

Vodacom Group Limited
(Incorporated in the Republic of South Africa)
(Registration number 1993/005461/06)
Share code VOD ISIN ZAE000132577
ADR code VDMCY ISIN US9258D2009
("Vodacom" or "the company")

Various board changes – lead independent director and composition of committees

Lead independent director

Vodacom has a self-imposed tenure of 10 years for board members. In accordance with paragraph 3.59 of the JSE Listings Requirements, shareholders are advised that Mr David Brown, lead independent director of the company, chairman of the Audit, Risk and Compliance Committee and member of the Remuneration Committee, having served on the Board since January 2012, will retire and step down from the Board at the annual general meeting to be held on Monday 18 July 2022.

The Board thanks David for his leadership and valuable contribution to the Board and Vodacom since 2012 and wishes him much success with his future endeavours.

Mr Khumo Shuenyane will be appointed as lead independent director of the company with effect from Tuesday 19 July 2022.

Other changes

Ms Nomkhita Nqweni will withdraw as an alternate director to Ms Phuthi Mahanyele-Dabengwa following the conclusion of the annual general meeting on Monday 18 July 2022 and be appointed as an independent director of the company with effect from Tuesday 19 July 2022.

Board committees

With effect from Tuesday 19 July 2022, Mr Clive Thomson will assume the role of chairman of the Audit, Risk & Compliance Committee and become a member of the Remuneration Committee.

Vodacom's board committees will from 19 July 2022 be constituted as follows:

Audit, Risk & Compliance Committee

Clive Thomson (Chairman) (considered as a financial expert)
Khumo Shuenyane (considered as a financial expert)
Nomkhita Nqweni

Nomination Committee

Saki Macozoma (Chairman)
Leanne Wood
Phuthi Mahanyele-Dabengwa
Francesco Bianco

Remuneration Committee

Phuthi Mahanyele-Dabengwa (Chairman)
Leanne Wood
Clive Thomson
Francesco Bianco

Social & Ethics Committee

Khumo Shuenyane (Chairman)
Saki Macozoma
Nomkhita Nqweni
Leanne Wood
Shameel Joosub

Midrand
25 November 2021
Sponsor: UBS South Africa (Pty) Limited