

General Information about Company	
Scrip Code	500182
NSE Symbol	HEROMOTOCO
MSEI Symbol	NOTLISTED
ISIN	INE158A01026
Name of the entity	HERO MOTOCORP LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
Risk management Committee	Applicable
Market Capitalisation as per immediate previous Financial year	Top 100 listed entities





COMPLIANCE REPORT ON CORPORATE GOVERNANCE	
1	Name of Listed Entity Hero MotoCorp Limited
2	Quarter Ending 31-03-2024

Annexure 1
Annexure I to be submitted by listed entity on quarterly basis
I. Composition of Board of Directors

Disclosures of notes on composition of board of directors explanatory	
Whether the listed entity has a Director Chairperson	Yes
Whether Chairperson is related to MP or MSP	No

Sr	Title (Mr/Ms)	Name of the Director	PAN	DOB	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Under Reg. 17(1)(a) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No. of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (with reference to previous to regulation 17A(1))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 18(1) of Listing Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 18(1) of Listing Regulations)	Reasons for cessation	Notes for rest providing PAN	Notes for rest providing DOB
1	Mr.	Pawan Mundal	ACCPW7510D	00004228	Executive Director	Chairperson related to promoter		20-10-1954	No				Active	NA		01-10-1986	01-10-2021			1	0	0	0			
2	Mr.	Vikram Sitaram Kashekar	AAPYV685B	00085102	Executive Director	Not Applicable		06-10-1954	No				Active	NA		18-08-2016	06-09-2022			1	0	1	0			
3	Ms.	Ruman Kanti Hunjal	ABMF6075A	00002803	Non Executive-Non Independent Director	Not Applicable		26-02-1953	No				Active	NA		29-07-2010	09-08-2023			1	0	1	0			
4	Mr.	Pradeep Dinesh	AAYVU540H	00027995	Non Executive-Non Independent Director	Not Applicable		02-12-1953	No				Active	NA		31-03-2001	04-09-2021			3	1	0	4			
5	Mr.	Jagmohan Singh Raju	AAJF89913N	00273029	Non Executive-Independent Director	Not Applicable		26-09-1954	No				Active	NA		15-11-2018	15-11-2023		67.17 months	1	1	1	0			
6	Ms.	Tina Tripathi	ABHPT290P	02778940	Non Executive-Independent Director	Not Applicable		09-07-1972	No				Active	NA		23-10-2019			56.04 months	4	4	2	1			
7	Mr.	Bhender Singh Dhawan	AAGPD6196A	00851613	Non Executive-Independent Director	Not Applicable		07-09-1957	No				Active	NA		01-10-2020			15 months	2	2	3	1			
8	Ms.	Camille Mita Tang	ZZZZ2999Z	09404649	Non Executive-Independent Director	Not Applicable		30-05-1955	No				Active	NA		16-11-2021			31.13 months	1	1	0	0		Ms. Camille Mita Tang is a foreign resident, therefore, she does not have a PAN.	
9	Mr.	Rajesh Kumar	AJJR9958H	02328247	Non Executive-Independent Director	Not Applicable		14-01-1958	No				Active	NA		25-11-2021			31.67 months	3	3	1	2			
10	Ms.	Vasudha Dhanoo	ABRPH927H	00227151	Non Executive-Non Independent Director	Not Applicable		19-08-1981	No				Active	NA		25-10-2021				1	0	0	0			



Annexure 1							
II. Composition of Committees							
Disclosure of notes on composition of committees explanatory							

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson				Yes			
Sr.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of appointment	Date of Cessation	Remarks
1	02778940	Ms. Tina Trikha	Non Executive-Independent Director	Chairperson	23-10-2019		
2	00027995	Mr. Pradeep Dinodia	Non Executive-Non Independent Director	Member	28-05-2001		
3	08851613	Mr. Birender Singh Dhanoa	Non Executive-Independent Director	Member	28-10-2020		

Nomination and Remuneration Committee

Whether the Nomination and Remuneration Committee has a Regular Chairperson				Yes			
Sr.	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of appointment	Date of Cessation	Remarks
1	08273039	Mr. Jagmohan Singh Raju	Non Executive-Independent Director	Chairperson	31-01-2019		
2	08851613	Mr. Birender Singh Dhanoa	Non Executive-Independent Director	Member	04-05-2022		
3	00027995	Mr. Pradeep Dinodia	Non Executive-Non Independent Director	Member	30-01-2006		

Stakeholders Relationship Committee

Whether Stakeholders Relationship Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00027995	Mr. Pradeep Dinodia	Non Executive-Non Independent Director	Chairperson	31-01-2019		
2	08273039	Mr. Jagmohan Singh Raju	Non Executive-Independent Director	Member	26-04-2019		
3	00985182	Vikram Sitaram Kasbekar	Executive Director	Member	04-05-2022		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00027995	Mr. Pradeep Dinodia	Non Executive-Non Independent Director	Chairperson	16-10-2014		
2	00985182	Mr. Vikram Sitaram Kasbekar	Executive Director	Member	04-05-2022		
3	08851613	Mr. Birender Singh Dhanoa	Non Executive-Independent Director	Member	28-10-2020		

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00004223	Dr. Pawan Munjal	Executive Director	Chairperson	28-05-2014		
2	00027995	Mr. Pradeep Dinodia	Non Executive-Non Independent Director	Member	28-05-2014		
3	08273039	Mr. Jagmohan Singh Raju	Non Executive-Independent Director	Member	31-01-2019		
4	02778940	Ms. Tina Trikha	Non Executive-Independent Director	Member	28-10-2020		



Annexure 1							
III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (Enter date of Previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors Including Independent Director)	No. of Independent Directors attending the meeting*
1	09-02-2024			Yes	10	10	5
2	08-05-2024	88		Yes	10	10	5
3	06-06-2024	28		Yes	10	10	5
4	25-06-2024	18		Yes	10	10	5

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors Including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09-02-2024	-	-	-	Yes	3	3	2	0
2	Audit Committee	06-03-2024	25	-	-	Yes	3	3	2	0
3	Audit Committee	23-04-2024	47	-	-	Yes	3	3	2	0
4	Audit Committee	08-05-2024	14	-	-	Yes	3	3	2	0
5	Audit Committee	06-06-2024	28	-	-	Yes	3	3	2	0
1	Nomination and remuneration	08-02-2024	-	-	-	Yes	3	3	2	0
2	Nomination and remuneration	01-05-2024	82	-	-	Yes	3	3	2	0
3	Nomination and remuneration	25-06-2024	54	-	-	Yes	3	3	2	0
1	Risk Management Committee	08-02-2024	-	-	-	Yes	3	3	1	0
2	Risk Management Committee	06-06-2024	118	-	-	Yes	3	3	1	0
1	Stakeholders Relationship Com	08-02-2024	-	-	-	Yes	3	3	1	0
1	Corporate Social Responsibility	08-02-2024	-	-	-	Yes	4	4	2	0
2	Corporate Social Responsibility	01-05-2024	82	-	-	Yes	4	4	2	0



Details of Cyber security incidence

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Date of the event	Brief details of the event

Annexure 1

V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	N.A.	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			
Disclosure of notes of material transaction with related party			There is no material transaction with any Related Party during the quarter ended June 30, 2024

Annexure 1

VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Dhiraj Kapoor
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Dhiraj Kapoor
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	16-07-2024

