

BAHADUR CHAND INVESTMENTS PRIVATE LIMITED

Regd. Office: Hero C.R. Division, Sua Road
Hero Nagar, Ludhiana - 141003
Phone 0161-4080000; Fax 0161-4080001

March 28, 2013

To,

1. Hero MotoCorp Limited
34, Community Center, Basant Lok,
Vasant Vihar, New Delhi- 110 057
2. Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai- 400 001
- ✓ 3. National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex,
Bandra (E), Mumbai - 400 051

Sub: Disclosure under Regulation 31 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for release of pledge on shares held by Bahadur Chand Investment Private Limited in Hero MotoCorp Limited

Dear Sir,

The pledge on 31,25,000 (Thirty One Lakh Twenty Five Thousand and Five Hundred) shares of Hero MotoCorp Limited ("**Company**") held by Bahadur Chand Investments Private Limited ("**BCIPL**") created in favour of Axis Trustee Services Limited ("**Axis**") has been released, in full, by Axis, on March 25, 2013. In view of the same, please find enclosed with this letter, the disclosure of BCIPL under Regulation 31 (2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for the same.

Thank You.

Sincerely,

For and on behalf of **Bahadur Chand Investments Private Limited**


(Sunil Kant Munjal)
Director



Enclosed: As above

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 Limited				
Name of the Promoter(s) on whose shares encumbrance was created/ ~~invoked~~ / released (✓) (tick the relevant one)			Bahadur Chand Investments Private Limited ("BCIPL")				
Date of reporting			March 28, 2013				
Names of the stock exchanges where the shares of the target company are listed			National Stock Exchange of India Limited and Bombay Stock Exchange Limited				
Details of the promoters' holding: (The term "event" indicates creation/ invocation/ release of encumbrance, as the case may be)							
Promoter(s) or PACs with him	Pre-event holding		Details of events pertaining to encumbrance		Post event holding (encumbered shares to be excluded)		(*) Details of encumbrance (pledge/lien or others give details)
Names	Number	% of total share capital	Type-creation/ invocation/ release	Date (s)	Number	% of total share capital	
Bahadur Chand Investments Private Limited	Unencumbered - 1,41,81,250 Encumbered- 31,25,000 Total- 1,73,06,250	Unencumbered- 7.10% Encumbered- 1.57% Total- 8.67%	Release	March 25, 2013	Unencumbered - 1,73,06,250 Encumbered- Nil Total- 1,73,06,250	Unencumbered- 8.7% Encumbered - Nil Total 8.67%	Please see tables below
(*) Details shall include the details regarding the person(s) on whose favour the encumbrance has been created and other important features of such encumbrance.							
Details of encumbrance released:							
Sl. No.	Name of the Pledgee	Date of creation of pledge	Date of release of pledge	No. of shares released by pledgee in favour of BCIPL	% of shares released to the total outstanding shares of the co.		
1.	Axis Trustee Services Ltd.	March 23, 2011	March 24, 2013	31,25,000	1.565%		
Details of continuing encumbrance: Nil							
Signature of the Authorized Signatory							
 Name: Sunil Kant Munjal Place : New Delhi Date : March 28, 2013							