

Vodacom Group Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1993/005461/06)  
Share code VOD ISIN ZAE000132577  
("Vodacom Group")

### **Allocation of forfeitable shares**

In accordance with paragraph 3.63 of the JSE Listings Requirements, shareholders are advised that the following executive director and company secretary of Vodacom Group and directors and company secretary of Vodacom (Pty) Limited were awarded shares in terms of the company's forfeitable share plan, the salient details of which are set out below.

Name of executive director:	MS Aziz Joosub
Designation:	Chief Executive Officer
Number of forfeitable shares awarded:	108 099 Vodacom shares of which 100% is subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R17 999 921.22
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of company secretary:	SF Linford
Designation:	Group Company Secretary
Number of forfeitable shares awarded:	5 827 Vodacom shares of which 2 331 shares are subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R970 272.99
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial

Clearance:	Yes
Name of director of major subsidiary	V Jarana
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Enterprise Business Unit
Number of forfeitable shares awarded:	22 701 Vodacom shares of which 15 134 shares are subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R3 780 018.42
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of director of major subsidiary	ADJ Delpport
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Technology Officer
Number of forfeitable shares awarded:	21 692 Vodacom shares of which 14 461 shares are subject to performance conditions
Average price at which shares were awarded:	R166.5133
Value:	R3 612 006.50
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	M Mbungela
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Human Resources
Number of forfeitable shares awarded:	13 873 Vodacom shares of which 9 249 shares are subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R2 310 039.01
Date of award:	13 June 2013
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	N Bhattay
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Strategy and business development
Number of forfeitable shares awarded:	10 509 Vodacom shares of which 7 006 shares are subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R1 749 888.27
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	B Williams
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Executive director: Finance
Number of forfeitable shares awarded:	10 810 Vodacom shares of which 7 207 shares are subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R1 800 008.77
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	Y Cuba
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Non-executive director
Number of forfeitable shares awarded:	25 223 Vodacom shares of which 16 815 shares are subject to performance conditions
Price at which shares were awarded:	R166.5133
Value:	R4 199 964.97
Date of award:	13 June 2016
Date accepted:	16 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of company secretary of major subsidiary:	A Dhanasir
Major subsidiary:	Vodacom (Pty) Limited
Designation:	VSA Company Secretary
Number of forfeitable shares awarded:	2 402 Vodacom shares of which none are subject to performance conditions
Average price at which shares were awarded:	R166.5133
Value:	R399 964.95
Date of award:	13 June 2016
Date accepted:	22 June 2016
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

All shares acquired for purposes of the above awards were acquired on market.

Midrand  
23 June 2016

Sponsor: UBS South Africa (Pty) Limited