening balance as at (Note 1) 26 September 2024	9,342,815,607		0		9,342,815,607
1). Issue of new shares or transfer of treasury shares in respect of share awards or options granted to a participant (who is not a director of the issuer) under a share scheme - new shares involved Exercise of option(s) under 2023 Share Option Scheme adopted on 17 May 2023 Date of changes 30 September 2024	291,147	0.00312 %		HKD 331.25	

2).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 16 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,690,000	0.02879 %		HKD	372.7808	
3).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 19 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,680,000	0.02869 %		HKD	373.5342	
4).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 20 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,700,000	0.0289 %		HKD	370.8746	
5).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 21 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,700,000	0.0289 %		HKD	371.2731	
6).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 22 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,670,000	0.02858 %		HKD	374.696	
7).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 23 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,660,000	0.02847 %		HKD	376.5793	
8).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 26 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,630,000	0.02815 %		HKD	380.6689	

9).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 27 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,630,000	0.02815 %		HKD	380.4486	
10).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 28 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,660,000	0.02847 %		HKD	376.2039	
11).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 29 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,680,000	0.02869 %		HKD	374.3787	
12).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 30 August 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,620,000	0.02804 %		HKD	382.4708	
13).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 2 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,650,000	0.02836 %		HKD	378.5998	
14).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 3 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,650,000	0.02836 %		HKD	378.3864	
15).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 4 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,690,000	0.02879 %		HKD	373.0229	

16).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 5 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,680,000	0.02869 %		HKD	373.2893	
17).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 9 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,720,000	0.02911 %		HKD	368.8109	
18).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 10 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,720,000	0.02911 %		HKD	368.8302	
19).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 11 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,720,000	0.02911 %		HKD	367.8641	
20).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 12 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,680,000	0.02869 %		HKD	373.5702	
21).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 13 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,670,000	0.02858 %		HKD	374.6559	
22).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 16 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,670,000	0.02858 %		HKD	375.5956	

23).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 17 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,640,000	0.02826 %		HKD	379.2939	
24).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 19 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,600,000	0.02783 %		HKD	385.4371	
25).	Repurchase of shares (shares repurchased and cancelled) Shares repurchased on 20 September 2024 and cancelled on 30 September 2024 Date of changes 30 September 2024	-2,580,000	0.02761 %		HKD	388.7279	
Closing balance as at (Notes 5 and 6) 03 October 2024		9,279,116,754		0			9,279,116,754

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 Date of changes 23 September 2024	2,580,000	0.02761 %		HKD	387.6017	
2).	Shares repurchased for cancellation but not yet cancelled Date of changes 24 September 2024	2,530,000	0.02708 %		HKD	396.1528	
3).	Shares repurchased for cancellation but not yet cancelled Date of changes 25 September 2024	1,730,000	0.01852 %		HKD	405.2788	
4).	Shares repurchased for cancellation but not yet cancelled Date of changes 26 September 2024	367,400	0.00393 %		HKD	410.8738	
5).	Shares repurchased for cancellation but not yet cancelled Date of changes 03 October 2024	549,200	0.00588 %		HKD	457.084	

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

Section II					
1. Class of shares	Ordinary shares	Type of shares	Not applicable	Listed on the Exchange	Yes
Stock code (if listed)	00700	Description			
Multi-counter stock code	80700	RMB	Description		
A. Repurchase report					
Trading date	Number of shares repurchased	Method of repurchase (Note 1)	Repurchase price per share or highest repurchase price per share \$	Lowest repurchase price per share \$	Aggregate price paid \$
1). 03 October 2024	549,200	On the Exchange	HKD 459.4	HKD 453.4	HKD 251,030,532.8
Total number of shares repurchased	549,200			Aggregate price paid \$ HKD	251,030,532.8
Number of shares repurchased for cancellation	549,200				
Number of shares repurchased for holding as treasury shares	0				
B. Additional information for issuer who has a primary listing on the Exchange					
1). Date of the resolution granting the repurchase mandate					14 May 2024
2). Total number of shares which the issuer is authorised to repurchase under the repurchase mandate					941,949,196
3). Number of shares repurchased on the Exchange or another stock exchange under the repurchase mandate				(a)	173,276,600
4). As a % of number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate <i>(a) x 100 / number of issued shares (excluding treasury shares) as at the date of the resolution granting the repurchase mandate</i>					1.83955 %
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 (Note 2)				Up to	02 November 2024

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)