

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 annual general meeting

Shareholders are advised that at the twenty-third annual general meeting of Vodacom Group held today, Tuesday 17 July 2018, the ordinary and special resolutions as set out in the notice of annual general meeting were passed by the requisite majorities. The number of shares present and outcome of the voting are set out as follows:

71 shareholders holding 1 582 289 230 ordinary shares were present in person or represented by proxy.
This represented 91.92% of the issued ordinary shares.

Ordinary resolution number 1 – adoption of audited consolidated annual financial statements

Number of shares voted:	1 578 905 485	
Number of shares for:	1 578 895 366	100%
Number shares against:	10 119	
Number of shares abstained:	3 383 745	0.20%

Ordinary resolution number 2 – election of Mr SJ Macozoma as a director

Number of shares voted:	1 581 072 029	
Number of shares for:	1 578 774 035	99.85%
Number shares against:	2 297 994	0.15%
Number of shares abstained:	1 217 201	0.07%

Ordinary resolution number 3 – re-election of Mr BP Mabelane as a director

Number of shares voted:	1 581 078 620	
Number of shares for:	1 579 078 353	99.87%
Number shares against:	2 000 267	0.13%
Number of shares abstained:	1 210 610	0.07%

Ordinary resolution number 4 – re-election of Mr DH Brown as a director

Number of shares voted:	1 581 078 532	
Number of shares for:	1 572 250 247	99.44%
Number shares against:	8 828 285	0.56%
Number of shares abstained:	1 210 698	0.07%

Ordinary resolution number 5 – re-election of Mr M Joseph as a director

Number of shares voted:	1 580 753 105	
Number of shares for:	1 469 111 599	92.94%
Number shares against:	111 641 506	7.06%
Number of shares abstained:	1 536 125	0.09%

Ordinary resolution number 6 – appointment of PricewaterhouseCoopers Inc. as auditors of the Company

Number of shares voted:	1 581 021 045	
Number of shares for:	1 580 996 999	100%
Number shares against:	24 046	
Number of shares abstained:	1 213 801	0.07%

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Ordinary resolution number 7 – approval of remuneration policy

Number of shares voted:	1 580 693 811	
Number of shares for:	1 562 193 845	98.83%

Number shares against: 18 499 966 1.17%
Number of shares abstained: 1 541 035 0.09%

Ordinary resolution number 8 – approval of implementation remuneration policy

Number of shares voted: 1 580 755 195
Number of shares for: 1 563 803 177 98.93%
Number shares against: 16 952 018 1.07%
Number of shares abstained: 1 534 035 0.09%

Ordinary resolution number 9 – re-election of Mr DH Brown as a member of the Audit, Risk and Compliance Committee

Number of shares voted: 1 581 024 321
Number of shares for: 1 575 929 788 99.68%
Number shares against: 5 094 533 0.32%
Number of shares abstained: 1 210 525 0.07%

Ordinary resolution number 10 – election of Mr SJ Macozoma as a member of the Audit, Risk and Compliance Committee

Number of shares voted: 1 581 071 992
Number of shares for: 1 579 100 435 99.88%
Number shares against: 1 971 557 0.12%
Number of shares abstained: 1 217 238 0.07%

Ordinary resolution number 11 – re-election of Ms BP Mabelane as a member of the Audit, Risk and Compliance Committee

Number of shares voted: 1 581 078 366
Number of shares for: 1 579 107 794 99.88%
Number shares against: 1 970 572 0.12%
Number of shares abstained: 1 210 864 0.07%

Special resolution 1 – general authority to repurchase shares in the Company

Number of shares voted: 1 581 067 869
Number of shares for: 1 565 743 966 99.03%
Number shares against: 15 323 903 0.97%
Number of shares abstained: 1 221 361 0.07%

Special resolution 2 – increase in non-executive directors' fees

Number of shares voted: 1 581 083 046
Number of shares for: 1 574 410 502 99.58%
Number shares against: 6 672 544 0.42%
Number of shares abstained: 1 206 184 0.07%

Midrand
17 July 2018

Sponsor: UBS South Africa (Pty) Limited
ADR depository bank: Deutsche Bank Trust Company Americas