

RNS Number : 1099L  
 Vodafone Group Plc  
 26 July 2011

## STOCK EXCHANGE ANNOUNCEMENT

### 26 July 2011

#### RNS:

#### RESULT OF ANNUAL GENERAL MEETING

The Annual General Meeting of Vodafone Group Plc was held at the Queen Elizabeth II Conference Centre, Broad Sanctuary, Westminster, London SW1 on Tuesday 26 July 2011.

The results of polls on all 23 resolutions were as follows:

Resolution	Total votes validly cast	Percentage of relevant shares in issue (%)		Votes	
		For	Against	withheld	
1. To receive the Company's accounts and reports of the directors and the auditor for the year ended 31 March 2011	35,310,139,085	69.15%	35,247,056,767	63,082,318	76,408,245
2. To elect Gerard Kleisterlee as a director	35,306,983,401	69.14%	34,992,674,524	314,308,877	80,471,733
3. To re-elect John Buchanan as a director	35,308,584,314	69.14%	34,730,763,023	577,821,291	79,508,108
4. To re-elect Vittorio Colao as a director	35,310,442,007	69.15%	35,169,654,002	140,788,005	77,660,548
5. To re-elect Michel Combes as a director	35,307,916,327	69.14%	35,003,730,453	304,185,874	78,013,658
6. To re-elect Andy Halford as a director	35,307,388,392	69.14%	35,038,138,647	269,249,745	76,904,426
7. To re-elect Stephen Pusey as a director	35,307,588,658	69.14%	35,065,116,806	242,471,852	79,708,093

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11.	To re-elect Nick Land as a director	34,826,038,994	68.20%	34,622,768,874	203,270,120	559,954,399
12.	To re-elect Anne Lauvergeon as a director	34,970,322,738	68.48%	34,034,311,063	936,011,675	415,459,502
13.	To re-elect Luc Vandeveldel as a director	35,307,266,521	69.14%	35,176,254,023	131,012,498	80,391,164
14.	To re-elect Anthony Watson as a director	34,825,998,320	68.20%	34,612,021,896	213,976,424	559,906,528
15.	To re-elect Philip Yea as a director	35,305,998,293	69.14%	35,140,928,706	165,069,587	79,385,321
16.	To approve a final dividend of 6.05p per ordinary share	35,312,916,018	69.15%	35,301,606,749	11,309,269	75,907,355
17.	To approve the Remuneration Report of the Board for the year ended 31 March 2011	35,226,727,884	68.98%	33,860,039,668	1,366,688,216	160,711,274
18.	To re-appoint Deloitte LLP as auditor	35,253,994,600	69.04%	35,164,162,221	89,832,379	134,112,327
19.	To authorise the Audit Committee to determine the remuneration of the auditor	35,306,714,476	69.14%	35,275,078,676	31,635,800	81,203,446
20.	To authorise the directors to allot shares	35,282,770,749	69.09%	33,434,187,963	1,848,582,786	104,110,215
21.	To authorise the directors to dis-apply pre-emption rights	34,898,377,818	68.34%	33,909,882,471	988,495,347	486,447,777
22.	To authorise the Company to purchase its own shares	35,312,668,008	69.15%	35,149,187,060	163,480,948	74,783,918
23.	To authorise the calling of a general meeting other than an Annual General Meeting on not less that 14 clear day's notice	35,309,070,405	69.15%	32,391,715,333	2,917,355,072	77,921,369

The number of ordinary shares in issue on 22 July 2011 (excluding shares held in Treasury) was 51,065,002,810. Shareholders are entitled to one vote per share. A vote withheld is not a vote in law and is not counted in the calculation of the proportion of votes validly cast.

Resolutions 1 to 20 were passed as ordinary resolutions and Resolutions 21 to 23 were passed as special resolutions.

A copy of Resolution 23 passed as special business at the Annual General Meeting has been submitted to the Financial Services Authority via the National Storage Mechanism and will shortly be available for inspection at: [www.Hemscott.com/nsm.do](http://www.Hemscott.com/nsm.do)

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