

**STATEMENT BY THE DIRECTORS OF THE COMPANY**  
made on ..... 23 November ..... 2022  
for the purposes of section 644(5) Companies Act 2006

**Company name: Vodafone Holdings Luxembourg Limited (the "Company")**

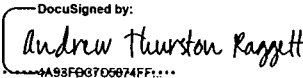
**Company number: 04200970**

We, being all of the directors of the Company make the following statements:

1. The Company proposes to reduce its capital using the solvency statement procedure under section 642 Companies Act 2006.
2. We made a solvency statement under section 643 Companies Act 2006 (the "**Solvency Statement**") on ..... 22 November ..... 2022 and a special resolution approving the reduction of capital (the "**Resolution**") was passed on ..... 23 November ..... 2022.
3. For the purposes of section 644(5) Companies Act 2006, we confirm that the Solvency Statement was:
  - 3.1 made not more than 15 days before the date on which the Resolution was passed; and
  - 3.2 provided to the member of the Company in accordance with section 642(2) Companies Act 2006.

Signed: .....  .....  
Jonathan Paul Mitchell

Date: 23 November 2022

Signed: .....  .....  
Andrew Thurston Raggett

Date: 23 November 2022