



香港交易所

Monthly Return of Equity Issuer on Movements in Securities

For the month ended (dd/mm/yyyy) : 30/09/2012

To : Hong Kong Exchanges and Clearing Limited

Name of Issuer Tencent Holdings Limited

Date Submitted 08/10/2012

I. Movements in Authorised Share Capital

1. Ordinary Shares

(1) Stock code : 700 Description : TENCENT

| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | <u>10,000,000,000</u> | <u>HK\$0.0001</u> | <u>HK\$1,000,000</u> |
| Increase/(decrease) | <u>--</u> | | <u>--</u> |
| Balance at close of the month | <u>10,000,000,000</u> | <u>HK\$0.0001</u> | <u>HK\$1,000,000</u> |

(2) Stock code : N/A Description : _____

| | No. of ordinary shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
|-------------------------------------|---------------------------|--|--|
| Balance at close of preceding month | _____ | _____ | _____ |
| Increase/(decrease) | _____ | | _____ |
| Balance at close of the month | _____ | _____ | _____ |

2. Preference Shares

| | | | | |
|-------------------------------------|------------|--------------------------|--|---|
| Stock code : | <u>N/A</u> | Description : | _____ | |
| | | No. of preference shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ | _____ |

3. Other Classes of Shares

| | | | | |
|-------------------------------------|------------|--------------------------------|--|---|
| Stock code : | <u>N/A</u> | Description : | _____ | |
| | | No. of other classes of shares | Par value (<i>State currency</i>) | Authorised share capital (<i>State currency</i>) |
| Balance at close of preceding month | _____ | _____ | _____ | _____ |
| Increase/(decrease) | _____ | _____ | _____ | _____ |
| Balance at close of the month | _____ | _____ | _____ | _____ |

Total authorised share capital at the end of the month (*State currency*) :

_____ HK\$1,000,000

II. Movements in Issued Share Capital

| | No. of ordinary shares | | No. of preference shares | No. of other classes of shares |
|---------------------------------------|------------------------|------------|--------------------------|--------------------------------|
| | (1) | (2) | | |
| Balance at close of preceding month | <u>1,845,783,616</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Increase/ (decrease) during the month | <u>437,685</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |
| Balance at close of the month | <u>1,846,221,301</u> | <u>N/A</u> | <u>N/A</u> | <u>N/A</u> |

III. Details of Movements in Issued Share Capital

Share Options (under Share Option Schemes of the Issuer)

| Particulars of share option scheme including EGM approval date (dd/mm/yyyy) and class of shares issuable | Movement during the month | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|---------------------------|---------------|-----------|--------|--|---|
| | Granted | Exercised | Cancelled | Lapsed | | |
| 1. Post-IPO Share Option Scheme I adopted on 24/03/2004 <u>Ordinary shares (Note 1)</u> | | | | | | |
| (i) Exercise price (September 2004) HK\$3.665 | -- | 2,078 | -- | -- | 2,078 | 44,404 |
| (ii) Exercise price (January 2005) HK\$4.485 | -- | 94 | -- | -- | 94 | 218,415 |
| (iii) Exercise price (March 2005) HK\$5.55 | -- | -- | -- | -- | -- | 180,000 |
| (iv) Exercise price (July 2005) HK\$6.01 | -- | 700 | -- | -- | 700 | 208,609 |
| (v) Exercise price (October 2005) HK\$8.24 | -- | 12,000 | -- | -- | 12,000 | 801,000 |
| (vi) Exercise price (December 2005) HK\$8.35 | -- | -- | -- | -- | -- | 1,980,500 |
| (vii) Exercise price (March 2006) HK\$11.55 | -- | 12,000 | -- | -- | 12,000 | 1,916,900 |
| (viii) Exercise price (July 2006) HK\$15.05 | -- | 25,200 | -- | -- | 25,200 | 311,225 |
| (ix) Exercise price (October 2006) HK\$18.10 | -- | 32,200 | -- | -- | 32,200 | 146,300 |
| (x) Exercise price (April 2007) HK\$25.26 | -- | 11,100 | -- | -- | 11,100 | 552,400 |
| <u>Sub-total:</u> | | <u>95,372</u> | | | <u>95,372</u> | |

| | | | | | | |
|--|----|---------|--------|----|---------|-----------|
| 2. Post-IPO Share Option Scheme II adopted on 16/05/2007 | | | | | | |
| Ordinary shares (<i>Note 1</i>) | | | | | | |
| (i) Exercise price (May 2007) HK\$31.75 | -- | 128,109 | 23,273 | -- | 128,109 | 2,879,960 |
| (ii) Exercise price (May 2007) HK\$32.63 | -- | 2,000 | -- | -- | 2,000 | 18,100 |
| (iii) Exercise price (June 2007) HK\$32.14 | -- | 2,700 | -- | -- | 2,700 | 649,111 |
| (iv) Exercise price (July 2007) HK\$33.05 | -- | -- | -- | -- | -- | 2,600,000 |
| (v) Exercise price (August 2007) HK\$33.74 | -- | -- | -- | -- | -- | 420,920 |
| (vi) Exercise price (September 2007) HK\$45.5 | -- | -- | -- | -- | -- | 36,482 |
| (vii) Exercise price (November 2007) HK\$49.85 | -- | -- | -- | -- | -- | 25,747 |
| (viii) Exercise price (January 2008) HK\$46.5 | -- | 45,576 | 1,922 | -- | 45,576 | 1,220,051 |
| (ix) Exercise price (February 2008) HK\$49.95 | -- | -- | -- | -- | -- | 109,856 |
| (x) Exercise price (March 2008) HK\$42.65 | -- | -- | -- | -- | -- | 113,612 |
| (xi) Exercise price (April 2008) HK\$47.72 | -- | -- | -- | -- | -- | 8,644 |
| (xii) Exercise price (July 2008) HK\$60.59 | -- | 85,878 | 4,118 | -- | 85,878 | 1,580,352 |
| (xiii) Exercise price (October 2008) HK\$48.92 | -- | -- | -- | -- | -- | 101,334 |
| (xiv) Exercise price (December 2008) HK\$43.5 | -- | 3,400 | -- | -- | 3,400 | 32,680 |
| (xv) Exercise price (February 2009) HK\$48.01 | -- | -- | -- | -- | -- | 156,000 |
| (xvi) Exercise price (July 2009) HK\$90.3 | -- | 45,900 | 60,000 | -- | 45,900 | 545,490 |
| (xvii) Exercise price (September 2009) HK\$128.4 | -- | -- | -- | -- | -- | 7,780 |
| (xviii) Exercise price (November 2009) HK\$146.58 | -- | -- | -- | -- | -- | -- |
| (xix) Exercise price (March 2010) HK\$158.5 | -- | -- | -- | -- | -- | 5,000 |
| (xx) Exercise price (July 2010) HK\$130.4 | -- | 28,750 | -- | -- | 28,750 | 215,480 |
| (xxi) Exercise price (August 2010) HK\$150.7 | -- | -- | -- | -- | -- | -- |

For Main Board and GEM listed issuers

| | | | | | | |
|--|----------------|----------------|---------------|----|--------------------------|--------|
| (xxii) Exercise price (March 2011) HK\$194.4 | -- | -- | -- | -- | -- | 8,260 |
| (xxiii) Exercise price (August 2011) HK\$189 | -- | -- | -- | -- | -- | 17,975 |
| (xxiv) Exercise price (September 2012) HK\$248.8 | 165,800 | -- | -- | -- | -- | -- |
| <i>Sub-total:</i> | <u>165,800</u> | <u>342,313</u> | <u>89,313</u> | | <u>342,313</u> | -- |
| 3. Post-IPO Share Option Scheme III adopted on 13/05/2009 Ordinary shares (<i>Note 1</i>) | | | | | | |
| (i) Exercise price (March 2010) HK\$158.5 | -- | -- | -- | -- | -- | -- |
| <i>Sub-total:</i> | | | | | | |
| Total A. (Ordinary shares) | | | | | <u>437,685</u> | |
| (Preference shares) | | | | | <u>N/A</u> | |
| (Other class) | | | | | <u>N/A</u> | |
| Total funds raised during the month from exercise of options (State currency) | | | | | <u>HK\$21,075,991.24</u> | |

Warrants to Issue Shares of the Issuer which are to be Listed

| Description of warrants (Date of expiry - dd/mm/yyyy) | Currency of nominal value | Nominal value at close of preceding month | Exercised during the month | Nominal value at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|---|---------------------------------|---|----------------------------------|---|--|--|
| 1. _____ _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 2. _____ _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 3. _____ _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| 4. _____ _____ _____ (/ /) Stock code (if listed) _____ Class of shares issuable (<i>Note 1</i>) _____ Subscription price _____ EGM approval date (if applicable) (dd/mm/yyyy) _____ (/ /) | _____ | _____ | _____ | _____ | _____ | _____ |
| Total B. (Ordinary shares) | | | | | _____ | N/A |
| (Preference shares) | | | | | _____ | N/A |
| (Other class) | | | | | _____ | N/A |

Convertibles (i.e. Convertible into Shares of the Issuer which are to be Listed)

| Class and description | Currency of amount outstanding | Amount at close of preceding month | Converted during the month | Amount at close of the month | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|--|--------------------------------|------------------------------------|----------------------------|------------------------------|--|---|
| 1. | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 2. | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 3. | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| 4. | | | | | | |
| Stock code (if listed) | | | | | | |
| Class of shares issuable (<i>Note 1</i>) | | | | | | |
| Subscription price | | | | | | |
| EGM approval date (if applicable) (dd/mm/yyyy) | | (/ /) | | | | |
| Total C. (Ordinary shares) | | | | | | N/A |
| (Preference shares) | | | | | | N/A |
| (Other class) | | | | | | N/A |

Any other Agreements or Arrangements to Issue Shares of the Issuer which are to be Listed, including Options (other than under Share Option Schemes)

| Full particulars including EGM approval date (dd/mm/yyyy), if applicable, and class of shares issuable: | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month | | | | | | |
|---|--|---|---------------------|-----|---------------|-----|--|--|
| 1. _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | | | | | | | |
| 2. _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | | | | | | | |
| 3. _____ _____ _____ (/ /) shares (<i>Note 1</i>) | | | | | | | | |
| <table border="0" style="width: 100%;"> <tr> <td style="text-align: right;">Total D. (Ordinary shares)</td> <td style="text-align: center;">N/A</td> </tr> <tr> <td style="text-align: right;">(Preference shares)</td> <td style="text-align: center;">N/A</td> </tr> <tr> <td style="text-align: right;">(Other class)</td> <td style="text-align: center;">N/A</td> </tr> </table> | Total D. (Ordinary shares) | N/A | (Preference shares) | N/A | (Other class) | N/A | | |
| Total D. (Ordinary shares) | N/A | | | | | | | |
| (Preference shares) | N/A | | | | | | | |
| (Other class) | N/A | | | | | | | |

Other Movements in Issued Share Capital

| Type of Issue | | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-----------------|---------------------------------|--|--------------------|--|---|
| 1. Rights issue | At price : State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ | _____ |
| 2. Open offer | At price : State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ | _____ |
| 3. Placing | At price : State currency _____ | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ | _____ |
| 4. Bonus issue | | Class of shares issuable (<i>Note 1</i>) _____ Issue and allotment date : (dd/mm/yyyy) EGM approval date: (dd/mm/yyyy) | (/ /) (/ /) | _____ | _____ |

For Main Board and GEM listed issuers

| Type of Issue | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|-------------------------|---------------------------------|--|--|---|
| 5. Scrip dividend | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 6. Repurchase of shares | | Class of shares Repurchased (Note 1) _____ Cancellation date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 7. Redemption of shares | | Class of shares redeemed (Note 1) _____ Redemption date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 8. Consideration issue | At price : State currency _____ | Class of shares issuable _____ (Note 1) Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |

For Main Board and GEM listed issuers

| Type of Issue | | | No. of new shares of issuer issued during the month pursuant thereto | No. of new shares of issuer which may be issued pursuant thereto as at close of the month |
|----------------------------|---------------------------------|---|--|---|
| 9. Capital reorganisation | | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| 10. Other (Please specify) | At price : State currency _____ | Class of shares issuable _____ <i>(Note 1)</i> Issue and allotment date : (dd/mm/yyyy) (/ /) EGM approval date: (dd/mm/yyyy) (/ /) | _____ | _____ |
| | | | Total E. (Ordinary shares) | N/A |
| | | | (Preference shares) | N/A |
| | | | (Other class) | N/A |

| | | |
|---|-----|---------|
| Total increase / (decrease) in ordinary shares during the month (i.e. Total of A to E): | (1) | 437,685 |
| | (2) | N/A |
| Total increase / (decrease) in preference shares during the month (i.e. Total of A to E): | | N/A |
| Total increase / (decrease) in other classes of shares during the month (i.e. Total of A to E): | | N/A |
| <i>(These figures should be the same as the relevant figures under II above ("Movements in Issued Share Capital").)</i> | | |

