

VODAFONE GROUP PUBLIC LTD CO

Form 6-K

March 28, 2003

Form 6-K

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Report of Foreign Private Issuer

**Pursuant to Rules 13a-16 or 15d-16 of
the Securities Exchange Act of 1934**

Dated March 28, 2003

VODAFONE GROUP PUBLIC LIMITED COMPANY

(Exact name of registrant as specified in its charter)

VODAFONE HOUSE, THE CONNECTION, NEWBURY, BERKSHIRE, RG14 2FN, ENGLAND
(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-Fý

Form 40-Fo

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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 press release issued by Vodafone Group Plc on March 28, 2003, entitled Vodafone Increases Shareholding in Telecel to 70.3% .

28 March 2003

VODAFONE INCREASES SHAREHOLDING IN TELECEL TO 70.3%

Further to the announcement of Vodafone Group Plc (**Vodafone**) on 28 February 2003 relating to its public offer for the outstanding shares which it does not already own (the **Shares**) in Vodafone Telecel-Comunicações Pessoais, S.A. (**Telecel**) (the **Offer**), Vodafone today announces that it has further increased its shareholding in Telecel from approximately 67.5% to approximately 70.3% as at 27 March 2003. The increase in shareholding was effected through market purchases of 6,145,144 Shares on Euronext Lisbon at a price per Share of EUR 8.50 or below, for an aggregate consideration of approximately EUR 52 million.

The acceptance period for the Offer expires at 3.00pm (UK and Portugal time), 9.00am (New York City time), on 31 March 2003.

For further information contact:

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This announcement is neither an offer to purchase nor a solicitation of an offer to sell any securities. The Offer is being made only by means of the Offer document and is being made to all holders of any Shares, other than Shares held, directly or indirectly, by Vodafone.

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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: March 28, 2003

By: /s/ S R SCOTT
Name: Stephen R. Scott
Title: Company Secretary
