

April 12, 2018

Asst. Vice President, Listing Deptt.
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot C/1, G Block
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, 1996

Dear Sirs,

Please find enclosed herewith the following documents in compliance of the Listing Regulations and SEBI (Depositories and Participants) Regulations, 1996:

1. Listing Regulations

- a. Statement under Regulation 13(3) for the quarter ended March 31, 2018.
- b. Compliance Report on Corporate Governance under Regulation 27(2) for the quarter ended March 31, 2018.
- c. Shareholding Pattern pursuant to Regulation 31(1) for the quarter ended March 31, 2018.
- d. Certificate under Regulation 7(3) for the half year ended March 31, 2018.
- e. Certificate under Regulation 40(9) for the half year ended March 31, 2018.


2. SEBI (Depositories and Participants) Regulations, 1996

- a. Reconciliation of Share Capital Audit Report pursuant to regulation 55A for the quarter ended March 31, 2018

Kindly take the same on your records.

Thanking you.

For Hero MotoCorp Ltd.


(Neerja Sharma)
Company Secretary




Encl.: a/a

Hero MotoCorp Ltd.

Regd. Office: 34, Community Centre, Basant Lok, Vasant Vihar, New Delhi-110057, India
Tel. +91-11-26142451, 46044100, Fax +91-11-26143321, 26143198
HeroMotoCorp.com CIN: L35911DL1984PLC017354 PAN NO.: AAACH0812J

Shareholding Pattern for the Quarter ended 31-03-2018

- 1 Name of Listed Entity : HERO MOTOCORP LTD.
- 2 Scrip Code/Name of Scrip/Class of Security : HEROMOTOCO (NSE); 500182 (BSE)
- 3 Share Holding Pattern Filed under : Reg.31(1)(b)
- 4 Share Holding Pattern as on : 31 March, 2018
- 5 Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information:

S. No.	Particulars	Yes	No
1	Whether the Listed Entity has issued any partly paid up shares		No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?		No
3	Whether the Listed Entity has any shares against which depository receipts are issued?		No
4	Whether the Listed Entity has any shares in locked-in?		No
5	Whether any shares held by promoters are pledge or otherwise encumbered?		No



Table I - Summary Statement holding of specified securities

Category (I)	Category of Shareholder (II)	No of Shareholders (III)	No of fully paid up equity shares held (IV)	No of Partly paid-up equity shares held (V)	No of Shares Underlying Depository Receipts (VI)	Total No of Shares Held (VII) = (IV)+(V)+(VI)	Shareholding as a % of total no of shares (As a % of (A+B+C2)) (VIII)	Number of Voting Rights held in each class of securities (IX)			No of Shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
								No of Voting Rights		Total as a % of (A+B+C)			No. (a)	As a % of total Shares held	No. (a)	As a % of total Shares held		
								Class X	Class Y									Total
(A)	Promoter & Promoter Group	16	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	0.00	0	0.00	69166082		
(B)	Public	100245	130545373	0	0	130545373	65.37	130545373	0	130545373	65.37	0	0.00	NA	NA	128522428		
(C)	Non Promoter-Non Public																	
(C1)	Shares underlying DRs	0	0	0	0	0	NA	0	0	0	0.00	0	NA	0	0.00	NA	NA	0
(C2)	Shares held by Employees Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	0		
	Total:	100261	199711455	0	0	199711455	100.00	199711455	0	199711455	100.00	0	0.00	0	0.00	197688510		



Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

Category	Category & Name of the Shareholder (I)	PAN (II)	No of Shareholders (III)	No of fully paid up equity shares held (IV)	No of Partly paid-up equity shares held (V)	No of Shares Underlying Depository Receipts (VI)	Total No of Shares Held (IV+V+VI) (VII)	Shareholding as a % of total no of shares (calculated as per SCRR, 1957 (VIII) As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)				No of Shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of (A+B+C2) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights			Total as a % of (A+B+C)			No.(a)	As a % of total Shares	No.(a)	As a % of total Shares		
									Class X	Class Y	Total									
(1)	Indian																			
(a)	Individuals/Hindu undivided Family		13	28347708	0	0	28347708	14.19	28347708	0	28347708	14.19	0	14.19	0	0.00	0	0.00	28347708	
	ABHIMANYU MUNJAL	AHXPM6486C		10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.01	0	0.00	0	0.00	10620	
	ANIESHA MUNJAL	ABMPM8651J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	0	0.00	32500	
	PAWAN KANT MUNJAL	ACGPM7510D		43354	0	0	43354	0.02	43354	0	43354	0.02	0	0.02	0	0.00	0	0.00	43354	
	PAWAN MUNJAL (As Karta of HUF)	AAHP8709F		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	0	0.00	32500	
	PAWAN MUNJAL, RENU MUNJAL and SUMAN MUNJAL (On behalf of Brijmohan Lal Om Parkash Partnership Firm)	AABFB0636L		27927058	0	0	27927058	13.98	27927058	0	27927058	13.98	0	13.98	0	0.00	0	0.00	27927058	
	RAHUL MUNJAL	AIZPM7525R		10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.01	0	0.00	0	0.00	10620	
	RENU MUNJAL	AIBPM4926G		111483	0	0	111483	0.06	111483	0	111483	0.06	0	0.06	0	0.00	0	0.00	111483	
	RENUKA MUNJAL	ADQPM8086R		32480	0	0	32480	0.02	32480	0	32480	0.02	0	0.02	0	0.00	0	0.00	32480	
	SANTOSH MUNJAL	ADZPM3513A		10	0	0	10	0.00	10	0	10	0.00	0	0.00	0	0.00	0	0.00	10	
	SUNIL KANT MUNJAL	AIBPM4928J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	0	0.00	32500	
	SUMAN KANT MUNJAL	ABMPM8075A		71250	0	0	71250	0.04	71250	0	71250	0.04	0	0.04	0	0.00	0	0.00	71250	
	SUMAN KANT MUNJAL (As Karta of HUF)	AALHS3160E		10833	0	0	10833	0.01	10833	0	10833	0.01	0	0.01	0	0.00	0	0.00	10833	
	VASUDHA DINODIA	AIBPM4927H		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	0	0.00	32500	
(b)	Central Government/State Government(s)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(c)	Financial Institutions/Banks		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(d)	Any Other		3	40818374	0	0	40818374	20.44	40818374	0	40818374	20.44	0	20.44	0	0.00	0	0.00	40818374	
	Body Corporate		3	40818374	0	0	40818374	20.44	40818374	0	40818374	20.44	0	20.44	0	0.00	0	0.00	40818374	
	BAHADUR CHAND INVESTMENTS PVT LTD	AAACB6706F		39943238	0	0	39943238	20.00	39943238	0	39943238	20.00	0	20.00	0	0.00	0	0.00	39943238	
	HERO FINCORP LIMITED	AAACH0157J		1370	0	0	1370	0.00	1370	0	1370	0.00	0	0.00	0	0.00	0	0.00	1370	
	HERO INVESTCORP PRIVATE LIMITED	AAACP9824A		873766	0	0	873766	0.44	873766	0	873766	0.44	0	0.44	0	0.00	0	0.00	873766	
	Sub-Total (A)(1)		16	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	34.63	0	0.00	0	0.00	69166082	
(2)	Foreign																			
(a)	Individuals (Non-Resident Individuals/Foreign Individuals)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0	
(b)	Government		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0	



(c)	Institutions		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d)	Foreign Portfolio Investor		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(e)	Any Other		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Sub-Total (A)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		16	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	34.63	0	0.00	0	0.00	69166082



Table II A - Unclaim Details

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights frozen etc.	
No of Shareholders	No of shares held
Nil	Nil



Table III - Statement showing shareholding pattern of the Public shareholder

Category	Category & Name of the Shareholder (I)	PAN (II)	No of Shareholders (III)	No of fully paid up equity shares held (IV)	No of Partly paid-up equity shares held (V)	No of Shares Underlying Depository Receipts (VI)	Total No of Shares Held (VII)=(IV+V+VI)	Shareholding as a % of total no of shares (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No of Shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No of Voting Rights					Total as a % of (A+B+C)	No.(a)	As a % of total Shares held	No.(a)		As a % of total Shares held
									Class X	Class Y	Total								
(1)	Institutions																		
(a)	Mutual Funds		31	12633507	0	0	12633507	6.33	12633507	0	12633507	6.33	0	0.00	NA	NA		12625927	
	SBI MAGNUM EQUITY FUND	AABTS6407Q	1	3352074	0	0	3352074	1.68	3352074	0	3352074	1.68	0	0.00	NA	NA		3352074	
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA		0	
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA		0	
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA		0	
(e)	Foreign Portfolio Investors		788	83727321	0	0	83727321	41.92	83727321	0	83727321	41.92	0	0.00	NA	NA		83727111	
	LAZARD EMERGING MARKETS EQUITY PORTFOLIO	AAAAL0206A	1	3514953	0	0	3514953	1.76	3514953	0	3514953	1.76	0	0.00	NA	NA		3514953	
	OPPENHEIMER INTERNATIONAL GROWTH FUND	AAATO0455D	1	7407409	0	0	7407409	3.71	7407409	0	7407409	3.71	0	0.00	NA	NA		7407409	
	ABERDEEN EMERGING MARKETS FUND	AABTT3942K	1	2165335	0	0	2165335	1.08	2165335	0	2165335	1.08	0	0.00	NA	NA		2165335	
	GOVERNMENT PENSION FUND GLOBAL	AACCN1454E	1	2831993	0	0	2831993	1.42	2831993	0	2831993	1.42	0	0.00	NA	NA		2831993	
	STICHTING DEPOSITARY APG EMERGING MARKETS EQUITY POOL	AAVCS6547E	1	2128177	0	0	2128177	1.07	2128177	0	2128177	1.07	0	0.00	NA	NA		2128177	
(f)	Financial Institutions/Banks		34	2079631	0	0	2079631	1.04	2079631	0	2079631	1.04	0	0.00	NA	NA		2020936	
(g)	Insurance Companies		15	9280812	0	0	9280812	4.65	9280812	0	9280812	4.65	0	0.00	NA	NA		9280812	
	LIFE INSURANCE CORPORATION OF INDIA	AAACL0582H	1	6987909	0	0	6987909	3.50	6987909	0	6987909	3.50	0	0.00	NA	NA		6987909	
(h)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA		0	
(i)	Any Other																		
	BENEFICIAL HOLDINGS UNDER MGT-4		1	564	0	0	564	0.00	564	0	564	0.00	0	0.00	NA	NA		564	
	FOREIGN NATIONALS		3	221	0	0	221	0.00	221	0	221	0.00	0	0.00	NA	NA		221	
	Sub Total (B)(1)		872	107722056	0	0	107722056	53.94	107722056	0	107722056	53.94	0	0.00	NA	NA		107655571	
(2)	Central Government/State Government(s)/President of India		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA		0	
	Sub Total (B)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA		0	
(3)	Non-Institutions																		
(a)	i.Individual shareholders holding nominal share capital up to Rs.2 lakhs		95005	11427220	0	0	11427220	5.72	11427220	0	11427220	5.72	0	0.00	NA	NA		9488061	



	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs		2	249600	0	0	249600	0.12	249600	0	249600	0.12	0	0.12		0.00	NA	NA	249600
(b)	NBFCs Registered with RBI		9	4844	0	0	4844	0.00	4844	0	4844	0.00	0	0.00	0	0.00	NA	NA	4844
(c)	Employee Trusts		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(d)	Overseas Depositories (Holding DRs)(Balancing figure)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(e)	Any Other																		
	TRUSTS		39	1960083	0	0	1960083	0.98	1960083	0	1960083	0.98	0	0.98	0	0.00	NA	NA	1960083
	ALTERNATIVE INVESTMENT FUND		2	65154	0	0	65154	0.03	65154	0	65154	0.03	0	0.03	0	0.00	NA	NA	65154
	NON RESIDENT INDIANS		2035	160147	0	0	160147	0.08	160147	0	160147	0.08	0	0.08	0	0.00	NA	NA	159467
	CLEARING MEMBERS		135	246321	0	0	246321	0.12	246321	0	246321	0.12	0	0.12	0	0.00	NA	NA	246321
	NON RESIDENT INDIAN NON REPATRIABLE		1044	251643	0	0	251643	0.13	251643	0	251643	0.13	0	0.13	0	0.00	NA	NA	251643
	BODIES CORPORATES		1101	7479533	0	0	7479533	3.75	7479533	0	7479533	3.75	0	3.75	0	0.00	NA	NA	7462912
	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED.	AAACI7351P	1	2934847	0	0	2934847	1.47	2934847	0	2934847	1.47	0	1.47	0	0.00	NA	NA	2934847
	I E P F		1	978772	0	0	978772	0.49	978772	0	978772	0.49	0	0.49	0	0.00	NA	NA	978772
	Sub Total (B)(3)		99373	22823317	0	0	22823317	11.43	22823317	0	22823317	11.43	0	11.43	0	0.00			20866857
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)		100245	130545373	0	0	130545373	65.37	130545373	0	130545373	65.37	0	65.37	0	0.00			128522428



Table IIIA - Person Acting In Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of Shareholder	Name of PAC	No of shares	Holding%
Total:		0	0



Table III B - Unclaim Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights frozen etc.

No of Shareholders	No of Shares held
5	2570

**In terms of extant provisions of the Companies Act and SEBI(LODR) Regulations, 2015, these unclaimed shares have been transferred to unclaimed suspense account.



Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public Shareholder

Category	Category & Name of the Shareholder (I)	PAN (II)	No of Shareholders (III)	No of fully paid up equity shares held (IV)	No of Partly paid-up equity shares held (V)	No of Shares Underlying Depository Receipts (VI)	Total No of Shares Held (IV+V+VI) (VII)	Shareholding as a % of total no of shares (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No of Shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)
									No of Voting Rights		Total as a % of (A+B+C)			No.	As a % of total Shares	No.	As a % of total Shares held	
									Class X	Class Y								
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	0	
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations 2014)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	0	
	Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00			0	

