

VODAFONE GROUP PUBLIC LTD CO

Form 25

October 19, 2009

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 25

**NOTIFICATION OF REMOVAL FROM LISTING AND/OR
REGISTRATION UNDER SECTION 12(b) OF THE
SECURITIES EXCHANGE ACT OF 1934.**

Commission File Number 001-10086

VODAFONE GROUP PLC currently listed on The New York Stock Exchange

(Exact name of Issuer as specified in its charter, and name of Exchange where security is listed and/or registered)

Vodafone House, The Connection, Newbury, Berkshire, RG14 2FN, England, (+44) 01635 33251

(Address, including zip code, and telephone number, including area code, of Issuer's principal executive offices)

Ordinary Shares, nominal value US\$0.11 3/7

American Depositary Shares each representing ten Ordinary Shares of Vodafone Group Plc

(Description of class of securities)

Please place an X in the box to designate the rule provision relied upon to strike the class of securities from listing and registration:

17CFR240.12d2-2(a)(1)

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o 17CFR240.12d2-2(a)(2)

o 17CFR240.12d2-2(a)(3)

o 17CFR240.12d2-2(a)(4)

o Pursuant to 17 CFR 240.12d2-2(b), the Exchange has complied with its rules to strike the class of securities from listing and/or withdraw registration on the Exchange.¹

x Pursuant to 17 CFR 240.12d2-2(c), the Issuer has complied with the rules of the Exchange and the requirements of 17 CFR 240.12d2-2(c) governing the voluntary withdrawal of the class of securities from listing and registration on the Exchange.

Pursuant to the requirements of the Securities Exchange Act of 1934, Vodafone Group Plc certifies that it has reasonable grounds to believe that it meets all of the requirements for filing the Form 25 and has caused this notification to be signed on its behalf by the undersigned duly authorized person.

October 19, 2009
Date

/s/ S R Scott
Name

Group General Counsel and Company Secretary
Title

¹ Form 25 and attached Notice will be considered compliance with the provisions of 17 CFR 240.19d-1 as applicable. See General Instructions.

Explanatory note: This voluntary delisting is a result of Vodafone Group Plc's pending move to The NASDAQ Stock Market LLC. Vodafone Group Plc anticipates trading on The NASDAQ Stock Market LLC to begin on October 29, 2009.

SEC 1654 (03-06)

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