

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Hero MotoCorp Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Pawan Munjal		
3. Whether the acquirer belongs to Promoter/ Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited The National Stock Exchange of India Limited		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights	Acquirer- 65,020	Acquirer- 0.04%	Acquirer- 0.04%
b) Voting rights (VR) otherwise than by equity shares	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
Total (a+b+c)	Acquirer- 65,020	Acquirer- 0.04%	Acquirer- 0.04%

<u>Details of acquisition</u>			
a) Shares carrying voting rights acquired	Acquirer- 1,23,96,840	Acquirer- 6.21%	Acquirer- 6.21%
b) Voting rights (VR) otherwise than by equity shares	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
Total (a+b+c)	Acquirer- 1,23,96,840	Acquirer- 6.21%	Acquirer- 6.21%
<u>After the acquisition holding of:</u>			
a) Shares carrying voting rights	Acquirer- 1,24,61,860	Acquirer- 6.25%	Acquirer- 6.25%
b) Voting rights (VR) otherwise than by equity shares	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
Total (a+b+c)	Acquirer- 1,24,61,860	Acquirer- 6.25%	Acquirer- 6.25%

6. Mode of acquisition (e.g. open market / public issue / rights issue/ preferential allotment / inter-se transfer, etc.)	Mr. Pawan Munjal was issued and allotted 1,23,96,840 (One Crore Twenty Three Lacs Ninety Six Thousand Eight Hundred Forty) equity shares by the TC pursuant to the orders passed by the High Court of Delhi on March 1, 2013 and on March 15, 2013 under Sections 391-394 of the Companies Act, 1956, approving the scheme of amalgamation by Hero Investments Private Limited into the TC. The beneficial interest of said shares vests with M/s Brijmohan Lal Om Parkash, a registered partnership firm having its office at Hero C.R. Division, Sua Road, Hero Nagar, Ludhiana
7. Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares etc.	Not Applicable
8. Date of acquisition of / date of receipt of intimation of allotment of shares/VR/ warrants/ convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	September 11, 2013
9. Equity share capital / total voting capital of the TC before the said acquisition	The issued and subscribed share capital of the TC is Rs. 39,93,75,000 (Rupees Thirty Nine Crores Ninety Three Lacs Seventy Five Thousand Only) consisting of 19,96,87,500 (Nineteen Crores Ninety Six Lacs Eighty Seven Thousand Five Hundred) equity shares of Rs. 2 (Two) each.
10. Equity share capital/ total voting capital of the TC after the said acquisition	The issued and subscribed share capital of the TC is Rs. 39,93,75,000 (Rupees Thirty Nine Crores Ninety Three Lacs Seventy Five Thousand Only) consisting of 19,96,87,500 (Nineteen Crores Ninety Six Lacs Eighty Seven Thousand Five Hundred) equity shares of Rs. 2 (Two) each.

11. Total diluted share/voting capital of the TC after the said acquisition	The issued and subscribed share capital of the TC is Rs. 39,93,75,000 (Rupees Thirty Nine Crores Ninety Three Lacs Seventy Five Thousand Only) consisting of 19,96,87,500 (Nineteen Crores Ninety Six Lacs Eighty Seven Thousand Five Hundred) equity shares of Rs. 2 (Two) each.
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Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Name: Mr. Pawan Munjal
Address: N-87, Panchsheel Park,
New Delhi - 110 017

Place: New Delhi
Date: September 11, 2013

Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1. Name of the Target Company (TC)	Hero MotoCorp Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Pawan Munjal		
3. Whether the acquirer belongs to Promoter/ Promoter group	Yes		
4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited The National Stock Exchange of India Limited		
5. Details of the acquisition of shares/voting rights/holding of the Acquirer and PAC	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
<u>Before the acquisition under consideration, holding of:</u>			
a) Shares carrying voting rights	Acquirer- 65,020	Acquirer- 0.04%	Acquirer- 0.04%
b) Voting rights (VR) otherwise than by equity shares	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
Total (a+b+c)	Acquirer- 65,020	Acquirer- 0.04%	Acquirer- 0.04%

<u>Details of acquisition</u>			
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Total (a+b+c)	Acquirer- 1,23,96,840	Acquirer- 6.21%	Acquirer- 6.21%
<u>After the acquisition holding of:</u>			
a) Shares carrying voting rights	Acquirer- 1,24,61,860	Acquirer- 6.25%	Acquirer- 6.25%
b) Voting rights (VR) otherwise than by equity shares	Acquirer- Nil	Acquirer- Nil	Acquirer- Nil
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Total (a+b+c)	Acquirer- 1,24,61,860	Acquirer- 6.25%	Acquirer- 6.25%

6. Mode of acquisition (e.g. open market / public issue / rights issue/ preferential allotment / inter-se transfer, etc.)	Mr. Pawan Munjal was issued and allotted 1,23,96,840 (One Crore Twenty Three Lacs Ninety Six Thousand Eight Hundred Forty) equity shares by the TC pursuant to the orders passed by the High Court of Delhi on March 1, 2013 and on March 15, 2013 under Sections 391-394 of the Companies Act, 1956, approving the scheme of amalgamation by Hero Investments Private Limited into the TC. The beneficial interest of said share vests with M/s. Brijmohan Lal Om Parkash, a registered partnership firm having its office at Hero C.R. Division, Sua Road, Hero Nagar, Ludhiana
7. Date of acquisition of / date of receipt of intimation of allotment of shares/VR/ warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares in the TC.	September 11, 2013
8. Equity share capital / total voting capital of the TC before the said acquisition	The issued and subscribed share capital of the TC is Rs. 39,93,75,000 (Rupees Thirty Nine Crores Ninety Three Lacs Seventy Five Thousand Only) consisting of 19,96,87,500 (Nineteen Crores Ninety Six Lacs Eighty Seven Thousand Five Hundred) equity shares of Rs. 2 (Two) each.
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10. Total diluted share/voting capital of the TC after the said acquisition	The issued and subscribed share capital of the TC is Rs. 39,93,75,000 (Rupees Thirty Nine Crores Ninety Three Lacs Seventy Five Thousand Only) consisting of 19,96,87,500 (Nineteen Crores Ninety Six Lacs Eighty Seven Thousand Five Hundred) equity shares of Rs. 2 (Two) each.

Note:

(*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Name: Mr. Pawan Munjal
Address: N-87, Panichsheel Park,
New Delhi - 110 048

Place: New Delhi
Date : September 11, 2013