

Integrated Governance

HERO MOTOCORP LIMITED

General information about company

Scrip code	500182	
NSE Symbol	HEROMOTOCO	
MSEI Symbol	NOTLISTED	
ISIN	INE158A01026	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Half Yearly	
Date of Quarter Ending	30-09-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	During the quarter, there are no acquisitions of shares or voting rights in unlisted companies.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	During the quarter, there are no fines or penalties to be reported under sub-para 20 of para A of Part A of Schedule III.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	false	During the quarter, there are no updates to ongoing tax litigations or disputes which are to be reported under sub-para 8 of para B of Part A of Schedule III.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	false	During the quarter, disclosures pertaining to loans/ guarantees/ comfort letters/ securities, etc. are not applicable to the entity.
Risk management committee	true	
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	H00061	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		



Annexure I

Annexure I to be submitted by listed entity on quarterly basis																								
I. Composition of Board of Directors																								
Disclosure of notes on composition of board of directors explanatory																								
Whether the listed entity has a Regular Chairperson						true																		
Whether Chairperson is related to MD or CEO						false	Disqualification of Directors under section 164 of the Companies Act, 2013																	
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director(in months)	No of Directorship in listed entities including this listed entity(Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity(Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Pawan Munjal	00004223	Executive Director	Chairperson related to Promoter		false				Active	NA		01-10-1986	01-10-2021			3	0	0	0			
2	Mr	Vikram Sitaram Kasbekar	00985182	Executive Director	Not Applicable	CEO	false				Active	NA		08-08-2016	08-08-2024			1	0	1	0			
3	Mr	Suman Kant Munjal	00002803	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		29-07-2010	09-08-2023			2	0	2	0			
4	Mr	Pradeep Dinodia	00027995	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		31-03-2001	12-08-2024			4	0	6	3			
5	Mr	Jagmohan Singh Raju	08273039	Non-Executive - Independent Director	Not Applicable		false				Active	NA		15-11-2018	15-11-2023		82.17	1	1	1	0			
6	Ms	Tina Trikha	02778940	Non-Executive - Independent Director	Not Applicable		false				Active	NA		23-10-2019	23-10-2024		71.09	4	4	3	2			
7	Mr	Birender Singh Dhanoa	08851613	Non-Executive - Independent Director	Not Applicable		false				Active	NA		01-10-2020			60	2	2	5	1			
8	Ms	Camille Miki Tang	09404649	Non-Executive - Independent Director	Not Applicable		false				Active	NA		19-11-2021	19-11-2024		46.13	1	1	0	0		Textual Information(1)	
9	Mr	Rajnish Kumar	05328267	Non-Executive - Independent Director	Not Applicable		false				Active	NA		25-11-2021	25-11-2024		46.07	4	3	4	2			
10	Ms	Vasudha Dinodia	00327151	Non-Executive - Non Independent Director	Not Applicable		false				Active	NA		25-11-2021	05-08-2025			1	0	1	0			

Text Block

Textual Information(1)	Ms. Camille Miki Tang is a foreign resident, therefore she does not have a PAN.
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Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory	
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Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02778940	Tina Trikha	Non-Executive - Independent Director	Chairperson	23-10-2019		
2	08851613	Birender Singh Dhanoa	Non-Executive - Independent Director	Member	28-10-2020		
3	08273039	Jagmohan Singh Raju	Non-Executive - Independent Director	Member	13-05-2025		
4	00985182	Vikram Sitaram Kasbekar	Executive Director	Member	13-05-2025		

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08851613	Birender Singh Dhanoa	Non-Executive - Independent Director	Chairperson	04-05-2022		
2	08273039	Jagmohan Singh Raju	Non-Executive - Independent Director	Member	31-01-2019		
3	02778940	Tina Trikha	Non-Executive - Independent Director	Member	13-05-2025		

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00027995	Pradeep Dinodia	Non-Executive - Non Independent Director	Chairperson	31-01-2019		
2	00327151	Vasudha Dinodia	Non-Executive - Non Independent Director	Member	13-05-2025		
3	05328267	Rajnish Kumar	Non-Executive - Independent Director	Member	13-05-2025		
4	08851613	Birender Singh Dhanoa	Non-Executive - Independent Director	Member	13-05-2025		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00985182	Vikram Sitaram Kasbekar	Executive Director	Chairperson	04-05-2022		
2	09404649	Camille Miki Tang	Non-Executive - Independent Director	Member	13-05-2025		
3	05328267	Rajnish Kumar	Non-Executive - Independent Director	Member	13-05-2025		
4	00027995	Pradeep Dinodia	Non-Executive - Non Independent Director	Member	16-10-2014		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00327151	Vasudha Dinodia	Non-Executive - Non Independent Director	Chairperson	13-05-2025		
2	02778940	Tina Trikha	Non-Executive - Independent Director	Member	28-10-2020		
3	08273039	Jagmohan Singh Raju	Non-Executive - Independent Director	Member	31-01-2019		
4	09404649	Camille Miki Tang	Non-Executive - Independent Director	Member	13-05-2025		

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	13-05-2025			true	10	10	5
2	06-08-2025	84		true	10	10	5
3	08-09-2025	32		true	10	10	5

Annexure I

IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reson for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	12-05-2025				true	3	3	2	0
2	Audit Committee	06-08-2025	85			true	4	4	3	0
3	Audit Committee	01-09-2025	25			true	4	4	3	0
4	Nomination and remuneration committee	25-06-2025				true	3	3	3	0
5	Nomination and remuneration committee	05-08-2025	40			true	3	3	3	0
6	Nomination and remuneration committee	08-09-2025	33			true	3	3	3	0
7	Risk Management Committee	12-05-2025				true	3	3	1	0
8	Risk Management Committee	05-08-2025	84			true	4	4	2	0
9	Stakeholders Relationship Committee	12-05-2025				true	3	3	1	0
10	Corporate Social Responsibility Committee	12-05-2025				true	4	4	2	0
11	Corporate Social Responsibility Committee	05-08-2025	84			true	4	4	3	0

Annexure I

V. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Dhiraj Kapoor
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		false
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event
No records available		

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

III. Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether 'Corporate Governance Report' disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

1	Name of signatory	Dhiraj Kapoor
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Dhiraj Kapoor
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	15-10-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	39
No. of investor complaints received during the Quarter	812
No. of investor complaints disposed off during the Quarter	711
No. of investor complaints those remaining unresolved at the end of the Quarter	140

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr.No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
No records available					

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
No records available				

