

September 15, 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.: Voting Results of the 9th Annual General Meeting of Restaurant Brands Asia Limited held on September 14, 2022

Ref.: Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

Dear Sir/ Ma'am,

In reference to our earlier letter dated September 14, 2022, please find enclosed herewith the following:

- (a) Combined Voting Results as prescribed under the SEBI Listing Regulations; and
- (b) Scrutinizers Report on the Combined Voting.

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

restaurant brands asia limited

(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



Date of Annual General Meeting	September 14, 2022
Total no. of shareholders on record date	2,66,593
No. of shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none">• Promoters and Promoter Group:• Public:	N.A.
No. of shareholders present in meeting through video conferencing: <ul style="list-style-type: none">• Promoters and Promoter Group:• Public:	2 71



Resolution Required : (Ordinary)			Item No. 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					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	201811111	201811111	100.0000	201811111	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		201811111	100.0000	201811111	0	100.0000	0.0000
Public Institutions	E-Voting	183932460	115655154	62.8791	115655154	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		115655154	62.8791	115655154	0	100.0000	0.0000
Public Non Institutions	E-Voting	107553831	28561948	26.556	28560856	1092	99.9962	0.0038
	Poll		581167	0.5403	581167	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29143115	27.0963	29142023	1092	99.9963	0.0037
Total		493297402	346609380	70.2638	346608288	1092	99.9997	0.0003



Resolution Required : (Ordinary)			Item No. 2: Re-appointment of Mr. Ajay Kaul (DIN : 00062135), director liable to retire by rotation					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		[1]	[2]	[3]={[2]/[1]}*100	[4]	[5]	[6]={[4]/[2]}*100	[7]={[5]/[2]}*100
Promoter and Promoter Group	E-Voting	201811111	201811111	100.0000	201811111	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		201811111	100.0000	201811111	0	100.0000	0.0000
Public Institutions	E-Voting	183932460	115655154	62.8791	89385843	26269311	77.2865	22.7135
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		115655154	62.8791	89385843	26269311	77.2865	22.7135
Public Non Institutions	E-Voting	107553831	28561724	26.5557	28555429	6295	99.9780	0.0220
	Poll		581167	0.5403	581167	0	100.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		29142891	27.0960	29136596	6295	99.9784	0.0216
Total		493297402	346609156	70.2637	320333550	26275606	92.4192	7.5808

Note: All the items of business contained in the Notice of the Annual General Meeting dated May 30, 2022 were approved by the Shareholders with requisite majority.

Mehta & Mehta

COMPANY SECRETARIES

201-206, Shiv Smriti, 2nd Floor, 49/A, DR. ANNIE BESANT ROAD, ABOVE CORPORATION BANK, WORLI, MUMBAI-400 018
TEL.: +91-22-6611 9696. E-mail: dipti@mehta.com. Visit us : www.mehata-mehta.com

AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT

Scrutinizer's Report

*[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]*

To,

The Chairman
Restaurant Brands Asia Limited
(Formerly known as Burger King India Limited)
1003 to 1007, 10th Floor,
Mittal Commercial, Asan Pada Road,
Chimatpada, Marol, Andheri (East),
Mumbai – 400 059

Ninth (9th) Annual General Meeting (“AGM”) of the Members of Restaurant Brands Asia Limited (“the Company”) held on Wednesday, September 14, 2022, at 04:00 p.m. through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”)

Dear Sir,

I, Atul Mehta, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed by the Board of Directors of **Restaurant Brands Asia Limited (“the Company”)** to act as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting and voting through electronic voting system during the 9th AGM of the Company held on **Wednesday, September 14, 2022, at 04:00 p.m** through VC/OAVM pursuant to Section 108 of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, the General Circular No. 17/2020 dated April 13, 2020, the General Circular No. 20/2020 dated May 05, 2020, the General Circular No. 02/2021 dated January 13, 2021, the General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 05, 2022 issued by the Ministry of Corporate Affairs, Government of India (hereinafter referred to as “MCA Circulars”) in respect of the Resolutions as set out in the Notice convening the 9th AGM, do hereby submit the scrutinizer report as follows:

1. The Notice dated May 30, 2022 of the 9th AGM was sent to the Members through electronic mode whose email addresses are registered with the Company / Registrar and Share Transfer Agent (“RTA”) / Depository Participants (“DPs”) in compliance with MCA circulars.



2. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of Link Intime India Private Limited (LIPL).
3. The Members of the Company holding shares as on the "cut off" date i.e. Wednesday, September 7, 2022 were entitled to vote on the resolutions stated in the Notice of the 9th AGM.
4. The period for remote e-voting commenced on Saturday, September 10, 2022 (09:00 hours IST) and ended on Tuesday, September 13, 2022 (17:00 hours IST). The Remote e-voting module was disabled by LIPL for voting thereafter.
5. The facility for e-voting was made available for the Members attending the meeting through VC/OAVM and who did not cast their vote through remote e-voting.
6. After the closure of e-voting at the AGM, the report on the voting done at the AGM and votes cast through remote e-voting facility done prior to the AGM were unblocked, in the presence of two witnesses Ms. Suman Lahoti and Ms. Dimple Sahu neither of whom are in the employment of the Company and generated from LIPL e-voting website <https://instavote.linkintime.co.in>.
7. The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules thereunder, MCA Circulars and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to remote e-voting prior and during the AGM on the resolutions contained in the notice of the 9th AGM.
8. My responsibility as a scrutinizer for the e-voting process (i.e., remote e-voting and e-voting during AGM) is restricted to making a Consolidated Scrutinizer's Report of the votes cast in favour or against the resolutions.
9. The consolidated results of remote e-voting and voting through electronic voting system at the 9th AGM are enclosed as an **Annexure** to this report.

Thanking You,

For **Mehta & Mehta**
Company Secretaries



Atul Mehta
Scrutinizer
FCS No: 5782
CP No: 2486
UDIN: F005782D000977610
Place: Mumbai
Date: September 15, 2022



We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from LIPL e-voting website <https://instavote.linkintime.co.in> in our presence on September 14, 2022.



Name: Ms. Suman Lahoti

Address: 201-206, Shiv Smriti Chambers,
2nd Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018



Name: Ms. Dimple Sahu

Address: 201-206, Shiv Smriti Chambers, 2nd
Floor, Dr. Annie Besant Road,
Worli, Mumbai - 400018

Countersigned by



(Person Authorised by Chairman)

Ms. Madhulika Rawat
Company Secretary & Compliance Officer
Membership No: F8765
Restaurant Brands Asia Limited
(Formerly known as Burger King India Limited)

Item No. 1: Ordinary Resolution

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

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	409	346,027,121	6	581167	415	346,608,288	99.9997
Votes against the resolution	11	1,092	0	0	11	1,092	0.0003
Invalid votes/ Abstained	2	207	0	0	2	207	0.0001

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

Item No. 2: Ordinary Resolution

Re-appointment of Mr. Ajay Kaul (DIN : 00062135), director liable to retire by rotation

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Number of Members who voted	Number of Shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the resolution	387	319,752,383	6	581167	393	320,333,550	92.4192
Votes against the resolution	33	26,275,606	0	0	33	26,275,606	7.5808
Invalid votes/ Abstained	3	211	0	0	214	211	0.0001

The above resolution has been passed by requisite majority since more than half of the votes were casted in favour of the resolution.

