

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 directors 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:	95 482 Vodacom shares of which 100% is subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R12 510 032.54
Date of award:	20 June 2014
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of executive director:	IP Dittrich
Designation:	Chief Financial Officer
Number of forfeitable shares awarded:	14 807 Vodacom shares of which 9 871 shares are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R1 940 010.18
Date of award:	20 June 2014
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:	4 580 Vodacom shares of which 1 832 shares are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R600 070.68
Date of award:	20 June 2013
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of director of major subsidiary	MM Mbungela
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief of Human Resources
Number of forfeitable shares awarded:	16 669 Vodacom shares of which 11 113 shares are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R2 183 969.05
Date of award:	20 June 2014
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:	11 366 Vodacom shares of which 7 577 shares are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R1 489 171.05
Date of award:	20 June 2014
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:	12 567 Vodacom shares of which 8 378 shares are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R1 646 525.83
Date of award:	20 June 2014
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:	6 376 Vodacom shares of which 4 251 shares are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R835 382.25
Date of award:	20 June 2014
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:	2 167 Vodacom shares of which none are subject to performance conditions
Average price at which shares were awarded:	R131.0198
Value:	R283 919.91
Date of award:	20 June 2014
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 2014

Sponsor: UBS South Africa (Pty) Limited