

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

June 14, 2014

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,

Sub: Disclosure of change of shareholding under Regulation 13(6) of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 ("Insider Trading Regulation")

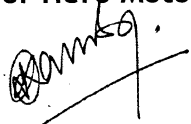
Pursuant to provisions of Regulation 13(6) of the SEBI (Prohibition of Insider Trading) Regulations, 1992 ("the Regulations") and its amendments thereto, please find enclosed herewith the disclosure in regard to change in shareholding of more than 2% by person holding more than 5% of the shares / voting rights of the Company, with reference to the information received by the Company under Regulation 13(3) of the Regulations.

Please take the same on record.

Thanking you,

Yours faithfully,

for Hero MotoCorp Ltd.


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

Encl: as above

Hero MotoCorp Ltd.

Regd. Office: 34, Basant Lok, Vasant Vihar, New Delhi-110057, India
Tel. +91 11 26142451, 46044100, Fax +91 11 26143321, 26143198
HeroMotoCorp.com

CIN:L35911DL1984PLC017354

FORM C Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 Regulation 13(6) – Details of change in shareholding in respect of persons holding more than 5% shares in a listed company as informed vide their letter dated June 13, 2014 [Regulation 13 (6)] In view of non availability of details of folio, shareholding is not verified by the Company												
Name, PAN & address of the shareholders	Shareholding prior to acquisition/sale	No. & % of shares/voting rights acquired/sold	Receipt of allotment advice/acquisition of shares/sale of shares – specify	Date of intimation to company	Mode of sale (market purchase/public rights/preferential offer etc.)	No. & % of shares/voting rights post-acquisition/sale	Trading member through whom the trade was executed with SEBI Registration no. of the TM	Exchange on which the trade was executed	Buy quantity	Buy value	Sell quantity	Sell value
Name : BC India Private Investors II, Add. : Suit 110, 10th Floor Ebene Heights Building, 34 Ebene Cybercity Ebene Mauritius Tel. : +230 4681320 PAN No. AADCB9648P	Hero MotoCorp Ltd. 1,71,41,028 (Seventeen Million One Hundred Forty One Thousand Twenty Eight) shares (8.58%)	56,18,019 equity shares of Hero MotoCorp Ltd. ("Company") representing 2.81% of the total paid up share capital of the Company i.e. 2.81% of the voting share capital of the Company	Date of Sale June 13, 2014	13-Jun-14	BC India Private Investors II sold 56,18,019 equity shares of the Company by way of market sale on National Stock Exchange of India Limited and BSE Limited on June 13, 2014	1,15,23,009 equity shares of the Company, representing 5.77% of the total paid up equity share capital of the Company as of June 13, 2014 and 5.77% of the voting share capital of the Company	(1) Name: Citibank Global Markets India Private Limited SEBI Registration No. NSE:INB231141335 BSE: INB0111141331 (2) Name: Goldman Sachs (India) Securities Private Limited SEBI Registration No. NSE: INB231277832 BSE: INB011277838	National Stock Exchange of India Limited and BSE Limited	-	-	56,18,019	Rs. 1481,18,93,650

for Hero MotoCorp Ltd.


Iltam C. Kamboj
Asso. V. P. - Legal & Company Secretary
Date : June 14, 2014