

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 CEO of Vodacom Group and executive directors 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:	13 381 Vodacom shares of which 100% is subject to performance conditions
Price at which shares were awarded:	R149.4681
Value:	R2 000 032.65
Date of award:	26 November 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 Officer: Strategy and New Business
Number of forfeitable shares awarded:	2 306 Vodacom shares of which 1 538 shares are subject to performance conditions
Price at which shares were awarded:	R149.4681
Value:	R344 673.44
Date of award:	26 November 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:	4 012 Vodacom shares of which 2 675 shares are subject to performance conditions
Price at which shares were awarded:	R149.4681
Value:	R599 666.01
Date of award:	26 November 2015
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	ADJ Delpont
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Technology Officer
Number of forfeitable shares awarded:	4 313 Vodacom shares of which 2 876 shares are subject to performance conditions
Average price at which shares were awarded:	R149.4681
Value:	R644 655.91
Date of award:	26 November 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:	1 454 Vodacom shares of which 969 shares are subject to performance conditions
Price at which shares were awarded:	R149.4681
Value:	R217 326.62
Date of award:	26 November 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:	45 199 Vodacom shares of which 3 625 shares are subject to performance conditions
Price at which shares were awarded:	R149.4681
Value:	R6 755 808.65
Date of award:	26 November 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  
27 November 2015

Sponsor: UBS South Africa (Pty) Limited