

February 09, 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: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

Re: E-mail to shareholders intimating about deduction of tax at source (TDS) on interim and special dividend

Dear Sir(s),

Please find enclosed a specimen of the e-mail which has been sent to the shareholders, whose email addresses are registered with their Depository Participant / Registrar and Share Transfer Agent, intimating about the applicable provisions of the Income-tax Act, 1961, as amended by the Finance Act, 2020, relating to the TDS on the interim and special dividend declared and to be paid by the Company and the procedure to be followed by the shareholders for submission of relevant forms, documents, etc.

In addition, as a good practice, the unaudited financial results for the quarter and nine months ended on December 31, 2023, approved by the Board at its meeting held on February 9, 2024 were also shared with the aforesaid e-mail.

This is for your information and further dissemination.

Thanking you,

For Hero MotoCorp Limited

Dhiraj Kapoor
Company Secretary & Compliance Officer

Encl.: As above

Hero MotoCorp Ltd.

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





Hero MotoCorp Ltd.

Registered Office: The Grand Plaza, Plot No.2,
Nelson Mandela Road, Vasant Kunj - Phase -II, New Delhi – 110070, India
CIN: L35911DL1984PLC017354 Phone: +91-11-46044220 Fax: +91-11-46044399
Email: secretarialho@heromotocorp.com, Website: www.heromotocorp.com

Dear Shareholder,

**Sub: Hero MotoCorp Limited – Unaudited Financial Results and Press Release for Q3
FY 2023-24 and Deduction of tax at source on Interim Dividend declared for
FY 2023-24**

Dear Shareholder,

As communicated to the stock exchanges, the Board of Directors of your Company, at its meeting held on February 9, 2024, has approved the Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended December 31, 2023.

As a good corporate governance practice, we are emailing the financial results to those shareholders whose email-Ids are registered with their Depository Participant/ Registrar and Share Transfer Agent. A copy of the said results is available on the link given below for your information. You may also access the Press Release issued in this regard from the website of the Company at www.heromotocorp.com.

Unaudited Standalone and Consolidated Financial Results for the quarter and nine months ended December 31, 2023	Click Here
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The Board has also declared an interim dividend @ 3750% i.e. Rs. 75/- and a special dividend @ 1250% i.e. Rs. 25/- per equity share, taking the overall interim dividend @5000% i.e. Rs 100/- per equity share for the financial year 2023-24 commemorating the centennial year of Chairman Emeritus Dr. Brijmohan Lall Munjal. The dividend will be paid to eligible shareholders within 30 days of the date of its declaration.

As you may be aware, in terms of the provisions of the Income Tax Act, 1961 ('the Act'), as amended by the Finance Act, 2020, dividend declared and paid by a Company on or after 1st April, 2020 shall be taxable in the hands of the shareholders. The Company will, therefore, be required to deduct tax at source ("TDS") on the distribution of dividend income to its shareholders at the applicable rates as per the provisions of the Act for Resident and Non-Resident shareholder categories as follows:

I. FOR RESIDENT SHAREHOLDERS:

For resident shareholders, generally, the tax will be deducted at source under Section 194 of the Act @ 10% on the amount of dividend, provided a valid Permanent Account

Number ('PAN') is provided by the shareholder. If valid PAN is not submitted, tax would be deducted @ 20% as per Section 206AA of the Act.

a. Resident individual shareholders:

No tax shall be deducted on the dividend payable to resident individuals, if –

- i. Total dividend distributed or paid or likely to be distributed or paid by the Company to the shareholder during the Financial Year 2023-24 does not exceed Rs. 5,000/-. In other words, if the aggregate dividend (viz. all dividends like, final, interim, special, etc., already paid or likely to be paid, put together) exceeds Rs 5,000 during the FY 2023-24, TDS amount will be deducted on the aggregate amount including dividend paid already, if any, from the dividend being paid now;
- ii. The shareholder, being an individual provides a valid declaration in prescribed Form 15G (Form 15H in case of an individual above the age of 60 years), subject to eligibility conditions being met. As per Section 206AA of the Act, the declaration would not be valid if it does not contain valid PAN of the person making the declaration. If the recipient makes a declaration without his / her valid PAN, TDS would be deducted @ 20% as per Section 206AA of the Act.

Blank Form 15G and 15H* can be downloaded from the link given at the end of this communication or from the website of the Company viz. <https://www.heromotocorp.com/en-in/investor-downloads.html> or from website of income tax <https://incometaxindia.gov.in/pages/downloads/most-used-forms.aspx>

***Note:** The shareholders need to submit a new Form 15G or 15H as applicable each time, as the eligibility conditions may be breached by virtue of the dividend already paid to them in the same financial year.

b. Resident Shareholders other than individuals:

In case of a certain class of resident shareholders other than individuals who are covered under provisions of Section 194 or Section 196 or Section 197A of the Act, no tax shall be deducted at source ('nil rate'), provided sufficient documentary evidence thereof, along with exemption notification, if any, as per the relevant provisions of the Act, to the satisfaction of the Company, is submitted. This illustratively includes providing the following:

- i. **Insurance Companies** (Public & other insurance companies): Self-declaration that it has a full beneficial interest with respect to the shares not owned by it, if any, along with a self-attested copy of valid PAN card and certificate of registration with Insurance Regulatory and Development Authority of India (IRDAI)..
- ii. **Mutual Funds:** Self-declaration that they are specified and covered under Section 10 (23D) of the Act along with a self-attested copy of valid PAN card and registration certificate.

- iii. **Alternative Investment Fund ('AIF') established/incorporated in India** - Self-declaration that its income is exempt under Section 10 (23FBA) of the Act and they are governed by SEBI Regulations as Category I or Category II AIF along with a self-attested copy of the valid PAN card and registration certificate.
- iv. **New Pension System (NPS) Trust:** Self-declaration that it qualifies as NPS trust and income is eligible for exemption under section 10(44) of the Act and being regulated by the provisions of the Indian Trusts Act, 1882 along with self-attested copy of the PAN card.
- v. **Corporation established by or under a Central Act** which is, under any law for the time being in force, exempt from income-tax on its income: Self-declaration specifying the specific Central Act under which such corporation is established and that their income is exempt under the provisions of the Act along with a self-attested copy of the valid PAN card and registration certificate.
- vi. **Other Resident Non Individual Shareholders:** Shareholders who are exempted from the provisions of TDS as per Section 194 of the Act and who are covered under Section 196 of the Act shall also not be subjected to any TDS, provided they submit an attested copy of the valid PAN along with the documentary evidence in relation to the same.

Application of Nil rate at the time of tax deduction / withholding on dividend amounts will depend upon the completeness to the satisfaction of the Company, of the documents submitted by such shareholders.

Notwithstanding anything contained above, in case where the shareholders provide a certificate under Section 197 of the Act for lower / NIL withholding of taxes, the rate specified in the said certificate shall be considered based on submission of self-attested copy of the same.

Note: please download the Self-declaration form from the link given at the end of this communication or from the following link to the Company's website:-

<https://www.heromotocorp.com/en-in/investor-downloads.html>

II. NON-RESIDENT SHAREHOLDERS INCLUDING FOREIGN PORTFOLIO INVESTORS (FPIs)/ FOREIGN INSTITUTIONAL INVESTORS (FIIs) AND SPECIFIED FUND ('NON-RESIDENT PAYEE')

- i. In case of a non-resident payee, tax is required to be withheld in accordance with the following provisions of the Act:
 - Section 195 - at rates in force
 - Section 196D (1) in case of FPIs and FIIs - @ 20% plus applicable surcharge and cess.
 - Section 196D (1A) in case of specified fund referred to in clause (c) of the Explanation to clause (4D) of Section 10 of the Act - @ 10% plus applicable surcharge and cess.

In case of FIIs/FPIs/Specified Fund covered under Section 196D of the Act,

necessary documents in support thereof along with a self-attested copy of valid PAN card and registration certificate have to be provided.

As per Section 90 or Section 90A of the Act, a non-resident payee covered under Section 195 and FPIs/FILs covered under Section 196D (1) above has the option to be governed by the provisions of the Double Taxation Avoidance Agreement ('DTAA')** read with Multilateral Instrument ('MLI'), if applicable, between India and the country of tax residence of the shareholder, if they are more beneficial to the shareholder. For this purpose, i.e. to avail the DTAA benefits read with MLI (if applicable), the non-resident shareholder will have to provide certain documents, namely:

- Self-attested copy of valid PAN Card, if any, allotted by the Indian Income Tax authorities;
- Self-attested copy of Tax Residency Certificate ('TRC') obtained from the tax authorities of the country of which the shareholder is resident, valid as on date of payment;
- Shareholders have to file the Form 10F electronically as mandated by the CBDT vide Notification No. 03/2022 dated 16th July 2022 (if all the details required in this form are not mentioned in the TRC). The form has to be furnished on the e-filing website- <https://www.incometax.gov.in/iec/foportal>,

Self-declaration by the non-resident payee containing such particulars/confirmation as would be relevant to be governed by and/ or avail benefits, if any, under the applicable DTAA read with MLI***

***Please download from the link given at the end of this communication or from the Company's website viz. <https://www.heromotocorp.com/en-in/investor-downloads.html>

Application of beneficial DTAA rates at the time of tax deduction / withholding on dividend amounts will depend upon the completeness and satisfactory review by the Company, of the documents submitted by the non-resident payee. If required, the documents may further be corroborated by supporting such as opinion from an accounting firm or a law firm which categorically confirms the eligibility of the shareholder to obtain DTAA benefits particularly pertaining to the lower rate of taxation of dividends prescribed under the specific article of the DTAA read with MLI.

**Note: In case of a shareholder being a tax resident of Singapore, please furnish the letter issued by the competent authority or any other evidences demonstrating the non-applicability of Article 24 - Limitation of Relief under India-Singapore Double Taxation Avoidance Agreement (DTAA).

- ii. **Tax resident of any notified jurisdictional area** - Where any shareholder is a tax resident of any country or territory notified as a notified jurisdictional area under Section 94A(1) of the Act, tax will be deducted at source at the rate of 30% or at the rate specified in the relevant provision of the Act or at the rate(s) in force, whichever is higher, from the dividend payable to such shareholder in accordance

with Section 94A(5) of the Act.

Notwithstanding anything contained above, in the case where the shareholders provide a certificate under Section 197 of the Act for lower / NIL withholding of taxes, the rate specified in the said certificate shall be considered based on submission of self-attested copy of the same.

III. SHAREHOLDERS HAVING MULTIPLE ACCOUNTS UNDER DIFFERENT STATUS / CATEGORY:

Shareholders holding shares under multiple accounts under different status / category and single PAN, may note that, higher of the tax as applicable to the status in which shares are held under a PAN will be considered on their entire holding in different accounts.

IV. APPLICABILITY OF SECTION 206AB TO ALL SHAREHOLDERS (RESIDENT AND NON-RESIDENT)

Effective July 1, 2021, Finance Act, 2021 has inserted Section 206AB of the Act for non-filers of income-tax return providing that where TDS is required to be deducted under Chapter XVIIIB (other than Sections 192, 192A, 194B, 194BA, 194BB, 194-IA, 194-IB, 194LBC, 194M or 194N) on any sum or income or amount paid, or payable or credited, by a person to a specified person, the tax shall be deducted at the higher of the below rates:-

- a. at twice the rate specified in the relevant provision of the Act; or
- b. at twice the rate or rates in force; or
- c. at the rate of 5%.

Further, sub section (2) of Section 206AB of the Act provides that where Sections 206AA and 206AB are applicable i.e. the specified person has not submitted the PAN as well as not filed the income tax return, the tax shall be deducted at the higher of the two rates provided in the aforesaid sections.

As per Central Board of Direct Taxes vide Circular No. 11 of 2021 dated June 21, 2021, for determining TDS rate on Dividend, the Company will be using functionality of the Income-tax department to determine the applicability of Section 206AB of the Act.

The term 'specified person' is defined in sub section (3) of Section 206AB of the Act to mean a person who satisfies all the following conditions:

- a. A person who has not furnished the return of income for the assessment year relevant to the previous year immediately preceding the financial year in which tax is required to be deducted, for which the time limit for furnishing the return of income under Section 139(1) of the I-T Act has expired; and
- b. The aggregate of TDS and Tax Collected at Source in his case is Rs. 50,000 or more in the said previous year.

Specified persons shall not include following:

- a. The non-resident who does not have a permanent establishment in India is excluded from the scope of a specified person.
- b. A person who is not required to furnish the return of income for the assessment year relevant to the said previous year and is notified by the Central Government in the Official Gazette in this behalf.

V. MANDATORY LINKING OF AADHAR WITH PAN

As per the provisions of section 139AA(2) of the Act read with 114AAA of the Income Tax Rules, 1962 shareholders are mandatorily required to link Aadhar with their PAN. In case the Aadhar is not linked with PAN by the shareholder, PAN will be considered Inoperative or Invalid and TDS will be deducted at higher rate as prescribed under section 206AA of the Act instead of the applicable rate.

In this regard, the Company shall assess the 'Inoperative PAN' based on the functionality provided by the Income Tax Department.

VI. DECLARATION UNDER RULE 37BA OF IT RULES, 1962

In case dividend income under the provisions of the Act is chargeable to tax in hands of any person (holding shares on behalf of registered shareholders or acting as a custodian) other than the Registered Shareholder, then, a declaration to that effect is required to be submitted in terms of section 199 of the Act read with Rule 37BA of the Income Tax Rules, 1962 (format attached herewith). On such submission, the Company will deduct tax in the name of such person, which would be due compliance of law on the part of the Company.

Notes:

- All the above referred tax rates will be enhanced by surcharge and cess, as applicable.
- To enable us to determine the appropriate TDS / withholding tax rate applicability, the aforementioned documents are required to be uploaded with the Registrar and Share Transfer Agent viz. KFin Technologies Private Limited ("RTA") at <https://ris.kfintech.com/form15/> not later than **February 16, 2024**. Further, the Resident Non-Individual members such as Insurance companies, Mutual Funds, Alternative Investment Fund (AIF) and other domestic financial institutions established in India and Non-Resident Non-Individual Members such as Foreign Portfolio Investors may submit the relevant forms, declarations and documents through their respective custodians who are registered with NSDL for tax services, on or before **February 16, 2024**. No communication on the tax determination / deduction shall be entertained thereafter.
- For all documents being uploaded by the shareholder, the shareholder undertakes to send the original document(s) on request by the Company.
- In case tax on dividend is deducted at a higher rate in the absence of receipt of the aforementioned details / documents on time, you would still have an option of claiming refund of the higher tax paid at the time of filing your income tax return. No

claim shall lie against the Company for such taxes deducted.

- Post payment of dividend TDS certificate will be emailed at your registered email ID on or before the due date prescribed as per the provisions of Act read with Income Tax Rule, 1962.
- In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy, or omission of information provided/ to be provided by the Shareholder(s), such Shareholder(s) will be responsible to indemnify the Company and provide all the relevant information/ documents to the Company and co-operate in appellate proceedings, if initiated.
- Above communication on TDS sets out the provisions of law in a summary manner only and does not purport to be a complete analysis or listing of all potential tax consequences. Shareholders should consult with their own tax advisors for the tax provisions that may be applicable to them.
- All communications/ queries in this respect should be addressed and sent to einward.ris@kfintech.com

We also request you to register your email IDs, mobile numbers and update your bank account details with your Depository Participant for receiving electronic credit of dividends directly into your bank accounts, in case you are holding shares in electronic form or with the RTA in case of holdings in physical form.

Yours faithfully,

For Hero MotoCorp Limited

Dhiraj Kapoor
Company Secretary & Compliance Officer

[Click here](#) to download - 15H

[Click here](#) to download - 15G

[Click here](#) to download – Self declaration for Resident SH other than Individuals

[Click here](#) to download - Self declaration for DTAA applicability

[Click here](#) to download - Declaration under Rule 37BA

The information set out herein above is included for general information purposes only and does not constitute legal or tax advice. Since the tax consequences are dependent on facts and circumstances of each case, the shareholders are advised to consult their own tax advisors with respect to specific tax implications arising out of receipt of dividend.

¹FORM NO. 15H

[See section 197A(1C) and rule 29C]

Declaration under section 197A(1C) to be made by an individual who is of the age of sixty years or more claiming certain incomes without deduction of tax.**PART I**

1. Name of Assessee (Declarant)		2. Permanent Account Number or Aadhaar Number of the Assessee ¹		3. Date of Birth ² (DD/MM/YYYY)	
4. Previous year(P.Y.) ³ (for which declaration is being made)		5. Flat/Door/Block No.		6. Name of Premises	
7. Road/Street/Lane		8. Area/Locality		9. Town/City/District	
				10. State	
11. PIN	12. Email		13. Telephone No. (with STD Code) and Mobile No.		
14 (a) Whether assessed to tax ⁴ :				Yes	No
(b) If yes, latest assessment year for which assessed					
15. Estimated income for which this declaration is made					
16. Estimated total income of the P.Y. in which income mentioned in column 15 to be included ⁵					
17. Details of Form No.15H other than this form filed for the previous year, if any ⁶					
Total No. of Form No.15H filed		Aggregate amount of income for which Form No.15H filed			
18. Details of income for which the declaration is filed					
Sl. No.	Identification number of relevant investment/account, etc. ⁷	Nature of income	Section under which tax is deductible	Amount of income	

.....
Signature of the Declarant

1. Substituted by the IT (Fourteenth Amdt.) Rules, 2015, w.e.f. **1-10-2015**. Earlier Form No. 15H was amended by the IT (Fifth Amdt.) Rules, 1982, w.e.f. 21-6-1982, IT (Fifth Amdt.) Rules, 1989, w.r.e.f. 1-4-1988, IT (Fourteenth Amdt.) Rules, 1990, w.e.f. 20-11-1990, IT (Twelfth Amdt.) Rules, 1992, w.e.f. 1-6-1992, IT (Seventh Amdt.) Rules, 1995, w.e.f. 1-7-1995, IT (Thirty-second Amdt.) Rules, 1999, w.e.f. 19-11-1999, IT (Twelfth Amdt.) Rules, 2002, w.e.f. 21-6-2002, IT (Eighth Amdt.) Rules, 2003, w.e.f. 9-6-2003, IT (Fourteenth Amdt.) Rules, 2003, w.e.f. 1-8-2003 and IT (Second Amdt.) Rules, 2013, w.e.f. 19-2-2013.

Declaration/Verification⁸

I do hereby declare that I am resident in India within the meaning of section 6 of the Income-tax Act, 1961. I also hereby declare that to the best of my knowledge and belief what is stated above is correct, complete and is truly stated and that the incomes referred to in this form are not includible in the total income of any other person under sections 60 to 64 of the Income-tax Act, 1961. I further declare that the tax on my estimated total income including *income/incomes referred to in column 15 *and aggregate amount of *income/incomes referred to in column 17 computed in accordance with the provisions of the Income-tax Act, 1961, for the previous year ending on relevant to the assessment year will be *nil*.

Place:

.....

Date:

Signature of the Declarant

PART II

[To be filled by the person responsible for paying the income referred to in column 15 of Part I]

1. Name of the person responsible for paying		2. Unique Identification No. ⁹	
3. Permanent Account Number or Aadhaar Number of the person responsible for paying	4. Complete Address		5. TAN of the person responsible for paying
6. Email	7. Telephone No. (with STD Code) and Mobile No.	8. Amount of income paid ¹⁰	
9. Date on which Declaration is received (DD/MM/YYYY)		10. Date on which the income has been paid/credited (DD/MM/YYYY)	

Place:

.....

Date:

Signature of the person responsible for paying the income referred to in column 15 of Part I

*Delete whichever is not applicable.

1. As per provisions of section 206AA(2), the declaration under section 197A(1C) shall be invalid if the declarant fails to furnish his valid Permanent Account Number or Aadhaar Number.
2. Declaration can be furnished by a resident individual who is of the age of 60 years or more at any time during the previous year.
3. The financial year to which the income pertains.
4. Please mention "Yes" if assessed to tax under the provisions of Income-tax Act, 1961 for any of the assessment year out of six assessment years preceding the year in which the declaration is filed.
5. Please mention the amount of estimated total income of the previous year for which the declaration is filed including the amount of income for which this declaration is made.
6. In case any declaration(s) in Form No. 15H is filed before filing this declaration during the previous year, mention the total number of such Form No. 15H filed along with the aggregate amount of income for which said declaration(s) have been filed.
7. Mention the distinctive number of shares, account number of term deposit, recurring deposit, National Savings Schemes, life insurance policy number, employee code, etc.
8. Before signing the declaration/verification, the declarant should satisfy himself that the information furnished in this form is true, correct and complete in all respects. Any person making a false statement in the declaration shall be liable to prosecution under section 277 of the Income-tax Act, 1961 and on conviction be punishable—

- (i) in a case where tax sought to be evaded exceeds twenty-five lakh rupees, with rigorous imprisonment which shall not be less than six months but which may extend to seven years and with fine;
- (ii) in any other case, with rigorous imprisonment which shall not be less than three months but which may extend to two years and with fine.

9. The person responsible for paying the income referred to in column 15 of Part I shall allot a unique identification number to all the Form No. 15H received by him during a quarter of the financial year and report this reference number along with the particulars prescribed in rule 31A(4)(vii) of the Income-tax Rules, 1962 in the TDS statement furnished for the same quarter. In case the person has also received Form No.15G during the same quarter, please allot separate series of serial number for Form No.15H and Form No.15G.

10. The person responsible for paying the income referred to in column 15 of Part I shall not accept the declaration where the amount of income of the nature referred to in section 197A(1C) or the aggregate of the amounts of such income credited or paid or likely to be credited or paid during the previous year in which such income is to be included exceeds the maximum amount which is not chargeable to tax after allowing for deduction(s) under Chapter VI-A, if any, or set off of loss, if any, under the head “income from house property” for which the declarant is eligible. For deciding the eligibility, he is required to verify income or the aggregate amount of incomes, as the case may be, reported by the declarant in columns 15 and 17.

¹**[Provided that such person shall accept the declaration in a case where income of the assessee, who is eligible for rebate of income-tax under section 87A, is higher than the income for which declaration can be accepted as per this note, but his tax liability shall be nil after taking into account the rebate available to him under the said section 87A.]**

1. Inserted by Income-tax (4th Amendment) Rules, 2019, w.e.f. **22-5-2019**.

INCOME-TAX RULES, 1962

FORM NO. 15G

[See section 197A(1), 197A(1A) and rule 29C]

Declaration under section 197A(1) and section 197A(1A) to be made by an individual or a person (not being a company or firm) claiming certain incomes without deduction of tax

PART I

1. Name of Assessee (Declarant)		2. PAN of the Assessee ¹		
3. Status ²	4. Previous year(P.Y.) ³ (for which declaration is being made)		5. Residential Status ⁴	
6. Flat/Door/Block No.	7. Name of Premises	8. Road/Street/Lane	9. Area/Locality	
10. Town/City/District	11. State	12. PIN	13. Email	
14. Telephone No. (with STD Code) and Mobile No.	15 (a) Whether assessed to tax under the Income-tax Act, 1961 ⁵ :		Yes <input type="checkbox"/>	No <input type="checkbox"/>
	(b) If yes, latest assessment year for which assessed			
16. Estimated income for which this declaration is made		17. Estimated total income of the P.Y. in which income mentioned in column 16 to be included ⁶		
18. Details of Form No. 15G other than this form filed during the previous year, if any ⁷				
Total No. of Form No. 15G filed		Aggregate amount of income for which Form No.15G filed		
19. Details of income for which the declaration is filed				
Sl. No.	Identification number of relevant investment/ account, etc. ⁸	Nature of income	Section under which tax is deductible	Amount of income

.....
*Signature of the Declarant*⁹

Declaration/Verification¹⁰

*I/We..... do hereby declare that to the best of *my/our knowledge and belief what is stated above is correct, complete and is truly stated. *I/We declare that the incomes referred to in this form are not includible in the total income of any other person under sections 60 to 64 of the Income-tax Act, 1961. *I/We further declare that the tax *on my/our estimated total income including *income/incomes referred to in column 16 *and aggregate amount of *income/incomes referred to in column 18 computed in accordance with the provisions of the Income-tax Act, 1961, for the previous year ending on relevant to the assessment year will be *nil*. *I/We also declare that *my/our *income/incomes referred to in column 16 *and the aggregate amount of *income/incomes referred to in column 18 for the previous year ending on relevant to the assessment year will not exceed the maximum amount which is not chargeable to income-tax.

Place:

Date:

.....
*Signature of the Declarant*⁹

1. Substituted by IT (Fourteenth Amdt.) Rules 2015, w.e.f. **1-10-2015**. Earlier Form No. 15G was inserted by the IT (Fifth Amdt.) Rules, 1982, w.e.f. 21-6-1982 and later on amended by the IT (Fifth Amdt.) Rules, 1989, w.r.e.f. 1-4-1988, IT (Fourteenth Amdt.) Rules, 1990, w.e.f. 20-11-1990 and IT (Twelfth Amdt.) Rules, 2002, w.e.f. 21-6-2002 and substituted by the IT (Eighth Amdt.) Rules, 2003, w.e.f. 9-6-2003 and IT (Second Amdt.) Rules, 2013, w.e.f. 19-2-2013.

PART II

[To be filled by the person responsible for paying the income referred to in column 16 of Part I]

1. Name of the person responsible for paying		2. Unique Identification No. ¹¹	
3. PAN of the person responsible for paying	4. Complete Address		5. TAN of the person responsible for paying
6. Email	7. Telephone No. (with STD Code) and Mobile No.		8. Amount of income paid ¹²
9. Date on which Declaration is received (DD/MM/YYYY)		10. Date on which the income has been paid/credited (DD/MM/YYYY)	

Place: Signature of the person responsible for paying

Date: the income referred to in column 16 of Part I

*Delete whichever is not applicable.

¹As per provisions of section 206AA(2), the declaration under section 197A(1) or 197A(1A) shall be invalid if the declarant fails to furnish his valid Permanent Account Number (PAN).

²Declaration can be furnished by an individual under section 197A(1) and a person (other than a company or a firm) under section 197A(1A).

³The financial year to which the income pertains.

⁴Please mention the residential status as per the provisions of section 6 of the Income-tax Act, 1961.

⁵Please mention "Yes" if assessed to tax under the provisions of Income-tax Act, 1961 for any of the assessment year out of six assessment years preceding the year in which the declaration is filed.

⁶Please mention the amount of estimated total income of the previous year for which the declaration is filed including the amount of income for which this declaration is made.

⁷In case any declaration(s) in Form No. 15G is filed before filing this declaration during the previous year, mention the total number of such Form No. 15G filed along with the aggregate amount of income for which said declaration(s) have been filed.

⁸Mention the distinctive number of shares, account number of term deposit, recurring deposit, National Savings Schemes, life insurance policy number, employee code, etc.

⁹Indicate the capacity in which the declaration is furnished on behalf of a HUF, AOP, etc.

¹⁰Before signing the declaration/verification, the declarant should satisfy himself that the information furnished in this form is true, correct and complete in all respects. Any person making a false statement in the declaration shall be liable to prosecution under section 277 of the Income-tax Act, 1961 and on conviction be punishable-

(i) in a case where tax sought to be evaded exceeds twenty-five lakh rupees, with rigorous imprisonment which shall not be less than six months but which may extend to seven years and with fine;

(ii) in any other case, with rigorous imprisonment which shall not be less than three months but which may extend to two years and with fine.

¹¹The person responsible for paying the income referred to in column 16 of Part I shall allot a unique identification number to all the Form No. 15G received by him during a quarter of the financial year and report this reference number along with the particulars prescribed in

rule 31A(4)(vii) of the Income-tax Rules, 1962 in the TDS statement furnished for the same quarter. In case the person has also received Form No.15H during the same quarter, please allot separate series of serial number for Form No.15G and Form No.15H.

¹²The person responsible for paying the income referred to in column 16 of Part I shall not accept the declaration where the amount of income of the nature referred to in sub-section (1) or sub-section (1A) of section 197A or the aggregate of the amounts of such income credited or paid or likely to be credited or paid during the previous year in which such income is to be included exceeds the maximum amount which is not chargeable to tax. For deciding the eligibility, he is required to verify income or the aggregate amount of incomes, as the case may be, reported by the declarant in columns 16 and 18.

(ON THE LETTER HEAD OF SHAREHOLDER)

Hero Motocorp Limited

Date: / / 2024

Registered & Corporate Office:

The Grand Plaza, Plot No.2,

Nelson Mandela Marg, Vasant Kunj Phase-2,

New Delhi - 110 070, India

Dear Sir/Madam,

Re: Declaration of exemption from taxes deducted at source ("TDS") for the financial year 2023-24 (ending on March 31, 2024)

1. I/We, «Full name of the shareholder», holding share/shares of the Company as on the record date, hereby declare that I am / we are tax resident of India for the period April 2023 - March 2024 (Indian Fiscal Year).

2. I/We hereby declare that **(Strike out whatever is not applicable)**

*We are a Mutual Fund as specified in Section 10(23D) of the Income Tax Act, 1961 and are the beneficial owner of the share/shares held in the Company;

OR

*We are **(type of the entity)** and are the beneficial owner of the share/shares held in the Company; and are not subject to withholding tax as per section 194/196/ 197A of the Income Tax Act, 1961;

OR

*We are an Insurance Company as specified in section 194 of the Income Tax Act, 1961 and are the beneficial owner of the share/ shares held in the Company or have full beneficial interest in the share/shares;

OR

*We are an Alternative Investment Fund (AIF) established in India and are the beneficial owner of the share/shares held in the Company; and our income is exempt under Section 10(23FBA) of the Act. Therefore, we are eligible for exemption from TDS provisions under the Income Tax Act, 1961 as specified in CBDT Notification No. 51/2015.

We are governed by SEBI regulations as Category I or Category II AIF and we also affirm that income from such shares is not categorized as Income under the 'Profits and gains from business or profession'.

OR

*We qualify as NPS trust and our income is eligible for exemption under section 10(44) of the Act and being regulated by the provisions of the Indian Trusts Act, 1882 and are the beneficial owner of the share/shares held in the Company;

3. Following self-attested copy of the documentary evidence enclosed as a proof of exemption:
(Please specify the document/s)
4. I/We will indemnify and hold harmless the Company for any tax, interest, penalty or related cost that the Company may incur due to non-withholding or withholding of tax at lower rate arising out of any acts of commission or omission initiated by the Company by relying on my/our above averment.
5. I/We hereby confirm that the above declaration should be considered to be applicable for all the shares held in the Company under PAN / accounts declared in the form.
6. I/We hereby confirm that the declarations made above are complete, true and bona fide.

Yours faithfully,

For [NAME OF SHAREHOLDER]

Authorized Signatory (Name and designation)

Email Address (Please mention)

Contact Number (Please mention)

Contact Address (Please mention)

(On the Letter Head of the (Name of the Non resident shareholder)

Declaration dated _ / _ / 2024

To

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

- **(Name of the Non-resident shareholder)** is a company/firm/individual **<<strike off what is not applicable>>** registered/incorporated under the laws of _____ **(country)**.
- **(Name of the Non-resident shareholder)** is a non-resident of India under section 6 of the Income Tax Act, 1961 (“the Act”) during the year 1 April 2023 to 31 March 2024.
- We are a tax resident of _____ **(country)** within the meaning of Article 4 of the Government of Republic of India - _____ **(country)** Double Taxation Avoidance Agreement (‘DTAA’). We hereby furnish a copy of Tax Residency Certificate (‘TRC’) [dated _____ Taxpayer Identification Number: _____] issued by the **<<Relevant tax authority>>** confirming the same.
- We confirm that we are entitled to claim benefits under the Government of Republic of India - _____ **(country)** DTAA as modified by the Multilateral Instrument (‘MLI’), (wherever applicable) and that all its relevant provisions of the MLI are fulfilled including the “Principal Purpose Test” in order to implement tax treaty related measures to prevent base erosion and profit shifting signed by India and _____ **(country)**.
- We hereby further confirm that obtaining the benefit of the DTAA by way of lower withholding tax on dividend, is not one of the principal purposes of the arrangement or transaction that resulted directly or indirectly in that benefit and that the arrangement is not covered under impermissible avoidance arrangement
- Our Indian Permanent Account Number is _____./We do not have a PAN allotted to us by Indian income-tax authorities **<<strike off what is not applicable>>**.
- We do not have and do not foresee to have a taxable presence, fixed base or Permanent Establishment (‘PE’) in India as defined in Article 5 of the India - (country) DTAA (read with the amendments made by MLI).
- We do not have any business connection (including significant economic presence) in India as per the Indian Income- tax Act, 1961 read with Income-tax Rules, 1962 and do not carry out any

¹ Reference to MLI may be given where respective country has signed MLI

operations in India. <<strike off what is not applicable>>

- We confirm that we do not/ will not have our Place of Effective Management in India as per section 6 of the Act during the year 1 April 2023 to 31 March 2024 during the period 1st April 2023 to 31st March 2024.
- As required to claim the benefits of the lower tax rate under the applicable DTAA in relation to the dividend income to be received by me / us from the Company.
- I / We specifically confirm that I /We am/ are the beneficial owner of the above referred equity shares of the Company and the dividend income receivable from the Company in relation to the said shares.
- I/ We further declare that I/ we have the right to use and enjoy the dividend received/ receivable from the above shares and such right is not constrained by any contractual and/ or legal obligation to pass on such dividend to another person.
- Further, our claim for relief under the tax treaty is not restricted by application of Limitation of Benefit clause, if any, thereunder.
- This declaration is valid for the period 1 April 2023 to 31 March 2024.
- The information given above is true to the best of our knowledge and belief and no relevant information has been concealed. In case of change in facts, we will inform Hero MotoCorp Limited at the earliest.
- In the event that any of the conditions above are found to have not been satisfied or there is misrepresentation of facts by (Name of the shareholder) and the Indian tax authorities do not allow the benefit under the DTAA as modified by MLI, (Name of shareholder) shall indemnify Hero MotoCorp Limited for any additional tax recoverable under the Act, on account of lower withholding of taxes by Hero MotoCorp Limited along with applicable interest and penalties, if any.

Yours faithfully,

For,

(Name of the shareholder)

Name of the Person Signing along with its Designation and Company's Stamp

Place:

[On letterhead of shareholder]

Date:

To

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

Sub: Declaration under section 199 of Income Tax Act read with Rule 37BA of the Income Tax Rules 1962

Ref: PAN – Mention PAN of Shareholder

Folio Number / DP ID/ Client ID – Mention all the account details

1. This is in reference to captioned shares of your company, which were held by _____ **[Insert Name]** on the record date on behalf of beneficial owners of such shares on account of following reason **(Mention reasons, such as joint ownership or Clearing Members, etc.)**
2. Section 199 of the Income Tax Act, 1961 ('the Act') read with Rule 37BA of the Income Tax Rules, 1962 ('the Rules') inter alia states that if the income on which the tax has been deducted at source is assessable in the hands of a person other than deductee, credit of tax deducted at source shall be given to the other person and not to the deductee.
3. For the aforesaid reasons, I/We _____ **[Insert name]** do hereby declare that the dividend on such captioned shares is includible and taxable in the hands of the beneficial owner as stated below:

Sr No.	Name	Address	PAN	Contact Number	Email id

4. We therefore request you that TDS deducted under section 194 of the Act may please be deducted in the name and PAN of the person named in above table and the certification for deduction of tax at source shall be issued in the name and PAN of the person as shown in the above table under Rule 37BA of the Rules r.w. section 199 of the Act.

5. I/ We further indemnify the Company for any consequences arising out of any acts of commission or omission initiated by the Company by relying on my/ our above averment.

Authorised Signatory

(Company seal should be affixed)