



***Shareholding Pattern
for the Quarter ended December 31, 2013***

| (1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35 | | | |
|--|-------------------------------|--|---|
| NAME OF THE COMPANY:HERO MOTOCORP LTD. | | | |
| SCRIP CODE: | 500182 | Name of the Scrip: HEROMOTOCORP LTD. | |
| Class of Security: | EQUITY | | |
| QUARTER ENDED: | 31/12/2013 | | |
| Partly paid-up shares | No. of partly paid-up shares | As a % of total no. of partly paid-up shares | As a % of total no. of shares of the Company. |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Outstanding convertible securities: | No. of outstanding securities | As a % of total no. of outstanding convertible securities. | As a % of total no. of shares of the Company assuming full conversion of the convertible securities |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Warrants: | No. of warrants | As a % of total no. of warrants | As a % of total no. of shares of the Company, assuming full conversion of warrants |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities | 199687500 | 0 | 100.00 |

| S.No | CATEGORY OF SHAREHOLDER | NO OF SHARE HOLDERS | TOTAL NO. OF SHARES | NO OF SHARES HELD IN DEMAT FORM | TOTAL SHAREHOLDING AS A % | | SHARES PLEDGE OR | |
|------------|--|---------------------|---------------------|---------------------------------|---------------------------|-------------------|------------------|----------------------|
| | | | | | AS a % of (A+B) | As a % of (A+B+C) | NUMBER OF SHARES | AS a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)=(VIII)/(IV)*100 |
| (A) | PROMOTER AND PROMOTER GROUP | | | | | | | |
| (1) | INDIAN | | | | | | | |
| (a) | Individual /HUF | 17 | 62404852 | 62404852 | 31.25 | 31.25 | 0 | 0.00 |
| (b) | Central Government/State Government(s) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (c) | Bodies Corporate | 3 | 17307630 | 17307630 | 8.67 | 8.67 | 0 | 0.00 |
| (d) | Financial Institutions / Banks | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (e) | Others | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Sub-Total A(1) : | 20 | 79712482 | 79712482 | 39.92 | 39.92 | 0 | 0.00 |
| (2) | FOREIGN | | | | | | | |
| (a) | Individuals (NRIs/Foreign Individuals) | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (b) | Bodies Corporate | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (c) | Institutions | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (d) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| (e) | Others | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Sub-Total A(2) : | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Total A=A(1)+A(2) | 20 | 79712482 | 79712482 | 39.92 | 39.92 | 0 | 0.00 |

| S.No | CATEGORY OF SHAREHOLDER | NO OF SHARE HOLDERS | TOTAL NO. OF SHARES | NO OF SHARES HELD IN DEMAT FORM | TOTAL SHAREHOLDING AS A % | | SHARES PLEDGE OR | |
|------------|---|---------------------|---------------------|---------------------------------|---------------------------|-------------------|------------------|----------------------|
| | | | | | AS a % of (A+B) | As a % of (A+B+C) | NUMBER OF SHARES | AS a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)=(VIII)/(IV)*100 |
| (B) | PUBLIC SHAREHOLDING | | | | | | | |
| (1) | INSTITUTIONS | | | | | | | |
| (a) | Mutual Funds /UTI | 185 | 5111305 | 5047835 | 2.56 | 2.56 | | |
| (b) | Financial Institutions /Banks | 43 | 1055890 | 1037185 | 0.53 | 0.53 | | |
| (c) | Central Government / State Government(s) | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (d) | Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (e) | Insurance Companies | 34 | 10745006 | 10745006 | 5.38 | 5.38 | | |
| (f) | Foreign Institutional Investors | 500 | 61164174 | 61125974 | 30.63 | 30.63 | | |
| (g) | Foreign Venture Capital Investors | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (h) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (i) | Others | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | Sub-Total B(1) : | 762 | 78076375 | 77956000 | 39.10 | 39.10 | | |
| (2) | NON-INSTITUTIONS | | | | | | | |
| (a) | Bodies Corporate | 1220 | 3200895 | 3172179 | 1.60 | 1.60 | | |
| (b) | Individuals | | | | | | | |
| | (i) Individuals holding nominal share capital upto Rs.1 lakh | 61869 | 12113923 | 8930698 | 6.07 | 6.07 | | |
| | (ii) Individuals holding nominal share capital in excess of Rs.1 lakh | 6 | 745679 | 489639 | 0.37 | 0.37 | | |
| (c) | Others | | | | | | | |

| S.No | CATEGORY OF SHAREHOLDER | NO OF SHARE HOLDERS | TOTAL NO. OF SHARES | NO OF SHARES HELD IN DEMAT FORM | TOTAL SHAREHOLDING AS A % | | SHARES PLEDGE OR | |
|------|---|---------------------|---------------------|---------------------------------|---------------------------|-------------------|------------------|----------------------|
| | | | | | AS a % of (A+B) | As a % of (A+B+C) | NUMBER OF SHARES | AS a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)=(VIII)/(IV)*100 |
| | FOREIGN BODIES | 2 | 24547008 | 24547008 | 12.29 | 12.29 | | |
| | NON RESIDENT INDIANS | 1278 | 233863 | 233792 | 0.12 | 0.12 | | |
| | CLEARING MEMBERS | 106 | 108082 | 108082 | 0.05 | 0.05 | | |
| | TRUSTS | 36 | 949193 | 949193 | 0.48 | 0.48 | | |
| (d) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | Sub-Total B(2) : | 64517 | 41898643 | 38430591 | 20.98 | 20.98 | | |
| | Total B=B(1)+B(2) : | 65279 | 119975018 | 116386591 | 60.08 | 60.08 | | |
| | Total (A+B) : | 65299 | 199687500 | 196099073 | 100.00 | 100.00 | | |
| (C) | Shares held by custodians, against which Depository Receipts have been issued | | | | | | | |
| (1) | Promoter and Promoter Group | | | | | | | |
| (2) | Public | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | GRAND TOTAL (A+B+C) : | 65299 | 199687500 | 196099073 | 100.00 | 0.00 | 0 | 0.00 |

| (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group" | | | | | | | | | | | |
|--|-----------------------------------|--------------------|-----------------------------------|-----------------------|--------------------|--|-------------------------|---|---------------------------------------|---|--|
| Sr. No | Name of the Shareholder | Details of Shares | | Encumbered shares (*) | | | Details of Warrants | | Details of convertible | | Total Shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital |
| | | No. of Shares held | As a % of grand total (A)+(B)+(C) | Pledge Shares | AS a % | AS a % of grand total (A) + (B) + (C) of sub-clause (I)(a) | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | As a % total number of convertible securities of the same class | |
| (I) | (II) | (III) | (IV) | (V) | (VI)=(V)/(III)*100 | (VII) | (VIII) | (IX) | (X) | (XI) | (XII) |
| 1 | BAHADUR CHAND INVESTMENTS PVT LTD | 17306250 | 8.67 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 8.67 |
| 2 | BRIJMOHAN LALL MUNJAL* | 12396842 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 3 | RENU MUNJAL* | 12396840 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 4 | PAWAN MUNJAL* | 12396840 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 5 | SUMAN KANT MUNJAL* | 12396840 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 6 | SUNIL KANT MUNJAL* | 12396840 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 7 | RENU MUNJAL | 100650 | 0.05 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.05 |
| 8 | SUMAN KANT MUNJAL | 71250 | 0.04 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.04 |
| 9 | PAWAN KANT MUNJAL | 32520 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 10 | SUMAN KANT MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 11 | VASUDHA MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 12 | ANIESHA MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 13 | PAWAN MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 14 | SUNIL KANT MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 15 | RENUKA MUNJAL | 32480 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 16 | RAHUL MUNJAL | 10620 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 17 | ABHIMANYU MUNJAL | 10620 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 18 | HERO HONDA FINLEASE LIMITED | 1370 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 19 | HERO INVESTCORP LIMITED | 10 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 20 | BRIJMOHAN LALL MUNJAL | 10 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| | TOTAL : | 79712482 | 39.92 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 39.92 |

* Holds on behalf of BRIJMOHAN LALL OM PRAKASH

| (l)(c) (i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares | | | | | | | | |
|---|--|-----------------------|--|-------------------------|---|---------------------------------------|--|---|
| Sr.No. | Name of the shareholder | Number of shares held | Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (l)(a) above} | Details of warrants | | Details of convertible | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital) |
| | | | | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class | |
| 1 | BC INDIA PRIVATE INVESTORS II | 17141028 | 8.58 | 0 | 0.00 | 0 | 0.00 | 8.58 |
| 2 | LATHE INVESTMENT PTE LTD | 7405980 | 3.71 | 0 | 0.00 | 0 | 0.00 | 3.71 |
| 3 | ABERDEEN GLOBAL INDIAN EQUITY (MAURITIUS) LIMITED | 6389276 | 3.20 | 0 | 0.00 | 0 | 0.00 | 3.20 |
| 4 | LIFE INSURANCE CORPORATION OF INDIA | 6049311 | 3.03 | 0 | 0.00 | 0 | 0.00 | 3.03 |
| 5 | EUROPACIFIC GROWTH FUND | 4638863 | 2.32 | 0 | 0.00 | 0 | 0.00 | 2.32 |
| 6 | ABERDEEN EMERGING MARKETS FUND | 4354597 | 2.18 | 0 | 0.00 | 0 | 0.00 | 2.18 |
| 7 | ABERDEEN GLOBAL-EMERGING MARKETS EQUITY FUND | 3030242 | 1.52 | 0 | 0.00 | 0 | 0.00 | 1.52 |
| 8 | GOVERNMENT PENSION FUND GLOBAL | 2281968 | 1.14 | 0 | 0.00 | 0 | 0.00 | 1.14 |
| 9 | ABERDEEN EMERGING MARKETS EQUITY FUND, A SERIES OF THE ABERDEEN INSTITUTIONAL COMMINGLED FUNDS, LLC. | 2249051 | 1.13 | 0 | 0.00 | 0 | 0.00 | 1.13 |
| | TOTAL : | 53540316 | 26.81 | 0 | 0.00 | 0 | 0.00 | 26.81 |

| (I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company | | | | | | | | |
|--|---|-----------------------|--|-------------------------|---|---------------------------------------|--|---|
| Sr.No. | Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them | Number of shares held | Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (I)(a) above} | Details of warrants | | Details of convertible | | Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital) |
| | | | | Number of warrants held | As a % total number of warrants of the same class | Number of convertible securities held | % w.r.t total number of convertible securities of the same class | |
| 1 | BC INDIA PRIVATE INVESTORS II | 17141028 | 8.58 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| | | | | | | | | |
| | TOTAL : | 17141028 | 8.58 | 0 | 0.00 | 0 | 0.00 | 0.00 |

| (l)(d) STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES" | | | | |
|---|-------------------------|----------------------------|---|--------------------------------|
| | | | | |
| Sr.No. | Name of the shareholder | Number of locked-in shares | Locked-in shares as a (%) percentage of total number of shares {i.e, Grand Total (A)+(B)+(C) Indicated in Statement at para (l)(a) above} | Promoter/Promoter Group/Public |
| TOTAL : | | 0 | 0 | |

| (II)(a) STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS) | | | | |
|---|---|----------------------------------|--|---|
| Sr.No. | Type of outstanding DR (ADRs,GDRs,SDRs,etc.) | Number of outstanding DRs | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at Para(I)(a) above} |
| | | | | |
| | TOTAL : | 0 | 0 | 0 |

| | | | | |
|----------------|--|--|--|---|
| (II)(b) | Statement showing Holding of Depository Receipts (DRs), where underlying shares held by "Promoter/Promoter group" are in excess of 1% of the total number shares. | | | |
| | | | | |
| Sr.No. | Name of the DR Holder | Type of outstanding DR (ADRs,GDRs,SDRs, etc.) | Number of shares underlying outstanding DRs | Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para(I)(a) above} |
| | | | | |
| | TOTAL : | | 0 | 0 |