



***Shareholding Pattern
for the Quarter ended September 30, 2013***

| (1)(a) STATEMENT SHOWING SHAREHOLDING PATTERN IN CLAUSE-35 | | | |
|--|-------------------------------|--|---|
| NAME OF THE COMPANY:HERO MOTOCORP LTD. | | | |
| SCRIP CODE: | 500182 | Name of the Scrip: HEROMOTOCORP LTD. | |
| Class of Security: | EQUITY | | |
| QUARTER ENDED: | 30/09/2013 | | |
| Partly paid-up shares | No. of partly paid-up shares | As a % of total no. of partly paid-up shares | As a % of total no. of shares of the Company. |
| Held by promoter/promoter group | 0 | 0 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Outstanding convertible securities: | No. of outstanding 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 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Warrants: | No. of 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 | 0 |
| Held by Public | 0 | 0 | 0 |
| Total: | 0 | 0 | 0 |
| Total paid-up capital of the Company, assuming full conversion of warrants and convertible securities | 199687500 | 0 | 100.00 |

| S.No | CATEGORY OF SHAREHOLDER | NO OF SHARE HOLDERS | TOTAL NO. OF SHARES | NO OF SHARES HELD IN DEMAT FORM | TOTAL SHAREHOLDING AS A % | | SHARES PLEDGE OR | |
|------------|--|---------------------|---------------------|---------------------------------|---------------------------|-------------------|------------------|------------------------------|
| | | | | | AS a % of (A+B) | As a % of (A+B+C) | NUMBER OF SHARES | AS a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)= (VIII)/(IV) *100 |
| (A) | PROMOTER AND PROMOTER GROUP | | | | | | | |
| (1) | INDIAN | | | | | | | |
| (a) | Individual /HUF | 17 | 62404852 | 62404852 | 31.25 | 31.25 | 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 |
| | Sub-Total A(1) : | 20 | 79712482 | 79712482 | 39.92 | 39.92 | 0 | 0.00 |
| (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 |
| | Sub-Total A(2) : | 0 | 0 | 0 | 0.00 | 0.00 | 0 | 0.00 |
| | Total A=A(1)+A(2) | 20 | 79712482 | 79712482 | 39.92 | 39.92 | 0 | 0.00 |

| S.No | CATEGORY OF SHAREHOLDER | NO OF SHARE HOLDERS | TOTAL NO. OF SHARES | NO OF SHARES HELD IN DEMAT FORM | TOTAL SHAREHOLDING AS A % | | SHARES PLEDGE OR | |
|------------|---|---------------------|---------------------|---------------------------------|---------------------------|-------------------|------------------|------------------------------|
| | | | | | AS a % of (A+B) | As a % of (A+B+C) | NUMBER OF SHARES | AS a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)= (VIII)/(IV) *100 |
| (B) | PUBLIC SHAREHOLDING | | | | | | | |
| (1) | INSTITUTIONS | | | | | | | |
| (a) | Mutual Funds /UTI | 156 | 4023499 | 3960029 | 2.01 | 2.01 | | |
| (b) | Financial Institutions /Banks | 43 | 1890987 | 1872282 | 0.95 | 0.95 | | |
| (c) | Central Government / State Government(s) | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (d) | Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (e) | Insurance Companies | 35 | 11613126 | 11613126 | 5.82 | 5.82 | | |
| (f) | Foreign Institutional Investors | 478 | 60658982 | 60620782 | 30.38 | 30.38 | | |
| (g) | Foreign Venture Capital Investors | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (h) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0.00 | | |
| (i) | Others | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | Sub-Total B(1) : | 712 | 78186594 | 78066219 | 39.15 | 39.15 | | |
| (2) | NON-INSTITUTIONS | | | | | | | |
| (a) | Bodies Corporate | 1127 | 3189393 | 3160677 | 1.60 | 1.60 | | |
| (b) | Individuals | | | | | | | |
| | (i) Individuals holding nominal share capital upto Rs.1 lakh | 62890 | 12003157 | 8778686 | 6.01 | 6.01 | | |
| | (ii) Individuals holding nominal share capital in excess of Rs.1 lakh | 6 | 718159 | 462119 | 0.36 | 0.36 | | |
| (c) | Others | | | | | | | |

| S.No | CATEGORY OF SHAREHOLDER | NO OF SHARE HOLDERS | TOTAL NO. OF SHARES | NO OF SHARES HELD IN DEMAT FORM | TOTAL SHAREHOLDING AS A % | | SHARES PLEDGE OR | |
|------|---|---------------------|---------------------|---------------------------------|---------------------------|-------------------|------------------|------------------------------|
| | | | | | AS a % of (A+B) | As a % of (A+B+C) | NUMBER OF SHARES | AS a % |
| (I) | (II) | (III) | (IV) | (V) | (VI) | (VII) | (VIII) | (IX)= (VIII)/(IV) *100 |
| | FOREIGN BODIES | 2 | 24547008 | 24547008 | 12.29 | 12.29 | | |
| | NON RESIDENT INDIANS | 1294 | 222571 | 222501 | 0.11 | 0.11 | | |
| | CLEARING MEMBERS | 260 | 199917 | 199917 | 0.10 | 0.10 | | |
| | TRUSTS | 35 | 908219 | 908219 | 0.45 | 0.45 | | |
| (d) | Qualified Foreign Investor | 0 | 0 | 0 | 0.00 | 0.00 | | |
| | Sub-Total B(2) : | 65614 | 41788424 | 38279127 | 20.93 | 20.93 | | |
| | Total B=B(1)+B(2) : | 66326 | 119975018 | 116345346 | 60.08 | 60.08 | | |
| | Total (A+B) : | 66346 | 199687500 | 196057828 | 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 | | |
| | GRAND TOTAL (A+B+C) : | 66346 | 199687500 | 196057828 | 100.00 | 0.00 | 0 | 0.00 |

| (I) (b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group" | | | | | | | | | | | |
|--|-----------------------------------|---------------------------|--|------------------------------|---------------------------|---|--------------------------------|--|--|--|---|
| Sr.No | Name of the Shareholder | Details of Shares | | Encumbered shares (*) | | | Details of Warrants | | Details of convertible | | 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 % | 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 | |
| (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 | 0.00 | 0 | 0.00 | 8.67 |
| 2 | BRIJMOHAN LALL MUNJAL* | 12396842 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 3 | RENU MUNJAL* | 12396840 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 4 | PAWAN MUNJAL* | 12396840 | 6.21 | 0 | 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 | 0.00 | 0 | 0.00 | 6.21 |
| 6 | SUNIL KANT MUNJAL* | 12396840 | 6.21 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 6.21 |
| 7 | RENU MUNJAL | 100650 | 0.05 | 0 | 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 | 0.00 | 0 | 0.00 | 0.04 |
| 9 | PAWAN KANT MUNJAL | 32520 | 0.02 | 0 | 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 | 0.00 | 0 | 0.00 | 0.02 |
| 11 | VASUDHA MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 12 | ANIESHA MUNJAL | 32500 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 13 | PAWAN MUNJAL | 32500 | 0.02 | 0 | 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 | 0.00 | 0 | 0.00 | 0.02 |
| 15 | RENUKA MUNJAL | 32480 | 0.02 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.02 |
| 16 | RAHUL MUNJAL | 10620 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 17 | ABHIMANYU MUNJAL | 10620 | 0.01 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.01 |
| 18 | HERO HONDA FINLEASE LIMITED | 1370 | 0.00 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 0.00 |
| 19 | PUJA INVESTMENTS PVT LIMITED | 10 | 0.00 | 0 | 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 | 0.00 | 0 | 0.00 | 0.00 |
| | TOTAL : | 79712482 | 39.92 | 0 | 0.00 | 0.00 | 0 | 0.00 | 0 | 0.00 | 39.92 |

* holds on behalf of BRIJMOHAM LALL OM PRAKASH

| (I)(c) 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 | Details of warrants | | Details of convertible | | Total shares (including underlying shares assuming full conversion of warrants and convertible |
| | | | | 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 | BC INDIA PRIVATE INVESTORS II | 17141028 | 8.58 | 0 | 0.00 | 0 | 0.00 | 8.58 |
| 2 | LIFE INSURANCE CORPORATION OF INDIA | 7725053 | 3.87 | 0 | 0.00 | 0 | 0.00 | 3.87 |
| 3 | LATHE INVESTMENT PTE LTD | 7405980 | 3.71 | 0 | 0.00 | 0 | 0.00 | 3.71 |
| 4 | ABERDEEN GLOBAL INDIAN EQUITY (MAURITIUS) LIMITED | 6639276 | 3.32 | 0 | 0.00 | 0 | 0.00 | 3.32 |
| 5 | ABERDEEN GLOBAL-EMERGING MARKETS EQUITY FUND | 4780242 | 2.39 | 0 | 0.00 | 0 | 0.00 | 2.39 |
| 6 | EUROPACIFIC GROWTH FUND | 4638863 | 2.32 | 0 | 0.00 | 0 | 0.00 | 2.32 |
| 7 | ABERDEEN EMERGING MARKETS FUND | 4527815 | 2.27 | 0 | 0.00 | 0 | 0.00 | 2.27 |
| 8 | ABERDEEN EMERGING MARKETS EQUITY FUND, A SERIES OF THE ABERDEEN INSTITUTIONAL COMMINGLED FUNDS, LLC. | 2249051 | 1.13 | 0 | 0.00 | 0 | 0.00 | 1.13 |
| | | | | | | | | |
| | TOTAL : | 55107308 | 27.60 | 0 | 0.00 | 0 | 0.00 | 27.60 |

| (I)(c)(i) 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 | | | | | | | | |
|---|--|------------------------------|---|--------------------------------|--|--|---|--|
| Sr.No. | 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 | | 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 | BC INDIA PRIVATE INVESTORS II | 17141028 | 8.58 | 0 | 0.00 | 0 | 0.00 | 8.58 |
| | | | | | | | | |
| | TOTAL : | 17141028 | 8.58 | 0 | 0.00 | 0 | 0.00 | 8.58 |

| (l)(d) | STATEMENT SHOWING DETAILS OF LOCKED-IN SHARES" | | | |
|--------|--|----------------------------|---|--------------------------------|
| | | | | |
| 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 (l)(a) above} | Promoter/Promoter Group/Public |
| | | | | |
| | TOTAL : | 0 | 0 | |

| (II)(a) | STATEMENT SHOWING DETAILS OF DEPOSITORY RECEIPTS (DRS) | | | |
|---------|--|---------------------------|---|--|
| | | | | |
| Sr.No. | Type of outstanding DR (ADRs,GDRs,SDRs,etc.) | 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} |
| | | | | |
| | TOTAL : | 0 | 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 |