

BRIJMOHAN LAL OM PARKASH

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PAN AABFB0636L

To,

April 3, 2017

- (1) National Stock Exchange of India Limited,
"Exchange Plaza",
Bandra-Kurla Complex, Bandra (East)
Mumbai-400051; and
- (2) BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
- (3) HeroMotoCorp Limited,
34, Community Centre Basant
Lok, Vasant Vihar
New Delhi-110057

Sub: Disclosure under Regulation 31 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir(s),

Please find enclosed herewith the disclosure pursuant to regulation 31 of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as per the prescribed format, in relation to the release of 5,692,036 encumbered shares of Hero MotoCorp Limited.

Yours faithfully,

For and on behalf of:

M/s Brijmohan Lal Om Parkash, Partnership Firm

For Brijmohan Lal Om Parkash



Partner/Authorised Signatory

Partner

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Hero MotoCorp Ltd
Names of the Stock Exchanges where the shares of the target company are listed	National Stock Exchange Limited and Bombay Stock Exchange Limited
Date of reporting	April 3, 2017
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	1. Pawan Munjal 2. Renu Munjal 3. Suman Kant Munjal (Above partners holding shares on behalf of Brijmohan Lal Om Parkash, a partnership firm) List of PAC is given in Annexure 'A' (forms part of this form)
Details of the creation/invocation/release of encumbrance:	

Name of the promoter (s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]}	
	No. of Shares	% of total share capital	% w.r.t diluted share capital(*)	No. of Shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation/ release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/others)	Reasons for encumbrance **	No. of Shares	% of total share capital	Name of the entity in whose favor shares encumber ed	No. of Shares	% of total share Capital
Pawan Munjal, Suman Kant Munjal and Renu Munjal #	2,79,27,058	13.98%	13.98%	5,692,036	2.85%	Release	31.03.2017	Not Applicable (Escrow created earlier by the promoters in terms of family re-alignment, now released)	Not Applicable (Escrow created earlier by the promoters in terms of family re-alignment, now released)	5,692,036	2.85%	Kotak Mahindra Bank Limited	NIL	Not Applicable

For Brijmohan Lal Om Parkash

Renu Munjal

Partner/Authorised Signatory

#: Holding shares on behalf of Brijmohan Lal Om Parkash, partnership firm.

For Brijmohan Lal Om Parkash

For and on behalf of Brijmohan Lal Om Parkash

Renu Nayak
Partner/Authorised Signatory
Partner

Place: New Delhi

Date: April 3, 2017

(**) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(*) Total share capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement. Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Brijmohan Lal Om Parkash

Renu Nayak

Partner/Authorised Signatory

Annexure A
Persons Acting in Concert

S. No.	Particulars
1.	Mr. Pawan Munjal, Mr. Suman Kant Munjal and Mrs. Renu Munjal (holding in representative capacity of Brijmohan Lal Om Parkash, a registered partnership firm)
2.	Mrs. Renu Munjal
3.	Mr. Suman Kant Munjal
4.	Mr. Suman Kant Munjal (holding on behalf of Suman Kant & Sons HUF)
5.	Mr. Pawan Kant Munjal (holding on behalf of Pawan Kant and Sons HUF)
6.	Mr. Sunil Kant Munjal
7.	Ms. Vasudha Munjal
8.	Ms. Aniesha Munjal
9.	Mr. Pawan Munjal
10.	Ms. Renuka Munjal
11.	Mr. Rahul Munjal
12.	Mr. Abhimanyu Munjal
13.	Hero FinCorp Limited
14.	Hero InvestCorp Private Limited
15.	Ms. Santosh Munjal
16.	Bahadur Chand Investments Private Limited

For Brijmohan Lal Om Parkash

Renu Munjal
Partner/Authorised Signatory