

January 09, 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)

Dear Sirs,

Please find enclosed herewith the following documents in compliance of the Listing Regulations:

- a. Statement under Regulation 13(3) for the quarter ended December 31, 2017
- b. Compliance Report on Corporate Governance under Regulation 27(2) for the quarter ended December 31, 2017.
- c. Shareholding Pattern pursuant to Regulation 31(1) for the quarter ended December 31, 2017.

Kindly take the same on your records.

Thanking you.

For Hero Moto Corp Ltd.

(Neerja Sharma) Company Secretary

Encl.: a/a

Shareholding Pattern for the Quarter ended 31-12-2017

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 December, 2017

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

Ca	Category of shareholder	No of	No of fully	No of	No of Shares	Total No of	Shareholding as a	Number o	f Voting Rig	hts held in ea	ch class of	No of Shares	Shareholding as a %	Number of Loc	ked in Shares	Number of Sha	res pledged or	Number of
eg	(II)	Shareho	paid up	Partly paid-	Underlying	Shares Held	% of total no of		secu	ırities		Underlying	assuming full	(X	II)	otherwise encu	ımbered	equity shares
ry		Iders	equity	up equity	Depository	(VII) =	shares (As a % of		(IX)		Outstanding	conversion of			()	XIII)	held in
(1)		(III)	shares held	shares	Receipts	(IV)+(V)+(VI)	(A+B+C2))					converttible	convertible Securities					dematerialize
			(IV)	held	(VI)		(VIII)		No of Vesion Diches			securities	(as a percentage of					d form
				(V)				No	of Voting Ri	ghts	Total as a %	(Including	diluted share capital)	No. (a)	As a % of total	No. (a)	As a % of total	I (XIV)
											of (A+B+C)	Warrants)	(XI)		Shares held		Shares held	
								Class X	Class Y	Total		(X)						
(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	94940	130540939	0	0	130540939	65.37	130540939	0	130540939	65.37	0	65.37	0	0.00	NA	NA	128477087
(C	Non Promoter-Non Public																	
(C) Shares underlying DRs																	
		0	0	0	0	0	NA	0	0	0	0.00	0	NA	0	0.00	NA	NA	0
(C) Shares held by Employes							·										
	Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Total:	94956	199707021	0	0	199707021	100.00	199707021	0	199707021	100.00	0	100.00	0	0.00	0	0.00	197643169

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

(a) undivi ABHIN ANIES PAWA (As Ka PAWA MUNJ) MUNJ (On be	viduals/Hindu ivided Family IIMANYU MUNJAL ESHA MUNJAL VAN KANT MUNJAL VAN MUNJAL	AHXPM6486C ABMPM8651J ACGPM7510D	13	28347708 10620					No.					(A+B+C2)		1	.		i
Indivic (a) undivi ABHIN ANIES PAWA (As Ka PAWA MUNJ MUNJ (On be	viduals/Hindu ivided Family IIMANYU MUNJAL ESHA MUNJAL VAN KANT MUNJAL VAN MUNJAL	ABMPM8651J	13							of Voting Rig		Total as a % of (A+B+C)		(XI)	No.(a)	As a % of total Shares held	No.(a)	As a % of total Shares held	
(a) undivi ABHIN ANIES PAWA (As Ka PAWA MUNJ) MUNJ (On be	ivided Family IIMANYU MUNJAL ESHA MUNJAL VAN KANT MUNJAL VAN MUNJAL	ABMPM8651J	13			I						,						†	
(a) undivi ABHIN ANIES PAWA (As Ka PAWA MUNJ) MUNJ (On be	ivided Family IIMANYU MUNJAL ESHA MUNJAL VAN KANT MUNJAL VAN MUNJAL	ABMPM8651J	13																
PAWA PAWA (As Ka PAWA MUNJ (On be	ESHA MUNJAL , VAN KANT MUNJAL , VAN MUNJAL	ABMPM8651J		10620	0	0	28347708	14.19	28347708	0	28347708	14.19	0	14.19	0	0.00	C	0.00	28347708
PAWA (As Ka PAWA MUNJ MUNJ (On be	VAN KANT MUNJAL , VAN MUNJAL				0	0	10620	0.01	10620	0	10620	0.01	0	0.01	0	0.00	C	0.00	10620
PAWA (As Ka PAWA MUNJ MUNJ (On be	VAN MUNJAL	ACGPM7510D		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	C	0.00	32500
PAWA (As Ka PAWA MUNJ MUNJ (On be	VAN MUNJAL			43354	0	0	43354	0.02	43354	0	43354	0.02	0	0.02	0	0.00	C	0.00	43354
PAWA MUNJ MUNJ (On be Lal On	Karta of HUF)																		
PAWA MUNJ MUNJ (On be Lal On	·	AAAHP8709F		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	C	0.00	32500
	behalf of Brijmohan Om Parkash mership Firm)	AABFB0636L		27927058	0	0			27927058	0	27927058	13.98	0	13.98	0	0.00	C		27927058
		AIZPM7525R		10620	0	0	10020	0.01	10620	0	10620	0.01	0	0.01	0	0.00	C	0.00	10620
		AIBPM4926G		111483	0	0		0.06	111483	0	111483	0.06	0	0.06	0		C		111483
		ADQPM8086R		32480	0	0	32480	0.02	32480	0	32480	0.02	0	0.02	0		C	0.00	32480
		ADZPM3513A		10	0	0	10	0.00	10	0	10	0.00	0	0.00	0		C		10
SUNIL	IIL KANT MUNJAL	AIBPM4928J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	С	0.00	32500
SUMA	MAN KANT MUNJAL	ABMPM8075A		71250	0	0	71250	0.04	71250	0	71250	0.04	0	0.04	0	0.00	С	0.00	71250
	MAN KANT MUNJAL Karta of HUF)	AALHS3160E		10833		0	10833	0.01	10833	0	10833	0.01	0	0.01	0	0.00		0.00	10833
		AIBPM4927H		32500	0	0	32500	0.01	32500	n	32500	0.01	0	0.01	0		0		32500
Centra Gover (b) Gover	tral ernment/State ernment(s)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	C		0
(c) Institu	incial itutions/Banks		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00		0.00	0
(d) Any O			3	40818374	0	0	40818374	20.44	40818374	0	40818374	20.44	0	20.44	0		C	0.00	40818374
Body (y Corporate		3	40818374	0	0	40818374	20.44	40818374	0	40818374	20.44	0	20.44	0	0.00	C	0.00	40818374
INVES	IADUR CHAND ESTMENTS PVT LTD OF FINCORP LIMITED			39943238 1370	0	0		20.00	39943238 1370	0	39943238 1370	20.00	0	20.00	0		C		39943238 1370
HERO	O INVESTCORP									<u> </u>	873766						ِ آ		
		AAACP9824A	4.0	873766 69166082	0	0	873766	0.44	873766	0	X 1376C								
(2) Foreig	-Total (A)(1)		16	ny I hhilly 7	0		69166082	34.63	69166082	0	69166082	0.44 34.63	0 0	0.44 34.63	0	0.00	0	0.00	873766 69166082

	Individuals (Non-																	
	Resident																	
	Individuals/Foreign																	
(a)	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
	Foreign Portfolio																	
(d)	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

Categ ory	Category & Name of the Shareholder (I)	PAN (II)	No of Shareholde rs (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)	Shareholdin g as a % of total no of shares (A+B+C2)		se	ights held in ecurities (IX)		No of Shares Underlying Outstanding converttible securities	Shareholding as a % assuming full conversion of convertible Securities (as a	Shares (XII)		or otherwi (XIII)	Shares pledged se encumbered	Number of equity shares held in dematerialized form
								(VIII)		of Voting F		Total as a % of (A+B+C)	(Including Warrants)	percentage of diluted share	No.(a)	As a % of total Shares held	No.(a)	As a % of total Shares held	(XIV)
									Class X	Class Y	Total		(X)	capital) (XI)		neia			
(1) (a)	Institutions		30	13038585			13038585	6.53	13038585		13038585	6.53	0	6.53		0.00	NIA.	NA	13031005
(a)	Mutual Funds KOTAK MAHINDRA 50		30	13038585	0	U	13038585	6.53	13038585	U	13038585	6.53	U	6.53	U	0.00	NA .	NA	13031005
	UNIT SCHEME	AAATK4475F	1	2091118	0	0	2091118	1.05	2091118	0	2091118	1.05	0	1.05	0	0.00	NA	NA	2091118
	SBI MAGNUM EQUITY				_	_				_					_			1	
(b)	FUND	AABTS6407Q	1	3193339	0	0	3193339	1.60	3193339	0	3193339	1.60	0	1.60	0	0.00	NA	NA	3193339
(6)	Venture Capital Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(c)	Alternate Investment																		
(d)	Funds Foreign Venture		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(u)	Capital Investors		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(e)	Foreign Portfolio				-						_								
	Investors		800	84531480	0	0	84531480	42.33	84531480	0	84531480	42.33	0	42.33	0	0.00	NA	NA	84531270
	LAZARD EMERGING MARKETS EQUITY																		
		AAAAL0206A	1	3514953	0	0	3514953	1.76	3514953	0	3514953	1.76	0	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	3.71		0.00	NA.	NA	7407409
	ABERDEEN	AAA100433D	1	7407409	U	U	7407409	3.71	7407403	0	7407403	3.71	0	3.71		0.00	INA	NA .	7407409
	EMERGING MARKETS																		
	FUND GOVERNMENT	AABTT3942K	1	2165335	0	0	2165335	1.08	2165335	0	2165335	1.08	0	1.08	0	0.00	NA	NA	2165335
	PENSION FUND																		
	GLOBAL	AACCN1454E	1	2831993	0	0	2831993	1.42	2831993	0	2831993	1.42	0	1.42	0	0.00	NA	NA	2831993
	TEL 101 ET 011																		
	TEMPLETON GROWTH FUND, INC.	AACCT1783C	1	2191376	0	0	2191376	1.10	2191376	0	2191376	1.10	0	1.10	0	0.00	NA	NA	2191376
	STICHTING																		
	DEPOSITARY APG EMERGING MARKETS																		
	EQUITY POOL	AAVCS6547E	1	2100090	0	0	2100090	1.05	2100090	0	2100090	1.05	0	1.05	0	0.00	NA	NA	2100090
(f)	Financial																	1	
(g)	Institutions/Banks		30	1591078	0	0	1591078	0.80	1591078	0	1591078	0.80	0	0.80	0	0.00	NA	NA	1532383
15)	Insurance Companies		17	8390527	0	0	8390527	4.20	8390527	0	8390527	4.20	0	4.20	0	0.00	NA	NA	8390527
	LIFE INSURANCE																		
	CORPORATION OF INDIA	AAACL0582H		5867025		_	5867025	2.94	5867025		5867025	2.94	_	2.94		0.00	l _{NIA}	NA	F967035
(h)	INDIA	AAACLU582H	1	586/025	0	0	586/025	2.94	586/025	0	580/025	2.94	0	2.94	0	0.00	INA	INA	5867025
1	Provident																		
	Funds/Pension Funds		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(i)	Any Other														-	-		1	
	FOREIGN NATIONALS		3	221	0	0	221	0.00	221	0	221	0.00	0	0.00	0	0.00	NA	NA	221
	Sub Total (B)(1)		880	107551891	0	0	107551891	53.85	107551891	0	107551891	53.85	0	53.85	0	0.00	NA	NA	107485406

(2)	Central			l	1					I							1	
(2)	Government/State																	
	Government(s)/Presi																	
	dent of India	0	0		0	0	0.00	0	0	0	0.00	0	0.00	,	0.00	NA	NA	0
	Sub Total (B)(2)	0	0	0	0	0	0.00	0	0	0		0	0.00				NA NA	0
(3)	Non-Institutions		•				0.00			•	0.00		0.00		0.00	INA	IVA	•
(a)	NOIFIIISTITUTIOIIS																	
(a)	i.Individual																	
	shareholders holding																	
	nominal share capital				_							_						
	up to Rs.2 lakhs	89954	11393220	0	0	11393220	5.70	11393220	0	11393220	5.70	0	5.70		0.00	NA	NA	9412904
	ii.Individual																	
	shareholders holding																	
	nominal share capital																	
	in excess of Rs. 2														1			
-	Lakhs	1	130000	0	0	130000	0.07	130000	0	130000	0.07	0	0.07		0.00	NA	NA	130000
(b)	NBFCs Registered														-		+	
(D)	with RBI	_	4802		0	4802	0.00	4802	0	4802	0.00		0.00	,	0.00	INA.	NA	4802
(c)	Employee Trusts	0		0	0	4602	0.00		0	4802	0.00	0	0.00		0.00		NA NA	4802
(d)	Employee Trusts	U	0			0	0.00	- 0		0	0.00	0	0.00		0.00	INA	INA	0
(α)																		
	Overseas																	
	Depositories (Holding																	
	DRs)(Balancing figure)	0	0		0	0	0.00	0	0	0	0.00	0	0.00	(0.00	NΔ	NA	0
(e)	Any Other	U	Ü	Š		Ü	0.00			ŭ	0.00	0	0.00	,	0.00	, INA	1474	Ů
(0)	TRUSTS	41	1759450	0	0	1759450	0.88	1759450	0	1759450	0.88	0	0.88	(0.00	NA NA	NA	1759450
	ALTERNATIVE		1755150	Ĭ		1755150	0.00	1755150		1,55 .50	0.00		0.00	`	0.00	1		1755.50
	INVESTMENT FUND	1	4000		0	4000	0.00	4000	0	4000	0.00	0	0.00	,	0.00	NA	NA	4000
	NON RESIDENT		4000			4000	0.00	4000	- 0	4000	0.00	0	0.00		0.00	INA	INA	4000
	INDIANS	1856	166662			166662	0.08	166662	0	166662	0.08	0	0.08	,	0.00	NA.	NA	165982
<u> </u>	INDIANS	1920	100662	<u> </u>	U	100002	0.08	100002	U	100002	0.08	U	0.08		0.00	INA	INA	103982
	CLEARING MEMBERS	135	449130	n	n	449130	0.22	449130	n	449130	0.22	n	0.22	,	0.00	NA NA	NA	449130
	NON RESIDENT	133	443130	<u> </u>	 	445130	0.22	. 45130		.45130	0.22	0	5.22	<u> </u>	0.00	1	1	445130
	INDIAN NON														1			
	REPATRIABLE	914	235731		0	235731	0.12	235731	0	235731	0.12	0	0.12	,	0.00	NA NA	NA	235731
	NETATNIABLE	314	255/51	-	1	253/51	0.12	233/31	- 0	233/31	0.12	U	0.12		0.00	, INA	IVA	255/31
	BODIES CORPORATES	1148	7867281		0	7867281	3.94	7867281	0	7867281	3.94	n	3.94	,	0.00	NA NA	NA	7850910
	ICICI PRUDENTIAL	1140	, 55, 201	Ĭ	Ť	, 55, 201	3.54	,00,201		, 55, 201	3.54	Ü	3.5		0.00		1	, 555510
	LIFE INSURANCE														1			
	COMPANY LIMITED AAACI7351P	1	2681730		0	2681730	1.34	2681730	0	2681730	1.34	0	1.34	,	0.00	NΔ	NA	2681730
-	I E P F	1	978772	0	0	978772	0.49	978772	0	978772	0.49	0	0.49		0.00		NA NA	978772
	Sub Total (B)(3)	94060		0	0		11.51		0		11.51	Ü	11.51				1.4/3	20991681
	300 Total (B)(3)	34000	22303048	<u>'</u>	-	22303048	11.51	22303048	- 0	22303048	11.51		11.51	— '	0.00	1	1	20331081
	Total Public														1			
	Shareholding (B) =														1			
	(B)(1)+(B)(2)+(B)(3)	94940	130540939			130540939	65 37	130540939	n	130540939	65.37	n	65.37	,	0.00	,		128477087
ь	(0)(1) (0)(2) (0)(3)	54340	130340939		'1 0	130340939	03.37	130340339	U	130340333	03.37	U	05.57		, 0.00	<u>'</u>	1	1204//08/

Table IIIA - Person Acting In Concert

Details of the shareholder	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

Ca	te Category & Name of t	ne PAN	No of	No of fully	No of Partly	No of Shares	Total No of	Shareholdi	Numb	er of Vot	ng Rights	held in each	No of Shares	Shareholding as	Number	of Locked in	Number o	of Shares pledged	Number of
go	ry Shareholder	(11)	Shareholder	paid up equity	paid-up equity	Underlying	Shares Held	ng as a %		class	of securit	ies	Underlying	a % assuming full	SI	hares	or otherw	vise encumbered	equity shares
	(1)		s	shares held	shares held	Depository	(IV+V+VI)	of total no			(IX)		Outstanding	conversion of		(XII)		(XIII)	held in
			(III)	(IV)	(V)	Receipts	(VII)	of shares					converttible	convertible					dematerialized
						(VI)		(A+B+C2)					securities	Securities (as a					form
								(VIII)					(Including	percentage of					(XIV)
													Warrants)	diluted share					
									No	of Voting	Diahte	Total as a %	(X)	capital)	No.	As a % of	No.	As a % of total	
									140 (or voting	vigitis	of (A+B+C)		(XI)		total Shares		Shares held	
									Class X	Class Y	Total	OI (A.D.C)				total Silares		Silui es ileiu	
(1	Custodian/DR Holder		0	0	0) (0.00) ((0.00	0	0.00	0	0.00	NA	NA	0
	Employee Benefit Trust																		
	(under SEBI(Share base																		
	Employee Benefit)																		
(2	Regulations 2014)		0	0	0) c) (0.00) () ((0.00	0	0.00	0	0.00	NA	NA	0
	Total Non-Promoter-No	n																	
	Public Shareholding (C)	=																	
	(C)(1)+(C)(2)		0	0	0	o c		0.00	0) ((0.00	0	0.00	0	0.00			0