



HMCL:ICK:11/14A:SECT:15

July 07, 2015

**Fax/Speed Post/Courier**

Asst. Vice President,  
Listing Department,  
National Stock Exchange of India Ltd.,  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E),  
**MUMBAI - 400 051**

The Secretary,  
BSE Limited,  
25<sup>th</sup> Floor,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
**MUMBAI - 400 001**

Dear Sir,

**Re: Distribution Schedule pursuant to clause 35 of the Listing Agreement**

Pursuant to Clause 35 of the Listing Agreement please find enclosed herewith a copy of the Distribution Schedule as on June 30, 2015.

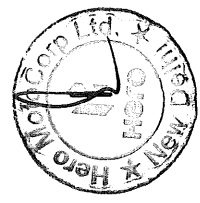
Hope you will find the same in order.

Thanking you,

Yours faithfully,  
for **Hero MotoCorp Ltd.**

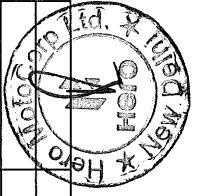
**ILAM C. KAMBOJ**  
Asso. V.P. Legal & Company Secretary

Encl: as above

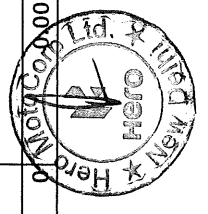


(1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35			
NAME OF THE COMPANY: HERO MOTOCORP LTD.			
SCRIP CODE:	500182	Name of the Scrip: HEROMOTOCO	
Class of Security:	EQUITY		
QUARTER ENDED:	30/06/2015		
Partly paid-up shares		As a % of total no. of partly paid-up shares	As a % of total no. of shares of the Company.
No. of partly paid-up shares	0		0
Held by promoter/promoter group	0		0
Held by Public	0		0
<b>Total:</b>	<b>0</b>		<b>0</b>
Outstanding convertible 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
Held by Public	0		0
<b>Total:</b>	<b>0</b>		<b>0</b>
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
Held by Public	0		0
<b>Total:</b>	<b>0</b>		<b>0</b>
Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities	199687500		100.00

CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES			SHARES PLEDGE OR OTHERWISE ENCUMBERED
					AS % of (A+B) (VI)	As % of (A+B+C) (VII)	NUMBER OF SHARES (VIII)	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV)*100
(A)	PROMOTER AND PROMOTER GROUP							
(1)	INDIAN							
(a)	Individual /HUF	17	51858452	51858452	25.97	25.97	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
	<b>Sub-Total A(1) :</b>	<b>20</b>	<b>69166082</b>	<b>69166082</b>	<b>34.64</b>	<b>34.64</b>	<b>0</b>	<b>0.00</b>
(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
	<b>Sub-Total A(2) :</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>
	<b>Total A=A(1)+A(2)</b>	<b>20</b>	<b>69166082</b>	<b>69166082</b>	<b>34.64</b>	<b>34.64</b>	<b>0</b>	<b>0.00</b>
(B)	PUBLIC SHAREHOLDING							
(1)	INSTITUTIONS							
(a)	Mutual Funds /UTI	217	8983171	8919701	4.50	4.50	0	0.00
(b)	Financial Institutions /Banks	63	3639497	3620792	1.82	1.82	0	0.00
(c)	Central Government / State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00
(e)	Insurance Companies	29	14210272	14210272	7.12	7.12	0	0.00
(f)	Foreign Institutional Investors	633	76786338	76748138	38.45	38.45	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(i)	Others	0	0	0	0.00	0.00	0	0.00
	<b>Sub-Total B(1) :</b>	<b>942</b>	<b>103619278</b>	<b>103498903</b>	<b>51.89</b>	<b>51.89</b>	<b>0</b>	<b>0.00</b>

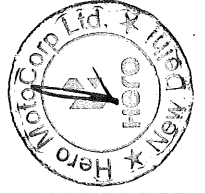


CATEGORY CODE	CATEGORY OF SHAREHOLDER	NO OF SHAREHOLDERS	TOTAL NUMBER OF SHARES	NO OF SHARES HELD IN DEMATERIALIZED FORM	TOTAL SHAREHOLDING AS A % OF TOTAL NO OF SHARES		SHARES PLEDGE OR OTHERWISE ENCUMBERED	
					AS % of (A+B) (VI)	AS % of (A+B+C) (VII)		
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)=(VIII)/(IV) * 100
(2)	NON-INSTITUTIONS							
(a)	Bodies Corporate	1406	3211640	3185429	1.61	1.61		
(b)	Individuals							
	(i) Individuals holding nominal share capital upto Rs.1 lakh	80667	12522768	9572155	6.27	6.27		
	(ii) Individuals holding nominal share capital in excess of Rs.1 lakh	5	798679	542639	0.40	0.40		
(c)	Others							
	FOREIGN NATIONALS	1	223	223	0.00	0.00		
	FOREIGN BODIES	2	8534906	8534906	4.27	4.27		
	CLEARING MEMBERS	139	218512	218512	0.11	0.11		
	NON RESIDENT INDIANS	2093	330519	329829	0.17	0.17		
	TRUSTS	43	1284893	1284893	0.64	0.64		
(d)	Qualified Foreign Investor	0	0	0	0.00	0.00		
	<b>Sub-Total B(2) :</b>	<b>84356</b>	<b>26902140</b>	<b>23668586</b>	<b>13.47</b>	<b>13.47</b>		
	Total B=B(1)+B(2) :	85298	130521418	127167489	65.36	65.36		
	Total (A+B) :	85318	199687500	196333571	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		
	<b>GRAND TOTAL (A+B+C) :</b>	<b>85318</b>	<b>199687500</b>	<b>196333571</b>	<b>100.00</b>	<b>100.00</b>		

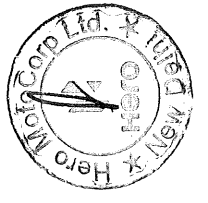


(I)(b)	Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"											
	Details of Shares held			Encumbered shares (*)		Details of Warrants			Details of convertible securities		Total Shares (including 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 % (VI)=(V)/(III)*100	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			
(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)			
	(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	0.00	0	0.00	0	0.00	8.67
2	BRIJMOHAN LALL MUNJAL	12396842	6.21	0	0.00	0.00	0.00	0	0.00	0	0.00	6.21
3	RENU MUNJAL	12396840	6.21	0	0.00	0.00	0.00	0	0.00	0	0.00	6.21
4	PAWAN MUNJAL	12396840	6.21	0	0.00	0.00	0.00	0	0.00	0	0.00	6.21
5	SUMAN KANT MUNJAL	12396840	6.21	0	0.00	0.00	0.00	0	0.00	0	0.00	6.21
6	SUNIL KANT MUNJAL	1850440	0.93	0	0.00	0.00	0.00	0	0.00	0	0.00	0.93
7	RENU MUNJAL	100650	0.05	0	0.00	0.00	0.00	0	0.00	0	0.00	0.05
8	SUMAN KANT MUNJAL	71250	0.04	0	0.00	0.00	0.00	0	0.00	0	0.00	0.04
9	PAWAN KANT MUNJAL	32520	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
10	SUMAN KANT MUNJAL	32500	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
11	VASUDHA MUNJAL	32500	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
12	ANIESHA MUNJAL	32500	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
13	PAWAN MUNJAL	32500	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
14	SUNIL KANT MUNJAL	32500	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
15	RENUKA MUNJAL	32480	0.02	0	0.00	0.00	0.00	0	0.00	0	0.00	0.02
16	RAHUL MUNJAL	10620	0.01	0	0.00	0.00	0.00	0	0.00	0	0.00	0.01
17	ABHIMANYU MUNJAL	10620	0.01	0	0.00	0.00	0.00	0	0.00	0	0.00	0.01
18	HERO FINCORP LIMITED	1370	0.00	0	0.00	0.00	0.00	0	0.00	0	0.00	0.00
19	HERO INVESTCORP LIMITED	10	0.00	0	0.00	0.00	0.00	0	0.00	0	0.00	0.00
20	BRIJMOHAN LALL MUNJAL	10	0.00	0	0.00	0.00	0.00	0	0.00	0	0.00	0.00
	<b>TOTAL :</b>	<b>69166082</b>	<b>34.64</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>34.64</b>

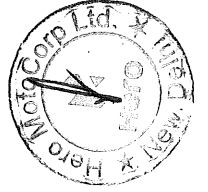




(l)(c)(i)	Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares									
	Sr.No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grant total (A)+(B)+(C) indicated in Statement at para (l)(a) above}	Details of warrants		Details of convertible securities		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	LIFE INSURANCE CORPORATION OF INDIA	9518945	4.77	0	0.00	0	0.00	4.77		
2	LATHE INVESTMENT PTE LTD	5554480	2.78	0	0.00	0	0.00	2.78		
3	ABERDEEN GLOBAL INDIAN EQUITY (MAURITIUS) LIMITED	4510000	2.26	0	0.00	0	0.00	2.26		
4	LAZARD ASSET MANAGEMENT LLC A/C LAZARD EMERGING MARKETS PORTFOLIO	4064780	2.04	0	0.00	0	0.00	2.04		
5	OPPENHEIMER INTERNATIONAL GROWTH FUND	3883251	1.94	0	0.00	0	0.00	1.94		
6	ABERDEEN EMERGING MARKETS FUND	3848035	1.93	0	0.00	0	0.00	1.93		
7	BC INDIA PRIVATE INVESTORS II	2980426	1.49	0	0.00	0	0.00	1.49		
8	ABERDEEN GLOBAL-EMERGING MARKETS EQUITY FUND	2438247	1.22	0	0.00	0	0.00	1.22		
9	ABERDEEN EMERGING MARKETS EQUITY FUND, A SERIES OF	2320699	1.16	0	0.00	0	0.00	1.16		
10	GOVERNMENT PENSION FUND GLOBAL	2259430	1.13	0	0.00	0	0.00	1.13		
11	LIFE INSURANCE CORPORATION OF INDIA P & GS FUND	2186432	1.09	0	0.00	0	0.00	1.09		
	<b>TOTAL :</b>	<b>43564725</b>	<b>21.82</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>21.82</b>		

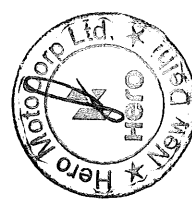


(I)(c)(ii)	Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company							
	Name(s) of the shareholder(s) and the Persons Acting 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 securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share
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		
		0	0	0	0	0	0	0
	TOTAL :			0	0	0	0	0



STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES"			
(I)(d)			
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 (I)(a) above)
			Promoter/Promoter Group/Public
<b>TOTAL :</b>		<b>0</b>	<b>0</b>





STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS)			
(II)(a)			
	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}
Sr.No.	Type of outstanding DR (ADRs,GDRs,SDRs,etc.)		
	TOTAL :	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	