



January 24, 2023

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.: Scrutinizer Report

Dear Sir/Madam,

In continuation to our earlier letter dated January 23, 2023 w.r.t. Outcome of Postal Ballot, please find enclosed herewith the Scrutinizer Report issued by Mr. Atul Mehta, Partner, M/s. Mehta and Mehta, Company Secretaries.

Kindly note that the full Scrutinizer Report was erroneously not enclosed in the Outcome of Postal Ballot uploaded on January 23, 2023. Therefore, the same is being uploaded separately vide this letter.

Kindly take the same on your record.

The aforesaid information is also being uploaded on the Company's website i.e. www.burgerking.in.

Thanking You,

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

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

Encl.: As above

restaurant brands asia limited

(Formerly known as Burger King India Limited)

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-mehta.com • Visit us : www.mehta-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)
Unit Nos.1003-1007, 10th Floor, Mittal Commercial,
Asan Pada Road, Chimatpada, Marol,
Andheri East, Mumbai - 400059.

Sub: Report on Postal Ballot e-voting of Restaurant Brands Asia Limited ("the Company")

Dear Sir,

I, Mr. Atul Mehta, Partner, M/s. Mehta & Mehta, Practicing Company Secretaries, has been appointed as a Scrutinizer by the Board of Directors of Restaurant Brands Asia Limited ("the Company") for the purpose of scrutinizing the Postal Ballot remote e-voting process carried out by the Company as per Sections 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021, General Circular No.20/2021 dated December 8, 2021, General Circular No.03/2022 dated May 05, 2022 and General Circular No. 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs, Government of India ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India on the resolution as mentioned in the Notice of Postal Ballot dated November 11, 2022 in a fair and transparent manner and do hereby submit my report as under:



1. The Notice of Postal Ballot (Notice) was dispatched to the members of the Company on Friday, December 23, 2022.
2. The remote e-voting period commenced on Saturday, December 24, 2022 (10.00 a.m. IST) and ended on Sunday, January 22, 2023 (05:00 p.m. IST).
3. The remote e-voting facility was provided by Link Intime India Private Limited ("LI IPL").
4. The Notice was sent in electronic form only. The hard copies of the Notice along with Postal Ballot forms and pre-paid business envelope were not sent to the Members for the Postal Ballot in accordance with the requirements specified under the MCA Circulars. Accordingly, the communication of the assent or dissent of the Members took place through the remote e-voting system only.
5. The Members of the Company holding shares as on the "cut off" date i.e., Friday, December 16, 2022 were entitled to vote on the proposed resolution.
6. The result of the scrutiny of the above Postal Ballot through remote e-voting in respect of passing of resolution contained in the Notice dated Friday, November 11, 2022, is as under:

Special Resolution- To approve increase in remuneration of Mr. Rajeev Varman (DIN: 03576356), Whole- time Director and Group Chief Executive Officer of the Company:

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
337	319249005	99.7774

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
128	712302	0.2226

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
-	-

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



7. The related papers with respect to Postal Ballot will be handed over to the Company for safe custody of the same after the Chairman or any person authorized by him, signs the minutes/report of Postal Ballot process.

Thanking You,

For Mehta & Mehta
Company Secretaries



Atul Mehta

Scrutinizer

FCS No: 5782

CP No: 2486

UDIN: F005782D003037635

Place: Mumbai

Date: January 23, 2023

Countersigned by



(Person authorized by Chairman)

Ms. Madhulika Rawat

Company Secretary and Compliance Officer

Membership No: F8765

Restaurant Brands Asia Limited