

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

Result of annual general meeting

Shareholders are advised that at the seventeenth annual general meeting of Vodacom Group held today, Friday 20 July 2012, the ordinary and special resolutions as set out in the notice of annual general meeting were passed by the requisite majorities. The percentage votes in favour of the resolutions were as follows:

Ordinary resolution number 1 – adoption of annual financial statements

For	99.93%
Against	0.01%
Abstain	0.06%

Ordinary resolution number 2 – election of SN Maseko as director The resolution was withdrawn

Ordinary resolution number 3 – election of K Witts as director

For	96.03%
Against	3.90%
Abstain	0.07%

Ordinary resolution number 4 – re-election of DH Brown as director

For	99.87%
Against	0.07%
Abstain	0.06%

Ordinary resolution number 5 – election of IP Dittrich as director

For	99.57%
Against	0.37%
Abstain	0.06%

Ordinary resolution number 6 – re-election of PJ Uys as director

For	99.69%
Against	0.25%
Abstain	0.06%

Ordinary resolution number 7 – re-election of M Joseph as director

For	95.96%
Against	3.97%
Abstain	0.07%

Ordinary resolution number 8– re-appointment of Deloitte & Touché as auditors

For	99.92%
Against	0.02%
Abstain	0.06%

Ordinary resolution number 9 – approval of remuneration policy

For	99.83%
Against	0.10%
Abstain	0.07%

Ordinary resolution number 10 – appointment of DH Brown as member of the Audit, Risk & Compliance Committee

For	99.64%
Against	0.26%
Abstain	0.10%

Ordinary resolution number 11 – appointment of PJ Moleketi as member of the Audit, Risk & Compliance Committee

For	95.40%
Against	4.54%
Abstain	0.06%

Ordinary resolution number 12 – appointment of A Kekana as member of the Audit, Risk & Compliance Committee

For	99.94%
Against	0.00%
Abstain	0.06%

Special resolution number 1 – adoption of new memorandum of incorporation

For	99.18%
Against	0.76%
Abstain	0.06%

Special resolution number 2 – general authority to repurchase shares

For	99.67%
Against	0.27%
Abstain	0.06%

Special resolution number 3 –increase in directors' fees

For	99.93%
Against	0.00%
Abstain	0.07%

Special resolution number 4 – approval of financial assistance to any person envisaged by Section 44 of the Companies Act, 2008, as amended

For	99.64%
Against	0.29%
Abstain	0.07%

Midrand

20 July 2012

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