

September 19, 2024

BSE Limited
Corporate Relations Department
Phiroze Jeejeeboy Towers
Dalal Street, Fort,
Mumbai- 400 001
Scrip Code: 543248

National Stock Exchange of India Limited
Listing Department
Exchange Plaza, 5th Floor, Plot no. C/1,
G Block, Bandra Kurla Complex, Bandra (E)
Mumbai- 400 051
SYMBOL: RBA

Sub.: Proceedings of the 11th Annual General Meeting ('AGM') of Restaurant Brands Asia Limited
(*'the Company'*) held on September 19, 2024

Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and
Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Dear Sir/ Ma'am,

We request you to note that the 11th AGM of the Company was duly held today i.e. on **Thursday, September 19, 2024 at 3:00 p.m. IST.** through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM').

In this regard and pursuant to the SEBI Listing Regulations, please find enclosed herewith the brief proceedings of the 11th AGM of the Company as **Annexure A.**

The same is also being made available on the website of the Company at www.burgerking.in.

We request you to take the same on your records.

Thanking You,
For Restaurant Brands Asia Limited
(Formerly Known as Burger King India Limited)

Shweta Mayekar
Company Secretary and Compliance Officer
(Membership No.: A23786)

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(Formerly known as Burger King India Limited)

Registered office: Unit Nos. 1003 to 1007, 10th Floor, Mittal Commercial, Asan Pada Road, Chimatpada, Marol, Andheri (East), Mumbai - 400 059
CIN : L55204MH2013FLC249986 | info@burgerking.in | Tel : 022-7193 3000 | Website : www.burgerking.in

Brief Proceedings of the 11th Annual General Meeting ('AGM') of Restaurant Brands Asia Limited

Day, Date, Time and Venue

Day and Date: Thursday, September 19, 2024	Time: Commenced at: 3:00 p.m. IST Concluded at: 4:32 p.m. IST	Deemed Venue: Registered Office of the Company viz. Unit Nos. 1003-1007, 10 th Floor, Mittal Commercial, Asan Pada Road, Chimatpada, Marol, Andheri East, Mumbai – 400 059
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Mode of participation in the AGM by Shareholders

Through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM')

Proceedings in Brief

❖ **Chairman:**

Mr. Shivakumar Dega, Independent Director of the Company chaired the 11th AGM of the Company.

❖ **Quorum:**

Considering the requisite quorum being present, Ms. Shweta Mayekar, Company Secretary and Compliance Officer of the Company declared the meeting to be in order.

❖ **Present:**

Directors:

Mr. Shivakumar Dega	Chairman and Independent Director
Mr. Rajeev Varman	Whole-time Director and Group Chief Executive Officer
Mrs. Tara Subramaniam	Independent Director
Mr. Sandeep Chaudhary	Independent Director
Mr. Andrew Day	Additional (Non-Executive & Independent) Director
Mr. Amit Manocha	Non-Executive Director
Mr. Ajay Kaul	Non-Executive Director
Ms. Roshini Bakshi	Non-Executive Director

Key Managerial Personnel:

Mr. Sumit Zaveri	Group Chief Financial Officer and Chief Business Officer
Mr. Sameer Patel	Chief Financial Officer (India)

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Ms. Shweta Mayekar	Company Secretary and Compliance Officer
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Other Key Officials:

Ms. Cicily Thomas	Brand President - Restaurant Brands Asia Limited
Ms. Namrata Tiwari	Group Chief People Officer
Mr. Kapil Grover	Group Chief Marketing Officer
Mr. Sandeep Dey	President - BK and Popeyes Indonesia

The representatives of the Statutory Auditors, Secretarial Auditors and the Scrutinizer were also present at the 11th AGM.

❖ **Opening Remarks and General Instructions by the Company Secretary and Compliance Officer:**

Ms. Shweta Mayekar, Company Secretary and Compliance Officer welcomed all the Shareholders, Board of Directors, Key Managerial Personnel, Key Officials of the Company and its subsidiaries, Statutory Auditors, Secretarial Auditors and Scrutinizer to the 11th AGM of the Company. She informed the shareholders that the 11th AGM was being conducted through VC / OAVM in pursuance of the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

She then introduced all the Board of Directors along with their chairmanships/ memberships on the Committees of the Board of Directors of the Company, the Key Officials of the Company and its subsidiaries.

She apprised the members on the general instructions for smooth and seamless conduct of the Annual General Meeting and also guided on the regulatory matters.

❖ **Chairman's Address:**

Mr. Shivakumar Dega, Chairman and Independent Director, briefly elucidated the shareholders on the business performance of the Company.

He then explained different consumer trends covering the following:

- Long term Mega Trends;
- Treat food as fun, as experiment and as entertainment;
- Urban challenge of traffic;
- Discoverability; and
- Premiumization

He then apprised the members on sustainability measures undertaken by the Company.

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❖ **CEO's Speech:**

Mr. Rajeev Varman, Whole-time Director and Group Chief Executive Officer of the Company enlightened the shareholders on the Business Performance and firm foundation of the Company and its subsidiaries broadly covering the following points:

1. Key Performance Indicators;
2. Innovations;
3. Value Leadership;
4. Digital Transformation;
5. Consumer facing Technology;
6. Employee facing Technology;
7. Vendor Partner facing Technology;
8. People;
9. Queens at BK;
10. Building a Responsible Brand; and
11. Indonesia Business

❖ **Businesses Transacted at the meeting:**

Sr. No.	Business	Type of Resolution
Ordinary Business		
1.	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Board of Directors along with annexures and the Auditor's thereon and Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2024, together with the Report of the Auditor's thereon	Ordinary
2.	Re-appointment of Mr. Amit Manocha (DIN: 01864156), director liable to retire by rotation	Ordinary
Special Business		
3.	Appointment of Mr. Andrew Day (DIN: 10712289), as an Independent Director of the Company for a term of 5 (five) consecutive years	Special
4.	Payment of remuneration to Mr. Andrew Day (DIN: 10712889), as an Independent Director of the Company	Ordinary
5.	Appointment of Mrs. Tara Subramaniam (DIN: 07654007), as an Independent Director of the Company for a second term of 5 (five) consecutive years	Special
6.	Payment of remuneration to Mrs. Tara Subramaniam (DIN: 07654007), as an Independent Director of the Company	Ordinary

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7.	Appointment of Mr. Sandeep Chaudhary (DIN: 06968827), as an Independent Director of the Company for a second term of 5 (five) consecutive years	Special
8.	Payment of remuneration to Mr. Sandeep Chaudhary (DIN: 06968827), as an Independent Director of the Company	Ordinary
9.	Payment of remuneration to Mr. Rajeev Varman (DIN: 03576356) as a Whole-time Director and Group Chief Executive Officer of the Company	Special
10.	Grant of loan(s) to PT Sari Burger Indonesia and/or PT Sari Chicken Indonesia, subsidiaries of the Company under Section 185 of the Companies Act, 2013	Special

On the invitation by the Chairman, shareholders who had previously registered themselves as speakers with the Company, addressed the Meeting through VC and sought clarifications on the Company's accounts, businesses and other matters.

Mr. Rajeev Varman, Whole-time Director and Group CEO, responded to the clarifications sought by the shareholders.

The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and comments.

❖ **Voting:**

In accordance with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided the e-Voting facility before the AGM through remote e-Voting and e-Voting during the AGM to its shareholders/ members as on the cut-off date i.e. **Thursday, September 12, 2024** in respect of the businesses to be transacted at the AGM and for this purpose, the Company had appointed Link Intime India Private Limited for facilitating voting through electronic means. The details of e-Voting are given herein below:

Remote E-voting Period	Sunday, September 15, 2024 from 9.00 a.m. IST to Wednesday, September 18, 2024 5.00 p.m. IST
E-voting at the 11th AGM	All the shareholders who did not cast their votes through remote e-voting were eligible to vote at the 11 th AGM through e-voting facility available during the AGM.

Chairman authorised Ms. Shweta Mayekar, Company Secretary and Compliance Officer to declare the voting results, intimate the same to Stock Exchanges and get it uploaded on the Company's website.

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❖ **Scrutinizers Report:**

The Scrutinizers Report and the voting results will be submitted separately.

- ❖ The Chairman concluded the 11th AGM at 4:32 p.m. IST including the time duration given for e-voting during the meeting and thanked all members for their participation and co-operation.