

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 executive 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:	98 133 Vodacom shares of which 100% is subject to performance conditions
Price at which shares were awarded:	R133.90
Value:	R13 140 008.70
Date of award:	18 June 2015
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:	4 202 Vodacom shares of which 1 681 shares are subject to performance conditions
Price at which shares were awarded:	R133.90
Value:	R562 647.80
Date of award:	18 June 2015
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:	Chief of Strategy and New Business
Number of forfeitable shares awarded:	14 957 Vodacom shares of which 9 971 shares are subject to performance conditions
Price at which shares were awarded:	R133.90
Value:	R2 002 742.30
Date of award:	18 June 2015
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:	13 085 Vodacom shares of which 8 723 shares are subject to performance conditions
Price at which shares were awarded:	R133.90
Value:	R1 752 081.50
Date of award:	18 June 2015
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	ADJ Delport
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Technology Officer
Number of forfeitable shares awarded:	14 699 Vodacom shares of which 9 799 shares are subject to performance conditions
Average price at which shares were awarded:	R133.90
Value:	R1 968 196.10
Date of award:	18 June 2015
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	M Makanjee
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Corporate Affairs
Number of forfeitable shares awarded:	7 059 Vodacom shares of which 4706 shares are subject to performance conditions
Price at which shares were awarded:	R133.90
Value:	R945 200.10
Date of award:	18 June 2015
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	G Motsa
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Consumer Business Unit
Number of forfeitable shares awarded:	16 704 Vodacom shares of which 11 136 shares are subject to performance conditions
Price at which shares were awarded:	R133.90
Value:	R2 236 665.60
Date of award:	18 June 2015
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:	2 428 Vodacom shares of which none are subject to performance conditions
Average price at which shares were awarded:	R133.90
Value:	R325 109.20
Date of award:	18 June 2015
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
19 June 2015

Sponsor: UBS South Africa (Pty) Limited