

October 11, 2019

Asst. Vice President, Listing Deptt.  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E),  
MUMBAI - 400 051  
Scrip Code: HEROMOTOCO

The Secretary,  
**BSE Limited**  
25<sup>th</sup> 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 the following documents in compliance with:

**1. Listing Regulations**

- (a) Statement under Regulation 13(3) for the quarter ended September 30, 2019.
- (b) Shareholding Pattern pursuant to Regulation 31(1) for the quarter ended September 30, 2019.
- (c) Certificate under Regulation 40(9) for the half year ended September 30, 2019.

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

- (a) Reconciliation of Share Capital Audit Report pursuant to Regulation 76 for the quarter ended September 30, 2019.


Kindly take the same on your records.

Thanking you,

For Hero MotoCorp Ltd.

  
(Neerja Sharma)  
Company Secretary & Chief Compliance Officer



  
Encl.: As above

**Shareholding pattern for the Quarter ended 30-09-2019**

- 1 Name of Listed Entity : HERO MOTOCORP LTD.  
2 Scrip Code/Name of Scrip/Class of Security : HEROMOTOCO (NSE); 500182 (BSE) - Equity shares  
3 Share Holding Pattern Filed under : Reg. 31(1)(b)  
4 Share Holding Pattern as on : 30th September, 2019  
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
6	Whether the Listed Entity has any significant beneficial owner?	Yes



Table I - Summary Statement holding of specified securities

Category (I)	Category of shareholder (II)	No. of Shareholders (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)	Shareholding as a % of total no. of shares (As a % of (A+B+C2)) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered		Number of equity shares held in dematerialized form (XIV)	
								No. of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total Shares held (b)
								Class X	Class Y	Total								
(A)	Promoter & Promoter Group	16	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	0.00	0	0.00	69166082		
(B)	Public	133567	130560802	0	0	130560802	65.37	130560802	0	130560802	65.37	0	0.00	NA	NA	129134607		
(C)	Non Promoter-Non Public																	
(C1)	Shares underlying DRs	0	0	0	0	0	NA	0	0	0	0.00	0	0.00	NA	NA	0		
(C2)	Shares held by Employee Trusts	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	0		
	<b>Total</b>	<b>133583</b>	<b>199726884</b>	<b>0</b>	<b>0</b>	<b>199726884</b>	<b>100.00</b>	<b>199726884</b>	<b>0</b>	<b>199726884</b>	<b>100.00</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>	<b>198300689</b>		





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

Category & Name of the Shareholders (I)	Promoter / Promoter Group	PAN (II)	No. of shareholders (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares Underlying Depository Receipts (VI)	Total no. of shares held (VII = IV+V+VI)	Shareholding calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding as a % assuming full conversion of convertible securities (as a percentage of diluted share capital) (XI) = (VII)+(X) as a % of (A+B+C2)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No. of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total shares held (b)	No. (a)		As a % of total shares held (b)
									Class X	Class Y	Total								
(1) Indian																			
(a) Individuals/Hindu undivided Family			13	28347708	0	0	28347708	14.19	28347708	0	28347708	14.19	0	0.00	0	0.00	0	0.00	28347708
Abhimanyu Munjal	Promoter Group	AHXPM6486C		10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.00	0	0.00	0	0.00	10620
Aniesha Munjal	Promoter Group	ABMPM8651J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	0	0.00	0	0.00	32500
Pawan Munjal	Promoter	ACGPM7510D		43354	0	0	43354	0.02	43354	0	43354	0.02	0	0.00	0	0.00	0	0.00	43354
Pawan Munjal (As Karta of HUF)	Promoter	AAHP8709F		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	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	AABFB0636L		27927058	0	0	27927058	13.98	27927058	0	27927058	13.98	0	0.00	0	0.00	0	0.00	27927058
Rahul Munjal	Promoter Group	AIZPM7525R		10620	0	0	10620	0.01	10620	0	10620	0.01	0	0.00	0	0.00	0	0.00	10620
Renu Munjal	Promoter	AIBPM4926G		111483	0	0	111483	0.06	111483	0	111483	0.06	0	0.00	0	0.00	0	0.00	111483
Renuka Munjal	Promoter	ADQPM8086R		32480	0	0	32480	0.02	32480	0	32480	0.02	0	0.00	0	0.00	0	0.00	32480
Santosh Munjal	Promoter	ADZPM3513A		10	0	0	10	0.00	10	0	10	0.00	0	0.00	0	0.00	0	0.00	10
Suman Kant Munjal	Promoter	ABMPM8075A		71250	0	0	71250	0.04	71250	0	71250	0.04	0	0.00	0	0.00	0	0.00	71250
Suman Kant Munjal (As Karta of HUF)	Promoter	AALHS3160E		10833	0	0	10833	0.01	10833	0	10833	0.01	0	0.00	0	0.00	0	0.00	10833
Sunil Kant Munjal	Promoter Group	AIBPM4928J		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	0	0.00	0	0.00	32500
Vasudha Dinodia	Promoter Group	AIBPM4927H		32500	0	0	32500	0.02	32500	0	32500	0.02	0	0.00	0	0.00	0	0.00	32500
(b) Central Government/State Government(s)			0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(c) Financial Institutions/Banks			0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	0	0.00	0
(d) Any Other			3	40818374	0	0	40818374	20.44	40818374	0	40818374	20.44	0	0.00	0	0.00	0	0.00	40818374
Body Corporate																			
Bahadur Chand Investments Private Limited	Promoter	AAACB6706F		39943238	0	0	39943238	20.00	39943238	0	39943238	20.00	0	0.00	0	0.00	0	0.00	39943238
Hero FinCorp Limited	Promoter Group	AAACH0157J		1370	0	0	1370	0.00	1370	0	1370	0.00	0	0.00	0	0.00	0	0.00	1370
Hero InvestCorp Private Limited	Promoter	AAACP9824A		873766	0	0	873766	0.44	873766	0	873766	0.44	0	0.00	0	0.00	0	0.00	873766
Sub-Total (A)(1)			15	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	0.00	0	0.00	0	0.00	69166082
(2) Foreign																			
(a) Individuals (Non-Resident Individuals/Foreign 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
(d) Foreign Portfolio 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)			15	69166082	0	0	69166082	34.63	69166082	0	69166082	34.63	0	0.00	0	0.00	0	0.00	69166082



**Table IIA - Unclaimed Details**

Details of shares which remain unclaimed may be given here 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

	Category & Name of the Shareholders (I)	PAN (II)	No. of Shareholders (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares Underlying Depository Receipts (VI)	Total no. of shares held (VII)=(IV+V+VI)	Shareholding calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (XI)	Number of Locked in shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No. of Voting Rights					Total as a % of (A+B+C)	No. (a)	As a % of total Shares held (b)	No. (a)		As a % of total Shares held (b)
									Class X	Class Y	Total								
(1)	Institutions																		
(a)	Mutual Funds		35	14606311	0	0	14606311	7.31	14606311	0	14606311	7.31	0	7.31	0	0.00	NA	NA	14605731
	RELIANCE CAPITAL TRUSTEE CO. LTD. -A/C RELIANCE TAX SAVER (ELSS) FUND	AAATRO090B	1	2042057	0	0	2042057	1.02	2042057	0	2042057	1.02	0	1.02	0	0.00	NA	NA	2042057
	UTI - MARKETSHARE UNIT SCHEME	AAATU1088L	1	2070346	0	0	2070346	1.04	2070346	0	2070346	1.04	0	1.04	0	0.00	NA	NA	2070346
	SBI EQUITY HYBRID FUND	AABTS6407Q	1	5923220	0	0	5923220	2.97	5923220	0	5923220	2.97	0	2.97	0	0.00	NA	NA	5923220
(b)	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 Funds		6	468464	0	0	468464	0.23	468464	0	468464	0.23	0	0.23	0	0.00	NA	NA	468464
(d)	Foreign Venture 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		734	72854152	0	0	72854152	36.48	72854152	0	72854152	36.48	0	36.48	0	0.00	NA	NA	72853942
	LAZARD EMERGING MARKETS EQUITY PORTFOLIO	AAAAL0206A	1	2601659	0	0	2601659	1.30	2601659	0	2601659	1.30	0	1.30	0	0.00	NA	NA	2601659
	WGI EMERGING MARKETS FUND, LLC	AAACW6659C	1	3650980	0	0	3650980	1.83	3650980	0	3650980	1.83	0	1.83	0	0.00	NA	NA	3650980
	GOVERNMENT PENSION FUND GLOBAL	AACCN1454E	1	2865672	0	0	2865672	1.43	2865672	0	2865672	1.43	0	1.43	0	0.00	NA	NA	2865672
(f)	Financial Institutions/Banks		31	3874817	0	0	3874817	1.94	3874817	0	3874817	1.94	0	1.94	0	0.00	NA	NA	3828602
	LIFE INSURANCE CORPORATION OF INDIA P & GS FUND	AAACL0582H	1	2895864	0	0	2895864	1.45	2895864	0	2895864	1.45	0	1.45	0	0.00	NA	NA	2895864
(g)	Insurance Companies		13	16491562	0	0	16491562	8.26	16491562	0	16491562	8.26	0	8.26	0	0.00	NA	NA	16491562
	LIFE INSURANCE CORPORATION OF INDIA	AAACL0582H	1	11057976	0	0	11057976	5.54	11057976	0	11057976	5.54	0	5.54	0	0.00	NA	NA	11057976
(h)	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																		
	BENEFICIAL HOLDINGS UNDER MGT-4		3	12008	0	0	12008	0.01	12008	0	12008	0.01	0	0.01	0	0.00	NA	NA	12008
	QUALIFIED INSTITUTIONAL BUYER		18	2817205	0	0	2817205	1.41	2817205	0	2817205	1.41	0	1.41	0	0.00	NA	NA	2817205
	Sub-Total (B)(1)		840	111124519	0	0	111124519	55.64	111124519	0	111124519	55.64	0	55.64	0	0.00	NA	NA	111077514
(2)	Central Government/State Government(s)/President of India		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
	Sub-Total (B)(2)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(3)	Non-Institutions																		
(a)	i. Individual shareholders holding nominal share capital up to Rs. 2 lakhs		127132	12351421	0	0	12351421	6.18	12351421	0	12351421	6.18	0	6.18	0	0.00	NA	NA	11011416
	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakhs		1	104000	0	0	104000	0.05	104000	0	104000	0.05	0	0.05	0	0.00	NA	NA	104000
(b)	NBFCs registered with RBI		2	380	0	0	380	0.00	380	0	380	0.00	0	0.00	0	0.00	NA	NA	380
(c)	Employee Trusts		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(d)	Overseas Depositories (Holding DRs)(balancing figure)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0.00	NA	NA	0
(e)	Any Other																		
	TRUSTS		24	2878527	0	0	2878527	1.44	2878527	0	2878527	1.44	0	1.44	0	0.00	NA	NA	2878527
	NPS TRUST- A/C LIC PENSION FUND SCHEME - STATE GOV	AABTN0648L	1	2026011	0	0	2026011	1.01	2026011	0	2026011	1.01	0	1.01	0	0.00	NA	NA	2026011
	NON RESIDENT INDIANS		2990	265647	0	0	265647	0.13	265647	0	265647	0.13	0	0.13	0	0.00	NA	NA	264967
	CLEARING MEMBERS		132	271387	0	0	271387	0.14	271387	0	271387	0.14	0	0.14	0	0.00	NA	NA	271387
	NON RESIDENT INDIAN NON REPATRIABLE		1507	345533	0	0	345533	0.17	345533	0	345533	0.17	0	0.17	0	0.00	NA	NA	345533
	BODIES CORPORATES		936	2224235	0	0	2224235	1.11	2224235	0	2224235	1.11	0	1.11	0	0.00	NA	NA	2185730
	INVESTOR EDUCATION AND PROTECTION FUND		1	995073	0	0	995073	0.50	995073	0	995073	0.50	0	0.50	0	0.00	NA	NA	995073
	FOREIGN NATIONALS		2	80	0	0	80	0.00	80	0	80	0.00	0	0.00	0	0.00	NA	NA	80
	Sub-Total (B)(3)		132727	19436283	0	0	19436283	9.73	19436283	0	19436283	9.73	0	9.73	0	0.00	NA	NA	18057093
	Total Public Shareholding (B) = (B)(1)+(B)(2)+(B)(3)		133567	130560802	0	0	130560802	65.37	130560802	0	130560802	65.37	0	65.37	0	0.00	NA	NA	129134607



Table IIIA - Persons acting in concert

Details of the shareholders acting as persons in Concert including their shareholding:				
Name of Shareholder		Name of PAC	No. of shares	Holding %
<b>Total</b>			0	0



Table IIIB - Unclaimed details

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights which are frozen etc.	
No. of Shareholders	No. of shares held
3	1700





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

(1)	Category & Name of the Shareholders (I)	PAN (II)	No. of Shareholders (III)	No. of fully paid up equity shares held (IV)	Partly paid-up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total no. of shares held (VII=IV+V+VI)	Shareholding as a % calculated as per SCRR, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total shareholding, as a % assuming full conversion of convertible Securities (as a percentage of diluted share capital) (XI)	Number of Locked in Shares (XII)		Number of Shares pledged or otherwise encumbered (XIII)		Number of equity shares held in dematerialized form (XIV)	
									No. of Voting Rights					Total as a % of (A+B+C)	No.	As a % of total shares held	No.		As a % of total shares held
									Class X	Class Y	Total								
(1)	Custodian/DR Holder		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	0		
(2)	Employee Benefit Trust (under SEBI(Share based Employee Benefit) Regulations, 2014)		0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	NA	NA	0		
	<b>Total Non-Promoter-Non Public Shareholding (C) = (C)(1)+(C)(2)</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0.00</b>			<b>0</b>		



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

Sr. No	Details of the SBO (I)			Details of the registered owner (II)			Details of holding/ exercise of right of the SBO in the reporting company, whether direct or indirect: (III)		Date of creation / acquisition of significant beneficial interest (IV)
	Name	PAN/ Passport No. in case of a foreign national	Nationality	Name	PAN / Passport No. in case of a foreign national	Nationality	Whether by virtue of:		
							Shares	%	
							Voting rights	%	
							Rights on distributable dividend or any other distribution	%	
							Exercise of control		
							Exercise of significant influence		
1	Pawan Munjal	ACGPM7510D	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	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)	AAAH8709F		Shares	0.02%	30/09/2011
				Pawan Munjal (Direct Holding)	ACGPM7510D		Shares	0.02%	23/09/2011
2	Suman Kant Munjal	ABMPM8075A	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	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
				Suman Kant Munjal (As Karta of HUF)	AALHS3160E		Shares	0.01%	30/09/2011
				Suman Kant Munjal (Direct Holding)	ABMPM8075A		Shares	0.04%	08/06/2007
3	Renu Munjal	AIBPM4926G	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	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
				Renu Munjal (Direct Holding)	AIBPM4926G		Shares	0.06%	11/06/2010
4	Renuka Munjal	ADQPM8086R	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	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
				Renuka Munjal (Direct Holding)	ADQPM8086R		Shares	0.02%	16/09/2011
5	Santosh Munjal	ADZPM3513A	Indian	Bahadur Chand Investments Private Limited	AAACB6706F	Indian	Shares	20.00%	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
				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, Mr. Pawan Munjal, Mrs. Renuka Munjal and Mr. Suman Kant Munjal, except their direct holding and holding as Karta of HUF which is given separately.

