

KIRLOSKAR BROTHERS LIMITED
A Kirloskar Group Company



Enriching Lives

SEC/ F:26

August 24, 2026

BSE Limited

Corporate Relationship Department,
2nd Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001.

(BSE Scrip Code – 500241)

National Stock Exchange of India Ltd.

5th Floor, Exchange Plaza,
Bandra (East),
Mumbai - 400 051.

(NSE Symbol - KIRLOSBROS)

Dear Sir/Madam,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended.

Ref: Order of Hon'ble Supreme Court of India dated August 11, 2026, in the matter of Special Leave Petition No. 8020 of 2021 (Kirloskar Brothers Limited Vs. Atul Chandrakant Kirloskar & Ors.) with SLP No. 8221 of 2021 and SLP No. 13070 of 2021.

In terms of the subject referred Regulations, please find enclosed herewith the Order of the Hon'ble Supreme Court of India dated August 11, 2026 (as available on website of Supreme Court of India on August 24, 2026) disposing of Petitions and directed constitution of a three-member Arbitral Tribunal.

The facts of the case are stated below:

Kirloskar Brothers Limited (hereinafter referred as 'Company') had filed the aforesaid Special Leave Petition ("SLP") in the Hon'ble Supreme Court of India impugning the Judgment and Order dated 03.05.2021 of the Hon'ble Bombay High Court in Arbitration Appeal (ST) No. 1661 of 2021, whereby the Hon'ble High Court had allowed an appeal under Section 37 of the Arbitration and Conciliation Act, 1996 and directed reference of the disputes between the parties to arbitration.

The dispute arises out of a Deed of Family Settlement ("DFS") dated 11.09.2009 executed amongst members of the Kirloskar family, under which management and control of various Kirloskar Group entities were allocated amongst different family branches. The DFS also contained certain non-compete obligations/arrangements and an arbitration clause under Clause 20.

The Company, along with Mr. Sanjay Kirloskar, had instituted Civil Suit No. 798 of 2018 against certain Respondents seeking, *inter alia*, specific performance of the DFS, damages and injunctive relief in respect of alleged breaches of the non-compete obligations, and certain other reliefs concerning Respondents.

Certain Respondents had sought reference of the disputes to Arbitration under Section 8 of the Arbitration and Conciliation Act, 1996. The Company opposed the applications, inter alia, on the ground that several parties against whom substantive reliefs had been sought were non-signatories to the DFS and to the Arbitration Agreement. The application was rejected by the learned Civil Judge by Order dated 07.12.2020 and declined to refer the disputes to Arbitration.

Aggrieved by the said Judgment and Order, certain Respondents preferred an appeal under Section 37 of the Arbitration and Conciliation Act, 1996 before the Bombay High Court. During the pendency of the appeal, Respondent had filed affidavits stating, without prejudice, that although they were neither signatories to nor bound by the DFS, they had no objection to the disputes being referred to Arbitration.

The Bombay High Court, by its Judgment and Order dated 03.05.2021, allowed the appeal and referred the disputes to Arbitration.

The Company along with certain Respondents challenged the said Judgment and Order before the Hon'ble Supreme Court vide SLP no.8020 of 2021, SLP no. 8221 of 2021 and SLP no. 13070 of 2021.

By its Order dated 11.08.2026, the Hon'ble Supreme Court has disposed of all the above Petitions and directed constitution of a three-member Arbitral Tribunal to adjudicate the disputes. The Hon'ble Court has appointed Justice Nitin Madhukar Jamdar, former Chief Justice, Kerala High Court, as the nominee Arbitrator on behalf of the Company and Justice K. R. Shriram, former Chief Justice, Madras and Rajasthan High Courts, as the nominee Arbitrator on behalf of the contesting Respondents. The nominee Arbitrators are to jointly appoint the Presiding Arbitrator, preferably within four weeks. The Hon'ble Supreme Court has directed that the seat of arbitration shall be Pune.

The Hon'ble Supreme Court has clarified that all contentions on arbitrability, including the true scope of Clause 20 of the DFS and whether the Respondents who contend that they are not parties to the DFS are nevertheless bound by the Arbitration Agreement, have been left open and shall be decided by the Arbitral Tribunal as a preliminary issue before proceeding to the merits of the claims. The Hon'ble Court has further clarified that the observations made by the High Court in the impugned Judgment shall have no binding effect on the Arbitral Tribunal and that all issues shall be decided on their own merits.

Copy of the Order dated 11.08.2026 passed by the Hon'ble Supreme Court is enclosed herewith.

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The financial impact, if any, of the aforesaid proceedings cannot be presently ascertained. The Company will keep the stock exchanges informed of any further material developments in the matter.

The above is also available on website of the Company at www.kirloskarpumps.com.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For **KIRLOSKAR BROTHERS LIMITED**

Devang Trivedi
Company Secretary

Encl.: As above.

IN THE SUPREME COURT OF INDIA
CIVIL APPELLATE JURISDICTION

CIVIL APPEAL NO. _____ OF 2026
(ARISING OUT OF SLP (CIVIL) NO. 8020 OF 2021)

KIRLOSKAR BROTHERS LIMITED

APPELLANT (S)

VERSUS

ATUL CHANDRAKANT KIRLOSKAR &
ORS.

RESPONDENT (S)

W I T H

CIVIL APPEAL NO. _____ OF 2026
(ARISING OUT OF SLP (CIVIL) NO. 8221 OF 2021)

CIVIL APPEAL NO. _____ OF 2026
(ARISING OUT OF SLP (CIVIL) NO. 13070 OF 2021)

O R D E R

1. I.A. No. 23115/2022 is allowed. M/s Vahine Engineering is impleaded as Respondent No. 28. The memo of parties be amended accordingly.

2. Leave granted.

3. The instant appeals arise out of the common Impugned Judgment dated 03.05.2021 passed by the High Court of Judicature at Bombay (High Court) in Arbitration Appeal (S.T.) No. 1661/2021. The High Court, thereby, allowed the Appeal filed by Respondent Nos. 1, 3-6, and 9-17 and referred the dispute in Special Civil Suit No. 798/2018, pending before the Civil Judge, Senior Division, Pune, to arbitration under Section 8 of the Arbitration and Conciliation Act, 1996 (1996 Act).

4. For the sake of clarity, the point in issue and the parties are referred to as in the lead matter. The dispute has its genesis

in a Deed of Family Settlement dated 11.09.2009 (DFS) entered into between members of the Kirloskar family, namely Sanjay Kirloskar (Respondent No. 27), Atul Kirloskar (Respondent No. 1), Vikram Kirloskar (Respondent No. 2), Rahul Kirloskar (Respondent No. 3), and late Gautam Kulkarni, for themselves and their respective family members. The DFS was intended to formalise the separation of the businesses and group companies of the Kirloskar Group amongst the different branches of the family. Clause 20 of the DFS contains an arbitration clause for "any issue arising out of interpretation of this DFS including schedules thereto."

5. It is the Petitioner's case that, in breach of the non-compete understanding contained in Clause 15 of the DFS, Respondent No. 21, namely, Kirloskar Oil Engines Ltd., acquired a competing business being La-Gajjar Machineries Pvt. Ltd. (Respondent No. 22). There were also disputes that Sanjay Kirloskar (Respondent No. 27) was not reappointed to the board of Respondent No. 23-company, which holds the trademarks of the Kirloskar Group.

6. The parties initially attempted to resolve the disputes through mediation before Dr. Vijay Kelkar, a civil servant and renowned economist, which commenced in June 2017. However, as no resolution could be arrived at, the same was concluded in May 2018.

7. In June 2018, Petitioner No. 1 and Respondent No. 27 instituted Special Civil Suit No. 798/2018 before the Civil Judge, Senior Division, Pune (Pune Court) against Respondent Nos. 1-21 and 23, seeking specific performance of the DFS, damages, injunction restraining the competing business, and consequential reliefs

concerning the reconstitution of the board of Respondent No. 23 company.

8. Respondent Nos. 1, 3-6, and 12-14 filed an application under Section 8 of the 1996 Act before the Civil Judge, seeking reference of the dispute to arbitration as per Clause 20 of the DFS. By way of order dated 07.12.2020, the Civil Judge rejected the application.

9. Respondent Nos. 1, 3-6, and 12-20, thus, filed an appeal under Section 37 of the Act before the High Court bearing Arbitration Appeal (ST) No. 1661/2021. During the pendency thereof, Respondent Nos. 11 and 21-26 filed affidavits stating that they had no objection to the suit being referred to arbitration, irrespective of them not being parties to the DFS.

10. By the impugned judgment, the High Court allowed the appeal and referred the disputes to arbitration. While noting the submission that the language of Clause 20 was restricted and the stand of certain Respondents that they were not bound by it, the High Court held that the arbitral tribunal ought to consider such matters under Section 16 of the 1996 Act.

11. We have heard learned senior counsel appearing for the parties and perused the material on record.

12. The scope of examination at the stage of a reference under Section 8 is confined to a *prima facie* determination of the existence of an arbitration agreement and its coverage of the dispute. The referral court is not required to conduct a mini-trial

on contested questions of fact or law at that stage. Reference is to be declined only where the claim is manifestly and *ex facie* non-arbitrable, or the arbitration agreement is non-existent, invalid, or *prima facie* does not cover the dispute.

13. That being so, we find that the questions urged by the Petitioner, namely, whether Clause 20 of the DFS extends to the reliefs of specific performance, damages, and injunction claimed in the Suit, and whether Respondents who are not signatories to the DFS but have consented to arbitrate without prejudice to their contentions, can be said to be bound by the arbitration agreement, are not amenable to summary determination on the pleadings alone. These are intertwined questions of fact and law, turning on the construction of the DFS, the conduct of the parties, and the effect of the affidavits filed, which, at the first instance, are more appropriately left to be examined by the Arbitral Tribunal.

14. We are, therefore, of the view that the High Court committed no error in declining to render a final finding on these questions at the Section 8 stage and in leaving them open for determination by the Arbitral Tribunal under Section 16 of the 1996 Act.

15. In such circumstances, we find no ground warranting interference with the impugned judgment. The instant appeals are accordingly disposed of.

16. Having regard to the number of parties involved, and the complexity of the disputes referred to arbitration, and the absence of any agreed procedure between the parties for constitution of the

Arbitral Tribunal, we consider it just and proper that an Arbitral Tribunal of three arbitrators be constituted to adjudicate the disputes.

17. We, thus, appoint:

- (i) Justice Nitin Madhukar Jamdar, former Chief Justice, Kerala High Court, as the nominee Arbitrator on behalf of the Petitioner; and
- (ii) Justice K.R. Shriram, former Chief Justice, Madras and Rajasthan High Court, as the nominee Arbitrator on behalf of the contesting Respondents.

18. The nominee Arbitrators shall jointly appoint the Presiding Arbitrator, preferably within four weeks.

19. The seat of arbitration shall be Pune.

20. It is clarified that all contentions on arbitrability, including as to the true scope of Clause 20 of the DFS and whether Respondents contesting to be non-parties to DFS are bound by the arbitration agreement, are left open and shall be decided by the Arbitral Tribunal as a preliminary issue, before the Tribunal proceeds to the merits of the claims.

21. The observations made by the High Court in the impugned judgment are limited for the purpose of appointment of the arbitrator and shall have no binding effect on the learned Arbitral Tribunal. All issues shall be decided as per their own merits.

22. The Arbitral Tribunal shall be at liberty to fix its own procedure and remuneration.

23. Pending interlocutory applications, if any, in these petitions stand disposed of.

.....CJI.
(SURYA KANT)

.....J.
(JOYMALYA BAGCHI)

.....J.
(V. MOHANA)

NEW DELHI;
AUGUST 11, 2026.

S U P R E M E C O U R T O F I N D I A
R E C O R D O F P R O C E E D I N G S

Petition(s) for Special Leave to Appeal (C) No(s). 8020/2021

[Arising out of impugned judgment and order dated 03-05-2021 in ARBA(ST.) No. 1661/2021 passed by the High Court of Judicature at Bombay]

KIRLOSKAR BROTHERS LIMITED

Petitioner(s)

VERSUS

ATUL CHANDRAKANT KIRLOSKAR & ORS.

Respondent(s)

(IA No. 23143/2022 - APPLICATION FOR PERMISSION, IA No. 23033/2022 - APPLICATION FOR PERMISSION, IA No. 152089/2021 - APPLICATION FOR PERMISSION, IA No. 23162/2022 - APPLICATION FOR PERMISSION, IA No. 23158/2022 - APPLICATION FOR PERMISSION and IA No. 23115/2022 - INTERVENTION/IMPLEADMENT)

WITH

SLP(C) No. 8221/2021 (IX)

(IA No. 152106/2021 - APPLICATION FOR PERMISSION and IA No. 54468/2022 - APPLICATION FOR TAKING ON RECORD)

SLP(C) No. 13070/2021 (IX)

Date : 11-08-2026 These matters were called on for hearing today.

CORAM : HON'BLE THE CHIEF JUSTICE
HON'BLE MR. JUSTICE JOYMALYA BAGCHI
HON'BLE MRS. JUSTICE V. MOHANA

For Petitioner(s)

in Item No.42 & 42.1

Mr. Aarohi Bhalla, Sr. Adv.
Mr. Ujjwal A. Rana, Adv.
Mr. Saurabh Sinha, Adv.
Mr. Himanshu Mehta, Adv.
M/S. Gagrat And Co, AOR

For Petitioner(s)

in Item No.42.2

Mr. C. Aryaman Sundaram, Sr. Adv.
Mr. Tushar Ajinkya, Adv.
Mr. Abhishek Gupta, Adv.
Ms. Pratiksha Sharma, AOR
Mr. Ankit Acharya, Adv.
Ms. Sukanya Sehgal, Adv.
Ms. Ritu Chaudhary, Adv.
Mr. Ayush Jain, Adv.
Mr. Mukesh Kumar, Adv.

For Respondent(s)

in Item Nos.42 & 42.1

Mr. Balbir Singh, Sr. Adv.
Mr. Tushar Ajinkya, Adv.
Mr. Abhishek Gupta, Adv.
Ms. Pratiksha Sharma, AOR
Mr. Ankit Acharya, Adv.
Ms. Sukanya Sehgal, Adv.
Ms. Ritu Chaudhary, Adv.
Mr. Ayush Jain, Adv.
Mr. Mukesh Kumar, Adv.
Mr. Rohan Phadke, Adv.
Ms. Misha Mathlani, Adv.

For Respondent(s)

in Item No.42.2

Mr. Aarohi Bhalla, Sr. Adv.
Mr. Ujjwal A. Rana, Adv.
Mr. Saurabh Sinha, Adv.
Ms. Sadapurna Mukherjee, Adv.
Mr. Himanshu Mehta, Adv.
M/S. Gagrat And Co, AOR

For Respondent(s)

in Item Nos.42, 42.1
& 42.2

Mr. Balbir Singh, Sr. Adv.
Mr. Tushar Ajinkya, Adv.
Ms. Misha Mathlani, Adv.
Ms. Shivali Shah, Adv.
Ms. Radhika Gautam, AOR

UPON hearing the counsel the Court made the following

O R D E R

1. I.A. No. 23115/2022 is allowed. M/s Vahine Engineering is impleaded as Respondent No. 28. The memo of parties be amended accordingly.
2. Leave granted.
3. The appeals stand disposed of in terms of the signed order.
4. Pending application(s), if any, shall stand closed.

(NITIN TALREJA)
ASTT. REGISTRAR-cum-PS

(PREETHI DILEEP KUMAR)
DY. REGISTRAR

(Signed order is placed on the file)