

July 12, 2019

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 and SEBI (Depositories and Participants) Regulations, 2018

Dear Sirs,

Please find enclosed herewith the following documents in compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI (Depositories and Participants) Regulations, 2018:

1. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

- (a) Statement under Regulation 13(3) for the quarter ended June 30, 2019.
- (b) Compliance Report on Corporate Governance pursuant to Regulation 27(2) for the quarter ended June 30, 2019.
- (c) Shareholding Pattern pursuant to Regulation 31(1) for the quarter ended June 30, 2019.

Further, with reference to our letter dated June 28, 2019, wherein we informed that a meeting of the Board of Directors has been scheduled for July 30, 2019, *inter-alia*, to consider and approve the Unaudited Standalone and Consolidated Financial Results for the quarter ended June 30, 2019, we wish to inform that an earnings conference call with analysts/ investors is being scheduled on **Tuesday, July 30, 2019.**

2. SEBI (Depositories and Participants) Regulations, 2018

- (a) Reconciliation of Share Capital Audit Report pursuant to Regulation 76 for the quarter ended June 30, 2019.

Kindly take the same on your records.

Thanking you,

For Hero MotoCorp Ltd.



(Neerja Sharma)
Company Secretary & Chief Compliance Officer



Encl.: As above

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: AAACH0812J

Shareholding pattern for the Quarter ended 30-06-2019

- 1 Name of Listed Entity : HERO MOTOCORP LTD.
2 Scrip Code/Name of Scrip/Class of Security : HEROMOTOCO (NSE); 500182 (BSE) - Equity shares
3 Share Holding Pattern Filed under : Reg. 31(1)(b)
4 Share Holding Pattern as on : 30th June, 2019
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
6	Whether the Listed Entity has any significant beneficial owner?	Yes



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		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 (b)	No. (a)		As a % of total Shares held (b)
								Class X	Class Y	Total								
(A)	Promoter & Promoter Group	16	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	34.63	0	0.00	0	0.00	69166082
(B)	Public	144698	130560802	0	0	130560802	65.37	130560802	0	130560802	65.37	0	65.37	0	0.00	NA	NA	129070118
(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 Employee Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Total	144714	199726884	0	0	199726884	100.00	199726884	0	199726884	100.00	0	100.00	0	0.00	0	0.00	198236200



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

(1)	Category & Name of the Shareholders (I)	Promoter / Promoter Group	PAN (II)	No. of shareholders (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares Underlying Depository Receipts (VI)	Total no. of shares held (VII = IV+V+VI)	Shareholding calculated as per SCRR, 1957 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) = (VII)+(X) as a % of (A+B+C2)	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 (b)	No. (a)		As a % of total shares held (b)
										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	0.00	0	0.00	28347708		
	Abhimanyu Munjal	Promoter Group	AHXPM6486C		10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.00	0	0.00	10620		
	Aniesha Munjal	Promoter Group	ABMPM8651J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	0	0.00	32500		
	Pawan Munjal	Promoter	ACGPM7510D		43354	0	0	43354	0.02	43354	0	43354	0.02	0	0.00	0	0.00	43354		
	Pawan Munjal (As Karta of HUF)	Promoter	AAAH8709F		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	0	0.00	32500		
	Pawan Munjal, Renu Munjal and Suman Kant Munjal (On behalf of Brijmohan Lal Om Parkash, Partnership Firm)	Promoter	AABFB0636L		27927058	0	0	27927058	13.98	27927058	0	27927058	13.98	0	0.00	0	0.00	27927058		
	Rahul Munjal	Promoter Group	AIZPM7525R		10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.00	0	0.00	10620		
	Renu Munjal	Promoter	AIBPM4926G		111483	0	0	111483	0.06	111483	0	111483	0.06	0	0.00	0	0.00	111483		
	Renuka Munjal	Promoter	ADQPM8086R		32480	0	0	32480	0.02	32480	0	32480	0.02	0	0.00	0	0.00	32480		
	Santosh Munjal	Promoter	ADZPM3513A		10	0	0	10	0.00	10	0	10	0.00	0	0.00	0	0.00	10		
	Suman Kant Munjal	Promoter	ABMPM8075A		71250	0	0	71250	0.04	71250	0	71250	0.04	0	0.00	0	0.00	71250		
	Suman Kant Munjal (As Karta of HUF)	Promoter	AALHS3160E		10833	0	0	10833	0.01	10833	0	10833	0.01	0	0.00	0	0.00	10833		
	Sunil Kant Munjal	Promoter Group	AIBPM4928J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	0	0.00	32500		
	Vasudha Dinodia	Promoter Group	AIBPM4927H		32500	0	0	32500	0.02	32500	0	32500	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		
(c)	Financial Institutions/Banks			0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0		
(d)	Any Other Body Corporate			3	40818374	0	0	40818374	20.44	40818374	0	40818374	20.44	0	0.00	0	0.00	40818374		
	Bahadur Chand Investments Private Limited	Promoter	AAACB6706F		39943238	0	0	39943238	20.00	39943238	0	39943238	20.00	0	0.00	0	0.00	39943238		
	Hero FinCorp Limited	Promoter Group	AAACH0157J		1370	0	0	1370	0.00	1370	0	1370	0.00	0	0.00	0	0.00	1370		
	Hero InvestCorp Private Limited	Promoter	AAACP9824A		873766	0	0	873766	0.44	873766	0	873766	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	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		
(b)	Government			0	0	0	0	0	0.00	0	0	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		
(d)	Foreign Portfolio Investor			0	0	0	0	0	0.00	0	0	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		
	Sub-Total (A)(2)			0	0	0	0	0	0.00	0	0	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	0.00	0	0.00	69166082		



Table IIA - Unclaimed Details

Details of shares which remain unclaimed may be given here 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 & Name of the Shareholders (I)	PAN (II)	No. of Shareholders (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares Underlying Depository Receipts (VI)	Total no. of shares held (VII)=(IV+V+VI)	Shareholding calculated as per SCRR, 1957 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)	Total 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 (b)	No. (a)		As a % of total Shares held (b)
									Class X	Class Y	Total								
(1)	Institutions																		
(a)	Mutual Funds		37	15926464	0	0	15926464	7.97	15926464	0	15926464	7.97	0	0.00	NA	NA	15918884		
	UTI-MASTERSHARE UNIT SCHEME	AAATU1088L	1	2066628	0	0	2066628	1.03	2066628	0	2066628	1.03	0	0.00	NA	NA	2066628		
	SBI EQUITY HYBRID FUND	AABTS6407Q	1	5966322	0	0	5966322	2.99	5966322	0	5966322	2.99	0	0.00	NA	NA	5966322		
(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		7	58271	0	0	58271	0.03	58271	0	58271	0.03	0	0.00	NA	NA	58271		
(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		749	70306998	0	0	70306998	35.20	70306998	0	70306998	35.20	0	0.00	NA	NA	70306788		
	LAZARD EMERGING MARKETS EQUITY PORTFOLIO	AAAAA0206A	1	2609820	0	0	2609820	1.31	2609820	0	2609820	1.31	0	0.00	NA	NA	2609820		
	WGI EMERGING MARKETS FUND, LLC	AAACW6659C	1	3229516	0	0	3229516	1.62	3229516	0	3229516	1.62	0	0.00	NA	NA	3229516		
	GOVERNMENT PENSION FUND GLOBAL	AACCN1454E	1	3017276	0	0	3017276	1.51	3017276	0	3017276	1.51	0	0.00	NA	NA	3017276		
(f)	Financial Institutions/Banks		33	4276517	0	0	4276517	2.14	4276517	0	4276517	2.14	0	0.00	NA	NA	4217802		
	LIFE INSURANCE CORPORATION OF INDIA P & GS FUND	AAACL0582H	1	2895864	0	0	2895864	1.45	2895864	0	2895864	1.45	0	0.00	NA	NA	2895864		
(g)	Insurance Companies		14	16893941	0	0	16893941	8.46	16893941	0	16893941	8.46	0	0.00	NA	NA	16893941		
	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	AAACI7351P	1	2404076	0	0	2404076	1.20	2404076	0	2404076	1.20	0	0.00	NA	NA	2404076		
	LIFE INSURANCE CORPORATION OF INDIA	AAACL0582H	1	11057976	0	0	11057976	5.54	11057976	0	11057976	5.54	0	0.00	NA	NA	11057976		
(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																		
	QUALIFIED INSTITUTIONAL BUYER		1	69	0	0	69	0.00	69	0	69	0.00	0	0.00	NA	NA	69		
	Sub-Total (B)[1]		841	107462260	0	0	107462260	53.80	107462260	0	107462260	53.80	0	0.00	NA	NA	107395755		
(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		137519	12934720	0	0	12934720	6.48	12934720	0	12934720	6.48	0	0.00	NA	NA	11527726		
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs		1	104000	0	0	104000	0.05	104000	0	104000	0.05	0	0.00	NA	NA	104000		
(b)	NBFCs registered with RBI		12	10966	0	0	10966	0.01	10966	0	10966	0.01	0	0.00	NA	NA	10966		
(c)	Employee Trusts		0	0	0	0	0	0.00	0	0	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	NA	NA	0		
(e)	Any Other																		
	TRUSTS		29	2843890	0	0	2843890	1.42	2843890	0	2843890	1.42	0	0.00	NA	NA	2843890		
	NON RESIDENT INDIANS		3341	295679	0	0	295679	0.15	295679	0	295679	0.15	0	0.00	NA	NA	294999		
	CLEARING MEMBERS		155	688605	0	0	688605	0.34	688605	0	688605	0.34	0	0.00	NA	NA	688605		
	NON RESIDENT INDIAN NON REPATRIABLE		1590	346123	0	0	346123	0.17	346123	0	346123	0.17	0	0.00	NA	NA	346123		
	BODIES CORPORATES		1207	4878406	0	0	4878406	2.44	4878406	0	4878406	2.44	0	0.00	NA	NA	4861901		
	INVESTOR EDUCATION AND PROTECTION FUND		1	996073	0	0	996073	0.50	996073	0	996073	0.50	0	0.00	NA	NA	996073		
	FOREIGN NATIONALS		2	80	0	0	80	0.00	80	0	80	0.00	0	0.00	NA	NA	80		
	Sub-Total (B)[3]		143857	23098542	0	0	23098542	11.57	23098542	0	23098542	11.57	0	0.00	NA	NA	21674363		
	Total Public Shareholding (B) = (B)[1]+(B)[2]+(B)[3]		144698	130560802	0	0	130560802	65.37	130560802	0	130560802	65.37	0	0.00	NA	NA	129070118		



Table IIIA - Persons 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 IIIB - Unclaimed details

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.	
No. of Shareholders	No. of shares held
3	1700



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

Category & Name of the Shareholders (I)	PAN (II)	No. of Shareholders (III)	No. of fully paid up equity shares held (IV)	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 % calculated as per SCRR, 1957 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)	Total 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 held	No.		As a % of total shares held
								Class X	Class Y	Total								
(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		



Table V - Statement showing details of significant beneficial owners (SBOs)

Sr. No	Details of the SBO (I)			Details of the registered owner (II)			Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect: (III)		Date of creation / acquisition of significant beneficial interest (IV)	
	Name	PAN/ Passport No. in case of a foreign national	Nationality	Name	PAN / Passport No. in case of a foreign national	Nationality	Whether by virtue of:			
							Shares	<input type="text"/> %		
							Voting rights	<input type="text"/> %		
							Rights on distributable dividend or any other distribution	<input type="text"/> %		
							Exercise of control			
							Exercise of significant influence			
1	Pawan Munjal	ACGPM7510D	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	30/11/2007	
				Pawan Munjal, Renu Munjal and Suman Kant Munjal (on behalf of Brijmohan Lal Om Parkash, Partnership Firm)	AABFB0636L		Shares	13.98%	30/09/2013	
				Hero InvestCorp Private Limited	AAACP9824A		Shares	0.44%	09/09/2011	
				Hero FinCorp Limited	AAACH0157J		Shares	0.00%	08/06/2007	
							(1370 shares)			
				Pawan Munjal (As Karta of HUF)	AAHP8709F		Shares	0.02%	30/09/2011	
Pawan Munjal (Direct Holding)	ACGPM7510D	Shares	0.02%	23/09/2011						
2	Suman Kant Munjal	ABMPM8075A	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	30/11/2007	
				Pawan Munjal, Renu Munjal and Suman Kant Munjal (on behalf of Brijmohan Lal Om Parkash, Partnership Firm)	AABFB0636L		Shares	13.98%	30/09/2013	
				Hero InvestCorp Private Limited	AAACP9824A		Shares	0.44%	09/09/2011	
				Hero FinCorp Limited	AAACH0157J		Shares	0.00%	08/06/2007	
							(1370 shares)			
				Suman Kant Munjal (As Karta of HUF)	AALHS3160E		Shares	0.01%	30/09/2011	
Suman Kant Munjal (Direct Holding)	ABMPM8075A	Shares	0.04%	08/06/2007						
3	Renu Munjal	AIBPM4926G	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	30/11/2007	
				Pawan Munjal, Renu Munjal and Suman Kant Munjal (on behalf of Brijmohan Lal Om Parkash, Partnership Firm)	AABFB0636L		Shares	13.98%	30/09/2013	
				Hero InvestCorp Private Limited	AAACP9824A		Shares	0.44%	09/09/2011	
				Hero FinCorp Limited	AAACH0157J		Shares	0.00%	08/06/2007	
							(1370 shares)			
				Renu Munjal (Direct Holding)	AIBPM4926G		Shares	0.06%	11/06/2010	
4	Renuka Munjal	ADQPM8086R	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	30/11/2007	
				Pawan Munjal, Renu Munjal and Suman Kant Munjal (on behalf of Brijmohan Lal Om Parkash, Partnership Firm)	AABFB0636L		Shares	13.98%	30/09/2013	
				Hero InvestCorp Private Limited	AAACP9824A		Shares	0.44%	09/09/2011	
				Hero FinCorp Limited	AAACH0157J		Shares	0.00%	08/06/2007	
							(1370 shares)			
				Renuka Munjal (Direct Holding)	ADQPM8086R		Shares	0.02%	16/09/2011	
5	Santosh Munjal	ADZPM3513A	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	30/11/2007	
				Pawan Munjal, Renu Munjal and Suman Kant Munjal (on behalf of Brijmohan Lal Om Parkash, Partnership Firm)	AABFB0636L		Shares	13.98%	30/09/2013	
				Hero InvestCorp Private Limited	AAACP9824A		Shares	0.44%	09/09/2011	
				Hero FinCorp Limited	AAACH0157J		Shares	0.00%	08/06/2007	
							(1370 shares)			
				Santosh Munjal (Direct Holding)	ADZPM3513A		Shares	0.00%	06/05/2016	
		(10 shares)								

Note: In case of each of the five SBOs, the disclosed shares are held by the Registered Owners on behalf of Brijmohan Lal Om Parkash, Partnership Firm in the representative capacity acting together with all partners viz. Mrs. Santosh Munjal, Mrs. Renu Munjal, Mr. Pawan Munjal, Mrs. Renuka Munjal and Mr. Suman Kant Munjal, except their direct holding and holding as Karta of HUF which is given separately.

