

HMCL:ICK:11/14A SECT:13

September 12, 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
Stock Code: HEROMOTOCO

The Secretary,
BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001
Stock Code: 500182

Dear Sir,

Re: Disclosure under Clause 35A of the Listing Agreement
30th Annual General Meeting of Equity Shareholders

Date of the AGM: September 11, 2013

Total number of shareholders on record date: 65,793

(Book closure - September 05, 2013 to September 11, 2013)

No. of Shareholders present in the meeting either in person or through proxy:

Promoters and Promoter Group: 16

Public: 1,828

No. of Shareholders present in the meeting through Video Conferencing:

Promoters and Promoter Group: NIL

Public: NIL

S. No.	Agenda Item	Resolution Type	Mode of Voting	Result
1	Adoption of Annual Accounts for the financial year ended March 31, 2013	Ordinary	Show of Hands	Unanimous
2	Declaration of Dividend of Rs. 60/- per share on Equity Shares	Ordinary	Show of Hands	Unanimous
3	Appointment of Dr. Pritam Singh as Director	Ordinary	Show of Hands	Unanimous
4	Appointment of Mr. M. Damodaran as Director	Ordinary	Show of Hands	Unanimous
5	Appointment of Mr. Paul Edgerley as Director	Ordinary	Show of Hands	Unanimous
6	Appointment of Statutory Auditor viz. M/s. Deloitte Haskins & Sells (Firm Registration No.015125N) and fixing their remuneration.	Ordinary	Show of Hands	Unanimous
7	Renewal of Remuneration by way of Commission to Non-Executive and Independent Directors	Special	Show of Hands	Unanimous

Hero MotoCorp Ltd.

Regd. Office: 34, Community Centre, Basant Lok, Vasant Vihar, New Delhi-110057, India.

Tel: +91-11-26142451, 46044100, Fax: +91-11-26143321, 26143198

HeroMotoCorp.com

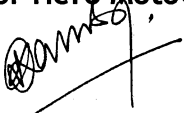
In case of Poll/Postal ballot/E-voting: Not Applicable

Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	-	-	-	-	-	-	-
Public - Institutional holders	-	-	-	-	-	-	-
Public-Others	-	-	-	-	-	-	-
Total	-	-	-	-	-	-	-

Please take the above on record.

Thanking you,

Yours faithfully,
for Hero MotoCorp Ltd.



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