

Aberdeen

April 25, 2016

Via Fax (001 91 22 2272 2037,
2272 3121, 2272 2041, 2272, 2039) & Courier

The Bombay Stock Exchange Limited
1st Floor, New Trading Ring,
Rotunda Building, P.J. Towers,
Dalal Street, Fort,
Mumbai 400 001

Attention: Mr.Sanjay Golecha

Dear Sir

I am writing to notify that the accounts managed or advised by Aberdeen Asset Management Asia Limited, we now hold a total of 15,929,702 shares in Hero Honda Motors Ltd. across all mandates, equivalent to 7.9773% of the company's issued shares (Source: Bloomberg) of which 6.4596% are shares we have control over the voting rights. This follows a sale of 402,917 shares on April 22, 2016.

Enclosed herewith is the appropriate forms pursuant to Regulations 29(2) of SEBI and the Annexure for your attention.

Yours sincerely

For and on behalf of
Aberdeen Asset Management Asia Ltd.

Phattrawadee Ng

Phattrawadee Ngamnoolake
Compliance
enc.

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

Name of the Target Company (TC)	Hero MotoCorp Ltd.		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Aberdeen Asset Management Asia Ltd, on behalf of funds advised / managed.		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	16,332,619	8.1790%	8.1790%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by shares	-	-	-
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	-	-	-
e) Total (a+b+c+d)	16,332,619	8.1790%	8.1790%
Details of acquisition/sale			
a) Shares carrying voting rights acquired/sold	-402,917	-0.2017%	-0.2017%
b) VRs acquired otherwise than by shares	-	-	-

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/sold	-	-	-
d) Shares encumbered / invoked / released by the acquirer	-	-	-
e) Total (a+b+c+/-d)	-402,917	-0.2017%	-0.2017%
After the acquisition/sale, holding of:			
a) Shares carrying voting rights	15,929,702	7.9773%	7.9773%
b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by shares	-	-	-
d) 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	-	-	-
e) Total (a+b+c+d)	15,929,702	7.9773%	7.9773%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Open market Sale		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is application	22/04/2016		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 399,375,000 (based on par value of Rs 2 and total issued shares of 199,687,500)		
Equity share capital / total voting capital of the TC after the said acquisition / sale	Rs. 399,375,000 (based on par value of Rs 2 and total issued shares of 199,687,500)		
Total diluted share/voting capital of the TC after the said acquisition	-		

Note:

- (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (**) 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.

Signature of the acquirer / seller / Authorized Signatory

Phattrawadee Ng.

Phattrawadee Ngamnoolake

For and on behalf of Aberdeen Asset Management Asia Limited

Place : Bangkok

Date : 25/04/2016

ANNEXURE TO FORM 29() DATED 22/04/16

Holder of relevant interest	Permanent account number (PAN)	Registered holder securities	Persons entitled to be registered holder	Number of securities
Aberdeen Asia ex Japan Equity Mother Fund	AACTM7936M	Mitsubishi UFJ Global Custody	Aberdeen Asia ex Japan Equity Mother Fund	30,300
Aberdeen Asia Pacific Equity Fund	AAFCA7071D	BNP Paribas Security Services - London	Aberdeen Asia Pacific Equity Fund	399,407
Aberdeen Asia-Pacific (ex-Japan) Equity Fund	AACTA6360K	State Street Bank & Trust	Aberdeen Asia-Pacific (ex-Japan) Equity Fund	5,680
Aberdeen Asia-Pacific excluding Japan Equity Fund	AABTA7094D	State Street Bank & Trust	Aberdeen Asia-Pacific excluding Japan Equity Fund	8,900
Aberdeen Canada - Emerging Markets Fund	AABTN2882L	State Street Bank & Trust	Aberdeen Canada - Emerging Markets Fund	114,663
Aberdeen Capital Trust	AALTS1134L	State Street Bank & Trust	Aberdeen Capital Trust	9,105
Aberdeen Emerging Markets Equity Fund	AABTA7095C	State Street Bank & Trust	Aberdeen Emerging Markets Equity Fund	1,311,300
Aberdeen Emerging Markets Equity Fund	AAECA9100E	BNP Paribas Security Services - London	Aberdeen Emerging Markets Equity Fund	495,492
Aberdeen Emerging Markets Fund	AABTT3942K	State Street Bank & Trust	Aberdeen Emerging Markets Fund	2,368,163
Aberdeen Global - Emerging Markets Equity Fund	AAECA9099G	BNP Paribas Securities Services	Aberdeen Global - Emerging Markets Equity Fund	2,048,314
Aberdeen Global - Indian Equity Fund	AABCP2263L	BNP Paribas Securities Services	Aberdeen Global - Indian Equity Fund	2,762,671
Aberdeen Islamic Asia Pacific ex-Japan Equity Fund	AAFTA0397P	Deutsche Bank (Malaysia) Berhad	Aberdeen Islamic Asia Pacific ex-Japan Equity Fund	857
Aberdeen World Emerging Markets Equity Fund	AALCS3017P	State Street Bank & Trust	Aberdeen World Emerging Markets Equity Fund	21,075
Edinburgh Dragon Trust plc	AAAGE1861C	BNP Paribas Securities Services	Edinburgh Dragon Trust plc	291,000
First Trust / Aberdeen Emerging Opportunity Fund	AAATF2014K	Bank of New York Mellon	First Trust / Aberdeen Emerging Opportunity Fund	15,350
New India Investment Trust PLC	AACCN4928M	BNP Paribas Security Services - London	New India Investment Trust PLC	252,905
Reksa Dana Syariah Aberdeen Syariah Asia Pacific Equity USD Fund	JKUSAP	Deutsche Bank AG	Reksa Dana Syariah Aberdeen Syariah Asia Pacific Equity USD Fund	840
The Asia Tigers Fund, Inc.	AADCA0535G	State Street	The Asia Tigers Fund, Inc.	12,600
The India Fund, Inc.	AABCA0836G	State Street Bank & Trust	The India Fund, Inc.	647,023
Aberdeen Asset Management Asia - Segregated Funds	AABTB3889P AAACU9952G	1. Bank of New York Mellon 2. Bank of New York Mellon - Singapore	Aberdeen Asset Management Asia - Segregated Funds	5,134,057

AABTC0829N	3. Citibank - Hong Kong		
AAATF1397F	4. Danske Bank		
AAATF1651L	5. JP Morgan Chase		
AABTM7203J	6. JP Morgan Chase & Co		
AAATI3067R	7. KAS Bank		
AAATI3067R	8. Mitsubishi UFJ Global Custody		
AAATI3067R	9. National Bank Trust		
AAAAD4762B	10. Northern Trust Luxembourg Management SA		
AAAAD4035D	11. RBC Dexia Investor Services - Canada		
AAAAE4036B	12. RBC Dexia Investor Services - Luxembourg		
AAAJE0599A	13. RBC Dexia Investor Services Limited		
AAATK3858Q	14. Skandinaviska Enskilda Banken AB		
WSWFEM	15. State Street		
AAATH0495G	16. State Street - USA		
AABCH6907R	17. State Street Bank & Trust		
AAATI3067R	18. State Street Bank & Trust Company - UK		
AAJCM5945N	19. State Street Custodial Services (Ireland) Limited		
AACTM0362P			
AACTT4994L			
AACTM4584F			
AAATN8156C			
AABTN1684N			
AAATN8595R			
AAAJN0653Q			
AABCO1823B			
AAJCA7808A			
AAAJF0103H			
AACGS2647E			
AACC2647E			
AAJCS3619P			
AAJCS3620C			
AALCS3017P			
AALCS3043D			
AABTT5193Q			
AACCT8888L			
AACCT8887F			
AAATU2296A			
AAAJW0112B			