



HMCL:ICK:11/14A:SECT:12

October 23, 2012

Fax/Email/Courier

Asst. Vice President,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
MUMBAI - 400 051

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

Dear Sir,

Re: Outcome of Board Meeting and Press Release

Further to our letter no. HMCL:ICK:11/14A:SECT:12 dated October 4, 2012 intimating you about the meeting of the Board of Directors ("Board") to be held on Tuesday, October 23, 2012, we wish to inform you that the Board in its said meeting have considered and adopted the un-audited financial results for the second quarter and half year ended September 30, 2012 and taken on record the Limited Review Report of the Statutory Auditors thereon, copies of the same are annexed herewith.

We are also enclosing herewith a copy of the press release.

Kindly take the same on record.

Thanking you,

Yours faithfully,
for Hero MotoCorp Ltd.


ILAM C. KAMBOJ
Sr. G.M. - Legal & Company Secretary

Encl: as above

Deloitte Haskins & Sells


Chartered Accountants
7th Floor, Building 10, Tower B
DLF Cyber City Complex
DLF City Phase-II
Gurgaon - 122 002, Haryana
India

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AUDITORS' REPORT TO THE BOARD OF DIRECTORS OF HERO MOTOCORP LIMITED (FORMERLY KNOWN AS HERO HONDA MOTORS LIMITED)

1. We have reviewed the accompanying statement of unaudited financial results of Hero MotoCorp Limited ("the Company") for the quarter and half year ended September 30, 2012 ("the Statement"). This Statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on the Statement based on our review.
2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatements. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the Accounting Standards referred to in Section 211 (3C) of the Companies Act, 1956 and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreements with the stock exchanges, including the manner in which it is to be disclosed, or that it contains any material misstatement.
4. Further, we also report that we have traced the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged/encumbered and non-encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreements and the particulars relating to undisputed investor complaints from the details furnished by the Management.

For DELOITTE HASKINS & SELLS
Chartered Accountants
(Registration No.015125N)


Manjula Banerji
Partner

(Membership No. 086423)

Place : New Delhi

Date : OCTOBER 23, 2012

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HERO MOTOCORP LIMITED

Regd. office:- 34, Community Centre, Basant Lok, Vasant Vihar, New Delhi-110057
 Unaudited Financial Results for the quarter and half year ended September 30, 2012

							(Rupees in lacs)
S. No.	Particulars	Quarter ended	Quarter ended	Quarter ended	Half year ended	Corresponding	Year ended
		September 30, 2012	June 30, 2012	September 30, 2011	September 30, 2012	half year ended	March 31, 2012
		Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
		(1)	(2)	(3)	(4)	(5)	(6)
	No. of Two wheelers sold	13,32,805	16,42,292	15,44,814	29,75,097	30,73,692	42,35,266
1	Income from Operations						
	(a) Net sales/ Income from Operations (Net of excise duty)	5,15,118	6,20,778	5,78,432	11,35,896	11,42,196	23,36,805
	(b) Other Operating Income	3,628	3,950	4,183	7,578	8,592	21,098
	Total Income from operations (net)	5,18,746	6,24,728	5,82,615	11,43,474	11,50,788	23,57,903
2	Expenses						
	(a) Cost of materials consumed	3,87,997	4,66,778	4,26,397	8,54,775	8,50,540	17,36,541
	(b) Change in inventories of finished goods and work-in-progress	(10,979)	(6,522)	(4,023)	(17,501)	(3,691)	(8,384)
	(c) Employees benefits expenses	19,216	20,442	17,937	39,678	34,389	73,552
	(d) Depreciation and amortisation expenses	28,951	30,368	27,849	59,299	51,828	1,09,734
	(e) Other expenses	50,593	50,324	50,595	1,00,917	95,029	1,94,316
	Total Expenses	4,75,778	5,61,390	5,18,755	10,37,168	10,28,095	21,05,759
3	Profit from Operations before Other Income, Finance cost (1-2)	42,968	63,338	63,860	1,06,306	1,22,693	2,52,144
4	Other Income	9,934	10,443	8,877	20,377	18,255	36,457
5	Profit before finance costs (3+4)	52,902	73,781	72,737	1,26,683	1,40,948	2,88,601
6	Finance costs	295	293	291	588	1,545	2,130
7	Profit before tax (5-6)	52,607	73,488	72,446	1,26,095	1,39,403	2,86,471
8	Tax expense	8,549	11,942	12,084	20,491	23,252	48,668
9	Net Profit for the period (7-8)	44,058	61,546	60,362	1,05,604	1,16,151	2,37,803
10	Paid-up Equity Share Capital	3,994	3,994	3,994	3,994	3,994	3,994
	Face value of the share (Rs.)	2.00	2.00	2.00	2.00	2.00	2.00
11	Reserves excluding Revaluation Reserve						4,24,989
12	Basic and diluted earnings per share: face value Rs. 2/- each (In Rupees)	22.06	38.82	30.23	52.88	58.16	119.09
A PARTICULARS OF SHAREHOLDING							
1	Public shareholding	(Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)	(Rs. 2.00 per share)
	-Number of shares	9,54,28,010	9,54,28,010	9,54,28,010	9,54,28,010	9,54,28,010	9,54,28,010
	-Percentage of holding (to total holding)	47.79%	47.79%	47.79%	47.79%	47.79%	47.79%
2	Promoters and promoter group shareholding						
	a) Pledged/encumbered:						
	Number of shares	31,25,000	31,25,000	1,48,35,750	31,25,000	1,48,35,750	32,05,000
	Percentage of shares (as a % of total shareholding of promoter and promoter group)	3.00%	3.00%	14.23%	3.00%	14.23%	3.07%
	Percentage of shares (as a % of the total share capital of the company)	1.56%	1.56%	7.43%	1.56%	7.43%	1.61%
	b) Non-encumbered:						
	Number of shares	10,11,34,490	10,11,34,490	8,94,23,740	10,11,34,490	8,94,23,740	10,10,54,490
	Percentage of shares (as a % of total shareholding of promoter and promoter group)	97.00%	97.00%	85.77%	97.00%	85.77%	96.93%
	Percentage of shares (as a % of the total share capital of the company)	50.65%	50.65%	44.73%	50.65%	44.78%	50.60%
B INVESTOR COMPLAINTS						3 months ended September 30, 2012	
	Pending at the beginning of quarter						7
	Received during the quarter						90
	Disposed off during the quarter						92
	Remaining unresolved at the end of the quarter						5

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Statement of Assets and Liabilities as per Clause 41 of the Listing Agreement

(Rupees in lacs)

Sr.no.	Particulars	Half year ended	Year ended
		September 30, 2012	March 31, 2012
		Unaudited	Audited
		(1)	(2)
A	EQUITY AND LIABILITIES		
1	Shareholders' Funds:		
	a) Capital	3,994	3,994
	b) Reserves and Surplus	5,30,593	4,24,989
	Sub-total - Shareholders' funds	5,34,587	4,28,983
2	Non-current liabilities		
	a) Long-term liabilities	1,09,239	1,01,139
	b) Deferred tax liabilities (Net)	16,696	20,826
	c) Long-term provisions	3,054	3,800
	Sub-total - Non-current liabilities	1,28,989	1,25,765
3	Current liabilities		
	a) Trade payables	1,94,187	2,29,317
	b) Other current liabilities	1,25,066	99,620
	c) Short-term provisions	731	1,05,207
	Sub-total - Current liabilities	3,19,984	4,34,144
	TOTAL EQUITY AND LIABILITIES	9,83,560	9,88,892
B	ASSETS		
1	Non-current assets		
	a) Fixed assets	3,59,132	3,82,435
	b) Long-term investments non-current	45,703	67,396
	c) Long-term loans and advances	68,983	53,364
	d) Other non-current assets	3,443	2,601
	Sub-total - Non-current assets	4,77,261	5,05,796
2	Current assets		
	a) Current investments	2,73,946	3,29,030
	b) Inventories	87,893	67,557
	c) Trade receivables	77,818	27,231
	d) Cash and cash equivalents	12,435	7,682
	e) Short-term loans and advances	50,309	47,560
	f) Other current assets	3,898	4,036
	Sub-total - Current assets	5,06,299	4,83,096
	TOTAL -ASSETS	9,83,560	9,88,892

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Notes:-

- 1 The above results for the quarter and half year ended September 30, 2012 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors ("Board") in their respective meetings held on Tuesday, October 23, 2012
- 2 As the Company's business activity falls within a single primary business segment viz 'Two-wheelers, its parts and ancillary services' and is a single geographical segment, the disclosure requirements of Accounting Standard (AS-17) "Segment Reporting", specified in the Companies (Accounting Standard) Rules, 2006 are not applicable.
- 3 In line with Notification No. G.S.R. 378 (E) dated May 11, 2011 issued by The Ministry of Corporate Affairs, Government of India, the exchange differences arising after April 1, 2007 on reporting of long term foreign currency monetary items at rates different from those at which they were initially recorded during the period, or reported in previous financial statements, in so far as they relate to the acquisition of a depreciable capital asset, have been added to or deducted from the cost of the asset and shall be depreciated over the balance useful life of the asset.
- 4 Previous period/year figures have been regrouped/ reclassified wherever necessary, to make them comparable.
- 5 The above results of the Company are available on the Company's website www.heromotocorp.com and also on www.bseindia.com and www.nseindia.com

For and on behalf of the board

New Delhi
October 23, 2012

Per our report attached:
For Deloitte Haskins & Sells
Chartered Accountants

Manjula Banerji
Partner
Membership No.- 086423

New Delhi
Dated:-

The Limited Review as required under Clause 41 of Listing Agreement has been completed by Statutory Auditors. The Limited Review Report for the quarter and half year ended September 30, 2012 does not have any impact on the above Results.

For and on behalf of the board

New Delhi
October 23, 2012

BRIJMOHAN LALL MUNJAL
Chairman

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**Hero**

HERO MOTOCORP REPORTS PAT OF RS 441 CRORE, TURNOVER OF RS 5187 CRORE IN Q2 (JUL-SEPT), FY'13

KICKS-OFF FESTIVE SEASON WITH OVER 2-LAKH RETAIL SALES IN NAVRATRAS IN OCTOBER

COMMENCES DESPATCH OF 110CC PASSION X PRO

- Sells close to 3 million two-wheelers in H1 (Apr-Sept)
- Sells more than 1.2 million Splendor bikes in H1
- EBIDTA margin for the quarter at 13.86 per cent

Business highlights of Q2 FY'13

- Global foray of brand "Hero" with launches in Sri Lanka and Nepal
- Brand migration to "Hero" on the entire product range
- Global alliance with "Engines Engineering" to augment technology & design capabilities

New Delhi, October 23, 2012: Hero MotoCorp Ltd. (HMCL), the world's largest two-wheeler manufacturer, today reported its turnover (Net Sales & Other Operating Income) of Rs.5187.46 crore for the second quarter (July-September) of the Financial Year (FY) 2012-13, even as it kicks-off the festive season with over 2-lakh units in retail sales during the auspicious Navratras in October.

HMCL's profit after tax (PAT) for Q2'13 stood at Rs 440.58 crore, while profit before tax (PBT) for the period stood at Rs 526.07 crores. The Company has recorded an EBIDTA margin of 13.86 per cent. Despite the overall market slowdown and a production adjustment that the company undertook during the months of August and September, Hero MotoCorp reported volumes of 13,32,805 units in despatch sales in the second quarter this fiscal. **For the Year-to-Date (YTD – April-Sept 2012) period, Hero MotoCorp has sold close to 3 million two-wheelers.**

Hero MotoCorp completed the process of brand migration of its models from the erstwhile joint brand to the new "Hero" brand during the quarter. **For the period April to September this year, Hero MotoCorp has sold over 1.2 million Splendor bikes.**

HMCL has recently started despatching its new 110cc motorcycle – "Passion X Pro" – further broadening its range of products to offer more exciting options for the customers in the forthcoming festive season.

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Mr. Pawan Munjal, Managing Director & Chief Executive Officer, Hero MotoCorp Ltd., said *"The two-wheeler market in the country has been adversely impacted due to the overall market slowdown and prevailing sentiments since the beginning of this quarter. Sensing the slowdown in the market, we led the way in adjusting our production plans in August and September, and this has been reflected in our quarterly sales figures. The onset of the festive season has been encouraging, with the retail sales of over two lakhs in the Navratras.*

"We, at Hero MotoCorp will continue to bring new launches even as we expand our distribution reach to over 5400 outlets during this fiscal. Our global business plan will also take shape this fiscal, with the launch of Hero products in new international markets such as Nigeria, Kenya and Guatemala, having already been launched in existing markets such as Sri Lanka and Nepal in September," he added.

The overwhelming customer response in the form of over 2-lakh units in retail sales during the Navratras has come about thanks to a combination of strategic initiatives - the new exciting range of products, new advertising campaigns comprising premium segment offerings and ground-level activation.

The recent launches – the 110cc scooter **Maestro** and 125cc motorcycle **Ignitor** – have also received excellent response from the customers. The company has also reintroduced its premium segment 150-cc bikes **"X-treme"** and **"Hunk"** with new features under the Hero brand name.

The new launch - **"Passion X Pro"** - comes powered with a new generation 110cc engine that delivers a peak power output of 8.7 PS at 7500 rpm. The stylish yet sturdy bike comes with impressive features that include APDV ignition system for superior drivability, Digital-Analog Combo Meter Console with a 'service due' indicator for the rider's convenience, stylized fuel tank, striking trapezoidal multi-focal headlight and scintillating graphics.

For further information please contact:

Pooja Ahluwalia / Mansi Molasi

Corporate Voice | Weber Shandwick

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