

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)

Voting Results at the 2007 Annual General Meeting of Tencent Holdings Limited

At the annual general meeting of Tencent Holdings Limited (the “Company”) held on 16 May 2007 (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 18 April 2007. 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:

| 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 2006. | 1,374,616,226 (100%) | 0 (0%) |
| 2 | To declare a final dividend. | 1,374,616,226 (100%) | 0 (0%) |
| 3(i) | (a) To re-elect Mr. Zhang Zhidong as director. | 1,373,613,226 (99.93%) | 1,003,000 (0.07%) |
| | (b) To re-elect Mr. Charles St Leger Searle as director. | 1,372,239,226 (99.83%) | 2,377,000 (0.17%) |
| | (c) To re-elect Mr. Lau Chi Ping Martin as director. | 1,373,613,226 (99.93%) | 1,003,000 (0.07%) |
| 3(ii) | To authorize the Board of Directors to fix the Directors’ remuneration. | 1,374,616,226 (100%) | 0 (0%) |
| 4 | To re-appoint Auditors and to authorize the Board of Directors to fix their remuneration. | 1,374,616,226 (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 of the AGM). | 1,183,233,690 (86.08%) | 191,382,536 (13.92%) |
| 6 | To grant a general mandate to the Directors to repurchase shares (Ordinary Resolution 6 as set out in the notice of the AGM). | 1,374,616,226 (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 of the AGM). | 1,195,794,690 (86.99%) | 178,821,536 (13.01%) |
| 8 | To terminate the existing share option scheme adopted on 24 March 2004 and to adopt a new share option scheme of the Company (Ordinary Resolution 8 as set out in the notice of the AGM). | 1,366,913,486 (99.44%) | 7,702,740 (0.56%) |

All resolutions set out above were passed as Ordinary Resolutions.

Shareholders may refer to the notice of the AGM and the circular dated 18 April 2007 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 1,778,073,098 shares.

By order of the Board
Ma Huateng
Chairman

Hong Kong, 16 May 2007

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

Executive Directors: Ma Huateng, Lau Chi Ping Martin 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.