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*(Incorporated with limited liability in the Cayman Islands)*  
**(Stock code: 700)**

**Tencent Prices US\$2 billion Dual-tranche Senior Unsecured Notes Offering under US\$5 billion Global Medium Term Note Programme**

4 February, 2015 (New York time) – Hong Kong - Tencent Holdings Limited ("Tencent" or the "Company", SEHK 00700), a leading provider of comprehensive Internet services in the PRC, announced that the Company has priced its US\$1,100 million unsecured senior notes which will mature after 5 years on 11 February 2020 at 2.875% and its US\$900 million unsecured senior notes which will mature after 10 years on 11 February 2025 at 3.800% under its US\$5 billion Global Medium Term Note Programme (the "Notes"). The Notes will be listed on The Stock Exchange of Hong Kong. The Notes will only be offered (i) in the United States to qualified institutional buyers in reliance on the exemption from the registration requirements of the U.S. Securities Act provided by Rule 144A or in transactions not subject to the registration requirements of the U.S. Securities Act and (ii) in offshore transactions to Non-U.S. Persons in compliance with Regulation S. None of the Notes will be offered to the public in Hong Kong or be placed to any connected person of the Company.

The estimated net proceeds of the issue of the Notes, after deduction of underwriting fees, discounts and commissions but not other expenses payable in connection with the issue of the Notes, will amount to approximately US\$1,987 million. The Company intends to use the net proceeds from the Notes offering for general corporate purposes.

Mr. Martin Lau, President of Tencent, said, "The encouraging response reflects market recognition of our multi-year track record of growth, profitability and cash flow sustainability delivered through our highly cash-generative and scalable platform businesses." Mr. John Lo, Chief Financial Officer of Tencent, added, "We have accumulated a strong balance sheet and continue to be highly liquid. We will maintain our strong credit profile and follow through on our prudent financial management approach."

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**About Tencent**

Tencent uses technology to enrich the lives of Internet users. Every day, hundreds of millions of people communicate, share experiences, consume information and seek entertainment through our integrated platforms. Tencent's diversified services include QQ, Weixin/ WeChat for communications; Qzone for social networking; QQ Game Platform for online games; QQ.com and Tencent News for information and Tencent Video for video content.

Tencent was founded in Shenzhen in 1998 and went public on the Main Board of the Hong Kong Stock Exchange in 2004. The Company is one of the constituent stocks of the Hang Seng Index. Tencent seeks to evolve with the Internet by investing in innovation, providing a hospitable environment for partners, and staying close to users.

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**Forward-Looking Statements**

*This press release contains forward-looking statements relating to the business outlook, forecast business plans and growth strategies of the Company. These forward-looking statements are based on information currently available to the Company and are stated herein on the basis of the outlook at the time of this press release. They are based on certain expectations, assumptions and premises, some of which are subjective or beyond our control. These forward-looking statements may prove to be incorrect and may not be realized in future. Underlying the forward-looking statements is a large number of risks and uncertainties. Further information regarding these risks and uncertainties is included in our other public disclosure documents on our corporate website.*