

October 30, 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.: 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 September 29, 2023 w.r.t. intimation of Notice of Postal Ballot dated September 26, 2023 (*'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 Resolution
1.	To appoint Ms. Roshini Bakshi (DIN: 01832163) as Non- Executive (Non-Independent) Director of the Company	Ordinary Resolution

The remote e-Voting period was as under:

<b>Commenced on</b>	: 10:00 a.m., Saturday, September 30, 2023
<b>End at</b>	: 05:00 p.m., Sunday, October 29, 2023

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, October 30, 2023.

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

1. The Resolution 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 resolution is deemed to have been passed on the last date of e-voting i.e. on October 29, 2023.

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>	September 26, 2023
<b>E-Voting Commenced Date:</b> <b>End Date:</b>	September 30, 2023 October 29, 2023
<b>Date of declaration of Result of Postal Ballot</b>	October 30, 2023
<b>Total no. of shareholders on record date</b>	2,48,568
<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 Resolution)			Item No. 1: To appoint Ms. Roshini Bakshi (DIN: 01832163) 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	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
	<b>Total</b>		<b>76369291</b>	<b>100.0000</b>	<b>76369291</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	257646059	184562857	71.6343	158491509	26071348	85.8740	14.1260
	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>184562857</b>	<b>71.6343</b>	<b>158491509</b>	<b>26071348</b>	<b>85.8740</b>	<b>14.1260</b>
Public Non Institutions	E-Voting	160765500	176244	0.1096	172149	4095	97.6765	2.3235
	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>176244</b>	<b>0.1096</b>	<b>172149</b>	<b>4095</b>	<b>97.6765</b>	<b>2.3235</b>
<b>Total</b>		<b>494780850</b>	<b>261108392</b>	<b>52.7725</b>	<b>235032949</b>	<b>26075443</b>	<b>90.0136</b>	<b>9.9864</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-mehta.com • Visit us : www.mehta-mehta.com

**AUTHORISED AGENTS FOR TRADEMARK, COPYRIGHT AND PATENT**

### Scrutinizer's Report

*[Pursuant to Section 108 and 110 of the Companies Act, 2013 and  
Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]*

To,  
The Chairman  
Restaurant Brands Asia Limited  
(Formerly known as Burger King Limited)  
Unit Nos. 1003-1007, 10<sup>th</sup> Floor, Mittal Commercial,  
Asan Pada Road, Chimatpada, Marol,  
Andheri East, Mumbai – 400 059

**Sub: Scrutinizer's Report on voting through E-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014**

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 (Formerly known as Burger King Limited) ("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, 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 September 26, 2023 in a fair and transparent manner and do hereby submit the report as under:



1. The Notice of Postal Ballot ("Notice") was dispatched to the members of the Company vide e-mail on Friday, September 29, 2023.
2. The remote e-voting period commenced on Saturday, September 30, 2023 (10.00 a.m. IST) and ended on Sunday, October 29, 2023 (05:00 p.m. IST).
3. The remote e-voting facility was provided by Link Intime India Private Limited.
4. The Notice of Postal Ballot was sent in electronic form only to all the shareholders whose email addresses are registered with Depository Participants /Link Intime India Private Limited, Registrar and Share Transfer Agent of the Company and whose names appear in the Register of Members/ List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited/ Central Depository Services (India) Limited.
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, September 22, 2023 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 resolution contained in the Notice dated September 26, 2023 is as under:

**Ordinary Resolution – To appoint Ms. Roshini Bakshi (DIN: 01832163) 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
429	23,50,32,949	90.01%

Votes against the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
39	2,60,75,443	9.99%

Invalid/Abstained votes:



Total number of members whose votes were declared invalid/abstained	Total number of votes cast by them
4	153

The ordinary resolution has passed since the votes cast in favour of the resolution are more than the votes cast against 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

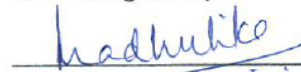
CP No: 11226

UDIN: F009409E001528872

Place: Mumbai

Date: October 30, 2023

Countersigned by



(Person authorized by Chairman)

Ms. Madhulika Rawat

Company Secretary and Compliance Officer

Membership No: F8765

Restaurant Brands Asia Limited

