

VODAFONE GROUP PUBLIC LTD CO
Form 6-K
August 01, 2016

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 August 1, 2016

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)

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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

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- .

This Report on Form 6-K contains a news release dated 29 July 2016 entitled RESULT OF ANNUAL GENERAL MEETING

RESULT OF ANNUAL GENERAL MEETING

The Annual General Meeting of Vodafone Group Plc was held at the Hilton London Metropole Hotel, 225 Edgware Road, London W2 1JU on Friday 29 July 2016 at 11.00 am.

The results of polls on all 23 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 2016 | 18,476,306,074 | 69.43% | 18,466,010,129 | 99.94 | 10,295,945 | 0.06 | 216,387,187 |
| 2. | To re-elect Gerard Kleisterlee as a Director | 18,578,527,697 | 69.82% | 18,343,014,105 | 98.73 | 235,513,592 | 1.27 | 114,117,975 |
| 3. | To re-elect Vittorio Colao as a Director | 18,671,823,172 | 70.17% | 18,652,861,279 | 99.90 | 18,961,893 | 0.10 | 20,830,218 |
| 4. | To re-elect Nick Read as a Director | 18,671,939,503 | 70.17% | 18,364,406,210 | 98.35 | 307,533,293 | 1.65 | 20,705,723 |
| 5. | To re-elect Sir Crispin Davis as a Director | 18,647,950,446 | 70.08% | 18,623,994,985 | 99.87 | 23,955,461 | 0.13 | 44,672,626 |
| 6. | To re-elect Dr Mathias Döpfner as a Director | 18,483,052,006 | 69.46% | 15,870,012,186 | 85.86 | 2,613,039,820 | 14.14 | 209,584,746 |
| 7. | To re-elect Dame Clara Furse as a Director | 18,644,320,768 | 70.07% | 18,627,380,300 | 99.91 | 16,940,468 | 0.09 | 48,320,813 |
| 8. | To re-elect Valerie Gooding as a Director | 18,643,330,114 | 70.06% | 18,594,699,881 | 99.74 | 48,630,233 | 0.26 | 49,301,961 |
| 9. | To re-elect Renee James as a Director | 18,504,804,447 | 69.54% | 18,228,467,770 | 98.51 | 276,336,677 | 1.49 | 187,829,740 |
| 10. | To re-elect Samuel Jonah as a Director | 18,504,277,834 | 69.54% | 18,418,181,503 | 99.53 | 86,096,331 | 0.47 | 188,361,065 |
| 11. | To re-elect Nick Land as a Director | 18,345,060,285 | 68.94% | 18,265,752,390 | 99.57 | 79,307,895 | 0.43 | 347,575,084 |
| 12. | To elect David Nish as a Director in accordance with the Company's articles of association | 18,642,391,031 | 70.06% | 18,602,197,123 | 99.78 | 40,193,908 | 0.22 | 50,212,328 |
| 13. | To re-elect Philip Yea as a Director | 18,459,112,752 | 69.37% | 18,035,233,242 | 97.70 | 423,879,510 | 2.30 | 233,485,622 |
| 14. | To declare a final dividend of 7.77 pence per ordinary share for the year ended 31 March 2016 | 18,677,396,541 | 70.19% | 18,598,156,229 | 99.58 | 79,240,312 | 0.42 | 15,297,596 |
| 15. | To approve the Remuneration Report of the | 18,200,360,431 | 68.40% | 17,640,195,555 | 96.92 | 560,164,876 | 3.08 | 492,289,893 |

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| Board (other than the part relating to the directors Remuneration Policy, which was approved at the 2014 AGM) for the year ended | | | | | | | |
|--|--|--|--|--|--|--|--|

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| | 31 March 2016 | | | | | | | |
|-----|--|----------------|--------|----------------|-------|---------------|-------|-------------|
| 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 | 18,495,717,669 | 69.51% | 18,453,618,140 | 99.77 | 42,099,529 | 0.23 | 196,982,881 |
| 17. | To authorise the Audit and Risk Committee to determine the remuneration of the auditor | 18,673,980,382 | 70.18% | 18,656,250,760 | 99.91 | 17,729,622 | 0.09 | 18,711,088 |
| 18. | To authorise the Directors to allot shares | 18,636,287,569 | 70.04% | 17,165,493,729 | 92.11 | 1,470,793,840 | 7.89 | 56,362,192 |
| 19. | To authorise the Directors to dis-apply pre-emption rights | 18,626,412,294 | 70.00% | 18,425,173,232 | 98.92 | 201,239,062 | 1.08 | 66,292,694 |
| 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 | 18,627,701,155 | 70.00% | 17,170,675,004 | 92.18 | 1,457,026,151 | 7.82 | 64,988,737 |
| 21. | To authorise the Company to purchase its own shares | 18,553,057,818 | 69.72% | 18,313,124,798 | 98.71 | 239,933,020 | 1.29 | 136,150,842 |
| 22. | To authorise political donations and expenditure | 18,515,341,431 | 69.58% | 18,064,453,976 | 97.56 | 450,887,455 | 2.44 | 176,467,815 |
| 23. | To authorise the Directors to call general meetings (other than annual general meetings) on a minimum of 14 clear days notice | 18,520,506,594 | 69.60% | 16,297,075,872 | 87.99 | 2,223,430,722 | 12.01 | 171,297,550 |

The number of ordinary shares in issue on 27 July 2016 (excluding shares held in Treasury) was 26,609,731,647. 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 and 22 were passed as ordinary resolutions and Resolutions 19, 20, 21 and 23 were passed as special resolutions.

A copy of Resolutions 22 and 23, 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: August 1, 2016

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