

April 06, 2024

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: Compliance under the SEBI (Depositories and Participants) Regulations, 2018

Dear Sir(s),

Please find enclosed herewith Reconciliation of Share Capital Audit Report pursuant to Regulation 76 of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended March 31, 2024.

Kindly take the same on your records.

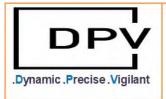
Thanking you,

For Hero MotoCorp Limited

Dhiraj Kapoor Company Secretary & Compliance Officer

Encl.: as above





DPV & ASSOCIATES LLP

Company Secretaries, LLPIN: AAV-8350 Reg. Off: 1A/1, Second Floor, Geeta Colony, Delhi-110031 / Corporate Off.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010 E-mail: <u>dpv@dpvassociates.com</u> / <u>devesh@dpvassociates.com</u>

The Board of Directors, Hero Motocorp Limited The Grand Plaza, Plot No.2, Nelson Mandela Road, Vasant Kunj-Phase-II, New Delhi-110070

RECONCILIATION OF SHARE CAPITAL AUDIT

1.	For Quarter Ended	March 31,	2024	
2.	ISIN	INE158A01026		
3.	Face Value	Rs. 2/- each		
4.	Name of the Company and CIN	HERO MOTOCORP LIMITED L35911DL1984PLC017354		
5.	Registered Office Address	The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj - Phase II, New Delhi-110070		
6.	Correspondence Address	The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj - Phase II, New Delhi-110070		
7.	Telephone	Tel. No.: +91 11 46044220 Fax No.: +91 11 46044399		
8.	E-mail id	dhiraj.kapoor@heromotocorp.com		
9.	Name of the Stock Exchanges where the Company's equity shares are listed:			
	a) National Stock Exchange of b) BSE Limited (BSE)	India Limit	ed (NSE)	
	Particulars		Number of Equity Shares	% of Total Issued Equity Capital
10.	Issued Capital		19,99,21,741	100
11	Listed Capital (Exchange wise)			
	a) National Stock Exchange of Inc b) BSE Limited	lia Limited	19,99,21,741 19,99,21,741	100 100
12.	Held in dematerialized form in NSDL		19,35,54,407	96.81
13.	Held in dematerialized form in CDSL		55,73,836	2.79
14.	Physical holdings		7,93,498	0.40
15.	Total No. of Shares (12+13+14)		19,99,21,741	100
16.	Reasons for difference, if any, between [10 &11], [10 & 15] and	[11 &15]:	Not Applicable	Not Applicable

17. Certifying the details of changes in Share Capital during the quarter under consideration are as per Table below:

Particulars [™]	No. of Shares	Applied / Not Applied for Listing	Listed on stock exchanges	Whether intimated to NSDL	intimated	In-principal approval pending from Stock Exchanges
Employee Stock Option Plans/ Restricted stock units	34,588	Applied	NSE & BSE	YES	YES	Not Applicable

**Rights, Bonus, Preferential Issue, ESOPs, Amalgamation, Conversion, Buyback, Capital Reduction, Forfeiture, any other (to specify)

18.	Register of Members is updated (Yes/No)	Yes
	If not, updated upto which date	Not Applicable
19.	Reference of previous quarter with regards to excess	NIL
	dematerialized shares, if any.	
20.	Has the company resolved the matter mentioned in point no. 19 above in the current quarter? If not, reason why?	Not Applicable

21. Mention the total number of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay: Not Applicable

Total No. of Demat requests	No. of requests	No. of shares	Reasons for delay
Confirmed after 21 days	NIL	NIL	Not Applicable
Pending for more than 21 days	NIL	NIL	Not Applicable

22.	Name, Telephone & Fax	Mr. Dhiraj Kapoor		
	No. of the Compliance	Designation: Company Secretary & Compliance Officer		
	Officer of the Company	Phone No. : +91 11 46044220;		
		Fax No. : +91 11 46044399;		

23.	Name, Address, Telephone & E-mail ID, Firm Registration No. of Auditor:	Devesh Kumar Vasisht Managing Partner DPV & ASSOCIATES LLP Company Secretaries Firm Registration No.: L2021DE009500 Peer Review Certificate No. 2792/2022 Corp. Add.: B-285, First Floor, Green Fields, Sector-43, Faridabad-121010 Reg. Add.: 1A/1, First Floor, Geeta Colony, Delhi-110031 Email: dpv@dpvassociates.com
		Mobile : + 91 7982610749

24.	Appointment of Common Agency for share registry work (If yes, name and address):	KFin Technologies Limited
		Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana, India -500 032

25.	Any other detail that the Auditor may like to provide, (e.g. BIFR	None
	company, delisting from SE, company changed its name etc.)	



Place: New Delhi Date: April 06, 2024

For DPV & ASSOCIATES LLP

Company Secretaries Firm Registration No.: L2021DE009500 Peer Review Certificate No. 2792/2022

DEVESH KUMAR VASISHT VASISHT

Devesh Kumar Vasisht

Managing Partner CP No.: 13700 / Mem. No. F8488 UDIN: F008488F000046262