

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

June 17, 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 under Regulation 13(6) of the SEBI (Prohibition of Insider Trading)
Regulations, 1992**

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(1) 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 (3) and (6))

Regulation 13(3) - Details of change in shareholding in respect of persons holding more than 5% shares in a listed company

Name & address of shareholders	Shareholding prior to acquisition /sale	No. & % of shares/voting rights acquired / sold	Receipt of allotment advice/acquisition of shares - specify	Date of intimation to company	Mode of acquisition on (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
Aberdeen Asset Management Asia Limited on behalf of funds advised/ managed 21 Church Street #01-01 Capital Square Two Singapore 049480 Tel : 65 6395 2705	Hero MotoCorp Limited 10,1948% (20,357,790 Shares)	0.1172% (234,000 Shares)	11/06/2014	12/06/2014	Open Market Sale PAN: AAECA9100E	10.0776% (20,123,790 Shares)	Deutsche Equities India (INF231196834)	NSE			117,000 Shares	2,688.6663 per share Total sell value: INR 314,573,957.1

For Hero MotoCorp Limited

Ilam C. Kamboj

Asst. V. P. Legal & Company Secretary

Date: June 17, 2014