

BRIJMOHAN LAL OM PARKASH

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PAN AABFB0636L

January 12, 2017

To,

- (1) National Stock Exchange Limited,
"Exchange Plaza",
Bandra-Kurla, Complex,
Bandra (East)
Mumbai - 400051
- (2) Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400001
- (3) Hero MotoCorp Limited,
34, Community Centre
Basant Lok, Vasant Vihar
New Delhi-110057

Sub: Disclosure under Regulation 31(1) read with regulation 31(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Dear Sir(s),

Please find enclosed herewith the disclosure pursuant to regulation 31(1) read with regulation 31(3) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as per the prescribed format.

Yours faithfully,

**For and on behalf of:
M/s Brijmohan Lall Om Prakash, Partnership Firm**



**Renu Munjal
Partner**

Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company(TC)	Hero MotoCorp Ltd
Names of the Stock Exchanges where the shares of the target company are listed	National Stock Exchange Limited and Bombay Stock Exchange Limited
Date of reporting	January 12, 2017
Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked	1. Pawan Munjal 2. Renu Munjal 3. Suman Kant Munjal (Above partners holding shares on behalf of Brijmohan Lall Om Prakash, a partnership firm) List of PAC is given in Annexure 'A' (forms part of this form)
Details of the creation/invocation/release of encumbrance:	

Name of the promoter (s) or PACs with him(**)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(2)-(3)]}	
	No. of Shares	% of total share capital	% w.r.t diluted share capital(*)	No. of Shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/others)	Reasons for encumbrance **	No. of Shares	% of total share capital	Name of the entity in whose favor shares encumbered		No. of shares
Pawan Munjal, Suman Kant Munjal and	45,683,058	22.88%	22.88%	4,898,967*	2.45%	Creation	06.01.17	Others (Escrow of Shares)	Escrow created by the promoters in terms of the family re-alignment	793,069	0.39%	Kotak Mahindra Bank Limited	5,692,036	2.85%

Annexure A
Persons Acting in Concert

S. No.	Particulars
1.	Mr. Pawan Munjal, Mr. Suman Kant Munjal and Mrs. Renu Munjal (holding in representative capacity of Brijmohan Lal Om Prakash, a registered partnership firm)
2.	Mrs. Renu Munjal
3.	Mr. Suman Kant Munjal
4.	Mr. Suman Kant Munjal (holding on behalf of Suman Kant & Sons HUF)
5.	Mr. Pawan Kant Munjal (holding on behalf of Pawan Kant and Sons HUF)
6.	Mr. Sunil Kant Munjal
7.	Ms. Vasudha Munjal
8.	Ms. Aniesha Munjal
9.	Mr. Pawan Munjal
10.	Ms. Renuka Munjal
11.	Mr. Rahul Munjal
12.	Mr. Abhimanyu Munjal
13.	Hero FinCorp Limited
14.	Hero InvestCorp Private Limited
15.	Ms. Santosh Munjal
16.	Bahadur Chand Investments Private Limited