

FINAL TERMS

12 May 2008

Vodafone Group Plc

**Issue of €250,000,000 3.625 per cent. Notes due 2012
(to be consolidated and form a single series with the existing €750,000,000 3.625 per cent. Notes due
2012, issued on 29 November 2005)
under the €25,000,000,000
Euro Medium Term Note Programme**

PART A – CONTRACTUAL TERMS

Terms used herein shall be deemed to be defined as such for the purposes of the Terms and Conditions (the **Conditions**) set forth in the prospectus dated 19 July 2005. This document constitutes the Final Terms of the Notes described herein for the purposes of Article 5.4 of Directive 2003/71/EC (the **Prospectus Directive**) and must be read in conjunction with the Prospectus dated 1 August 2007 as supplemented by a supplementary prospectus dated 16 January 2008 (together, the **Prospectus**), which together constitute a base prospectus for the purposes of the Prospectus Directive, save in respect of the Conditions which are extracted from the prospectus dated 19 July 2005 and are attached hereto. Full information on the Issuer and the offer of the Notes is only available on the basis of the combination of these Final Terms, the Conditions and the Prospectus (excluding the Terms and Conditions contained therein). Copies of the Prospectus and the documents incorporated therein by reference can be viewed on the website of the Regulatory News Service operated by the London Stock Exchange at <http://www.londonstockexchange.com/en-gb/pricesnews/marketnews/>.

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| 1. | Issuer: | Vodafone Group Plc |
| 2. | (i) Series Number: | 15 |
| | (ii) Tranche Number: | 2 |
| | | With effect from 23 June 2008, the Notes will be consolidated and form a single series with the €750,000,000 3.625 per cent. Notes due 2012, issued on 29 November 2005 |
| 3. | Specified Currency or Currencies: | Euro (€) |
| 4. | Aggregate Nominal Amount: | |
| | — Series: | €1,000,000,000 |
| | — Tranche: | €250,000,000 |
| 5. | Issue Price: | 93.693 per cent. of the Aggregate Nominal Amount of the Tranche, plus 166 days' accrued interest (from, and including, 29 November 2007 to, but excluding, 13 May 2008) at the rate of 3.625 per cent. per annum |

6.	(i)	Specified Denominations:	€50,000 <i>(See paragraph 4 of Part B as to trading of the Notes while they are represented by one or more Global Note(s))</i>
	(ii)	Calculation Amount:	Not Applicable
7.	(i)	Issue Date:	13 May 2008
	(ii)	Interest Commencement Date:	29 November 2007
8.		Maturity Date:	29 November 2012
9.		Interest Basis:	3.625 per cent. Fixed Rate <i>(further particulars specified below)</i>
10.		Redemption/Payment Basis:	Redemption at par
11.		Change of Interest Basis or Redemption/Payment Basis:	Not Applicable
12.		Put/Call Options:	Not Applicable
13.		Method of distribution:	Non-syndicated
14.		Date of Board approval for issuance of Notes:	29 January 2008

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

15.		Fixed Rate Note Provisions	Applicable
	(i)	Rate of Interest:	3.625 per cent. per annum payable annually in arrear
	(ii)	Interest Payment Date(s):	29 November in each year from and including 29 November 2008 up to and including the Maturity Date
	(iii)	Fixed Coupon Amount(s):	€1812.50 per €50,000 in nominal amount of the Notes and €36.25 per €1,000 in nominal amount of the Notes
	(iv)	Broken Amount(s):	Not Applicable
	(v)	Fixed Day Count Fraction:	Actual/Actual (ICMA)
	(vi)	Determination Date:	29 November in each year
	(vii)	Other terms relating to the method of calculating interest for Fixed Rate Notes:	None

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| 16. | Floating Rate Note Provisions | Not Applicable |
| 17. | Zero Coupon Note Provisions | Not Applicable |
| 18. | Index Linked Interest Note Provisions | Not Applicable |
| 19. | Dual Currency Note Provisions | Not Applicable |

PROVISIONS RELATING TO REDEMPTION

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| 20. | Issuer Call | Not Applicable |
| 21. | Investor Put | Not Applicable |
| 22. | Final Redemption Amount | Par |
| 23. | Early Redemption Amount of each Note payable on redemption for taxation reasons or on event of default and/or the method of calculating the same (if required or if different from that set out in Condition 6(e): | As set out in Condition 6(e) |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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| 24. | Form of Notes: | |
| | (a) Form: | Bearer Notes:

Temporary Global Note exchangeable for a Permanent Global Note which is exchangeable for Definitive Notes only upon an Exchange Event |
| | (b) New Global Note: | No |
| 25. | Whether TEFRA D applicable or TEFRA rules not applicable: | TEFRA D |
| 26. | Additional Financial Centre(s) or other special provisions relating to Payment Days: | Not Applicable |
| 27. | Talons for future Coupons or Receipts to be attached to Definitive Notes (and dates on which such Talons mature): | No |

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| 28. | Details relating to Partly Paid Notes:
amount of each payment comprising the Issue Price and date on which each payment is to be made and consequences of failure to pay, including any right of the Issuer to forfeit the Notes and interest due on late payment: | Not Applicable |
| 29. | Details relating to Instalment Notes:
amount of each instalment, date on which each payment is to be made: | Not Applicable |
| 30. | Redenomination applicable: | No |
| 31. | Other final terms: | Not Applicable |

DISTRIBUTION

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| 32. | If syndicated, names of Managers: | Not Applicable |
| 33. | If non-syndicated, name of relevant Dealer: | The Royal Bank of Scotland plc |
| 34. | Additional or amendment to selling restrictions: | Not Applicable |
| 35. | If issuing Australian Domestic Notes, name and address of Issuing and Principal Paying Agent and Registrar and details of Australian Agency Agreement: | Not Applicable |

In no circumstances will payments of additional amounts be made for or on account of taxes imposed by the United States of America or any political subdivision or taxing authority thereof or therein.

Listing and Admission to Trading Application

These Final Terms comprise the final terms required to list and have admitted to trading the issue of Notes described herein pursuant to the €25,000,000,000 Euro Medium Term Note Programme of Vodafone Group Plc.

Responsibility

The Issuer accepts responsibility for the information contained in these Final Terms which, when read together with the Prospectus referred to above, contain all information that is material in the context of the issue of the Notes.

Signed on behalf of the Issuer:

By: 

Duly authorised

PART B – OTHER INFORMATION

1. Listing:

- (i) Listing: London
- (ii) Admission to trading: Application has been made for the Notes to be admitted to trading on the regulated market of the London Stock Exchange plc with effect from 13 May 2008
- With effect from 23 June 2008, the Notes will be consolidated and form a single series with the existing €750,000,000 3.625 per cent. Notes due 2012, issued on 29 November 2005, and listed on the London Stock Exchange on 29 November 2005
- (iii) Estimate of total expenses related to admission to trading: £4,200 (listing fees)

2. Ratings:

The Notes have been assigned the following ratings:

S & P:	A- (stable)
Moody's:	Baa1 (stable)
Fitch:	A- (stable)

3. Interests of Natural and Legal Persons Involved in the Issue:

So far as the Issuer is aware, no person involved in the issue of the Notes has an interest material to the offer.

4. Tradeable Amounts:

So long as all the Notes are represented by one or more Global Notes held on behalf of Euroclear and Clearstream, Luxembourg, and Euroclear and Clearstream, Luxembourg so permit, the Notes shall be tradeable in minimum principal amounts of €50,000 and integral multiples of €1,000 (the **Tradeable Amount**) in addition thereto.

5. Estimated Net Proceeds:

Estimated net proceeds: €233,930,000 plus accrued interest of €4,110,314.21

6. Yield:

Indication of yield: 5.213 per cent. annually compounded

The yield is calculated at the Issue Date on the basis of the Issue Price. It is not an indication of future yield.

7. Operational Information:

- (i) ISIN Code: Until consolidation with the existing €750,000,000 3.625 per cent. Notes due 2012 issued on 29

	November 2005:	
	Temporary ISIN: XS0363566422	
	Upon consolidation with the existing €750,000,000 3.625 per cent. Notes due 2012 issued on 29 November 2005:	
	ISIN: XS0236598164	
(ii)	Common Code:	Until consolidation with the existing €750,000,000 3.625 per cent. Notes due 2012 issued on 29 November 2005:
	Temporary Common Code: 036356642	
	Upon consolidation with the existing €750,000,000 3.625 per cent. Notes due 2012 issued on 29 November 2005:	
	Common Code: 023659816	
(iii)	CUSIP:	Not Applicable
(iv)	CINS:	Not Applicable
(v)	Any clearing system(s) other than Euroclear, Clearstream, Luxembourg, DTC and Austraclear (together with the address of each such clearing system) and the relevant identification number(s):	Not Applicable
(vi)	Delivery:	Delivery against payment
(vii)	Names and addresses of additional Paying Agent(s) (if any):	Not Applicable
(viii)	Application for Registered Notes to be designated PORTAL Securities:	Not Applicable
(ix)	Intended to be held in a manner which would allow Eurosystem eligibility:	No
(x)	If Australian Domestic Notes, name and address of Agent for service of process in New South Wales:	Not Applicable