

August 7, 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, 5<sup>th</sup> Floor, Plot no. C/1,  
G Block, Bandra Kurla Complex, Bandra (E)  
Mumbai- 400 051  
**SYMBOL: RBA**

**Sub.: Proceedings of the 10<sup>th</sup> Annual General Meeting ('AGM') of Restaurant Brands Asia Limited ('the Company') held on August 7, 2023**

**Ref.: Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')**

Dear Sir/ Ma'am,

We request you to note that the 10<sup>th</sup> AGM of the Company was duly held today i.e. on **Monday, August 7, 2023 at 11:00 a.m. IST.** through video conferencing ('VC') or other Audit Visual Means ('OAVM').

In this regard and pursuant to the SEBI Listing Regulations, please find enclosed herewith the brief proceedings of the 10<sup>th</sup> AGM of the Company as **Annexure A.**

The same is also being made available on the website of the Company at [www.burgerking.in](http://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, 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

**Brief Proceedings of the 10<sup>th</sup> Annual General Meeting of Restaurant Brands Asia Limited**

**Day, Date, Time and Venue**

<b>Day and Date:</b> Monday, August 7, 2023	<b>Time:</b> Commenced at: 11:00 a.m. IST Concluded at: 1:17 p.m. IST	<b>Deemed Venue:</b> Registered Office of the Company viz. Unit Nos.1003-1007, 10 <sup>th</sup> Floor, Mittal Commercial, Asan Pada Road, Chimatpada, Marol, Andheri East, Mumbai - 400059
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**Mode of participation in the AGM by Shareholders**

Through Video Conferencing ('VC') / Other Audit Visual Means ('OAVM')

**Proceedings in Brief**

❖ **Chairman:**

Mr. Shivakumar Dega, Independent Director of the Company chaired the 10<sup>th</sup> AGM of the Company.

❖ **Quorum:**

Considering the requisite quorum being present, Ms. Madhulika Rawat, Company Secretary and Compliance Officer of the Company declared the meeting to be in order.

❖ **Present:**

**Directors:**

Mr. Shivakumar Dega	Chairman and Independent Director
Mr. Rajeev Varman	Whole-time Director and Group Chief Executive Officer
Mrs. Tara Subramaniam	Independent Director
Mr. Sandeep Chaudhary	Independent Director
Mr. Amit Manocha	Non-Executive Director
Mr. Ajay Kaul	Non-Executive Director

**Key Managerial Personnel:**

Mr. Sumit Zaveri	Group Chief Financial Officer and Chief Business Officer
Mr. Sameer Patel	Chief Financial Officer (India)
Ms. Madhulika Rawat	Company Secretary and Compliance Officer

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**Other Key Officials:**

Ms. Cicily Thomas	Brand President - Restaurant Brands Asia Limited
Ms. Namrata Tiwari	Group Chief People Officer
Mr. Kapil Grover	Chief Marketing Officer - Restaurant Brands Asia Limited
Mr. Sandeep Dey	President BK and Popeyes Indonesia

The representatives of the Statutory Auditors, Secretarial Auditors and the Scrutinizer were also present at the 10<sup>th</sup> AGM.

❖ **Opening Remarks and General Instructions by the Company Secretary and Compliance Officer:**

Ms. Madhulika Rawat, Company Secretary and Compliance Officer welcomed all the shareholders, Board of Directors, Key Managerial Personnel, Key Officials of the Company and its subsidiaries, Statutory Auditors, Secretarial Auditors and Scrutinizer to the 10<sup>th</sup> AGM of the Company. She informed the shareholders that the 10<sup>th</sup> AGM is being conducted through VC / OAVM in pursuance of the relevant circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

She then introduced all the Board of Directors along with their chairmanships/ memberships on the Committees of the Board of Directors of the Company, the Key Officials of the Company and its subsidiaries.

She apprised the members on the general instructions for smooth and seamless conduct of the Annual General Meeting and also guided on the regulatory matters.

❖ **Chairman's Address:**

The Chairman elucidated the shareholders with his message titled "QSR-Growth with Execution" which covered details about the QSR Market in India & its growth.

He covered following three drivers of QSR growth:

- Growth of convenience: Safe, Tasty and quick meal for consumers;
- Geography: Expanding the horizon to unrepresented cities and towns; and
- Execution: Three P's viz. Product, Process and People core to the QSR Execution

He appreciated the work by the team of India and Indonesia business led by Mr. Rajeev Varman, and wished the team more success in the coming year.

❖ **CEO's Speech:**

Mr. Rajeev Varman, Whole-time Director and Group Chief Executive Officer of the Company introduced the Management team of India and Indonesia business.

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He then enlightened the shareholders on the Business Performance, firm foundation and future Outlook of the Company and its subsidiaries broadly covering the following:

1. Key Performance Indicators;
2. Value Proposition;
3. Progressing to Sustainable Long-term growth;
4. Update on Indonesia Business;
5. Value Leadership;
6. King's Collection;
7. 360 Degree Technology;
8. People Practices; and
9. Sustainability Practices; and
10. Focused Ambition of the Company

❖ **Businesses Transacted at the meeting:**

Sr. no.	Business	Type of Resolution
<b>Ordinary Business</b>		
1.	Adoption of Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report 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, 2023, together with the Report of the Auditor's thereon	Ordinary
2.	Re-appointment of Mr. Jaspal Singh Sabharwal (DIN: 00899094), director liable to retire by rotation	Ordinary
3.	Appointment of M/s. B S R & Co. LLP, Chartered Accountants as Statutory Auditors of the Company and to fix their remuneration	Ordinary
<b>Special Business</b>		
4.	Re-appointment of Mr. Rajeev Varman (DIN:03576356) as a Whole-time Director	Ordinary
5.	Payment of Remuneration to Mr. Rajeev Varman (DIN: 03576356) as Whole-time Director and Group Chief Executive Officer of the Company	Special
6.	Payment of remuneration to Mr. Shivakumar Dega (DIN: 00364444), Non-Executive - Independent Director, Chairman	Ordinary
7.	Payment of remuneration to Mrs. Tara Subramaniam (DIN: 07654007), Non-Executive - Independent Director	Ordinary

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8. Payment of remuneration to Mr. Sandeep Chaudhary Ordinary  
(DIN: 06968827), Non-Executive - Independent Director
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On the invitation by the Chairman, 15 Members who had previously registered themselves as speakers with the Company, addressed the Meeting through VC and sought clarifications on the Company's accounts, businesses and other matters.

Clarifications/ responses were provided by Mr. Rajeev Varman, Whole-time Director and Group CEO to the queries raised by the Members.

The Chairman, thereafter, thanked all the Members for their participation at the AGM and for their constructive suggestions and comments.

❖ **Voting:**

In accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Company had provided the e-Voting facility before the AGM through remote e-Voting and e-Voting during the AGM to its shareholders/ members as on the cut-off date i.e. **Monday, July 31, 2023** in respect of the businesses to be transacted at the AGM and for this purpose, the Company had appointed Link Intime India Private Limited for facilitating voting through electronic means. The details of e-Voting are given herein below:

<b>Remote E-voting Period</b>	Thursday, August 3, 2023 from 9.00 a.m. IST to Sunday, August 6, 2023 5.00 p.m. IST
<b>E-voting at the 10<sup>th</sup> AGM</b>	All the shareholders who did not cast their votes through remote e-voting were eligible to vote at the 10 <sup>th</sup> AGM through e-voting facility available during the AGM.

Chairman authorised Ms. Madhulika Rawat, Company Secretary and Compliance Officer to declare the voting results, intimate the same to Stock Exchanges and get it uploaded on the Company's website.

❖ **Scrutinizer Report:**

The Scrutinizers Report and the voting results will be submitted separately.

- ❖ The Chairman concluded the 10<sup>th</sup> AGM at 1:17 p.m. IST including the time duration given for e-voting during the meeting and thanked all members for their participation and co-operation.

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