

ICM:740941.4

PRICING SUPPLEMENT

3rd December, 2003

Vodafone Group Plc

Issue of £250,000,000 5.625 per cent. Notes due 2025
 under the €15,000,000,000
 Euro Medium Term Note Programme

This document constitutes the Pricing Supplement relating to the issue of Notes described herein. Terms used herein shall be deemed to be defined as such for the purposes of the Conditions set forth in the Offering Circular dated 6th June, 2003. This Pricing Supplement must be read in conjunction with such Offering Circular.

1. Issuer: Vodafone Group Plc
2. Series Number: 13
3. Specified Currency or Currencies: Sterling ("£")
4. Aggregate Nominal Amount:
Series: £250,000,000
Tranche: £250,000,000
5. (i) Issue Price: 98.922 per cent. of the Aggregate Nominal Amount
(ii) Net Proceeds: £245,742,500 (being in respect of the Issue Price less commissions)
6. Specified Denominations: £1,000, £10,000, £100,000
7. (i) Issue Date: 4th December, 2003
(ii) Interest Commencement Date: 4th December, 2003
8. Maturity Date: 4th December, 2025
9. Interest Basis: 5.625 per cent. Fixed Rate
(further particulars specified in item 15 below)
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. Listing: Official List of the UK Listing Authority and trading on the London Stock Exchange
14. Method of distribution: Syndicated

PROVISIONS RELATING TO INTEREST (IF ANY) PAYABLE

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| 15. | Fixed Rate Note Provisions | Applicable |
| | (i) Rate(s) of Interest: | 5.625 per cent. per annum payable annually in arrear |
| | (ii) Interest Payment Date(s): | 4th December in each year from and including 4th December, 2004 up to and including the Maturity Date |
| | (iii) Fixed Coupon Amount(s): | £56.25 per £1,000 in nominal amount
£562.50 per £10,000 in nominal amount
£5,625.00 per £100,000 in nominal amount |
| | (iv) Broken Amount(s): | Not Applicable |
| | (v) Fixed Day Count Fraction: | Actual/Actual (ISMA) |
| | (vi) Determination Date: | 4th December in each year |
| | (vii) Other terms relating to the method of calculating interest for Fixed Rate Notes: | None |
| 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 5(e)): | As set out in Condition 5(e) |

GENERAL PROVISIONS APPLICABLE TO THE NOTES

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

DISTRIBUTION

32. (i) If syndicated, names of Managers: Barclays Bank PLC
J.P. Morgan Securities Ltd
- (ii) Stabilising Manager (if any): Barclays Bank PLC
33. If non-syndicated, name of relevant Dealer: Not Applicable
34. Additional selling restrictions: Not Applicable

OPERATIONAL INFORMATION

35. ISIN Code: XS0181816652.
36. Common Code: 18181665.
37. Any clearing system(s) other than Euroclear and Clearstream, Luxembourg and the relevant identification number(s): Not Applicable

38. Delivery: Delivery against payment
39. Additional Paying Agent(s) (if any): Not Applicable
40. The aggregate nominal amount of Notes issued has been translated into euro at the rate of 1.4174 producing a sum of €354,350,000 (for Notes not denominated in euro): Applicable

In no circumstance 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 APPLICATION

This Pricing Supplement comprises the details required to list the issue of Notes described herein pursuant to the listing of the €15,000,000,000 Euro Medium Term Note Programme of Vodafone Group Plc.

RESPONSIBILITY

The Issuer accepts responsibility for the information contained in this Pricing Supplement which, when read together with the Offering Circular referred to above, contains all information that is material in the context of the issue of the Notes.

Signed on behalf of the Issuer:

By:

N. R. Garrett