

Form of proxy

I/We _____ (name in BLOCK LETTERS)
of _____ (address in BLOCK LETTERS)

Being a member/members of the company holding ordinary shares in the company

do hereby appoint: _____
of _____
or failing him/her _____
of _____

or failing him/her, the Chairman of the annual general meeting as my/our proxy to represent me/us at the annual general meeting to be held on Friday 31 July 2009 at 10:00 or at any adjournment thereof as follows:

	For	Against	Abstain
1. Adoption of financial statements			
2. Re-election of directors:			
2.1 MP Moyo			
2.2 PJ Uys			
2.3 P Malabie			
2.4 TA Boardman			
2.5 M Lundal			
2.6 M Joseph			
2.7 JCG Maclaurin			
2.8 TM Mokgosi-Mwantembe			
2.9 RAW Schellekens			
3. To re-appoint Deloitte & Touche as auditors of the company.			
4. Ratification of annual fees for non-executive directors			
5. Special resolution			
6. Adoption of share plan			

and generally to act as my/our proxy at the said annual general meeting.

(Indicate with an "x" or the relevant number of shares, in the applicable space, how you wish your votes to cast).

Unless otherwise directed the proxy will vote as he/she thinks fit.

Signed at _____ this _____ day of _____ 2009.

Signature of member _____ Assisted by (where applicable) _____

Please read the notes on the reverse side hereof.

Completed forms of proxy must be lodged with Computershare Investor Services (Proprietary) Limited by no later than 10:00 Thursday 30 July 2009.

VODACOM GROUP LIMITED
(Incorporated in the Republic of South Africa)
(JSE share code : VOD)
(ISIN: ZAE000132577)
("Vodacom" or the "company")

