

July 10, 2020

Asst. Vice President, Listing Deptt.,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI - 400 051
Scrip Code: HEROMOTOCO

The Secretary,
BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001
Scrip Code: 500182

Sub: Compliances under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and SEBI (Depositories and Participants) Regulations, 2018

Dear Sirs,

Please find enclosed herewith the following documents in compliance with:

1. Listing Regulations

(a) Shareholding Pattern pursuant to Regulation 31(1) for the quarter ended June 30, 2020

2. SEBI (Depositories and Participants) Regulations, 2018

(a) Reconciliation of Share Capital Audit Report pursuant to Regulation 76 for the quarter ended June 30, 2020

(b) Certificate under Regulation 74(5) for the quarter ended June 30, 2020

Kindly take the same on your records.

Thanking you,

For Hero MotoCorp Limited



(Neerja Sharma)
Company Secretary & Chief Compliance Officer

Encl.: as above

July 10, 2020

To,
Ms. Neerja Sharma
Company Secretary
Hero MotoCorp Ltd.
The Grand Plaza,
Plot No. 2, Nelson Mandela Road,
Vasant Kunj – Phase-II,
New Delhi – 110 070

Sub: Certificate under Regulation 74(5) of the SEBI (Depositories & Participants) Regulations, 2018 for the quarter ended June 2020.

Dear Madam,

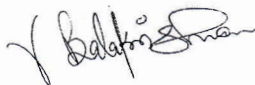
With reference to the captioned subject, we hereby certify and confirm that:

1. Within fifteen days of receipt of the share certificates from the Depository Participants for dematerialisation (demat), we have confirmed (approved/rejected) the demat requests and have also confirmed to the Depositories that securities comprised in the said certificates have been listed on the stock exchanges where the earlier issued securities are listed;
2. We have, after due verification, immediately mutilated and cancelled the said certificates;
3. The names of the Depositories have been substituted in the Register of Members as the registered owner, wherein the demat requests were approved and
4. A certificate to this effect has been sent to the Depositories and the stock exchanges.

This is submitted for your information and records.

Thanking you,

Yours faithfully,
For KFin Technologies Private Limited



Balakrishnan V
Deputy General Manager

KFin Technologies Private Limited

(Formerly known as "Karvy Fintech Private Limited")

Registered & Corporate Office

Selenium Building, Tower-B, Plot No- 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddi, Telangana, India, 500032.

Ph : +91 40 6716 2222, 7961 1000 | <https://www.kfintech.com> | CIN : U72400TG2017PTC117649