

VODAFONE GROUP PUBLIC LTD CO  
Form 6-K  
August 04, 2004

## **Form 6-K**

# **SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

### **Report of Foreign Private Issuer**

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

**Dated August 4, 2004**

## **VODAFONE GROUP PUBLIC LIMITED COMPANY**

(Exact name of registrant as specified in its charter)

**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.

Form 20-F

Form 40-F

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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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## Edgar Filing: VODAFONE GROUP PUBLIC LTD CO - Form 6-K

This Report on Form 6-K contains the following:-

1. Stock Exchange Announcement dated April 14, 2004
2. Stock Exchange Announcement dated April 16, 2004
3. Stock Exchange Announcement dated May 17, 2004
4. Stock Exchange Announcement dated May 28, 2004
5. Stock Exchange Announcement dated June 1, 2004
6. Stock Exchange Announcement dated June 2, 2004
7. Stock Exchange Announcement dated June 3, 2004
8. Stock Exchange Announcement dated June 4, 2004
9. Stock Exchange Announcement dated June 8, 2004
10. Stock Exchange Announcement dated June 9, 2004
11. Stock Exchange Announcement dated June 10, 2004
12. Stock Exchange Announcement dated June 11, 2004

13. Stock Exchange Announcement dated June 14, 2004

14. Stock Exchange Announcement dated June 16, 2004

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**SCHEDULE 5**

**BLOCK ADMISSION SIX MONTHLY RETURN**

To: Listing Applications  
UK Listing Authority  
Financial Services Authority  
25, The North Colonnade  
Canary Wharf  
London E14 5HS

AVS No:

Please ensure the entries on this return are typed

1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	EXECUTIVE SHARE OPTION SCHEME
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	32,141,748 Ordinary US\$0.10 each
5.	Number of shares issued/allotted under scheme during period:	9,475,908
6.	Balance under scheme not yet issued/allotted at end of period	22,665,840 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	5,000,000 Ordinary 5p each* (26/03/1999) (see Note below) 50,000,000 Ordinary US\$0.10 each (27/04/2001)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

Vodafone Group Plc  
Vodafone House, The Connection

Edgar Filing: VODAFONE GROUP PUBLIC LTD CO - Form 6-K

Telephone: (01635) 33251

Newbury, Berkshire RG14 2FN

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

---

\* Nominal value subsequently redenominated to US\$0.10 each.

Note: On 30 September 1999, a capitalisation of 4:1 occurred.

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25, The North Colonnade  
Canary Wharf  
London E14 5HS

AVS No:

Please ensure the entries on this return are typed

1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	SHARESAVE OPTION SCHEME
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	1,859,907 Ordinary US\$0.10 each
5.	Number of securities issued/allotted under scheme during period:	782,937
6.	Balance under scheme not yet issued/allotted at end of period	1,076,970 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	4,000,000 Ordinary 5p each* (25/01/1995) (see Note below) 2,800,000 Ordinary US\$0.10 each (25/09/2001)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

Vodafone Group Plc  
Vodafone House, The Connection

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Telephone: (01635) 33251

Newbury, Berkshire RG14 2FN

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

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\* Nominal value subsequently redenominated to US\$0.10 each.

Note: On 30 September 1999, a capitalisation of 4:1 occurred.

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Canary Wharf  
London E14 5HS

AVS No:

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1.	Full name of issuer	VODAFONE GROUP PLC
2.	Name of Scheme	VODAFONE AIRTOUCH PLC 1999 LONG TERM STOCK INCENTIVE PLAN
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	61,496,242 Ordinary US\$0.10 each
5.	Number of securities issued/allotted under scheme during period:	28,830,073
6.	Balance under scheme not yet issued/allotted at end of period	32,666,169 Ordinary US\$0.10 each
7.	Number and class of securities (amount of stock/debt securities) originally admitted	77,557,160 Ordinary US\$0.10 each (04/07/2000)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

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

Telephone: (01635) 33251

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

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25, The North Colonnade  
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London E14 5HS

AVS No:

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	1993 LONG-TERM STOCK INCENTIVE PLAN
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of securities not issued under scheme	141,203,965 Ordinary US\$0.10 each
5.	Number of securities issued/allotted under scheme during period:	20,472,600
6.	Balance under scheme not yet issued/allotted at end of period	120,731,365 Ordinary US\$0.10 each
7.	Number and class of securities (amount of stock/debt securities) originally admitted	143,185,375 (see Note below) Ordinary 5p* each (23/06/1999)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

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

Telephone: (01635) 33251

Edgar Filing: VODAFONE GROUP PUBLIC LTD CO - Form 6-K

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

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\* Nominal value subsequently redenominated to US\$0.10 each.

Note: On 30 September 1999, a capitalisation of 4:1 occurred.

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	VODAFONE GROUP PLC MERGER LISTING
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	142,857,785 Ordinary US\$0.10 each
5.	Number of securities issued/allotted under scheme during period:	Nil
6.	Balance under scheme not yet issued/allotted at end of period	142,857,785 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	3,075,000,000 Ordinary 5p each* (23/06/1999) (see Note below)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

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Telephone: (01635) 33251

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

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\* Nominal value subsequently redenominated to US\$0.10 each.

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	RESTRICTED/PHANTOM STOCK AWARDS
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	19,321,675 Ordinary US\$0.10 each
5.	Number of securities issued/allotted under scheme during period:	Nil
6.	Balance under scheme not yet issued/allotted at end of period	19,321,675 Ordinary US\$.10 each
7.	Number and class of securities (amount of stock/debt securities) originally admitted	3,896,795 (see Note below) Ordinary 5p* each (23/06/1999)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

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

Telephone: (01635) 33251

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

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AVS No:

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	EMPLOYEE SHARE PURCHASE PLAN
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	1,625,000 Ordinary US\$0.10 each
5.	Number of shares issued/allotted under scheme during period:	Nil
6.	Balance under scheme not yet issued/allotted at end of period	1,625,000 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	325,000 Ordinary shares of 5p *each (see Note below) (23/06/1999)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

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Person making return

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Position: Group General Counsel and Company Secretary

Signature:

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	OFFER FOR MANNESMANN AG
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	341,125,092 Ordinary US\$0.10 each
5.	Number of securities issued/allotted under scheme during period:	Nil
6.	Balance under scheme not yet issued/allotted at end of period	341,125,092 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	2,703,893,698 Ordinary US\$0.10 each (08/02/2000) 200,000,000 Ordinary US\$0.10 each (19/04/2000)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	OFFER FOR AIRTEL MOVIL SA
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	902,553,376 Ordinary US\$0.10 each
5.	Number of shares issued/allotted under scheme during period:	Nil
6.	Balance under scheme not yet issued/allotted at end of period	902,553,376 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	4,000,000,000 Ordinary US\$0.10 each (29/12/2000)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

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Contact for queries:

Address:

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	PROJECT TELECOM PLC (ROLLOVER)
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	3,308,781 Ordinary US\$0.10 each
5.	Number of shares issued/allotted under scheme during period:	627,870
6.	Balance under scheme not yet issued/allotted at end of period	2,680,911 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	3,308,781 Ordinary US\$0.10 each (16/10/2003)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

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Vodafone House, The Connection  
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Telephone: (01635) 33251

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

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London E14 5HS

AVS No:

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1.	Name of company	VODAFONE GROUP PLC
2.	Name of Scheme	PANAFON SHARE OPTION SCHEME (ROLLOVER)
3.	Period of return:	From 01.10.03 to 31.03.04
4.	Number and class of share(s) (amount of stock/debt security) not issued under scheme	4,260,291 Ordinary US\$0.10 each
5.	Number of shares issued/allotted under scheme during period:	Nil
6.	Balance under scheme not yet issued/allotted at end of period	4,260,291 Ordinary US\$0.10 each
7.	Number and class of share(s) (amount of stock/debt securities) originally listed and the date of admission;	4,260,291 Ordinary US\$0.10 each (30/03/2004)

Please confirm total number of securities in issue at the end of the period in order for us to update our records

67,463,933,048 Ordinary shares of US\$0.10 each, plus 800,000,000 Treasury shares.

Contact for queries:

Address:

Name: Mr P R S Howie

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Newbury, Berkshire RG14 2FN

Telephone: (01635) 33251

Person making return

Name: S R Scott

Position: Group General Counsel and Company Secretary

Signature:

---

**STOCK EXCHANGE ANNOUNCEMENT**

**Announced at 15:54 hrs**

**16 April 2004**

**RNS No: 7110X**

**DIRECTOR SHAREHOLDING**

Vodafone Group Plc ( the Company )

In accordance with Section 329 of the Companies Act 1985, I have to inform you that the Company was advised on 16 April 2004 by Mourant ECS Trustees Limited that on 14 April 2004 the following directors acquired an interest in the following number of ordinary shares of US\$0.10 each in the Company at the price of 132p per share pursuant to the rules of the Vodafone Group Share Incentive Plan:

	<b>No. of shares</b>
Mr P R Bamford	190
Mr J M Horn-Smith	190
Mr K J Hydon	190

Stephen Scott

Group General Counsel and Company Secretary

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**STOCK EXCHANGE ANNOUNCEMENT**

**Announced at 17:05 hrs**

**17 May 2004**

**RNS No: 7687Y**

**DIRECTOR SHAREHOLDING**

**Vodafone Group Plc ( the Company )**

In accordance with Section 329 of the Companies Act 1985, I have to inform you that the Company was advised on 17 May 2004 by Maurant ECS Trustees Limited that on 13 May 2004 the following directors acquired an interest in the following number of ordinary shares of US\$0.10 each in the Company at the price of 134p per share pursuant to the rules of the Vodafone Group Share Incentive Plan:

	<b>No. of shares</b>
Mr P R Bamford	186
Mr J M Horn-Smith	186
Mr K J Hydon	186

Stephen Scott

Group General Counsel and Company Secretary

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 28 May 2004**

RNS No: 1795Z

**VODAFONE GROUP PLC**

**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Deutsche Bank AG London.

**Ordinary Shares**

Date of purchase:	27 May 2004
Number of ordinary shares purchased:	24,000,000
Highest purchase price paid per share:	129.75p
Lowest purchase price paid per share:	128.40p
Volume weighted average price per share:	129.1823p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 824,000,000 of its ordinary shares in treasury and has 67,451,544,423 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 1 June 2004**

RNS No: 2362Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Deutsche Bank AG London.

**Ordinary Shares**

Date of purchase:	28 May 2004
Number of ordinary shares purchased:	22,000,000
Highest purchase price paid per share:	130.75p
Lowest purchase price paid per share:	128.25p
Volume weighted average price per share:	129.4198p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 846,000,000 of its ordinary shares in treasury and has 67,429,544,423 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 2 June 2004**

RNS No: 2975Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Goldman Sachs International.

**Ordinary Shares**

Date of purchase:	1 June 2004
Number of ordinary shares purchased:	22,000,000
Highest purchase price paid per share:	127.75p
Lowest purchase price paid per share:	126.75p
Volume weighted average price per share:	126.9659p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 868,000,000 of its ordinary shares in treasury and has 67,408,331,855 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 3 June 2004**

RNS No: 3579Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Goldman Sachs International.

**Ordinary Shares**

Date of purchase:	2 June 2004
Number of ordinary shares purchased:	37,500,000
Highest purchase price paid per share:	127.75p
Lowest purchase price paid per share:	126.50p
Volume weighted average price per share:	127.0567p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 905,500,000 of its ordinary shares in treasury and has 67,371,086,075 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 4 June 2004**

RNS No: 4057Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Goldman Sachs International.

**Ordinary Shares**

Date of purchase:	3 June 2004
Number of ordinary shares purchased:	51,000,000
Highest purchase price paid per share:	125.75p
Lowest purchase price paid per share:	124.25p
Volume weighted average price per share:	124.8578p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 956,500,000 of its ordinary shares in treasury and has 67,320,119,325 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 8 June 2004**

RNS No: 5009Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Lehman Brothers International (Europe).

**Ordinary Shares**

Date of purchase:	7 June 2004
Number of ordinary shares purchased:	17,000,000
Highest purchase price paid per share:	126.25p
Lowest purchase price paid per share:	125.75p
Volume weighted average price per share:	126.0088p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 973,500,000 of its ordinary shares in treasury and has 67,303,798,054 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 9 June 2004**

RNS No: 5587Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Lehman Brothers International (Europe).

**Ordinary Shares**

Date of purchase:	8 June 2004
Number of ordinary shares purchased:	16,000,000
Highest purchase price paid per share:	127.75p
Lowest purchase price paid per share:	126.75p
Volume weighted average price per share:	127.3867p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 989,500,000 of its ordinary shares in treasury and has 67,287,798,054 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 10 June 2004**

RNS No: 6065Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Lehman Brothers International (Europe).

**Ordinary Shares**

Date of purchase:	9 June 2004
Number of ordinary shares purchased:	23,000,000
Highest purchase price paid per share:	129.00p
Lowest purchase price paid per share:	128.00p
Volume weighted average price per share:	128.5793p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 1,012,500,000 of its ordinary shares in treasury and has 67,264,798,054 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 11 June 2004**

RNS No: 6563Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via Lehman Brothers International (Europe).

**Ordinary Shares**

Date of purchase:	10 June 2004
Number of ordinary shares purchased:	30,000,000
Highest purchase price paid per share:	128.50p
Lowest purchase price paid per share:	126.75p
Volume weighted average price per share:	127.7342p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 1,042,500,000 of its ordinary shares in treasury and has 67,236,954,556 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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**STOCK EXCHANGE ANNOUNCEMENT**

**Announced at 16:15 hrs**

**14 June 2004**

**RNS No: 7445Z**

**DIRECTOR SHAREHOLDING**

**Vodafone Group Plc ( the Company )**

In accordance with Section 329 of the Companies Act 1985, I have to inform you that the Company was advised on 14 June 2004 by Mourant ECS Trustees Limited that on 10 June 2004 the following directors acquired an interest in the following number of ordinary shares of US\$0.10 each in the Company at the price of 129p per share pursuant to the rules of the Vodafone Group Share Incentive Plan:

	<b>No. of shares</b>
Mr P R Bamford	194
Sir Julian Horn-Smith	194
Mr K J Hydon	194

Philip Howie

Deputy Company Secretary

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**STOCK EXCHANGE ANNOUNCEMENT**

**For release at 7.00 am on 16 June 2004**

RNS No: 8039Z

**VODAFONE GROUP PLC**  
**PURCHASE OF OWN SECURITIES**

Vodafone Group Plc ( Vodafone ) announces today that it has purchased the following number of its ordinary shares of U.S.\$0.10 each on the London Stock Exchange via UBS Limited.

**Ordinary Shares**

Date of purchase:	15 June 2004
Number of ordinary shares purchased:	16,500,000
Highest purchase price paid per share:	128.75p
Lowest purchase price paid per share:	127.25p
Volume weighted average price per share:	127.775p

Vodafone intends to hold the purchased shares in treasury.

Following the purchase of these shares, Vodafone holds 1,059,000,000 of its ordinary shares in treasury and has 67,221,434,086 ordinary shares in issue (excluding treasury shares).

**This announcement does not constitute, or form part of, an offer or any solicitation of an offer for securities in any jurisdiction.**

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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: August 4, 2004

By: /s/ S R SCOTT  
Name: Stephen R. Scott  
Title: Company Secretary

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