

**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)

**ANNOUNCEMENT**  
**DISCLOSURE PURSUANT TO RULE 13.09**  
**OF THE LISTING RULES**

This announcement is made pursuant to Rule 13.09 of the Listing Rules.

The Company announced today that Tencent Technology entered into the Memorandum with China Mobile on 28 December 2006 pursuant to which the two parties agreed to cooperate in mobile chat business.

Shareholders of the Company and investors should exercise caution when dealing in the shares in the Company.

The Company announced today that Tencent Technology entered into the Memorandum with China Mobile on 28 December 2006 pursuant to which the two parties agreed to cooperate in mobile chat business.

The Memorandum provides that the Group and China Mobile will jointly develop a technical platform to implement interoperation between their respective mobile chat products. The platform, when launched, will enable interconnection between China Mobile's Fetion handset users and the Group's QQ users. By subscribing to the Fetion QQ service, Fetion's handset users and QQ users will be able to check QQ users' online status and to communicate with QQ users through SMS messages. The service will be charged at RMB5 per month and the Group and China Mobile will share the revenue based on the current China Mobile's Monternet business arrangement. Meanwhile, the Group's current mobile QQ services will be gradually migrated onto Fetion's platform. China Mobile and Tencent Technology also agreed to explore further cooperation opportunities.

The Group and China Mobile anticipate that the development and testing of new platform will be completed within six months. During this transition period, China Mobile and the Group's current contracts for mobile chat services will be extended by six months.

Shareholders of the Company and investors should exercise caution when dealing in the shares in the Company.

**TERMS USED IN THIS ANNOUNCEMENT**

In this announcement, unless the context otherwise requires, the following words and expressions have the following meanings:

"China Mobile"	means	China Mobile Communications Beijing Corporation Limited;
"Company"	means	Tencent Holdings Limited;
"Group"	means	the Company and its subsidiaries;
"Listing Rules"	means	the Rules Governing the Listing of Securities on the Stock Exchange of Hong Kong Limited;
"Memorandum"	means	the cooperation memorandum entered into between Tencent Technology and China Mobile on 28 December 2006; and
"Tencent Technology"	means	Tencent Technology (Shenzhen) Company Limited, a wholly owned subsidiary of the Company.

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

28 December 2006

*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.*