

Vodacom Group Limited

(Incorporated in the Republic of South Africa)

(Registration number 1993/005461/06)

Share code VOD ISIN ZAE000132577

("Vodacom")

Allocation of YeboYethu units pursuant to the YeboYethu Employee Participation Trust

In accordance with paragraph 3.63 of the JSE Listings Requirements, shareholders are advised that the following executive director of Vodacom Group Limited was awarded units in the YeboYethu ESOP in terms of his employment contract, the salient details of which are set out below:

Name of executive director:	IP Dittrich
Designation:	Chief Financial Officer
Notification of award:	20 November 2012
Nature of security:	YeboYethu unit (refer below for explanation)
Number of units allocated:	788 229
Consideration:	Nil
Value of transaction	n/a – this may only be known in year 7 when the units get converted to shares
Nature of transaction:	Direct beneficial interest
Clearance:	Yes – units were allocated in terms of contract of employment and in accordance with the rules of the YeboYethu ESOP

This is an off market transaction more fully explained below.

At end July 2008, Vodacom announced the implementation of its R7.5 billion broad based black economic empowerment ("BBBEE") transaction which involved, inter alia, a public offer to the South African black public through YeboYethu Limited ("YeboYethu") which holds a 3.44% interest in Vodacom (Pty) Limited ("Vodacom SA"). In addition to the public offer, all Vodacom's permanent South African employees were able to participate in the BBBEE transaction through the allocation of units in terms of the YeboYethu Employee Participation Trust ("YeboYethu ESOP"). 75% of the 1.875 billion units available to the YeboYethu ESOP were allocated to Vodacom's permanent South African staff in September 2008 while the remaining 25% was made available to future employees for the next 5 years on a reduced sliding scale. The allocation of units to permanent South African staff is weighted 70/30 in favour of black staff.

The YeboYethu ESOP has a 7-year lock up period to August 2015. At that time the allocated units, after taking into account notional vendor financing provided by Vodacom SA, may be

converted into YeboYethu shares where a value could be realised by staff by selling these shares to the black public via an over the counter facility to be set up by Vodacom.

YeboYethu units are usually allocated to new employees during the latter half of the calendar year. Mr Dittrich having joined Vodacom on 15 June 2012 was granted an allocation of YeboYethu units in line with the YeboYethu ESOP rules and in terms of his contract of employment.

Midrand

20 November 2012

Sponsor: UBS South Africa (Pty) Limited