

Hero MotoCorp Ltd.

(Formerly Hero Honda Motors Limited)

Registered Office: 34, Community Centre, Basant Lok, Vasant Vihar, New Delhi-110057,
www.heromotocorp.com



Hero

Notice for Book Closure and AGM

NOTICE is hereby given pursuant to Section 154 of the Companies Act, 1956 and Clause 16 of the Listing Agreement, the Register of Members and Share Transfer Books of the Company will remain closed from Saturday, August 27, 2011 to Wednesday, August 31, 2011 (both days inclusive) for the purpose of ascertaining the entitlement of members for the payment of Final Dividend @1750% i.e. Rs. 35/- per equity share of Rs. 2/- each for the year ended March 31, 2011.

The 28th Annual General Meeting of the members of the Company will be held on Wednesday, September 28, 2011 at 4:30 P.M. at Sri Sathya Sai International Centre, Pragati Vihar, Lodhi Road, New Delhi 110 003 to transact the business as mentioned in the Notice dated August 17, 2011 which is being sent to the members along with the Annual Report for the financial year ended March 31, 2011.

Further to this, the Ministry of Corporate Affairs has vide its Circular Nos. 17/2011 dated April 21, 2011 and 18/2011 dated April 29, 2011 respectively, allows service of documents to shareholders through electronic mode. Thus companies can now send various documents i.e. Notices convening General Meetings, Audited Financial Statements, Directors' Report, Auditors' Report etc. to its shareholders through electronic mode, to the registered e-mail addresses of the shareholders. Thus members who have given their consent to accept delivery in electronic form will be supplied the copies of Annual Report for the year 2010-11 and all future correspondence; vide Email IDs registered with the Company. The Annual Report and other communication sent electronically will be displayed on Company's website www.heromotocorp.com.

The Final Dividend, if approved, at the aforesaid meeting, will be paid to the members (or to their mandate), whose names appear in the Company's Register of the Members as on Wednesday, August 31, 2011. In respect of the shares held in electronic form, the Final Dividend will be payable to the beneficial owners of the shares as on closing hours of business on Friday, August 26, 2011 as per details furnished by the Depositories for this purpose.

for **Hero MotoCorp Ltd**

ILAM C. KAMBOJ

Sr. G. M. - Legal & Company Secretary

HMCL/02/11

New Delhi
August 18, 2011

Size: 16x10 Cms