

October 12, 2021

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: Compliances under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and SEBI (Depositories and Participants) Regulations, 2018

Dear Sirs,

Please find enclosed herewith following documents in compliance with:

(1) Listing Regulations:

- a) Compliance Report on Corporate Governance pursuant to Regulation 27(2) for the quarter ended September 30, 2021.
- b) Statement under Regulation 13(3) for the quarter ended September 30, 2021.
- c) Shareholding Pattern pursuant to Regulation 31(1) for the quarter ended September 30, 2021.

(2) SEBI (Depositories and Participants) Regulations, 2018

- (a) Certificate under Regulation 74(5) for the quarter ended September 30, 2021.
- (b) Reconciliation of Share Capital Audit Report pursuant to Regulation 76 for the quarter ended September 30, 2021.

Kindly take the same on your records.

Thanking you,

For Hero MotoCorp Limited

(Neerja Sharma)

Company Secretary & Chief Compliance Officer

Encl.: as above



Regd. Office: The Grand Plaza, Plot No. 2, Nelson Mandela Road, Vasant Kunj - Phase - II, New Delhi - 110070, India Tel. +91-11-46044220, Fax +91-11-46044399 HeroMotoCorp.com CIN: L35911DL1984PLC017354 PAN: AAACH0812J



Shareholding pattern for the Quarter ended 30-09-2021

1. Name of Listed Entity :HERO MOTOCORP LTD.

2. Scrip Code/Name of Scrip/Class of Security :HEROMOTOCO (NSE); 500182 (BSE)- EQUITY SHARES

3. ISIN :INE158A01026 4. Share Holding Pattern Filed under :Reg.31(1)(b)

4.Share Holding Pattern Filed under:Reg.31(1)(b)5.Share holding Pattern as on:September 30, 2021

6. 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 pledged or otherwise encumbered?	NO
6	Whether the Listed Entity has equity shares with differential voting rights?	NO
7	Whether the Listed Entity has any significant beneficial owner?	YES



Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	No of	No of fully	No of Partly	No of Shares	Total No of	Shareholding as	Number of V	oting Rig	hts held in eac	h class of	No of	Shareholding	Numbe	r of	Number	r of Shares	Number of
category	category of Shareholder	Shareholder					a % of total no of		oting rug	nts neiu in eac			as a %		in Shares			equity shares
					Underlying													
		S	equity shares				shares (As a % of						assuming full			otherwi		held in
			held	shares held	Receipts	(IV)+(V)+(VI)	(A+B+C2))						conversion of	Ť.		encumb	ered	dematerialized
													convertible					form
												ng	Securities (as	:				
												convertti	a percentage					
												ble	of diluted					
												securities	share					
												(Includin	capital)					
												g	. ,					
												Warrants						
								No o	of Voting F	Rights	Total as a			No.	As a % of	No.	As a % of	
									-	-	% of				total		total	
											(A+B+C)				Shares		Shares	
											(held		held	
								Class X	Class Y	Total								
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)			(IX)		(X)	(XI)	(XII)	(XIII)	(XIV)
(A)	Promoter & Promoter Group	18	69442081	0	0	69442081	34.76	69442081	0	69442081	34.76	0	34.76	0	0.00	0	0.00	69442081
(B)	Public	343880	130352119	0	0	130352119	65.24	130352119	0	130352119	65.24	0	65.24	. 0	0.00	NA	NA	129245839
(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 Employes Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	•																	
	Total:	343898	199794200	0	0	199794200	100.00	199794200	0	199794200	100.00	0	100.00	0	0.00	0	0.00	198687920



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

	Category & Name of the Shareholder	moter Group	No of Shareho Iders	No of fully paid up equity shares held	up		Total No of Shares Held (IV+V+VI)	Sharehold ing as a % of total no of shares (calculate d as per SCRR, 1957 (VIII) As a % of (A+B+C2		Voting Rig	ghts held in e	ach class of	Shares Underlying Outstandin g converttibl e securities (Including	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (VII)+(X) As a % of [A+B+C2]	Numbe Shares		Shar or ot	ber of es pledged herwise mbered	Number of equity shares held in demateriali zed form
									No o	of Voting I		Total as a % of (A+B+C)			No.	As a % of total Shares held	No.	As a % of total Shares held	S
	(7)		(TTT)	an a	an	am.	(TITE)		Class X	Class Y			an.	am.					am.
(1)	(I) Indian		(III)	(IV)	(V)	(VI)	(VII)	(VIII)		1	(IX)		(X)	(XI)		(XII)		(XIII)	(XIV)
	Individuals/Hindu undivide	ed Family	13	28367707	0	0	28367707	14.20	28367707	0	28367707	14.20	0	14.20	0	0.00	0	0.00	28367707
,	, , , , , , , , , , , , , , , , , , , ,																		
	ABHIMANYU MUNJAL	Promoter Group	1	10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.01	0	0.00	0	0.00	10620
	ANIECHA MINIAI	Promotor Cus	1	32500			32500	0.02	22500	_	22500	0.02	0	0.02	,	0.00		0.00	22500
-	ANIESHA MUNJAL PAWAN MUNJAL	Promoter Group Promoter	1		0	0	43354	0.02	32500 43354	. <u>0</u>	32500 43354	0.02	0	0.02	0	0.00		0.00	
	PAWAN MUNJAL (As Karta		-	15554	l	0	15551	0.02	1000		13331	0.02		0.02		0.00		3.00	13334
	Of HUF)	Promoter	1	32500	0	0	32500	0.02	32500	0	32500	0.02	0	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	1	27927058	0	0	27927058	13.98	27927058	0	27927058	13.98	0	13.98	0	0.00	0	0.00	27927058
	RAHUL MUNJAL	Promoter Group	1	10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.01	0	0.00	0	0.00	10620
	RENU MUNJAL	Promoter	1		0		111482	0.06	111482	. 0		0.06	0	0.06	0	0.00	0	0.00	
	RENUKA MUNJAL	Promoter	1	0-100	0			0.02	32480		02100	0.02	0	0.02		0.00		0.00	
	SANTOSH MUNJAL * SUMAN KANT MUNJAL	Promoter Promoter	1		0	0	10 91250	0.00	91250		10 91250	0.00	0	0.00	0	0.00		0.00	
	SUMAN KANT MUNJAL (As	rioniotei	1	91230	U	U	91250	0.03	91230	0	91230	0.03	U	0.03	U	0.00	- 0	0.00	91230
	Karta Of HUF)	Promoter	1	10833	0	0	10833	0.01	10833	0	10833	0.01	0	0.01	0	0.00	0	0.00	10833
	SUNIL KANT MUNJAL	Promoter Group	1	32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00	0	0.00	32500
(I-)		Promoter Group	1		0		32500	0.02	32500	0	32500	0.02	0	0.02	0	0.00		0.00	
(b)	Central Government/State G Financial Institutions/Bank		0		0		0	0.00	(0	0	0.00	0		0	0.00			
	Any Other	3	5				U		41074374		-		0						
(-)	Body Corporate				⊢	Ĭ		20.00		T .		20.00		20.50	T	5.00	ľ	0.00	
	BAHADUR CHAND INVESTME	Promoter	1	40033238	0	0	40033238	20.04	40033238	0	40033238	20.04	0	20.04	0	0.00	0	0.00	
		Promoters Group	1		0		1370	0.00	1370	0	1370	0.00	0	0.00	0	0.00	0	0.00	
	HERO INVESTCORP PRIVATE	Promoter	1	873766	0	0	873766	0.44	873766	0	873766	0.44	0	0.44	0	0.00	0	0.00	873766
	Trusts Pawan Munjal Family Trust (Pawan Munjal & Aniesha	Promoter	1	158000	0	0	158000	0.08	158000	0	158000	0.08	0	0.08	0	0.00	0	0.00	158000
	Munjal) RK Munjal & Sons Trust (Renu Munjal)	Promoter	1	8000	0	0	8000	0.00	8000	0	8000	0.00	0	0.00	0	0.00	0	0.00	8000
	Sub-Total (A)(1)		18	69442081	0	0	69442081	34.76	69442081	. 0	69442081	34.76	0	34.76	0	0.00	0	0.00	69442081
	Foreign																		
	Individuals (Non-Resident Ind	lividuals/Foreign	0		0	0			(0			0	0.00				0.00	
	Government		0	-	0	0	0		(0	0		0	0.00		0.00		0.00	
(c)	Institutions		0	1 0	0	0	0	0.00	(1 0	0	0.00	0	0.00	- 0	0.00	- 0	0.00	0
(d)	Foreign Portfolio Investor		n	n	n	n	n	0.00	٢	n	n	0.00	n	0.00	0	0.00	0	0.00	0
(-)				Ů	Ť	Ĭ		0.00		Ť	l	3.30		2.00	T	3.00	<u> </u>	3.00	<u> </u>
(e)	Any Other		0	0	0	0	0	0.00	(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 Prome	oter and Promot	18	69442081	0	0	69442081	34.76	69442081	. 0	69442081		0			0.00	0	0.00	69442081

^{*}Mrs. Santosh Munjal had expired on April 2, 2021.



Table IIA - Unclaimed Details

Details of shares which remain unclaimed may be given outstanding shares held in demat/unclaimed suspense a	
No. of Shareholders	No. of shares held
Nil	Nil



 ${\bf Table~III-Statement~showing~shareholding~pattern~of~the~Public~shareholder}$

Category	Category & Name of the Shareholder	Shareho	No of fully paid up equity shares held	up equity shares		Total No of Shares Held (IV+V+VI)	Shareholdi ng as a % of total no of shares (A+B+C2)	of securities	_	ights held in ea		Underly ing Outstan ding convertt ible securiti es		Locked in Shares		Number of Shares pledged or otherwise encumbered		Number of equity shares held in demateriali zed form
											a % of (A+B+C)				total Shares held		total Shares held	
	m	(777)	ann.	an.	arr)	~~~	~····	Class X	Class Y			an.	am)				(7,7,7,7)	am.
(1)	(I) Institutions	(III)	(IV)	(V)	(VI)	(VII)	(VIII)		1	(IX)	1	(X)	(XI)		(XII)		(XIII)	(XIV)
(1) (a)	Mutual Funds	32	14742000	n	n	14742000	7.38	14742000	0	14742000	7.38	n	7.38	n	0.00	NA	NA	14742000
(α)	ICICI PRUDENTIAL BLUECHIP FUND	1	2089277	0	0	2089277	1.05	2089277	0		1.05	0		0			NA NA	2089277
	KOTAK FLEXICAP FUND	1	2276968	0	0		1.14	2276968	0		1.14	0		0	0.00		NA	2276968
	SBI-ETF NIFTY 50	1	3342682	0	0		1.67	3342682	0		1.67	0		0			NA	3342682
	PPFAS MUTUAL FUND - PARAG PARIKH FLEXI CAP FUND	1	2855492	0	0	2855492	1.43	2855492	0	2855492	1.43	0	1.43	0	0.00	NA	NA	2855492
(b)	Venture Capital Funds	0	0	0	0	-	0.00	0	0		0.00	0	0.00	0			NA	0
(c)	Alternate Investment Funds	10	85196	0	0	85196		85196	0			0		0			NA	85196
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0.00	0	0		0.00	0	0.00	0	0.00		NA	0
(e)	Foreign Portfolio Investors	768	64501960	0	U	01301700	32.28	64501960	0			0		0			NA	64501760
	WGI EMERGING MARKETS FUND, LLC GOVERNMENT PENSION FUND GLOBAL	1	4484341 2729223	0	0	4484341 2729223	2.24 1.37	4484341 2729223	0		2.24	0		0	0.00		NA NA	4484341 2729223
(f)	Financial Institutions/Banks	18	876697	0	0		0.44	876697	0		0.44	0		0			NA NA	838202
(g)	Insurance Companies	12	2312302	0	0		1.16	2312302	0		1.16	0		0			NA	2312302
(h)	Provident Funds/Pension Funds	0	0	0	0	0	0.00	0	0		0.00	0		0	0.00		NA	0
(i)	Any Other		-					0										
	OVERSEAS CORPORATE BODIES	1	300	0	0	300	0.00	300	0	300	0.00	0	0.00	0	0.00	NA	NA	300
	Qualified Institutional Buyer	22	25865317	0	0	25865317	12.95	25865317	0	25865317	12.95	0	12.95	0	0.00	NA	NA	25865317
	LIFE INSURANCE CORPORATION OF INDIA	1	21742852	0	0	21742852	10.88	21742852	0	21742852	10.88	0		0	0.00		NA	21742852
	NPS TRUST- A/C LIC PENSION FUND SCHEME - STATE GOV	1	2713449	0	0	2713449		2713449	0			0	1.36	0	0.00		NA	2713449
	Sub Total (B)(1)	863	108383772	0	0	108383772	54.25	1.08E+08	0	108383772	54.25	0	54.25	0	0.00	NA	NA	108345077
(2)	Central Government/State	0	0				0.00	0			0.00		0.00		0.00	D.T. A	27.4	
(2)	Government(s)/President of India Sub Total (B)(2)	0	0	0	0	0	0.00 0.00	0	0	0	0.00 0.00	0	0.00 0.00	0	0.00		NA NA	0
(3)	Non-Institutions	U	U	U	U	U	0.00	U	U	0	0.00	U	0.00	U	0.00	INA	INA	0
	i.Individual shareholders holding nominal share capital up to Rs.2 lakhs	334532	17206441	0	0	17206441	8.61	17206441	0	17206441	8.61	0	8.61		0.00	NA	NA	16142251
	ii.Individual shareholders holding nominal						. , -										İ	
	share capital in excess of Rs. 2 Lakhs	1	104000	0	0	104000	0.05	104000	0	104000	0.05	0	0.05		0.00	NA	NA	104000
(b)	NBFCs Registered with RBI	5	1295	0	0	1295	0.00	1295	0	1295	0.00	0	0.00	0	0.00	NA	NA	1295
	Employee Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Overseas Depositories (Holding DRs)(Balancing figure)	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NΑ	NA	0
(e)	Any Other	0	0	- 0	0		0.00	0	0		0.00	0	0.00	0	0.00	1471	1471	0
(0)	TRUSTS	27	846523	0	0	846523	0.42	846523	0	846523	0.42	0	0.42	0	0.00	NA	NA	846523
	NON RESIDENT INDIANS	4866	373923	0	0		0.19	373923	0		0.19	0		0			NA	373243
	CLEARING MEMBERS	126	271576		0			271576	0	271576	0.14	0	0.14	0	0.00	NA	NA	271576
	NON RESIDENT INDIAN NON REPATRIABLE	2296	320145	0	0			320145	0			0		0			NA	320145
	BODIES CORPORATES	1161	1843818	0	0	1010010		1843818	0			0		0	0.00		NA	1841103
	INVESTOR EDUCATION PROTECTION	1	1000545	0	0		0.50	1000545	0			0		0			NA	1000545
	FOREIGN NATIONALS	2	81	0	0	81		81	0			0		0	0.00		NA	81
	Sub Total (B)(3) Total Public Shareholding (B) =	343017	21968347	0	0	21968347	11.00	21968347	0	21968347	11.00	0	11.00	0	0.00		1	20900762
	(B)(1)+(B)(2)+(B)(3)	343880	130352119	0	0	130352119	65.24	1.3E+08	0	130352119	65.24	0	65.24	0	0.00			129245839

Table IIIA - Persons acting in concert

Details of the shareholders acting as I	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 hear along with details such as
number of shareholders, outstanding shares held in demat/unclaimed suspense account

No of Shareholders	No of shares
3	1700



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

Catego	Category & Name of the	PAN	No of	No of	No of	No of	Total No	Sharehold	Number	of Voting R	ights hel	d in each	No of Shares	Shareholdi	Numbe	r of	Numb	er of Shares	Number
ry	Shareholder		Share	fully	Partly	Shares	of	ing as a %	class of s	ecurities			Underlying	ng as a %	Locked	in Shares	pledge	ed or otherwise	of equity
			holde	paid up	paid-up	Underlyi	Shares	of total no					Outstanding	assuming			encun	ıbered	shares
			rs	equity	equity	ng	Held	of shares					converttible	full					held in
				shares	shares	Deposito	(IV+V+V	(A+B+C2)					securities	conversion					demateria
				held	held	ry	I)						(Including	of					lized form
						Receipts							Warrants)	convertible					
														Securities					
									No o	f Voting Ri	ghts	Total as			No.	As a % of	No.	As a % of total	
												a % of				total		Shares held	
									Class X	Class Y	Total								
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)		(1)	()		(X)	(XI)	((XII)		(XIII)	(XIV)
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Employee Benefit Trust																		
(2)	(under SEBI(Share based		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Total Non-Promoter-Non Pub	lic Sh	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00			0



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

Sr. No	Name I	Details of th		Name Details of the re	egistered owner	Nationality		exercise of right of	Date of creation / acquisition
	Name	PAN/ Passport	Nationality	Name	PAN / Passport No. in case of a foreign	Nationality	Shares	oy virtue of:	of significant beneficial
		No. in			national		Voting rights		interest
		case of a foreign national					Rights on distributable dividend or any other		(IV)
		national					distribution Exercise of control Exercise of		
							significant influence		
1	Pawan Munjal		Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.04%	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
				Pawan Munjal (As Karta of HUF)	AAAHP8709F		Shares	0.02%	30/09/2011
				Pawan Munjal Family Trust (Pawan Munjal & Aniesha Munjal)	AADTP7163J		Shares	0.08%	07/04/2020
				Pawan Munjal (Direct Holding)	ACGPM7510D		Shares	0.02%	23/09/2011
2	Suman Kant		Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.04%	30/11/2007
	Munjal			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
				Suman Kant Munjal (As Karta of HUF)	AALHS3160E		Shares	0.01%	30/09/2011
				Suman Kant Munjal (Direct Holding)	ABMPM8075A		Shares	0.05%	08/06/2007
3	Renu Munjal		Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.04%	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	1	Shares	0.00%	08/06/2007
				RK Munjal & Sons Trust (Renu Munjal)	AADTR5228G]	Shares	0.00% (8000 shares)	08/04/2020
				Renu Munjal (Direct Holding)	AIBPM4926G	1	Shares	0.06%	11/06/2010
4	Renuka Munjal		Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.04%	30/11/2007
				Pawan Munjal, Renu Munjal and Suman Kant Munjal (on behalf of Brijmohan Lal Om Parkash, Partnership Firm)			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
			<u> </u>	Renuka Munjal (Direct Holding)	ADQPM8086R		Shares	0.02%	16/09/2011
5	Santosh Munjal*		Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.04%	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
	1			Santosh Munjal (Direct Holding)	ADZPM3513A		Shares	0.00%	06/05/2016

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, Mrs. Renuka Munjal and Mr. Suman Kant Munjal, except their direct holding and holding through Trust & HUF which is given separately.



^{*}Mrs. Santosh Munjal had expired on April 2, 2021.