

September 14, 2022

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 9th Annual General Meeting ('AGM') of Restaurant Brands Asia Limited ('the Company') held on September 14, 2022

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 9th AGM of the Company was duly held today i.e. on **Wednesday, September 14, 2022 at 04:00 p.m IST.** through video conferencing ('VC') or other Audit Visual Means ('OAVM').

In this regard and pursuant to the SEBI Listing Regulations, please find enclosed herewith the brief proceedings of the 9th 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)

Madhulika Rawat
Company Secretary and Compliance Officer
Membership No.: F8765

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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 9th Annual General Meeting of Restaurant Brands Asia Limited

Day, Date, Time and Venue

Day and Date: Wednesday, September 14, 2022	Time: Commenced at: 04:00 p.m. IST Concluded at: 6:17 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 - 400059
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Mode of participation in the AGM by Shareholders

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

Proceedings in Brief

❖ **Chairman:**

Mr. Shivakumar Dega, Independent Director of the Company chaired the 9th AGM of the Company.

❖ **Quorum:**

Considering the requisite quorum being present, Mr. Shivakumar Dega, Chairman of the 9th AGM 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. Amit Manocha	Non-Executive Director
Mr. Jaspal Singh Sabharwal	Non-Executive Director
Mr. Rafael Odorizzi De Oliveira	Non-Executive Director
Mr. Ajay Kaul	Non-Executive Director

Key Managerial Personnel:

Mr. Sumit Zaveri	Group Chief Financial Officer and Chief Business Officer
Mr. Sameer Patel	Chief Financial Officer (India)
Ms. Madhulika Rawat	Company Secretary and Compliance Officer

Other Key Officials:

Mr. Vaibhav Punj	Director & Chief Executive Director (PT Sari Burger Indonesia, subsidiary company of the Company)
Ms. Cicily Thomas	President - Restaurant Brands Asia Limited
Mr. Sandeep Dey	President - Popeyes Indonesia Business
Mr. Kapil Grover	Chief Marketing Officer - Restaurant Brands Asia Limited
Ms. Namrata Tiwari	Group Chief People Officer

The representatives of the Statutory Auditors, Secretarial Auditors and the Scrutinizer were also present at the 9th AGM.

❖ **Opening Remarks by the Chairman:**

The Chairman welcomed all the shareholders, Board of Directors, Key Managerial Personnel, Key Officials of the Company and its subsidiary, Statutory Auditors, Secretarial Auditors and Scrutinizer to the 9th AGM of the Company. He informed the shareholders that the 9th AGM is 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.

He then requested all the Board of Directors to introduce themselves.

All the Directors introduced themselves to the shareholders and also informed their chairmanships/ memberships on the Committees of the Board of Directors of the Company.

❖ **General Instructions by Company Secretary and Compliance Officer:**

Ms. Madhulika Rawat, Company Secretary and Compliance Officer gave general instructions to the Members for smooth and seamless conduct of the Annual General Meeting and also guided on the regulatory matters.

❖ **Chairman's Address:**

The Chairman further elucidated the shareholders with his message titled "the New Food and the New Cook" which covered the themes relating to food and QSR Context.

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(Formerly known as Burger King India Limited)

He also reported the Company's progress across all areas and mentioned some of the Company's achievements of last year.

He appreciated the work by the executive team of Restaurant Brands Asia Limited led by Mr. Rajeev Varman, and wished the team more success in the coming year.

The five themes relating to food that he covered were as follows:

- a) Is normalcy back?;
- b) Is a MNC QSR relevant in a vegetarian country like India?;
- c) The Inflation challenges;
- d) The technology impacts;
- e) A new cook in the kitchen

❖ **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 future Outlook of the Company broadly covering the following:

1. Delivering holistic growth;
2. Resuming Disciplined Expansion;
3. Journey to Asia:
 - acquisition of controlling stake in PT Sari Burger Indonesia, an exclusive Master Franchise of Burger King® in Indonesia; and
 - acquiring exclusive Master Franchise and Development Rights to develop, establish, own, operate, and to grant franchises, of POPEYES® Restaurants in Indonesia through PT Sari Chicken Indonesia;
4. Strengthening Category Offering and Daypart;
5. Relevant Innovations to Drive Growth;
6. Disciplined Growth; and
7. Growing Sustainably.

❖ **Business Transacted at the meeting:**

Sr. no.	Business	Type of Resolution
1.	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports 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, 2022, together with the Report of the Auditor's thereon	Ordinary
2.	Re-appointment of Mr. Ajay Kaul (DIN : 00062135), director liable to retire by rotation	Ordinary

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On the invitation by the Chairman, 15 Members who had previously registered themselves as speakers, addressed the Meeting through VC and sought clarifications on the Company's accounts, businesses and other matters.

Clarifications were provided by Mr. Rajeev Varman, Whole-time Director and Group CEO to the queries raised by the Members.

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 Regulations, 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. **Wednesday, September 7, 2022** in respect of the business 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	Saturday, September 10, 2022 from 9.00 a.m. to Tuesday, September 13, 2022 5.00 p.m.
E-voting at the 9th AGM	All the shareholders who did not cast their votes through remote e-voting were eligible to vote at the 9 th AGM through e-voting facility available during the AGM.

Chairman authorised Ms. Madhulika Rawat, 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.

❖ **Scrutinizer Report:**

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

- ❖ The Chairman concluded the 9th AGM at 6:17 p.m. IST including the time duration given for e-voting during the meeting and thanked all members for their participation and co-operation.