

Vodacom Group Limited  
(Incorporated in the Republic of South Africa)  
(Registration number 1993/005461/06)  
(ISIN: ZAE000132577 Share code: VOD)  
(ISIN: US92858D2009 ADR code: VDMCY)  
("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 director and company secretary of Vodacom Group and 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:	MS Aziz Joosub
Designation:	Chief Executive Officer
Number of forfeitable shares awarded:	274 450 Vodacom shares of which 100% is subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R32 200 093.25
Date of award:	14 June 2019
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:	21 491 Vodacom shares of which 4 505 shares are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R2 521 450.92
Date of award:	14 June 2019
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:	3 379 Vodacom shares none of which are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R396 444.21
Date of award:	14 June 2019
Vesting period:	2 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of director of major subsidiary	W Mzimba
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Vodacom Business
Number of forfeitable shares awarded:	35 799 Vodacom shares of which 23 866 shares are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R4 200 149.89
Date of award:	14 June 2019
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of director of major subsidiary	W Mzimba
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Vodacom Business

Number of forfeitable shares awarded:	12 785 Vodacom shares none of which are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R1 500 011.63
Date of award:	14 June 2019
Vesting period:	2 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	B Ngwenya
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Managing Executive: VSA Network Officer
Number of forfeitable shares awarded:	20 882 Vodacom shares of which 8 353 shares are subject to performance conditions
Average price at which shares were awarded:	R117.3259
Value:	R2 449 999.44
Date of award:	14 June 2019
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	B Ngwenya
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Managing Executive: VSA Network Officer
Number of forfeitable shares awarded:	4 641 Vodacom shares of which none are subject to performance conditions
Average price at which shares were awarded:	R117.3259

Value:	R544 509.50
Date of award:	14 June 2019
Vesting period:	2 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	S Mdlalose
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Executive director: Finance
Number of forfeitable shares awarded:	27 721 Vodacom shares of which 7 679 shares are subject to performance conditions

Price at which shares were awarded:	R117.3259
Value:	R3 252 391.27

Date of award:	14 June 2019
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	S Mdlalose
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Executive director: Finance
Number of forfeitable shares awarded:	4 430 Vodacom shares of which none are subject to performance conditions

Price at which shares were awarded:	R117.3259
Value:	R519 753.73

Date of award:	14 June 2019
Vesting period:	2 years from award date

Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of director of major subsidiary	JJ Mendes
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Consumer Business Unit
Number of forfeitable shares awarded:	51 738 Vodacom shares of which 20 286 shares are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R6 070 207.41
Date of award:	14 June 2019
Vesting period:	3 years from award date

Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	JJ Mendes
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Consumer Business Unit
Number of forfeitable shares awarded:	10 655 Vodacom shares of which none are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R1 250 107.46
Date of award:	14 June 2019
Vesting period:	2 years from award date

Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	T Netshitenzhe
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Corporate Affairs
Number of forfeitable shares awarded:	12 956 Vodacom shares of which 8 637 shares are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R1 520 074.36
Date of award:	14 June 2019
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	T Netshitenzhe
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Corporate Affairs
Number of forfeitable shares awarded:	6 819 Vodacom shares of which none are subject to performance conditions
Price at which shares were awarded:	R117.3259
Value:	R800 045.31
Date of award:	14 June 2019
Vesting period:	2 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes

Name of director of major subsidiary	M Cassim
Major subsidiary:	Vodacom (Pty) Limited

Designation:	Chief Officer: Financial Services
Number of forfeitable shares awarded:	22 161 Vodacom shares of which 14 774 shares are subject to performance conditions
Average price at which shares were awarded:	R117.3259
Value:	R2 600 059.27
Date of award:	14 June 2019
Vesting period:	3 years from award date
Nature of transaction:	Direct beneficial
Clearance:	Yes
Name of director of major subsidiary	M Cassim
Major subsidiary:	Vodacom (Pty) Limited
Designation:	Chief Officer: Financial Services
Number of forfeitable shares awarded:	8 524 Vodacom shares of which none are subject to performance conditions
Average price at which shares were awarded:	R117.3259
Value:	R1 000 085.97
Date of award:	14 June 2019
Vesting period:	2 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  
14 June 2019  
Sponsor: UBS South Africa (Pty) Limited