

June 21, 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.: Change in Statutory Auditors of Restaurant Brands Asia Limited (*'the Company'*)

Ref.: 1. Regulation 30 [read with Schedule III] of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*'SEBI Listing Regulations'*); and
2. Securities and Exchange Board of India Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 (*'SEBI Circular'*)

Dear Sir/Madam,

Pursuant to Regulation 30 of SEBI Listing Regulations read with aforesaid SEBI Circular, we wish to inform you that:

- (a) M/s. S R B C & CO LLP, Chartered Accountants ('SRBC') (Firm Registration Number: 324982E/E300003), Statutory Auditors of the Company have informed that:
- They were first appointed by the Company on November 5, 2014 to fill the casual vacancy, in the Extra-Ordinary General Meeting, to hold the office until the conclusion of first Annual General Meeting ('AGM');
 - In the first AGM of the Company held on April 6, 2015, they were re-appointed as the statutory auditors to hold office from the conclusion of first AGM up to the conclusion of 6th AGM of the Company; and
 - Thereafter, in 6th AGM held on August 29, 2019, they were re-appointed as the statutory auditors to hold office from the conclusion of 6th AGM up to the conclusion of 11th AGM of the Company to be held for the financial year ending on March 31, 2024.

In view of the aforesaid and as per their understanding on the term of appointment of statutory auditors pursuant to Section 139 of the Companies Act, 2013, total tenure of 10 years would be completed in the ensuing 10th AGM of the Company to be held in the year 2023. They believe that they would be ineligible to continue as statutory auditors of the Company after 10th AGM of the Company.

Accordingly, SRBC vide their letter dated June 21, 2023, have communicated their intention to resign as Statutory Auditors of the Company upon completion of their engagements till the ensuing 10th AGM of the Company.

restaurant brands asia limited

(Formerly known as Burger King India Limited)

The copy of their letter is enclosed herewith.

The Audit Committee and Board of Directors at their respective meetings held today i.e. June 21, 2023, noted:

- i. the intention of SRBC to resign as Statutory Auditors of the Company with effect from the conclusion of ensuing AGM of the Company for the reasons mentioned in the said letter; and
 - ii. that there are no other reasons other than that mentioned in the said letter received from the Statutory Auditors dated June 21, 2023.
- (b) Further, pursuant to the recommendation of Audit Committee of the Company, the Board of Directors at their meeting held today also recommended to the shareholders for its approval at ensuing AGM, the appointment of M/s. B S R & Co. LLP Chartered Accountants, (Firm Registration No. 101248W/W-100022) as the Statutory Auditors of the Company for a term of five (5) consecutive years commencing from the conclusion of ensuing 10th AGM of the Company upto the conclusion of 15th AGM of the Company to be held in the year 2028. The said appointment is pursuant to applicable provisions of the Companies Act, 2013 and the SEBI Listing Regulations.

Brief Profile of M/s. B S R & Co. LLP Chartered Accountants is as under:

"B S R & Co. LLP is a LLP of Chartered Accountants, duly registered under the Limited Liability Partnership Act, 2008 and with the Institute of Chartered Accountants of India with the registration number 101248W/W-100022. The firm is involved in audit and tax services including statutory audits, tax audits and related services. The firm has strong presence in major cities of the country and is engaged in the statutory audits of some of the large companies across various sectors."

This intimation is also being uploaded on the Company's website i.e. www.burgerking.in.

We request you to take the aforesaid on record.

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

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S R B C & COLLP

Chartered Accountants

12th Floor, The Ruby
29 Senapati Bapat Marg
Dadar (West)
Mumbai - 400 028, India
Tel: +91 22 6819 8000

June 21, 2023

To,
Board of Directors
Restaurant Brands Asia Limited
Unit Nos.1003 to 1007, 10th Floor, Mittal Commercial,
Asan Pada Road, Chimatpada, Marol,
Andheri (East)
Mumbai - 400059

Sub: Intent to resign as statutory auditors of the Company

Dear Sirs,

We were appointed as statutory auditors of Restaurant Brands Asia Limited ("the Company") in 6th Annual General Meeting ("AGM") held on August 29, 2019 to hold office from the conclusion of sixth AGM up to the conclusion of 11th AGM to be held for the financial year ending on March 31, 2024.

We have completed the audit of financial statements of the Company for the financial year ended March 31, 2023, vide audit report dated May 17, 2023, and have not commenced the audit of the Company as at and for the financial year ending March 31, 2024.

We would like to inform you that:

- (a) we were first appointed by the Company on November 5, 2014 to fill the casual vacancy, in the Extra-Ordinary General Meeting, to hold the office until the conclusion of first AGM;
- (b) Thereafter in the first AGM of the Company held on April 6, 2015, we were re-appointed as the statutory auditors to hold office from the conclusion of first AGM up to the conclusion of sixth AGM of the Company.

In view of the aforesaid and as per our understanding on the term of appointment of statutory auditors pursuant to Section 139 of the Companies Act, 2013, total tenure of 10 years would be completed in the ensuing 10th AGM of the Company to be held in the year 2023. We believe that we would be ineligible to continue as statutory auditors of the Company after 10th AGM of the Company.

Accordingly, we hereby communicate our intent to resign as statutory auditors of the Company upon completion of our engagements till the ensuing AGM of the Company and would complete our engagements agreed with the Company as auditors till that date.

We take this opportunity to reiterate our appreciation for the courtesies and co-operations extended to us by your organization.

Should you require any assistance in the future, please feel free to contact us.

Yours Sincerely,

For S R B C & CO LLP
Chartered Accountants
ICAI Firm registration No: 324982E/E300003



Pramod Kumar Bapna
Partner
Membership Number: 105497

Cc: Sameer Prakash Patel, Chief Financial Officer