

**Tencent 腾讯**  
**TENCENT HOLDINGS LIMITED**  
**騰訊控股有限公司**

*(Incorporated in the Cayman Islands with limited liability)*

(Stock Code: 700)

<b>Voting Results at the 2005 Annual General Meeting of  Tencent Holdings Limited</b>
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At the annual general meeting of Tencent Holdings Limited (the “Company”) held on 27 April 2005 (the “AGM”), poll voting was demanded by the Chairman for voting on all proposed resolutions as set out in the notice of the AGM dated 17 March 2005 (the “Notice”). There are no restrictions on shareholders to cast votes on any of the following resolutions at the AGM. The Company’s branch share registrar in Hong Kong, Computershare Hong Kong Investor Services Limited, acted as the scrutineer for the vote-taking at the AGM. All resolutions were approved by shareholders and details of the voting results are as follows:

Ordinary Resolutions		Number of Votes (%)	
		For	Against
1	To receive and consider the audited Financial Statements and the Reports of the Directors and Auditors for the year ended 31 December 2004.	1,196,714,040 (100%)	0 (0%)
2	To declare a final dividend of HKD0.07 per share.	1,196,714,040 (100%)	0 (0%)
3(i)	(a) To re-elect Mr. Li Dong Sheng as director.	1,187,707,040 (100%)	0 (0%)
	(b) To re-elect Mr. Iain Ferguson Bruce as director.	1,187,707,040 (100%)	0 (0%)
	(c) To re-elect Mr. Ian Charles Stone as director.	1,187,707,040 (100%)	0 (0%)
	(d) To re-elect Mr. Ma Huateng as director.	1,187,707,040 (100%)	0 (0%)
	(e) To re-elect Mr. Zhang Zhidong as director.	1,187,707,040 (100%)	0 (0%)
	(f) To re-elect Mr. Antonie Andries Roux as director.	1,187,707,040 (100%)	0 (0%)
	(g) To re-elect Mr. Charles St Leger Searle as director.	1,187,707,040 (100%)	0 (0%)
3(ii)	To authorize the Board of Directors to fix Directors’ remuneration.	1,187,707,040 (100%)	0 (0%)
4	To re-appoint Auditors and to authorize the Board of Directors to fix their remuneration.	1,196,714,040 (100%)	0 (0%)
5	To grant a general mandate to the Directors to issue new shares (Ordinary Resolution 5 as set out in the Notice).	1,125,713,840 (94.78%)	61,993,200 (5.22%)

Ordinary Resolutions		Number of Votes (%)	
		For	Against
6	To grant a general mandate to the Directors to repurchase shares (Ordinary Resolution 6 as set out in the Notice).	1,196,714,040 (100%)	0 (0%)
7	To extend the general mandate to issue new shares by adding the number of shares repurchased (Ordinary Resolution 7 as set out in the Notice).	1,187,707,040 (100%)	0 (0%)

All resolutions were passed as Ordinary Resolutions.

Shareholders may refer to the Notice and the circular dated 30 March 2005 issued to shareholders for details of the above resolutions.

The total number of shares entitling the holders to attend and vote all resolutions at the AGM was 1,772,175,601 shares.

By order of the Board  
**Ma Huateng**  
*Chairman*

Hong Kong, 27 April 2005

As at the date of this announcement, the directors of the Company are:

*Executive Directors:* Ma Huateng and Zhang Zhidong;

*Non-Executive Directors:* Antonie Andries Roux and Charles St Leger Searle; and

*Independent Non-Executive Directors:* Li Dong Sheng, Iain Ferguson Bruce and Ian Charles Stone.

Please also refer to the published version of this announcement in The Standard.