

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF HERO MOTOCORP LIMITED

1. We have reviewed the accompanying Statement of Standalone Unaudited Financial Results of Hero MotoCorp Limited ("the Company"), for the quarter ended June 30, 2022 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of the Company's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.
4. Based on our review conducted as stated in paragraph 3 above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
5. Attention is invited to note 7 of the standalone financial results, relating to the search carried out by the Income Tax Department in March 2022 concerning the Company. Since the investigation and related proceedings are pending, there is uncertainty as regards impact, if any, of the outcome of the proceedings, which cannot be ascertained at this point of time.

Our report is not modified in respect of this matter.



**Deloitte
Haskins & Sells LLP**

6. The Comparative financial information of the Company for the quarter ended June 30, 2021 and March 31, 2022 and year ended March 31, 2022 prepared in accordance with Indian Accounting Standards included in this Statement have been reviewed / audited by the predecessor auditor. The report of the predecessor auditor on these comparative financial information dated August 12, 2021 for the quarter ended June 30, 2021 and dated May 03, 2022 for the quarter and year ended March 31, 2022 expressed an unmodified conclusion / opinion.

Our report is not modified in respect of this matter.

For **DELOTTE HASKINS & SELLS LLP**

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)



Vijay Agarwal

Partner

(Membership No. 094468)

UDIN: 22094468AOWBLX9968

Place: Gurugram

Date: 12 August 2022



HERO MOTOCORP LIMITED

Statement of Unaudited Standalone Financial Results for the quarter ended June 30, 2022

		Quarter ended				(Rupees in crore)
		June 30, 2022	March 31, 2022	June 30, 2021	March 31, 2022	
		Un-audited	Audited (Refer Note 5)	Un-audited	Audited	
1	No. of Two wheelers sold (In Lakhs)	13.90	11.89	10.25	49.44	
2	Income					
	(a) Revenue from operations	8,392.54	7,421.73	5,487.07	29,245.47	
	(b) Other income	52.99	139.76	138.59	556.91	
	Total income	8,445.53	7,561.49	5,625.66	29,802.38	
3	Expenses					
	[a] Cost of materials consumed	6,078.11	4,958.60	4,134.72	20,708.07	
	[b] Purchase of stock in trade	13.58	0.63	14.42	45.95	
	[c] Changes in inventories of finished goods, stock-in-trade and work-in-progress	15.69	183.21	(169.53)	72.71	
	[d] Employee benefits expense	538.18	476.33	435.67	1,935.44	
	[e] Finance costs	6.98	6.66	6.09	25.80	
	[f] Depreciation and amortisation expense	162.99	158.46	162.98	649.75	
	[g] Other expenses	806.20	975.39	556.96	3,114.53	
	Total expenses	7,621.73	6,759.28	5,141.31	26,552.25	
4	Profit before tax (2-3)	823.80	802.21	484.35	3,250.13	
5	Tax expense					
	Current tax	184.04	212.61	117.75	797.91	
	Deferred tax	15.24	(37.45)	1.16	(20.80)	
	Total Tax Expense	199.28	175.16	118.91	777.11	
6	Profit after tax (4-5)	624.52	627.05	365.44	2,473.02	
7	Other comprehensive income /(expense) [net of tax]					
	Items that will not be reclassified to profit or loss	(1.43)	11.14	(5.53)	(5.44)	
	Items that will be reclassified to profit or loss	-	-	-	-	
8	Total comprehensive income (6+7)	623.09	638.19	359.91	2,467.58	
9	Paid-up equity share capital	39.96	39.96	39.96	39.96	
	Face value of the share (In Rupees)	2.00	2.00	2.00	2.00	
10	Total Reserves					15,742.96
11	Earning per equity share on profit after tax (face value Rs. 2/- each) [In Rupees]					
	Basic	31.25	31.38	18.29	123.78	
	Diluted	31.25	31.37	18.29	123.74	



Hero MotoCorp Ltd.

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HeroMotoCorp.com CIN: L35911DL1984PLC017354 PAN: AAACH0812J



Notes:-

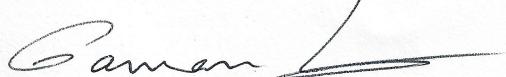
- 1 The above unaudited standalone results for the quarter ended June 30, 2022 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in their respective meetings held on August 12, 2022. These results have been subjected to limited review by the statutory auditors.
- 2 During the quarter ended June 30, 2022, 6,712 equity shares respectively of Rs. 2 each were issued and allotted under the Employee Incentive Scheme – 2014.
- 3 During the quarter ended, the Company has further invested in associates. Details are as follows:-

Name of the Company	Nature	Quarter ended 30-06-2022	Quarter ended 31-03-2022	Rs. Cr
Hero Fincorp Limited	Associate	700.00	-	
Ather Energy Private Limited	Associate	262.50	150.00	
Total (Rs. in crores)		962.50	150.00	

- 4 Based on the guiding principles given in Ind AS-108 on 'Operating Segments', the Company's business activity fall within a single operating segment, namely automotive segment. Accordingly, the disclosure requirements of Ind AS 108 are not applicable.
- 5 The figures of the quarter ended 31 March 2022 are the balancing figures between the audited figures in respect of full year and the unaudited published figures up to the third quarter ended December 31, 2021 which were subjected to limited review by the predecessor auditor.
- 6 On May 03, 2022, the Board of directors had recommended a final dividend of Rs. 35 per equity share (face value of Rs. 2.00 per equity share) for the financial year ended March 31, 2022, which together with the interim dividend of Rs. 60 per share, has been approved by the shareholders in the Annual General Meeting held on August 9, 2022.
- 7 The Income Tax Department ("the Department") conducted a Search activity ("the Search") under Section 132 of the Income Tax Act on the Company in March 2022. Subsequently, the Company has provided all support and cooperation and the necessary documents and data to the Department, as requested by the Department. The Company is examining and reviewing the details of the matter and will take appropriate actions, including addressing regulatory actions, if and when they occur. While the uncertainty exists regarding the outcome of the proceedings by the department, the Company after considering all available information and facts as of date, has not identified the need for any adjustments to the current or prior period financial results.
- 8 Due to the COVID-19 Global health pandemic, there were several lockdowns/ restrictions in various states/ cities/ towns during the FY 2020-21. While these restrictions were being gradually eased down, the Second wave of COVID-19 hit the country towards the end of the FY 2020-21 which again triggered impositions of fresh restrictions / lockdowns. The operations of the Company were adversely hit by these lockdowns/ restrictions during FY 2020-21 and the first quarter of FY 2021-22. Accordingly, the Company's financial results for the quarter ended June 30, 2022 and the corresponding quarter ended June 30, 2021 are not comparable.
- 9 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



DR. PAWAN MUNJAL
Chairman & CEO
DIN : 00004223



Hero MotoCorp Ltd.

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HeroMotoCorp.com CIN: L35911DL1984PLC017354 PAN: AAACH0812J

INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM CONSOLIDATED FINANCIAL RESULTS

TO THE BOARD OF DIRECTORS OF HERO MOTOCORP LIMITED

1. We have reviewed the accompanying Statement of Consolidated Unaudited Financial Results of **HERO MOTOCORP LIMITED** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group"), and its share of the net profit / loss after tax and total comprehensive income / loss of its associates for the quarter ended June 30, 2022 ("the Statement"), being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.
2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in the Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.
3. 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 (ICAI). A review of interim financial information consists of making inquiries, primarily of Parent's personnel responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under Section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Parent

Hero MotoCorp Limited

Subsidiaries

- HMC MM Auto Limited;
- HMCL Americas Inc;
- HMCL Netherlands B.V.;
- HMCL Columbia S.A.S;
- HMCL Niloy Bangladesh Limited; and
- Hero Tech Center Germany GmbH

Associates

- Hero FinCorp Limited; and
- Ather Energy Private Limited



5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditors referred to in paragraph 7 below, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, including the manner in which it is to be disclosed, or that it contains any material misstatement.
6. Attention is invited to note 8 of the consolidated financial results, relating to the search carried out by the Income Tax Department in March 2022 concerning the Company. Since the investigation and related proceedings are pending, there is uncertainty as regards impact, if any, of the outcome of the proceedings, which cannot be ascertained at this point of time.

Our report is not modified in respect of this matter.

7. We did not review the interim financial information / financial results of five subsidiaries included in the consolidated unaudited financial results, whose interim financial results reflect total revenues of Rs. 312.01 crores for the quarter ended June 30, 2022, total net Loss after tax of Rs. 9.85 crores for the quarter ended June 30, 2022 and total comprehensive loss of Rs. 9.85 crores for the quarter ended June 30, 2022, as considered in the Statement. The consolidated unaudited financial results also includes the Group's share of profit after tax of Rs. 45.12 crores for the quarter ended June 30, 2022 and total comprehensive Income of Rs. 30.01 crores for the quarter ended June 30, 2022, as considered in the Statement, in respect of one associate, whose interim financial information have not been reviewed by us. These interim financial information have been reviewed by other auditors whose reports have been furnished to us by the Management and our conclusion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and associate, is based solely on the reports of the other auditors and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the Statement is not modified in respect of this matter.

8. Certain of these subsidiaries are located outside India whose financial information/financial results have been prepared in accordance with accounting principles generally accepted in their respective countries and which have been reviewed by other auditors under generally accepted auditing standards applicable in their respective countries. The Parent's management has converted the interim financial information/financial results of such subsidiaries located outside India from accounting principles generally accepted in their respective countries to accounting principles generally accepted in India. We have reviewed these conversion adjustments made by the Parent's management. Our opinion in so far as it relates to the balances and affairs of such subsidiaries located outside India is based on the report of other auditors and the conversion adjustments prepared by the management of the Parent and reviewed by us.

Our conclusion is not modified in respect of this matter.



**Deloitte
Haskins & Sells LLP**

9. The Comparative financial information of the Company for the quarter ended June 30, 2021 and March 31, 2022 and year ended March 31, 2022 prepared in accordance with Indian Accounting Standards included in this Statement has been reviewed / audited by the predecessor auditor. The report of the predecessor auditor on these comparative financial information dated August 12, 2021 for the quarter ended June 30, 2021 and dated May 03, 2022 for the quarter and year ended March 31, 2022 expressed an unmodified conclusion / opinion.

Our report is not modified in respect of this matter.

For **DELOTTE HASKINS & SELLS LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)



M
Vijay Agarwal
Vijay Agarwal

Partner

(Membership No. 094468)

UDIN: 22094468AOWBVD2117

Place: Gurugram

Date: 12 August 2022

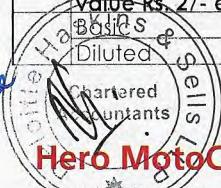


HERO MOTOCORP LIMITED

Statement of Unaudited Consolidated Financial Results for the quarter ended June 30, 2022

(Rupees in crore)

		Quarter ended			Year ended March 31, 2022 Audited
		June 30, 2022 Un-audited	March 31, 2022 Audited (refer note 5)	June 30, 2021 Un-audited	
1	Income				
	(a) Revenue from operations	8,447.54	7,496.55	5,502.80	29,551.28
	(b) Other income	55.53	131.44	145.40	555.01
	Total Income	8,503.07	7,627.99	5,648.20	30,106.29
2	Expenses				
	[a] Cost of materials consumed	6,095.68	5,016.79	4,174.94	20,845.74
	[b] Purchase of stock in trade	13.58	0.63	14.42	45.95
	[c] Changes in inventories of finished goods, stock-in-trade and work-in-progress	(4.49)	139.87	(225.65)	28.67
	[d] Employee benefits expense	553.24	496.72	447.86	1,995.78
	[e] Finance costs	13.92	12.97	13.46	53.10
	[f] Depreciation and amortisation expense	172.84	168.38	172.85	689.52
	[g] Other expenses	848.16	986.59	571.52	3,190.37
	Total expenses	7,692.93	6,821.95	5,169.40	26,849.13
3	Profit from ordinary activities before share of Profit / (loss) of associates and tax (1-2)	810.14	806.04	478.80	3,257.16
4	Profit / (loss) from associates				
	Share in net profit / (loss) of associates	(21.12)	(20.31)	(135.55)	(199.05)
5	Profit before tax (3+4)	789.02	785.73	343.25	3,058.11
6	Tax expense				
	Current tax	186.25	215.16	118.58	805.44
	Deferred tax charge/ (credit)	17.19	(49.99)	(31.79)	(76.38)
	Total Tax Expense	203.44	165.17	86.79	729.06
7	Profit after tax (5-6)	585.58	620.56	256.46	2,329.05
8	Other comprehensive income /(expense) [net of tax]				
	Items that will not be reclassified to profit or loss	(16.53)	10.20	(5.30)	(6.28)
	Items that will be reclassified to profit or loss	(9.66)	15.79	(1.68)	5.68
9	Total comprehensive income (7+8)	559.39	646.55	249.48	2,328.45
10	Net Profit attributable to				
	a) Owners of the Company	590.37	611.34	256.08	2,316.88
	b) Non controlling interest	(4.79)	9.22	0.38	12.17
11	Other comprehensive income attributable to				
	a) Owners of the Company	(21.88)	19.66	(8.48)	(2.44)
	b) Non controlling interest	(4.31)	6.33	1.50	1.84
12	Total comprehensive income attributable to				
	a) Owners of the Company	568.49	631.00	247.60	2,314.44
	b) Non controlling interest	(9.10)	15.55	1.88	14.01
13	Paid-up equity share capital				
	Face value of the share (In Rupees)	39.96	39.96	39.96	39.96
		2.00	2.00	2.00	2.00
14	Total Reserves				15,806.69
15	Earning per equity share on profit after tax (face value Rs. 2/- each) (In Rupees)				
	Basis : Basic Diluted	29.55	30.59	12.82	115.96
		29.54	30.59	12.82	115.93



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Notes:-

- 1 The above unaudited consolidated results for the quarter ended June 30, 2022 have been reviewed and recommended by the Audit Committee and approved by the Board of Directors in their respective meetings held on August 12, 2022. These results have been subjected to limited review by the statutory auditors.
- 2 During the quarter ended June 30, 2022, 6,712 equity shares respectively of Rs. 2 each were issued and allotted under the Employee Incentive Scheme – 2014.
- 3 Particulars of subsidiaries and associates as on June 30, 2022
 - a) Subsidiaries (held directly) - HMCL Netherlands B.V., HMC MM Auto Limited, HMCL Americas Inc., Hero Tech Center Germany GmbH
 - b) Subsidiaries (held indirectly) - HMCL Colombia S.A.S., HMCL Niloy Bangladesh Limited (subsidiaries of HMCL Netherlands B.V.)
 - c) Associates - Hero FinCorp Limited and Ather Energy Private Limited
- 4 During the quarter ended, the Company has further invested in associates. Details are as follows:-

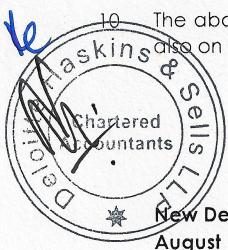
Name of Company	Nature	Quarter ended 30-06-2022	Quarter ended 31-03-2022
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Ather Energy Private Limited	Associate	262.50	150.00
Total (Rs in crores)		962.50	150.00

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- 6 Based on the guiding principles given in Ind AS-108 on 'Operating Segments', the Group's business activity fall within a single operating segment, namely automotive segment. Accordingly, the disclosure requirements of Ind AS 108 are not applicable.
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The Company is examining and reviewing the details of the matter and will take appropriate actions, including addressing regulatory actions, if and when they occur.
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- 9 Due to the COVID-19 Global health pandemic, there were several lockdowns/ restrictions in various states/ cities/ towns during the FY 2020-21. While these restrictions were being gradually eased down, the Second wave of COVID-19 hit the country towards the end of the FY 2020-21 which again triggered impositions of fresh restrictions / lockdowns. The operations of the Company were adversely hit by these lockdowns/ restrictions during FY 2020-21 and the first quarter of FY 2021-22. Accordingly, the Group's financial results for the quarter ended June 30, 2022 and the corresponding quarter ended June 30, 2021 are not comparable.

10 The above consolidated financial results of the Group 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

DR. PAWAN MUNJAL
Chairman & CEO
DIN : 00004223



August 12, 2022

Hero MotoCorp Ltd.

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