

Vodacom Group Limited
(Incorporated in the Republic of South Africa)
(Registration number 1993/005461/06)
(Share code: VOD ISIN: ZAE000132577)
(ADR code: VDMCY ISIN: US92858D2009)
("Vodacom Group" or "the Company")

Result of general meeting

Shareholders are advised that at the general meeting of Vodacom Group held today, Tuesday 18 July 2017, the ordinary and special resolutions as set out in the notice of general meeting were passed by the requisite majorities. The number of shares present and outcome of the voting are set out as follows:

44 shareholders holding 1 335 833 763 ordinary shares were present in person or represented by proxy. This represented 89.78% of the issued ordinary shares.

Ordinary resolution number 1 – approval of proposed transaction

Number of shares voted:	367 851 553	
Number of shares for:	366 363 176	99.60%
Number shares against:	1 488 377	0.40%
Number shares abstained:	812 110	

(The votes of Vodafone were excluded from the result of ordinary resolution number 1 as this was a related party transaction per JSE Listings Requirements)

Ordinary resolution number 2 – approval of the issue of the new Vodacom Group shares

Number of shares voted:	1 335 030 531	
Number of shares for:	1 331 957 278	99.77%
Number shares against:	3 073 253	0.23%
Number of shares abstained:	803 232	

Special resolution – granting authority to issue the new Vodacom Group shares to Vodafone

Number of shares voted:	1 335 030 357	
Number of shares for:	1 333 540 889	99.89%
Number shares against:	1 489 468	0.11%
Number of shares abstained:	803 354	

Midrand
18 July 2017

Transaction Sponsor: Nedbank Limited (acting through its Corporate and Investment Banking division)
ADR depository bank: Deutsche Bank Trust Company Americas