

HMCL:ICK:14A:SECT:12

July 3, 2012

Asst. Vice President,
Capital Markets (Operations)
National Stock Exchange of India,
"Exchange Plaza", Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Dear Sir,

Sub : Employees Stock Option Plan (ESOP) through Postal Ballot

As mandated by the Board of Directors in its meeting held on June 4, 2012, the Committee of Directors of the Company in its meeting held on Tuesday, July 3, 2012 approved the calendar of events for passing the resolution relating to the ESOP by the shareholders by way of Postal Ballot pursuant to Section 192A of the Companies Act, 1956 ('the Act') read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

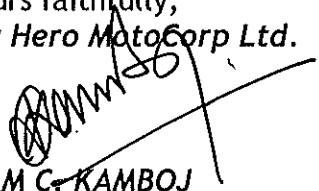
The Company had already appointed Shri. V.P.Kapoor, FCS No. 1695 CP No. 1645 Practising Company Secretary, as the Scrutinizer for conducting the Postal Ballot process in a proper and fair manner.

The results of the Postal Ballot will be declared on **Thursday, August 16, 2012**. The Company would complete the dispatch of the Postal Ballot Notice latest by **Saturday, July 14, 2012** to those members holding shares as on **Friday, July 6, 2012**. The last date of receipt of Postal Ballots by the Scrutinizer is **Monday, August 13, 2012**.

Hope you will find the same in order.

Thanking you,

Yours faithfully,
for Hero MotoCorp Ltd.


ILAM C. KAMBOJ
Sr. G. M. Legal & Company Secretary