

HMCL:ICK:11/14A:SECT:12

September 11, 2012

Fax/Speed Post/Courier

The Secretary,
BSE Limited,
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

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

Dear Sir,

Re: Disclosure under Clause 35A

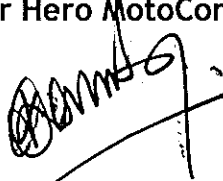
We wish to inform that the 29th Annual General Meeting of the Company was held on Monday, 10th September 2012 at 10:30 A.M. at the "Air Force Auditorium", Subroto Park, New Delhi - 110 010.

We hereby submit the outcome of the said meeting as per Clause 35A of the Listing Agreement in attached Annexure - A.

Kindly make a note of the same and confirm.

Thanking You,

Yours faithfully,
For Hero MotoCorp Ltd.


Ilam C. Kamboj
Sr. G.M Legal & Company Secretary

Encl: As above

Annexure A

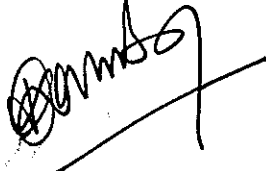
Name	Hero MotoCorp Ltd.
Date of the AGM	September 10, 2012
Total number of shareholders on Record Date	70,945
No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group	4 (As Authorised Representatives) 8 Individuals
Public	1834
No. of shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group	Nil
Public	Nil

Details of the Agenda:

Item No.	Agenda	Type of Resolution	Remarks
1	To receive, consider and adopt the audited balance sheet as at March 31, 2012 and Statement of profit and loss for the financial year ended on that date together with the Reports of the Directors and Auditors thereon.	Ordinary	The resolution was passed by show of hands unanimously.
2	To declare Dividend on equity share.	Ordinary	The resolution was passed by show of hands unanimously.
3	To appoint a director in place of Mr. Ravi Nath, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	The resolution was passed by show of hands unanimously.
4	To appoint a director in place of Dr. Anand C. Burman, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	The resolution was passed by show of hands unanimously.
5	To appoint a director in place of Mr. Suman Kant Munjal, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	The resolution was passed by show of hands unanimously.
6	To not to fill the vacancy for the time being, caused by the retirement of Mr. Analjit Singh, who retires by rotation and does not seek re-appointment.	Ordinary	The resolution was passed by show of hands unanimously.

7	To appoint M/s. Deloitte Haskins & Sells, Chartered Accountants (Firm registration No. 015125N) as the Statutory Auditors and to fix their remuneration in place of the retiring Auditors i.e. M/s. A.F. Ferguson & Co., Chartered Accountants, (Firm registration No. 112066W) who have submitted their resignation.	Ordinary	The resolution was passed by show of hands unanimously.
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For Hero MotoCorp Ltd.



Ilam C. Kamboj

Sr. G.M Legal & Company Secretary