

HMCL:ICK:11/14A:SECT:13

July 24, 2013

Fax/Email/Courier

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
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

Dear Sir,

Re: Book Closure and AGM

With reference to the letter dated April 26, 2013 and in pursuance of the provisions of Section 154 of the Companies Act, 1956 and Clause 16 of the Listing Agreement, the Company has decided to close its Register of Members and Share Transfer Books from **Thursday, September 5, 2013 to Wednesday, September 11, 2013** (both days inclusive) for the purpose of 30th Annual General Meeting (AGM) of the Company and ascertaining the entitlement of members for payment of a dividend @ 3000% i.e. Rs.60/- per equity share of Rs. 2 each for the financial year 2012-13.

Further please note that the 30th AGM of the Company has been convened on **Wednesday, September 11, 2013 at 10:30 A.M.** at Air Force Auditorium, Subroto Park, Dhaula Kuan, New Delhi 110 010.

Kindly make a note of the same and confirm.

Thanking you,

Yours faithfully,
for Hero MotoCorp Ltd.



ILAM C. KAMBOJ
A.V.P. - Legal & Company Secretary

Encl: as above 

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Dear Sir,

Re: Outcome of Board Meeting and Press Release

Further to our letter no. HMCL:ICK:11:SECT:13 dated July 12, 2013 intimating you about the meeting of the Board of Directors ("Board") to be held on Wednesday, July 24, 2013, we wish to inform you that the Board in its said meeting has considered and adopted the Un-audited financial results for the first quarter ended June 30, 2013 and taken on record the Limited Review Report of the Statutory Auditors thereon, copies of the same are annexed herewith.

We are also enclosing herewith a copy of the press release.

Kindly take the same on record.

Thanking you,

Yours faithfully,
for Hero MotoCorp Ltd.



ILAM C. KAMBOJ
A.V.P. - Legal & Company Secretary

Encl: as above



HERO MOTOCORP LIMITED

Regd. office :- 34, Community Centre, Basant Lok, Vasant Vihar, New Delhi-110057
Standalone unaudited Financial Results for the quarter ended June 30, 2013

Part I

(₹ in lacs)

S. No.	Particulars	Quarter ended June 30, 2013 Unaudited (1)	Quarter ended March 31, 2013 Unaudited (2)	Quarter ended June 30, 2012 Unaudited (3)	Year ended March 31, 2013 Audited (4)
	No. of Two wheelers sold	15,59,282	15,27,351	16,42,292	60,75,583
1	Income from Operations				
	(a) Net sales/ Income from Operations (Net of excise duty)	6,12,684	6,07,247	6,20,778	23,58,274
	(b) Other Operating Income	3,268	7,328	3,950	18,537
	Total Income from operations (net)	6,15,952	6,14,575	6,24,728	23,76,811
2	Expenses				
	(a) Cost of materials consumed	4,47,029	4,41,554	4,66,778	17,36,486
	(b) Change in inventories of finished goods and work-in-progress	(1,468)	2,398	(6,522)	3,280
	(c) Employees benefits expenses	22,150	22,590	20,462	82,092
	(d) Depreciation and amortisation expenses	27,438	26,553	30,348	1,14,175
	(e) Other expenses	56,719	63,055	50,324	2,26,505
	Total Expenses	5,51,868	5,56,150	5,61,390	21,62,538
3	Profit from Operations before Other Income, Finance cost (1-2)	64,084	58,425	63,338	2,14,273
4	Other Income	11,226	10,451	10,443	39,838
5	Profit before finance costs (3+4)	75,310	68,876	73,781	2,54,111
6	Finance costs	295	307	293	1,191
7	Profit before tax (5-6)	75,015	68,569	73,488	2,52,920
8	Tax expense	20,157	11,146	11,942	41,104
9	Net Profit for the period (7-8)	54,858	57,423	61,546	2,11,816
10	Paid-up Equity Share Capital	3,994	3,994	3,994	3,994
	Face value of the share (Rs.)	2.00	2.00	2.00	2.00
11	Reserves excluding Revaluation Reserve				4,96,630
12	Basic and diluted earnings per share face value Rs. 2/- each (In Rupees)	27.47	28.75	30.82	106.07

Part-II

Select information for the Quarter Ended June 30, 2013

	Particulars	Quarter ended June 30, 2013 (Refer note 3)	Quarter ended March 31, 2013	Quarter ended June 30, 2012	Year ended March 31, 2013
A	PARTICULARS OF SHAREHOLDING				
1	Public shareholding (Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)
	-Number of shares	9,54,28,010	9,54,28,010	9,54,28,010	9,54,28,010
	-Percentage of holding (to total holding)	47.79%	47.79%	47.79%	47.79%
2	Promoters and promoter group shareholding				
a)	Pledged/encumbered				
	Number of shares	Nil	Nil	31,25,000	Nil
	Percentage of shares (as a % of total shareholding of promoter and promoter group)	-	-	3.00%	-
	Percentage of shares (as a % of the total share capital of the company)	-	-	1.56%	-
b)	Non-encumbered				
	Number of shares	10,42,59,490	10,42,59,490	10,11,34,490	10,42,59,490
	Percentage of shares (as a % of total shareholding of promoter and promoter group)	100.00%	100.00%	97.00%	100.00%
	Percentage of shares (as a % of the total share capital of the company)	52.21%	52.21%	50.65%	52.21%
B	INVESTOR COMPLAINTS				3 months ended June 30, 2013
	Pending at the beginning of quarter				5
	Received during the quarter				74
	Disposed off during the quarter				69
	Remaining unresolved at the end of the quarter				10

Handwritten signature and initials.

Notes:-

- 1 The above results for the first quarter ended June 30, 2013 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors ("Board") in their respective meetings held on Thursday, July 24, 2013.
- 2 As the Company's business activity falls within a single primary business segment viz 'Two-wheelers, its parts and ancillary services' and is a single geographical segment, the disclosure requirements of Accounting Standard (AS-17) "Segment Reporting", specified in the Companies (Accounting Standard) Rules, 2006 are not applicable.
- 3 During the quarter under review, the Scheme of Arrangement (the Scheme) for amalgamation of Hero Investments Private Limited (HIPL) with the Company, approved by the Hon'ble High Court of Delhi which became effective from May 16, 2013, upon filing of the copy of the High Court Order with the Registrar of Companies, NCT of Delhi & Haryana all the assets, debts and liabilities including contingent liabilities have been transferred to and vested with the Company w.e.f. January 1, 2013 (Appointed Date). Consequent thereto, the operations during the period January 1, 2013 to March 31, 2013, which have been run and managed by HIPL in trust for the Company, have been adjusted from the opening reserves and after April 1, 2013 the results of operations have been included in the above results. Further, the Company has filed an application for advance ruling regarding applicability of stamp duty on transfer of shares pursuant to the aforesaid Scheme. Pending disposal of the application, the shares held by HIPL are pending allotment to its individual shareholders. On such allotment Promoters shareholding will be 7,97,12,482 nos. and 39.92% of total holding and correspondingly Public shareholding will be 11,99,75,018 nos. and 60.08% of total holding. As per the Scheme, HIPL working in trust for the Company, has declared dividend of Rs 385 per share amounting to Rs. 116.15 lacs to erstwhile shareholders of HIPL before the Scheme was made effective.
- 4 During the quarter, the Company has set up a wholly owned subsidiary HMCL (NA) Inc. and has invested Rs. 9143 Lacs as part of capital contribution in the subsidiary. The subsidiary would act towards furtherance of business interest of the Company.
- 5 In line with Notification No. G.S.R. 378 (E) dated May 11, 2011 issued by The Ministry of Corporate Affairs, Government of India, the exchange differences arising after April 1, 2007 on reporting of long term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset, have been added to or deducted from the cost of the asset and shall be depreciated over the balance useful life of the asset.
- 6 Previous quarter/year figures have been regrouped/ reclassified wherever necessary, to make them comparable.
- 7 The above results of the Company are available on the Company's website www.heromotocorp.com and also on www.bseindia.com and www.nseindia.com

For and on behalf of the board

Sd/-

BRIJMOHAN LALL MUNJAL
Chairman

New Delhi
July 24, 2013

Per our report attached
For Deloitte Haskins & Sells
Chartered Accountants

Vijay Agarwal
Partner
Membership No.- 94468

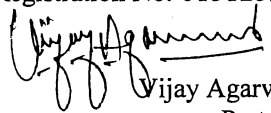
New Delhi
Dated:-

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INDEPENDENT AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF HERO MOTOCORP LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of **HERO MOTOCORP LIMITED** ("the Company") for the Quarter ended 30th June 2013 ("the Statement"), being submitted by the Company pursuant to Clause 41 of the Listing Agreements with the Stock Exchanges, except for the disclosures in Part II – Select Information referred to in paragraph 4 below. This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to investor complaints disclosed in Part II – Select Information for the Quarter Ended 30th June 2013 of the Statement, from the details furnished by the Management.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm Registration No. 015125N)


Vijay Agarwal
Partner
(Membership No. 094468)

Place: New Delhi, 24th July, 2013

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HERO MOTOCORP DEFIES MARKET SLOWDOWN TO REPORT ROBUST NUMBERS IN Q1'14

**WITH PROFIT-BEFORE-TAX OF RS 750 CRORE, OUTSHINES PBT OF PREVIOUS
AS WELL AS CORRESPONDING QUARTERS**

**REITERATES PRUDENT FINANCIAL MANAGEMENT WITH OPERATING PROFIT
AT RS 641 CRORES, AGAIN SURPASSING PREVIOUS & CORRESPONDING
QUARTERS**

**PAT FOR THE QUARTER REFLECTS HIGHER TAX DUE TO EXPIRY OF 5 YEARS
OF 100% TAX EXEMPTION AT HARIDWAR & THE NEWLY-LEVIED HIGHER
SURCHARGE**

Financial Results for Q1, FY'14

- Total sales for the quarter stands at **15,59,282** units
- Total turnover (Net sales and other operating income) Rs.6160 crore
- Profit before tax (PBT) stands at Rs 750 crore
- Net profit after tax (PAT) stands at Rs 549 crore
- EBIDTA margin for the quarter 14.8 per cent
- Records highest-ever despatch sales for any month in May 2013
- Reports highest retail sales for any non-festival period (*During combined months of April & May 2013*)

New Delhi, July 25th, 2013: Defying the sluggishness in the domestic two-wheeler market and the overall economic downturn, **Hero MotoCorp Ltd. (HMCL)**, the world's largest two-wheeler manufacturer, today reported robust top-line numbers for the first quarter (April-June) of this financial year (FY 2013-14).

In a clear testimony to the prudent financial management befitting the market leader, HMCL today reported Profit-Before-Tax (PBT) of Rs 750.1 crore, way ahead of the PBT of Rs 734.9 crore in the corresponding quarter (April-June 2012) and Rs 685.7 crore in the previous quarter (January-March 2013). This has come about despite a marginal decline in volume sales in the quarter against corresponding quarter (April-June 2012).

(more...2)



: 2 :

Announcing the first quarter numbers here today, **Mr. Pawan Munjal, Managing Director & Chief Executive Officer, Hero MotoCorp Ltd.**, said, "The fact that our PBT has surpassed the previous as well as the corresponding quarter, despite a marginal de-growth in our volumes during the quarter and the overall economic downturn, is a strong statement of our intent and vision. Our operating profit has also improved compared to the previous and the corresponding quarter. We are determined to sustain the trajectory of positive momentum in the coming quarters as well.

"Q1 of this fiscal was an action-packed quarter for us when we rolled out a slew of innovative initiatives including the 'industry-first' – Five-year warranty on our entire range of products – and our own dedicated retail financing arm. We continued to grow ahead of the industry in both scooters and 125cc motorcycles this quarter, thereby building further on our market share gain in these segments. We had a record month in May, with our highest-ever despatches in a month. Retails also kept pace with a record 1.1 million-plus retail sales in April and May – the highest-ever retails in a non-festival period. Heavy and early rains in June have slowed down the momentum a bit, but we are optimistic about growth in the second half of the fiscal," he said.

"Our product launches that are planned around the festive season should contribute towards accelerating growth. On the new market front, after entering Central America and Africa, we are now geared-up for Latin American markets of Peru and Ecuador which should be in the month of August," Mr. Munjal added.

The Profit-After-Tax (PAT) of the company in Q1'14 was, however, lower due to higher tax rate on account of the expiry of 5 years (April 08-March 13) of 100% exemption in Haridwar, where the largest-producing manufacturing plant of the company is located. With the expiry of the tax benefit, the tax liability on Hero MotoCorp went up to 26.9 per cent for the quarter under discussion, whereas it was 16.3 per cent in the previous quarter and 16.3 per cent in the corresponding quarter of previous year. The lower PAT is also reflective of the newly-levied higher surcharge in the Financial Bill 2013.

As a result, HMCL registered a total turnover (Net Sales & other Operating Income) of Rs. 6159.5 crore, and net profit after tax (PAT) of Rs 548.6 crore. EBIDTA margin for the quarter stood at 14.8 per cent. HMCL had reported a total turnover Rs. 6247.3 crore in the corresponding quarter in the previous fiscal (2012-13).

The highlight of the 15,59,282 unit sales in the first quarter of fiscal 2014 was the all-time high dispatch sales of 5,57,890 units in May – the highest-ever for any month. The company also registered its highest-ever retail sales for any non-festival period in May-June when it sold over 1.1 million units.

(more...3)



: 3 :

Business Highlights: Q1, FY'14

- Begins its quest in **Africa and Central America** with launch of Brand Hero in these markets
- Announces **first-ever equity investment** in an overseas firm; to buy **49.2 per cent equity** at **Erik Buell Racing (EBR)** for US\$ 25 Million
- Launched **India's first-ever warranty of 5 years** on all its two-wheelers (5 years or 70,000 km on motorcycles, whichever is earlier and 5 years or 50,000 km on scooters, whichever is earlier)
- Launched its retail finance arm, **Hero FinCorp**, with a phase-wise expansion plan

Q1 FY'14 was a landmark quarter for Hero MotoCorp, when the company forayed into new international markets - **Central America and Africa**. In May 2013, HMCL made its debut in Central America by launching brand 'Hero' and its range of two-wheelers in **Guatemala, El Salvador and Honduras**. This was followed by recent entry into African markets of **Kenya, Burkina Faso and Ivory Coast**. HMCL has also set-up its international assembly unit at Kenya.

HMCL also announced it's first-ever equity partnership in an overseas company for **investment of US\$25 million for a total stake of 49.2% in the share capital of its US-based partner Erik Buell Racing (EBR)**. This is aligned to company's global expansion plans and long-term annual sales target of 10 million units in the next few years.

At the beginning of the quarter, HMCL launched the country's **first-ever warranty of 5 years on all its two-wheelers (5 years or 70,000 km on motorcycles, whichever is earlier and 5 years or 50,000 km on scooters, whichever is earlier)**.

The company also recently launched its own retail finance arm, **Hero FinCorp**, with a phase-wise expansion plan.

For further information please contact:

Mansi Molasi
Weber Shandwick
M: 9650215869
E: mansimolasi@corvoshandwick.co.in