



June 29, 2022

Asst. Vice President, Listing Deptt.,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
MUMBAI - 400 051
Scrip Code: HEROMOTOCO

The Secretary,
BSE Limited
25th Floor,
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001
Scrip Code: 500182

Re: Newspaper advertisement- Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sirs,

Please find enclosed herewith copies of the newspaper advertisement published in compliance with Circular No. 20/2020 dated May 5, 2020, issued by Ministry of Corporate Affairs, for intimating regarding the 39th Annual General Meeting (AGM) of the Company to be held on Tuesday, August 9, 2022 through Video Conference / Other Audio Visual Means and other requisite information to the shareholders.

The aforesaid advertisement is also available on the website of the Company www.heromotocorp.com.

This is submitted for your information and records.

Thanking you,

For Hero MotoCorp Limited


(Dhiraj Kapoor)
Company Secretary & Compliance Officer

Encl.: As above

Hero MotoCorp Ltd.

Regd. Office: The Grand Plaza, Plot No.2, Nelson Mandela Road,
Vasant Kunj - Phase -II, New Delhi - 110070, India
Tel. +91-11-46044220, Fax +91-11-46044399
HeroMotoCorp.com CIN: L35911DL1984PLC017354 PAN: AAACH0812J



Surcharge

AVADH
SUGAR & ENERGY LTD

5122UP2015PLC069635
argaon, Dist. Sitapur (U.P.), Pin - 261 121
usugar.org; Website: www.birla-sugar.com
256220 Fax (05862) 256225

**39TH ANNUAL GENERAL MEETING,
BOOK CLOSURE AND RECORD DATE**

The 39th Annual General Meeting of the Company ("AGM") will be held on Tuesday, July 19, 2022 at 11:00 a.m. through Video Conference ("OAVM") facility to transact the Ordinary and Special Business of the Company, in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with General Circulars of the Ministry of Corporate Affairs, dated 14/02/2021 and 02/2022 dated 8th April 2020, 13th April 2021 and 5th May, 2022, respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/MD1/CIR/P/2021/11 and SEBI/HO/CFD/CMD1/MD1/CIR/P/2022/62 dated May 13, 2022 respectively and the SEBI Circulars, collectively referred to as "Circulars", collectively without the physical presence of the Members at a

physical form or in dematerialized form, as on the Cut-off date of the AGM through electronic voting system ("remote e-Voting") facility to transact the Ordinary and Special Business of the Company, as set out in the Notice of the AGM, will be provided to the Members at a common venue.

The Notice of the AGM and the Annual Report and Audited Financial Statements for the year ended 31st March 2022 have been sent by email to those Members whose email addresses are registered with the Company/Depository Participants(s). The requirements of the AGM and Annual Report to the Members have been set out in the Notice of the AGM, which is available on the website of the Company and the SEBI Circular.

The AGM shall be held on Saturday, July 16, 2022 (9:00 am) and Sunday, July 17, 2022 (5:00 pm). The remote e-Voting module shall be available from 9:00 am on Saturday, July 16, 2022 to 5:00 pm on Sunday, July 17, 2022. The members are requested to cast their vote on or before the Cut-off date and time for voting and once the vote is cast, the Member shall not be allowed to change it.

The eligibility of member for voting through remote e-Voting will be as on Wednesday, July 13, 2022.

The members of the Company and become member of the Company by email and holding shares as of the Cut-off date in the login ID and password by sending a request at evoting@nsdl.co.in.

The members whose name is recorded in the register of members/ register of beneficial owners maintained by the depositories as on the cut-off date i.e. Thursday, 14th July, 2022 shall be entitled to avail the facility of remote e-voting (between Tuesday, July 19, 2022- Thursday, July 21, 2022)/ e-voting at the 27th AGM. Once the vote on a resolution stated in the AGM Notice is cast by member, he/she shall not be allowed to change it subsequently.

The members who have not cast their vote electronically through remote e-voting may also attend the 27th AGM but will not be entitled to cast their vote again thereafter.

Members who become members of the Company after the dispatch of the notice by email and who hold shares as on the cut-off date i.e. July 14, 2022 may obtain user id and password by sending a request to the Depositories/respective Depository Participants/KFin, in the manner stated in the e-voting instructions provided in the Notice of 27th AGM. However, if a person is already registered with KFin for e-voting, then the existing user ID and password can be used for casting their vote. The manner of e-voting for members holding shares in dematerialized mode, physical mode and for members who have not registered their email addresses is provided in the Notice of the 27th AGM.

The Annual Report and Notice of the 27th AGM are available on the Company's website under URL <https://www.shankarabuildpro.com/investor.html> and KFin URL <https://evoting.kfintech.com/> as well as on the websites of the Stock Exchanges where the shares of the Company are listed i.e. BSE Limited (www.bseindia.com) and the National Stock Exchange of India Limited (www.nseindia.com) respectively.

In case of any queries, related to e-voting, you may refer the Frequently Asked Questions (FAQ's) and e-voting user manual available in the

For Avadh Sugar & Energy Limited
Sd/-
Devinder Kumar Jain
Company Secretary

above-mentioned Trading Member or such complaints, if any, shall be deemed to have been waived. The complaints filed against the above-mentioned Trading Member will be dealt with in accordance with the Rules, Bye-laws and Regulations of the Exchange / NCL. The complaints can be filed online at <https://www.nseindia.com/invest/file-a-complaint-online>. Alternatively, the complaint forms can be downloaded from <https://www.nseindia.com/invest/download-complaint-form-for-offline-registration> or may be obtained from the Exchange office at Mumbai and also at the Regional Offices.

For National Stock Exchange of India Ltd.

Sd/-
Place: Mumbai Vice President
Date: June 29, 2022 Regulatory



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Registered Office: The Grand Plaza, Plot No.2, Nelson Mandela Road, Vasant Kunj - Phase -II, New Delhi - 110070, India
Phone: +91-11-46044220 | Fax: +91-11-46044399
Email: secretarialho@heromotocorp.com | Website: www.heromotocorp.com

NOTICE ON INFORMATION REGARDING 39TH ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD THROUGH VIDEO CONFERRING/ OTHER AUDIO VISUAL MEANS

Notice is hereby given that the 39th Annual General Meeting ("AGM") of the Members of Hero MotoCorp Limited will be held on Tuesday, August 9, 2022 at 11:30 A.M. IST through Video Conference ("VC") / Other Audio Visual Means ("OAVM") in compliance with the general circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 19/2021 dated December 8, 2021, 21/2021 dated December 14, 2021, 2/2022 dated May 5, 2022, issued by the Ministry of Corporate Affairs and SEBI vide circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 (collectively referred as "Circulars") to transact the businesses that will be set out in the Notice of the AGM.

The Notice of AGM and the Annual Report for FY 2021-22 will be sent only by email to all the shareholders whose email addresses are registered with the Company/ Depositories as on June 24, 2022. Members may note that the AGM Notice and the Annual Report for the FY 2021-22 will also be made available on the Company's website at www.heromotocorp.com, websites of the Stock Exchanges at www.nseindia.com & www.bseindia.com and on the website of NSDL at www.evoting.nsdl.com.

Shareholders will have an opportunity to cast their vote remotely on the businesses as set out in the AGM notice through electronic voting. The instructions for joining the AGM and the manner of participation in the remote electronic voting or casting vote through e-voting system during the AGM will be provided in the notice of AGM. Members participating through VC/ OAVM facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

Shareholders, who have not registered/ updated their email addresses are requested to comply with the following steps:

- Shareholders holding shares in physical form, are requested to register/ update their email addresses by submitting physical copy of Form ISR-1 to the RTA along with relevant documents at below mentioned address:

KFin Technologies Limited
(formerly known as KFin Technologies Private Limited)
Unit: Hero MotoCorp Limited
Selenium Tower B, Plot Nos. 31 & 32 | Financial District
Nanakramguda | Serilingampally Mandal | Hyderabad - 500032.
ISR Forms can be downloaded from the [web link https://ris.kfintech.com/clientservices/isc/default.aspx](https://ris.kfintech.com/clientservices/isc/default.aspx) through Download Forms section.

- Shareholders holding shares in dematerialized form, are requested to register/ update their email addresses with the Depository Participants with whom the demat account is maintained.

Shareholders may note that the Board of Directors at its meeting held on May 3, 2022 has recommended a final dividend of Rs. 35/- per equity share of Rs. 2/- each for the financial year 2021-22. The dividend, if approved by the shareholders at the ensuing AGM, will be paid by September 08, 2022. The Shareholders are requested to update/ register their Electronic Clearing Service (ECS) mandate with complete bank details in order to receive the dividend directly into their bank account in the following manner:

- If shares are held in dematerialised form, then submit the requisite documents as may be required, with the Depository Participants(s) with whom the demat account is maintained.
- If shares are held in physical form, then submit the Form ISR-1 along with the (i) Physical copy of the signed request letter which shall contain shareholder's name, folio number, bank details (viz. Bank account number, Bank and Branch Name and address, IFSC, MICR details), (ii) a self-attested copy of the PAN card and (iii) cancelled cheque leaf to the Company's RTA address.

Shareholders may note that the Income Tax Act, 1961 (Act), as amended by the Finance Act, 2020, mandates that dividends paid or distributed by a Company after April 1, 2020, shall be taxable in the hands of the shareholders. The Company shall therefore be required to deduct Tax at Source (TDS) at the time of making payment of the final dividend, if approved at AGM. In order to enable the Company to determine the appropriate TDS rate, as applicable, shareholders are requested to submit their documents in accordance with the provisions of the Act. The Company will also send an email to all the shareholders at their registered email IDs in this regard.

In the event, the Company is unable to pay the dividend to any member by electronic mode, due to non-registration of the electronic bank mandate, the Company shall despatch the dividend warrant to such member.

This notice is being issued for the information and benefit of all the members of the Company and is in compliance with the applicable circulars of the Ministry of Corporate Affairs and Securities and Exchange Board of India.

For Hero MotoCorp Limited

Sd/-
Place: New Delhi Dhiraj Kapoor
Date: June 28, 2022 Company Secretary & Compliance Officer

Law provides voting rights to all shareholders proportionate to their holding in the Company. Hero encourages shareholders to exercise their voting rights and actively participate in decision making process

17/2020 dated 15.04.2020, 20/20 dated 05.05.2020, 28/2020 dated 17.08.2020, 02/2021 dated 13.01.2021, 19/2021 dated 08.12.2021, 21/2021 dated 14.12.2021 and 02/2022 dated 05.05.2022 respectively, issued by Ministry of Corporate Affairs, and Circulars issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "Circulars") to transact the business as set out in the Notice convening the 27th AGM without the physical presence of the Members at a common venue.

In terms of the MCA & SEBI Circulars, the Notice of the 27th AGM and the Annual Report for the financial year 2021-22 including the Audited Financial Statements for the year ended March 31, 2022 ("Annual Report") have been sent only by email on 28th June, 2022, to those Members whose email addresses are registered with the Company/Depository Participants (DP). Therefore, those shareholders who have not yet registered their email addresses are requested to get their email addresses registered with their DP or RTA for electronic/physical holding's respectively to receive the copies of the Annual Report 2021-22 along with the Notice of the 27th AGM through VC/OAVM. Members holding shares in physical mode are requested to update their email addresses with the Company's RTA, KFin Technologies Limited "KFin" at <https://ris.kfintech.com/clientservices/mobilereg/mobilemailreg.aspx>, to receive copies of Annual Report 2021-22 in electronic mode. The requirements of sending physical copy of the Notice & Annual Report to the Members have been dispensed with, in accordance with the said Circulars.

Book Closure: Pursuant to Section 91 of the Companies Act, 2013 ("the Act") and Rule 10 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 42 of the SEBI (LODR) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will be closed from **Friday, July 15, 2022 to Friday, July 22, 2022** (inclusive of both days) for the purpose of the 27th AGM and Dividend.

VC/OAVM: The shareholders are requested to participate in the 27th AGM through VC/OAVM through the link: <https://emeetings.kfintech.com>, by using their secure login credentials. The procedure and instructions for participating in the 27th AGM through VC/OAVM and e-voting are provided as part of the Notice of the 27th AGM.

E-voting: In compliance with the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), and the provisions of Regulation 44 of the SEBI (LODR), Regulations, 2015, the members are provided with the facility to cast their vote electronically, through the e-voting services provided by KFin, the Company's RTA, on all resolutions set forth in the Notice of the 27th AGM.

The date and commencement of remote e-voting will be **Tuesday, July 19, 2022 at 9.00 A.M (IST) and shall end on Thursday, July 21, 2022 at 5.00 P.M (IST)**. The cut-off date for the purpose of ascertaining the eligible shareholders for voting/participating in the 27th AGM is Thursday, July 14, 2022. Members may note that remote e-voting facility will be disabled after 5.00 P.M (IST) on July 21, 2022. Members whose name are recorded in the register of members/ /register of beneficial owners maintained by the depositories as on the cut-off date i.e. Thursday, 14th July, 2022 shall be entitled to avail the facility of remote e-voting (between Tuesday, July 19, 2022- Thursday, July 21, 2022)/ e-voting at the 27th AGM. Once the vote on a resolution stated in the AGM Notice is cast by member, he/she shall not be allowed to change it subsequently. The members who have not cast their vote electronically through remote e-voting may also attend the 27th AGM but will not be entitled to cast their vote again thereafter.

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