



The Registrar
Companies House
Crown Way
Cardiff CF14 3UZ

21 June 2019

Dear Sirs

Section 519 Statement

In accordance with Section 521(1) of the Companies Act 2006 (the "Act"), we enclose a copy of the statement that was sent to Vodafone House, The Connection, Newbury Berkshire, RG14 2FN, the registered office of Vodafone Group Plc, registered no: 01833679 (the "Company") on 31 May 2019 pursuant to section 519 of the Act.

Yours faithfully,

For and on behalf of PricewaterhouseCoopers LLP

.....
Andrew Kemp
Partner

Enclosure

1. Statement of Reasons

TUESDAY



A12 *A88D49KZ* #169
25/06/2019
COMPANIES HOUSE

*PricewaterhouseCoopers LLP, 1 Embankment Place, London, WC2N 6RH
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PricewaterhouseCoopers LLP is a limited liability partnership registered in England with registered number OC303525. The registered office of PricewaterhouseCoopers LLP is 1 Embankment Place, London WC2N 6RH. PricewaterhouseCoopers LLP is authorised and regulated by the Financial Conduct Authority for designated investment business.



The Directors
Vodafone Group Plc
Vodafone House
The Connection
Newbury
Berkshire
RG14 2FN

31 May 2019

Dear Sirs,

Statement of Reasons connected with ceasing to hold office as Auditors

In accordance with Section 519 of the Companies Act 2006 (the "Act"), we set out below the reason connected with PricewaterhouseCoopers LLP, registered auditor number Co01004062, ceasing to hold office as auditors of Vodafone Group Plc, registered no: 01833679 (the "Company") effective from 23 July 2019.

The reason we are ceasing to hold office is that the Company undertook a competitive tender process for the position of statutory auditor and we mutually agreed with the Audit Committee not to participate.

There are no reasons for and no other matters connected with our ceasing to hold office as auditors of the Company that we consider need to be brought to the attention of the Company's members or creditors and should this change subsequent to the date of this Statement and prior to the Annual General Meeting scheduled on 23 July 2019, we will issue a separate communication to you.

Yours faithfully,

A handwritten signature in black ink that reads 'PricewaterhouseCoopers LLP' in a cursive, flowing script.

PricewaterhouseCoopers LLP

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