

March 18, 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.: Outcome of Postal Ballot

Ref.: Regulation 30, 44 [read with Schedule III] of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (*'SEBI Listing Regulations'*)

Dear Sir/Madam,

In reference to our earlier letter dated February 16, 2024 w.r.t. intimation of Notice of Postal Ballot dated January 29, 2024 (*'said Notice'*) issued to the members of the Company seeking approval of the members on the following matters as set out in the said Notice, to be passed through the mode of remote e-voting:

Sr. no.	Particulars	Type of Resolution
1.	To appoint Mr. Yash Gupta (DIN: 00299621) as an Independent Director of the Company	Special Resolution
2.	Payment of remuneration to Mr. Yash Gupta (DIN: 00299621)	Ordinary Resolution

The remote e-Voting period was as under:

Commenced on	: 10:00 a.m., Saturday, February 17, 2024
End at	: 05:00 p.m., Sunday, March 17, 2024

The Board had appointed Ms. Ashwini Inamdar, Partner, M/s. Mehta and Mehta, Company Secretaries as Scrutinizer (*'Scrutinizer'*) for scrutinizing the Postal Ballot remote e-voting process carried out by the Company and to submit the Report. In this regard, the Scrutinizer has submitted the report to Ms. Madhulika Rawat, Company Secretary and Compliance Officer of the Company, duly authorised by the Chairman. Accordingly, the result of the Postal Ballot was declared by Ms. Madhulika Rawat, Company Secretary and Compliance Officer on Monday, March 18, 2024.

As required under Regulation 44 (3) of the SEBI Listing Regulations, we submit herewith following disclosures:

1. The Resolutions as embodied in the Notice have been passed by the members with requisite majority;
2. Voting results in the prescribed format;
3. Scrutinizer's Report on remote e-voting pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended.

restaurant brands asia limited

(Formerly known as Burger King India Limited)



The aforesaid resolutions are deemed to have been passed on the last date of e-voting i.e. on March 17, 2024.

The aforesaid information 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

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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 Postal Ballot Notice	January 29, 2024
E-Voting Commenced Date: End Date:	February 17, 2024 March 17, 2024
Date of declaration of Result of Postal Ballot	March 18, 2024
Total no. of shareholders on record date	2,42,132
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:	N.A.

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Resolution Required :Special			1 - To appoint Mr. Yash Gupta (DIN: 00299621) as an Independent Director of the Company					
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	76369291	76369291	100.0000	76369291	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		76369291	100.0000	76369291	0	100.0000	0.0000
Public Institutions	E-Voting	239463771	184179450	76.9133	184179450	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		184179450	76.9133	184179450	0	100.0000	0.0000
Public Non Institutions	E-Voting	180526574	60603008	33.5701	60578979	24029	99.9604	0.0396
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		60603008	33.5701	60578979	24029	99.9604	0.0396
Total		496359636	321151749	64.7014	321127720	24029	99.9925	0.0075

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Resolution Required :Ordinary			2 - Payment of remuneration to Mr. Yash Gupta (DIN: 00299621)					
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	76369291	76369291	100.0000	76369291	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		76369291	100.0000	76369291	0	100.0000	0.0000
Public Institutions	E-Voting	239463771	184179450	76.9133	184179450	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		184179450	76.9133	184179450	0	100.0000	0.0000
Public Non Institutions	E-Voting	180526574	60603009	33.5701	60575269	27740	99.9542	0.0458
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		60603009	33.5701	60575269	27740	99.9542	0.0458
Total		496359636	321151750	64.7014	321124010	27740	99.9914	0.0086

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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 & 110 of the Companies Act, 2013 and
Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Restaurant Brands Asia Limited
Unit No. 1003 to 1007, 10th Floor, Mittal Commercial,
Asan Pada Road, Chimatpada, Marol,
Andheri (East), Mumbai - 400059

Sub.: Scrutinizer's Report on voting process through E-voting for Postal Ballot

Dear Sir,

I, Ashwini Inamdar Partner, M/s. Mehta & Mehta, Practicing Company Secretaries have been appointed as a Scrutinizer by the Board of Directors of **Restaurant Brands Asia Limited** for the purpose of conducting the Postal Ballot through remote e-voting process carried out by the Company as per Section 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, the General Circular No. 17/2020 dated April 13, 2020 and the General Circular No. 22/2020 dated June 15, 2020, the General Circular No. 33/2020 dated September 28, 2020, the General Circular No. 39/2020 dated December 31, 2020, the General Circular No. 10/2021 dated June 23, 2021 and the General Circular No. 20/2021 dated December 8, 2021, General Circular No. 03/2022 dated May 05, 2022, General Circular No. 11/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023 issued by the Ministry of Corporate Affairs, Government of India (the "MCA Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standards 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 Monday, January 29, 2024 in a fair and transparent manner and do hereby submit the report as under:



1. The Notice of Postal Ballot ("Notice") was sent to the members of the Company vide e-mail on Friday, February 16, 2024.
2. The remote e-voting period commenced on Saturday, February 17, 2024 (10:00 a.m. IST) and ended on Sunday, March 17, 2024 (05:00 p.m. IST).
3. The remote e-voting facility was provided by Link Intime India Private Limited ("LIPL").
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") and whose e-mail addresses were registered with the Company/LIPL /Depository.
5. 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.
6. The Members of the Company holding shares as on the "cut off" date i.e., Friday, February 09, 2024 were entitled to vote on the proposed resolution.
7. The result of the scrutiny of the above postal ballot through remote e-voting in respect of passing of resolutions contained in the Notice dated Monday, January 29, 2024 are as under:

A. Special Resolution – To appoint Mr. Yash Gupta (DIN: 00299621) as an Independent Director 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
527	32,11,27,720	99.9925

Votes against the resolution:



Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
77	24,029	0.0075

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
10	498

The above resolution has been passed since the votes casted in favour of the resolution are more than three times the votes against the resolution.

B. Ordinary Resolution - Payment of remuneration to Mr. Yash Gupta (DIN: 00299621)

Votes in favour of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
505	32,11,24,010	99.9914

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
100	27,740	0.0086

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
8	447

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

8. The register, in accordance with Rule 20(4)(xiv) and Rule 22(10) of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no



shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.

9. 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



Ashwini Inamdar

Scrutinizer

FCS No: 9409

CP No: 11226

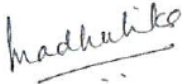
UDIN: F009409E003599468

Place: Mumbai

Date: March 18, 2024



Countersigned by





(Person authorized by Chairman)

Ms. Madhulika Rawat

Company Secretary and Compliance Officer

Membership No: F8765

Restaurant Brands Asia Limited