

June 25, 2024

To,

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

The Secretary,  
**BSE Limited**  
25th 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")**

**Re: Outcome of Board Meeting held on June 25, 2024**

Dear Sir(s),

Please note that the following matters were considered and approved at the Board Meeting held today viz. Tuesday, June 25, 2024:

1. Ms. Tina Trikha has been re-appointed as an Independent Director for a second term of five (5) years with effect from October 23, 2024 up to October 22, 2029, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
2. Ms. Camille Miki Tang has been re-appointed as an Independent Director for a second term of three (3) years with effect from November 19, 2024 up to November 18, 2027, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
3. Mr. Rajnish Kumar has been re-appointed as an Independent Director for a second term of three (3) years with effect from November 25, 2024 up to November 24, 2027, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
4. Mr. Vikram Sitaram Kasbekar has been re-appointed as Whole-time Director, designated as Executive Director (Operations), for a term of three (3) years with effect from August 8, 2024 up to August 7, 2027, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
5. Appointment of Mr. Pradeep Dinodia retiring by rotation and being eligible, offered himself for re-appointment, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.

None of the aforesaid Directors, are debarred from holding the office of Director by virtue of any order of SEBI or any other such authority and they are not disqualified to be re-appointed as Director.

**Hero MotoCorp Ltd.**

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Requisite details for the above said re-appointments, as required under Regulation 30 of the Listing Regulations is enclosed as Annexure-1, 2, 3, 4 and 5, respectively.

6. Convening of 41<sup>st</sup> Annual General Meeting of the Company on Monday, August 12, 2024.

The meeting of the Board of Directors commenced at 6:25 p.m. and concluded at 6:38 p.m.

Kindly take the aforesaid information on your records.

Thanking you,

**For Hero MotoCorp Limited**

**Dhiraj Kapoor**  
**Company Secretary & Compliance Officer**

Encl.: As above

**Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

S. No.	Particulars	Disclosures
1	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death or otherwise</del>	Re-appointment: Ms. Tina Trikha is an Independent Director of Hero MotoCorp Ltd. Her current term of 5 years will end on October 22, 2024.  Ms. Tina Trikha has been re-appointed as an Independent Director for a second term of five (5) years with effect from October 23, 2024 up to October 22, 2029, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
2	Date of <del>appointment, re-appointment, resignation, removal, death or otherwise</del> & terms of <del>appointment / re-appointment</del>	Her office as Director shall not be liable to retire by rotation.
3	Brief profile (in case of appointment)	A business strategist, investment banker, published author and executive coach, Ms. Trikha is a global corporate leader with two decades of diverse experience working with companies in India, the United States, and South-East Asia.  At various stages of her career, she has been the Head of Communications and Talent Development for SeaLink Capital Partners, an India-focused private equity firm; a financial and strategic consultant with McKinsey & Company in the USA; an investment banker with Credit Suisse in New York and Hong Kong; and Vice President of Corporate Planning and Strategy at Godrej Industries Limited. She has also earlier managed strategic planning and business development at Scholastic, a book publisher and distributor in New York.  She holds a Bachelor's degree in Economics from Massachusetts Institute of Technology and a Master's degree in Business Management from the Wharton School of Business, University of Pennsylvania.
4	Disclosure of relationships between directors (in case of appointment of Director)	None

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1	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death or otherwise</del>	Re-appointment: Ms. Camille Miki Tang is an Independent Director of Hero MotoCorp Ltd. Her current term of 3 years will end on November 18, 2024. Ms. Camille Miki Tang has been re-appointed as an Independent Director for a second term of three (3) years with effect from November 19, 2024 up to November 18, 2027, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
2	Date of <del>appointment, re-appointment, resignation, removal, death or otherwise</del> & terms of <del>appointment/ re-appointment</del>	Her office as Director shall not be liable to retire by rotation.
3	Brief profile (in case of appointment)	Ms. Camille Miki Tang has deep experience in innovation, productization and intellectual property across wireless power charging technology, international standardization and licensing, investment banking, leadership education, agribusiness, luxury and consumer retail.  Ms. Tang co-founded and led ConvenientPower, a wireless power technology startup, with applications across automotive, consumer electronics, infrastructure, medical and health, mobile phones, surfacing materials and wearables. She co-founded and was co-Chair of Wireless Power Consortium, the international standardization of wireless power as the “Qi” standard.  Ms. Tang held senior roles in leadership education with Harvard Business School Asia-Pacific Research, the School’s first international research centre, in derivatives and investment banking with Swiss Bank Corporation, SBC Warburg, HSBC, Continental Grain in strategy, trading and investment, risk management, marketing, operations, corporate communications, government relations; in luxury and consumer retail with Blanc de Chine and Macy's California. Milestones include 2 industry first's in Chinese luxury retail.  Ms. Tang received BA, Social Sciences, with Distinction, Stanford University, and MBA, Harvard University.
4	Disclosure of relationships between directors (in case of appointment of Director)	None

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1	Reason for change viz. <del>appointment, re-appointment, resignation, removal, death or otherwise</del>	Re-appointment: Mr. Rajnish Kumar is an Independent Director of Hero MotoCorp Ltd. His current term of 3 years will end on November 24, 2024. Mr. Rajnish Kumar has been re-appointed as an Independent Director for a second term of three (3) years with effect from November 25, 2024 up to November 24, 2027, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.
2	<del>Date of appointment, re-appointment, resignation, removal, death or otherwise &amp; terms of appointment / re-appointment</del>	His office as Director shall not be liable to retire by rotation.
3	Brief profile (in case of appointment)	One of the foremost names in the Indian financial sector, Mr. Kumar has had a distinguished career in banking, with nearly four decades of service with the State Bank of India (SBI), culminating with a glorious three-year term as its Chairman in October 2020.  He is credited with successfully steering SBI through challenging times and adopting key technology transformations. During his tenure, the bank developed YONO, a digital platform, establishing SBI as a global leader in technology and innovation adoption.  He has also held various positions, including Chairman of SBI's subsidiaries including SBI Life Insurance Company Limited, SBI Foundation, SBI Capital Markets Limited, and SBI Cards & Payments Services Limited.  An M.Sc. in Physics from Meerut University and a Certified Associate of the Indian Institute of Bankers (CAIIB), Mr. Kumar serves as an Independent Director on the Boards of prestigious companies such as HSBC Asia Pacific, and L&T, Ambuja Cements Ltd. & Brookprop Management Services (P) Ltd.
4	Disclosure of relationships between directors (in case of appointment of Director)	None

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1	Reason for change viz. <del>appointment,</del> re-appointment, <del>resignation,</del> removal, <del>death or otherwise</del>	Re-appointment: Mr. Vikram Sitaram Kasbekar is a Whole-time Director of the Company. His current term of 2 years will end on August 7, 2024. Mr. Vikram Sitaram Kasbekar has been re-appointed as Whole-time Director, designated as Executive Director (Operations), for a term of three (3) years with effect from August 8, 2024 up to August 7, 2027, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company. His office shall be liable to retire by rotation.
2	Date of <del>appointment,</del> re-appointment, <del>resignation,</del> removal, <del>death or otherwise</del> & terms of <del>appointment</del> / re-appointment	
3	Brief profile (in case of appointment)	Mr. Kasbekar has an illustrious career spanning over 48 years in the auto industry. He has worked across diverse sectors such as Commercial Vehicles, Auto Ancillary and Two- Wheelers. Over the years, he has successfully established state-of-the-art manufacturing facilities across the globe. Having joined Hero in 2001, Mr. Kasbekar served in key roles such as Head of Operations, Head of Supply Chain and as Chief Technology Officer (CTO) before becoming the first employee of the Company to be elevated to the position of a Director on the Board. He is also a member of various Board committees, namely the Risk Management, Committee of Directors and Stakeholders' Relationship Committee. Additionally, he currently holds the critical role of Head - Global Product Planning. He also actively participates in management committees for new models, pricing, sourcing, ESG Steero, statutory compliance and audit. Through the years at Hero, he has played instrumental roles in shaping and implementing the Company's sustainable manufacturing strategy, meeting global standards in quality and delivery and overseeing New Model Centre and Global Parts Centre. Mr. Kasbekar, a Mechanical Engineer from IIT Madras, is also on the Board of Hero MotoCorp Joint Venture (JV) companies such as HMC MM Auto Limited and HMCL Niloy Bangladesh Limited. In addition to his role at Hero MotoCorp, Mr. Kasbekar is an active member of the Confederation of Indian Industry (CII), SIAM alternate EC Meeting, CEO - Two Wheeler Committee and serving as the Chairman of Greenco Delhi Chapter and also contributes to the Manufacturing Council of CII.
4	Disclosure of relationships between directors (in case of appointment of Director)	None

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1	Reason for change viz. <del>appointment,</del> re-appointment, <del>resignation,</del> removal, <del>death or otherwise</del>	Appointment of Mr. Pradeep Dinodia retiring by rotation and being eligible, offered himself for re-appointment, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.  His office shall be liable to retire by rotation.
2	Date of <del>appointment,</del> re-appointment, <del>resignation,</del> removal, <del>death or otherwise</del> & terms of <del>appointment</del> / re-appointment	
3	Brief profile (in case of appointment)	Mr. Dinodia is an astute finance professional with immense business acumen. He is the Chairman and Managing Partner in the Delhi-based Chartered Accountancy firm M/s. S.R. Dinodia & Co. LLP. He is a Fellow Member of the Institute of Chartered Accountants of India.  A co-author of the book, 'Transfer Pricing Demystified', Mr. Dinodia is a much sought after voice in the field of taxation, finance and corporate governance.  An alumnus of the St. Stephen's College and also a law graduate from the Delhi University, Mr. Dinodia also serves as the Chairman of Shriram Pistons & Rings Limited, Non-Executive Independent Director at Hero FinCorp Limited and DCM Shriram Limited.
4	Disclosure of relationships between directors (in case of appointment of Director)	Ms. Vasudha Dinodia is the daughter-in-law of Mr. Pradeep Dinodia.

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