

VODAFONE GROUP PUBLIC LTD CO

Form 6-K

July 27, 2018

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

Form 6-K

Report of Foreign Private Issuer

**Pursuant to Rules 13a-16 or 15d-16 under
the Securities Exchange Act of 1934**

Dated July 27, 2018

Commission File Number: 001-10086

**VODAFONE GROUP
PUBLIC LIMITED COMPANY**

(Translation of registrant's name into English)

VODAFONE HOUSE, THE CONNECTION, NEWBURY, BERKSHIRE, RG14 2FN, ENGLAND

(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

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Form 20-F

Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes

No

If Yes is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- .

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This Report on Form 6-K contains a Stock Exchange Announcement dated 27 July 2018 entitled RESULT OF ANNUAL GENERAL MEETING

RNS: 0580W

27 July 2018

RESULT OF ANNUAL GENERAL MEETING

The Annual General Meeting of Vodafone Group Plc was held at Queen Elizabeth II Conference Centre, Broad Sanctuary, Westminster, London SW1P 3EE on Friday 27 July 2018 at 11.00 am.

The results of polls on all 25 resolutions were as follows:

| | Resolution | Total votes validly cast | Percentage of relevant shares in issue (%) | For | For (% of shares voted) | Against | Against (% of shares voted) | Votes withheld |
|-----|---|---------------------------------|---|----------------|--------------------------------|----------------|------------------------------------|-----------------------|
| 1. | To receive the Company's accounts, the strategic report and reports of the Directors and the auditor for the year ended 31 March 2018 | 17,353,644,991 | 64.96% | 17,337,724,151 | 99.91 | 15,920,840 | 0.09 | 73,173,987 |
| 2. | To elect Michel Demaré as a Director. | 17,389,377,830 | 65.09% | 17,320,365,572 | 99.60 | 69,012,258 | 0.40 | 37,422,252 |
| 3. | To elect Margherita Della Valle as a Director. | 17,352,273,633 | 64.95% | 17,308,376,303 | 99.75 | 43,897,330 | 0.25 | 37,286,510 |
| 4. | To re-elect Gerard Kleisterlee as a Director. | 17,390,140,816 | 65.09% | 17,105,583,590 | 98.36 | 284,557,226 | 1.64 | 36,664,829 |
| 5. | To re-elect Vittorio Colao as a Director. | 17,388,455,815 | 65.09% | 17,303,654,875 | 99.51 | 84,800,940 | 0.49 | 38,340,775 |
| 6. | To re-elect Nick Read as a Director. | 17,389,660,439 | 65.09% | 17,076,792,034 | 98.20 | 312,868,405 | 1.80 | 37,144,113 |
| 7. | To re-elect Sir Crispin Davis as a Director. | 17,389,213,179 | 65.09% | 17,315,093,924 | 99.57 | 74,119,255 | 0.43 | 37,586,558 |
| 8. | To re-elect Dame Clara Furse as a Director. | 17,389,936,556 | 65.09% | 17,318,073,118 | 99.59 | 71,863,438 | 0.41 | 36,863,029 |
| 9. | To re-elect Valerie Gooding as a Director. | 17,341,908,976 | 64.91% | 17,070,248,952 | 98.43 | 271,660,024 | 1.57 | 84,900,751 |
| 10. | To re-elect Renee James as a Director. | 17,389,968,641 | 65.09% | 17,068,330,277 | 98.15 | 321,638,364 | 1.85 | 36,832,305 |
| 11. | To re-elect Samuel Jonah as a Director. | 17,341,523,228 | 64.91% | 16,968,478,131 | 97.85 | 373,045,097 | 2.15 | 85,272,280 |
| 12. | To re-elect Maria Amparo Moraleda Martinez as a Director. | 17,352,166,897 | 64.95% | 17,230,380,048 | 99.30 | 121,786,849 | 0.70 | 74,640,891 |
| 13. | To re-elect David Nish as a Director. | 17,389,100,887 | 65.09% | 17,245,608,159 | 99.17 | 143,492,728 | 0.83 | 37,699,091 |
| 14. | To declare a final dividend of 10.23 eurocents per ordinary share for the year ended 31 March 2018. | 17,396,546,120 | 65.12% | 17,350,275,385 | 99.73 | 46,270,735 | 0.27 | 30,283,617 |
| 15. | To approve the Annual Report on Remuneration contained in the | 16,963,071,513 | 63.50% | 16,474,188,042 | 97.12 | 488,883,471 | 2.88 | 463,720,332 |

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|-----|--|----------------|--------|----------------|-------|---------------|------|------------|
| | Remuneration Report of the Board for the year ended 31 March 2018. | | | | | | | |
| 16. | To reappoint PricewaterhouseCoopers LLP as the Company's auditor until the end of the next general meeting at which accounts are laid before the Company. | 17,407,151,339 | 65.16% | 16,097,234,237 | 92.47 | 1,309,917,102 | 7.53 | 19,636,720 |
| 17. | To authorise the Audit and Risk Committee to determine the remuneration of the auditor. | 17,356,220,577 | 64.97% | 16,251,136,271 | 93.63 | 1,105,084,306 | 6.37 | 70,569,382 |
| 18. | To authorise the Directors to allot shares. | 17,351,286,262 | 64.95% | 16,372,083,957 | 94.36 | 979,202,305 | 5.64 | 75,490,021 |
| 19. | To authorise the Directors to dis-apply pre-emption rights. | 17,323,561,708 | 64.85% | 17,134,977,164 | 98.91 | 188,584,544 | 1.09 | 65,975,408 |
| 20. | To authorise the Directors to dis-apply pre-emption rights up to a further 5% for the purposes of financing an acquisition or other capital investment. | 17,327,056,078 | 64.86% | 16,801,249,421 | 96.97 | 525,806,657 | 3.03 | 99,714,628 |
| 21. | To authorise the Company to purchase its own shares. | 17,349,955,597 | 64.94% | 17,116,863,922 | 98.66 | 233,091,675 | 1.34 | 76,832,511 |
| 22. | To authorise political donations and expenditure. | 17,321,308,394 | 64.84% | 16,836,709,406 | 97.20 | 484,598,988 | 2.80 | 68,241,085 |
| 23. | To authorise the Directors to call general meetings (other than annual general meetings) on a minimum of 14 clear days' notice. | 17,383,636,372 | 65.07% | 16,283,250,327 | 93.67 | 1,100,386,045 | 6.33 | 43,155,392 |
| 24. | To approve the updated rules of the Vodafone Group 2008 Sharesave Plan. | 17,384,234,801 | 65.07% | 16,733,792,342 | 96.26 | 650,442,459 | 3.74 | 42,573,676 |
| 25. | To adopt as the new articles of association of the Company, the articles of association produced to the meeting, in substitution for, and to the exclusion of, the Company's existing Articles of Association. | 17,372,987,985 | 65.03% | 17,305,253,158 | 99.61 | 67,734,827 | 0.39 | 53,813,845 |

The number of Ordinary Shares in issue on 27 July 2018 (excluding shares held in Treasury) was 26,715,059,855. 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 18, 22 and 24 were passed as Ordinary Resolutions and Resolutions 19, 20, 21, 23 and 25 were passed as Special Resolutions.

A copy of Resolutions 22 to 25, passed as Special Business at the Annual General Meeting, have been submitted to the Financial Conduct Authority via the National Storage Mechanism and will shortly be available for inspection at: morningstar.co.uk/uk/NSM

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorised.

VODAFONE GROUP
PUBLIC LIMITED COMPANY
(Registrant)

Dated: July 27, 2018

By: /s/ R E S MARTIN
Name: Rosemary E S Martin
Title: Group General Counsel and Company
Secretary