

Vodacom Group Limited - Allocation of forfeitable shares

Monday, 5th July 2010

VOD

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Vodacom Group Limited

(Incorporated in the Republic of South Africa)

(Registration number 1993/005461/06)

Share code VOD & ISIN ZAE000132577

(Vodacom Group" or "the company")

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 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: PJ Uys

Designation: Chief Executive Officer

Number of forfeitable shares awarded: 138 822 Vodacom shares, of which 89 372 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45

Vesting period: Three years from award date

Value: R8 669 433.90

Date of award: 1 July 2010

Nature of transaction: Direct beneficial interest

Clearance: Yes

Name of executive director: RA Shuter

Designation: Chief Financial Officer

Number of forfeitable shares awarded: 107 570 Vodacom shares, of which 44 086 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45

Vesting period: Three years from award date

Value: R6 717 746.50

Date of award: 1 July 2010

Clearance: Yes

Nature of transaction: Direct beneficial interest

Name of executive director: MS Aziz Joosub

Designation: Executive Director and managing director of Vodacom (Pty) Limited

Number of forfeitable shares awarded: 101 508 Vodacom shares, of which 48 005 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45

Vesting period: Three years from award date

Value: R6 339 174.60

Date of award: 1 July 2010

Nature of transaction: Direct beneficial interest

Clearance: Yes

Name of company secretary: SF Linford

Designation: Group company secretary

Number of forfeitable shares awarded: 21 358 Vodacom shares, of which 3 364 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45

Vesting period: Three years from award date

Value: R1 333 807.10

Date of award: 1 July 2010

Nature of transaction: Direct beneficial interest

Clearance: Yes

Name of director of major subsidiary: J van der Watt

Major subsidiary: Vodacom (Pty) Limited

Designation: Executive Director: Finance

Number of forfeitable shares awarded: 22 551 Vodacom shares, of which 8 478 Vodacom shares are subject to

performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R1 408 309.95
Date of award: 1 July 2010-07-01
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: ADJ Delpont
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Engineering & Technology
Number of forfeitable shares awarded: 38 412 Vodacom shares, of which 16 061 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 398 829.40
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: R Kumalo
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Marketing & Commercial
Number of forfeitable shares awarded: 42 676 Vodacom shares, of which 13 867 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 665 116.20
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: NC Nyoka
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Regulatory & Government Relations
Number of forfeitable shares awarded: 41 707 Vodacom shares, of which 6 695 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 604 602.15
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: V Jarana
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Regional Operations
Number of forfeitable shares awarded: 24 225 Vodacom shares, of which 5 450 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.49
Vesting period: Three years from award date
Value: R1 512 851.25
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: M Tyamzashe
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: CSI
Number of forfeitable shares awarded: 33 044 Vodacom shares, of which 5 304 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 063 597.80
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: L Redelinghuys

Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Customer Care & Retentions
Number of forfeitable shares awarded: 23 313 Vodacom shares, of which 5 303 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R1 455 896.85
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: C van Rensburg
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Human Resources
Number of forfeitable shares awarded: 32 122 Vodacom shares, of which 5 304 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 006 018.90
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: SB Hayward
Major subsidiary: Vodacom (Pty) Limited
Designation: Executive director: Vodacom Business
Number of forfeitable shares awarded: 33 323 Vodacom shares, of which 5 349 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 081 021.35
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
Name of director of major subsidiary: CT Ralebitso
Major subsidiary: Vodacom (Pty) Limited
Designation: Managing director: Vodacom Ventures
Number of forfeitable shares awarded: 33 323 Vodacom shares, of which 5 349 Vodacom shares are subject to performance conditions; Average price at which shares were awarded: R62.45
Vesting period: Three years from award date
Value: R2 081 021.35
Date of award: 1 July 2010
Nature of transaction: Direct beneficial interest
Clearance: Yes
These were off-market transactions.

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Sponsor: UBS South Africa (Pty) Limited

5 July 2010

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