

HMCL: DECL/06 SECT:16

June 21 2016

Asst. Vice President  
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (E)  
MUMBAI - 400 051.

The Secretary  
BSE Limited  
25<sup>th</sup> Floor  
Phiroze Jeejeebhoy Towers  
Dalal Street  
MUMBAI - 400 001.

**Ref: Letter bearing no. HMCL: 30/05 SECT: 16, dated May 5 2016.**

**Sub: Declaration of Unmodified Audit Report for the period ended 31<sup>st</sup> March, 2016.**

Dear Sir,

In terms of SEBI Circular CIR/CFD/CMD/56/2016 dated May 27, 2016, we hereby declare that the Company has an Unmodified Audit Report for the period ended 31<sup>st</sup> March, 2016.

Copy of Standalone and Consolidated Financial Results and Audit Report issued by Deloitte Haskins & Sells, Chartered Accountants, Auditors of the Company for the period ended 31<sup>st</sup> March, 2016 was submitted to you vide our letter bearing no. HMCL: 30/05 SECT: 16 dated May 5, 2016.

Kindly place the above declaration on record.

Thanking you

**for Hero MotoCorp Ltd.**

A handwritten signature in black ink, appearing to read 'Ravi Sud', written over a horizontal line.

(Ravi Sud)  
Sr. Vice President & CFO

**Hero MotoCorp Ltd.**

**Regd. Office:** 34, Basant Lok, Vasant Vihar, New Delhi-110057, India  
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