

February 6, 2020

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**  
25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI - 400 001  
Scrip Code: 500182

**Sub: Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

**Re.: Outcome of Board Meeting held on February 6, 2020**

Dear Sirs,

The Board of Directors at its meeting held today, viz. February 6, 2020, has considered and approved the following matters:

1. The unaudited standalone and consolidated financial results for the quarter and nine months ended December 31, 2019. A copy of the said results and limited review report alongwith the press release being issued by the Company in this regard, is enclosed.
2. Declaration of interim dividend of INR 65/- per equity share of INR 2/- each (at the rate of 3250%) for the financial year 2019-20. Accordingly, the Board has fixed February 18, 2020 as record date for determining entitlement of members for the purpose of payment of interim dividend. The payment of interim dividend / despatch of dividend warrants will be completed by March 6, 2020.

The meeting of the Board of Directors commenced at 2:00 p.m. and concluded at 5:30 p.m.

Further, the Board noted that the tenure of Ms. Shobana Kamineni on the Board would end effective March 26, 2020 due to completion of her term of 5 years as an Independent Director. The Company places on record its appreciation for the guidance and support provided by Ms. Kamineni during her tenure. The requisite details as per Regulation 30 are enclosed as Annexure A.

Also, the statement of deviation(s) or variation(s) as per Regulation 32 of the Listing Regulations and SEBI Circular No. CIR/CFD/CMD1/162/2019 dated December 24, 2019 is not applicable as there are no unutilized funds or deviations in the use of proceeds raised through public issue, rights issue, preferential issue, QIPs etc.

Kindly take the aforesaid information on your records.

Thanking you,

For Hero MotoCorp Ltd.

  
(Neerja Sharma)

Company Secretary & Chief Compliance Officer



Encl.: As above

**Hero MotoCorp Ltd.**

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HeroMotoCorp.com CIN: L35911DL1984PLC017354 PAN: AAACH0812J

S. No.	Particulars	Disclosures
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Otherwise – cessation of directorship due to completion of term.  Ms. Shobana Kamineni was appointed as an Independent Director on March 27, 2015 for a term of 5 consecutive years. Accordingly, her tenure shall come to an end on March 26, 2020.
2.	Date of appointment / cessation & term of appointment	Date of cessation – March 26, 2020
3.	Brief profile	Not applicable
4.	Disclosure of relationships between directors	Not applicable

