

April 28, 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, 5<sup>th</sup> 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 March 28, 2022 w.r.t. intimation of Notice of Postal Ballot dated March 24, 2022 (*'said Notice'*) issued to the members of the Company seeking approval of the members on the following matter set out in the said Notice, by way of an ordinary resolution to be passed through the mode of remote e-voting:

Sr. no.	Particulars	Type of Resolutions
1.	To appoint Mr. Rafael Odorizzi De Oliveira (DIN: 09492506) as Non-Executive (Non-Independent) Director of the Company	Ordinary

The remote e-Voting period was as under:

<b>Commenced on</b>	: 10:00 a.m., Tuesday, March 29, 2022
<b>End at</b>	: 05:00 p.m., Wednesday, April 27, 2022

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 results of the Postal Ballot were declared by Ms. Madhulika Rawat, Company Secretary and Compliance Officer on Thursday, April 28, 2022.

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

1. The Resolutions as embodied in the Notice has 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 April 27, 2022.

Kindly take the same on your record.

The aforesaid information is also being uploaded on the Company's website i.e. [www.burgerking.in](http://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**

(Formerly known as Burger King India Limited)

Registered office : Unit Nos. 1003 to 1007, 10<sup>th</sup> 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



<b>Date of Postal Ballot Notice</b>	March 24, 2022
<b>E-Voting Commenced Date:</b> <b>End Date:</b>	March 29, 2022 April 27, 2022
<b>Date of declaration of Result of Postal Ballot</b>	April 28, 2022
<b>Total no. of shareholders on record date</b>	2,95,853
<b>No. of shareholders present in the meeting either in person or through proxy:</b> <ul style="list-style-type: none"><li>• Promoters and Promoter Group:</li><li>• Public:</li></ul>	N.A.
<b>No. of shareholders present in meeting through video conferencing:</b> <ul style="list-style-type: none"><li>• Promoters and Promoter Group:</li><li>• Public:</li></ul>	N.A.

Resolution Required : (Ordinary)			Item No. 1: To appoint Mr. Rafael Odorizzi De Oliveira (DIN: 09492506) as Non-Executive (Non-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	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
	<b>Total</b>		<b>201811111</b>	<b>100.0000</b>	<b>201811111</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	178806000	106854959	59.7603	81604936	25250023	76.3698	23.6302
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>106854959</b>	<b>59.7603</b>	<b>81604936</b>	<b>25250023</b>	<b>76.3698</b>	<b>23.6302</b>
Public Non Institutions	E-Voting	112120367	28488875	25.4092	28464418	24457	99.9142	0.0858
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>28488875</b>	<b>25.4092</b>	<b>28464418</b>	<b>24457</b>	<b>99.9142</b>	<b>0.0858</b>
<b>Total</b>		<b>492737478</b>	<b>337154945</b>	<b>68.4249</b>	<b>311880465</b>	<b>25274480</b>	<b>92.5036</b>	<b>7.4964</b>



# 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)  
Unit Nos.1003-1007, 10<sup>th</sup> 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, 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 ("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, 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 issued by the Ministry of Corporate Affairs, Government of India (the "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 March 24, 2022 in a fair and transparent manner and do hereby submit my report as under:

1. The Notice of Postal Ballot (Notice) was sent to the members of the Company on Monday, March 28, 2022.





2. The remote e-voting period commenced on Tuesday, March 29, 2022 (10:00 a.m. IST) and ended on Wednesday, April 27, 2022 (05:00 p.m. IST).
3. The remote e-voting facility was provided by Link Intime India Private Limited ('LI IPL')
4. On account of threat posed by COVID-19 pandemic situation, the Notice of Postal Ballot was sent in electronic form only. The hard copy 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, March 25, 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 Thursday, March 24, 2022, is as under:

**1. Ordinary Resolution- To appoint Mr. Rafael Odorizzi De Oliveira (DIN: 09492506) as Non-Executive (Non 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
864	31,18,80,465	92.5036%

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
109	2,52,74,480	7.4964%

Invalid/Abstained votes:

Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
0	0



The above resolution has been passed by requisite majority since more than half 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



Ashwini Inamdar

Scrutinizer

FCS No: 9409

CP No: 11226

UDIN: F009409D000227242

Place: Mumbai

Date: April 28, 2022



Countersigned by





(Person authorized by Chairman)

Ms. Madhulika Rawat

Company Secretary and Compliance Officer

Membership No: F8765

Restaurant Brands Asia Limited