



Date: March 26, 2025

**BSE Limited**

Department of Corporate Services  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
**BSE Scrip Code:** 543248

**The National Stock Exchange of India Limited**

Listing Department  
Exchange Plaza  
Bandra Kurla Complex, Bandra (East)  
Mumbai 400 051  
**NSE Scrip Symbol:** RBA

**Re: Disclosure of the details of allotment in the Issue (as defined hereinafter) by Restaurant Brands Asia Limited (the “Company”) in accordance with the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements), 2015, as amended (the “SEBI Listing Regulations”)**

**Sub: Qualified institutions placement of equity shares of face value ₹10 each (the “Equity Shares”) by the Company under the provisions of Chapter VI of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), and Sections 42 and 62 of the Companies Act, 2013, including the rules made thereunder, each as amended (the “Issue”).**

Dear Sir/ Madam,

Please note that the Fund Raising Committee of the board of directors of the Company (the “Committee”) has, at its meeting held today i.e. March 26, 2025, approved the allotment of 8,33,33,333 Equity Shares to eligible qualified institutional buyers at an issue price of ₹ 60 per Equity Share (including a premium of ₹ 50 per Equity Share) [(which includes a discount of ₹ 2.32 per Equity Share (3.72% of the floor price, as determined in terms of the SEBI ICDR Regulations)] against the floor price of ₹ 62.32 per Equity Share, aggregating up to ₹ 5,000 million [(Rupees five thousand million)], pursuant to the Issue in accordance with provisions of SEBI ICDR Regulations.

The Issue opened on March 24, 2025 and closed on March 26, 2025 and the same was intimated to you through our letters dated March 24, 2025 and March 26, 2025 respectively. Pursuant to the allotment of Equity Shares in the Issue, the paid-up equity share capital of the Company stands increased from ₹4987.35 million, comprising of 49,87,34,632 Equity Shares to ₹5820.68 million, comprising of 58,20,67,965 Equity Shares.

Further, please find attached herewith the list of allottees who have been allotted more than five percent (5%) of the Equity Shares offered in the Issue, marked as **Annexure A**. A certified copy of the resolution passed by the Committee is enclosed for your information and records.

The shareholding pattern of the Company, before and after the Issue, will be submitted along with the listing application in the format specified in Regulation 31 of the SEBI Listing Regulations.

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(Formerly known as Burger King India Limited)



The information as required under Regulation 30 of the SEBI Listing Regulations read with Schedule – III part- A to the SEBI Listing Regulations and SEBI circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, each as amended is as follows:

<b>Type of securities issued and allotted (viz. equity shares, convertibles etc.)</b>	Equity Shares
<b>Type of issuance (further public offering, rights issue, depository receipts (ADR/GDR), qualified institutions placement, preferential allotment etc.)</b>	Qualified Institutions Placement
<b>Total no. of securities issued or the total amount for which the securities have been issued (approximately)</b>	8,33,33,333 Equity Shares at an issue price of ₹ 60 per Equity Share (including a premium of ₹ 50 per Equity Share), aggregating up to ₹ 5,000 million

The meeting of the Fund Raising Committee commenced at 07:55 p.m. (IST) and concluded at 08:08 p.m. (IST)

We request you to take the above on record and the same be treated as compliance under the applicable provisions of the SEBI Listing Regulations.

Thanking you,

Yours faithfully,

**For Restaurant Brands Asia Limited**  
*(Formerly known as Burger King India Limited)*

**Shweta Mayekar**  
**Company Secretary and Compliance Officer**  
**(Membership No.: A23786)**

**Encl:** (i) Annexure A  
(ii) Certified True Copy of the Resolution

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**ANNEXURE A**

Sr. No	Name of the Allottees	No. of equity shares allotted	% of the shares offered	Category
1.	SBI MAGNUM CHILDREN'S BENEFIT FUND	1,83,33,333	22.00	MUTUAL FUND – MF
2.	SBI CONSERVATIVE HYBRID FUND			MUTUAL FUND – MF
3.	SBI MULTI ASSET ALLOCATION FUND			MUTUAL FUND – MF
4.	MASSACHUSETTS INSTITUTE OF TECHNOLOGY	1,53,62,962	18.44	FOREIGN PORTFOLIO INVESTOR (CORPORATE)
5.	ARISAIG ASIA FUND LIMITED	1,12,22,083	13.47	FOREIGN PORTFOLIO INVESTOR (CORPORATE)
6.	MERCER QIF FUND PLC-MERCER INVESTMENT FUND 1	51,67,696	6.20	FOREIGN PORTFOLIO INVESTOR (CORPORATE)
7.	238 PLAN ASSOCIATES LLC	44,31,018	5.32	FOREIGN PORTFOLIO INVESTOR (CORPORATE)
8.	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	41,66,666	5.00	INSURANCE COMPANY REGISTERED WITH IRDA
9.	MOTILAL OSWAL LARGE CAP FUND	41,66,666	5.00	MUTUAL FUND – MF

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**CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT 3<sup>RD</sup> MEETING OF FUND RAISING COMMITTEE OF THE BOARD OF DIRECTORS OF RESTAURANT BRANDS ASIA LIMITED FOR THE FINANCIAL YEAR 2024-25 HELD ON WEDNESDAY, MARCH 26, 2025 AT THE REGISTERED OFFICE SITUATED AT UNIT NOS. 1003 TO 1007, 10TH FLOOR, MITTAL COMMERCIA, ASAN PADA ROAD, CHIMATPADA, MAROL, ANDHERI (EAST), MUMBAI - 400 059**

**TO CONSIDER AND APPROVE THE ALLOTMENT OF EQUITY SHARES PURSUANT TO THE QUALIFIED INSTITUTIONS PLACEMENT AND APPLICATION FOR LISTING APPROVALS:**

“RESOLVED THAT, pursuant to provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”) and subject to the memorandum of association and the articles of association of the Company and the provisions of all other applicable laws, rules and regulations, guidelines, circulars, and notifications and pursuant to the resolutions of the Board of Directors of the Company dated December 20, 2024, authorizing this Committee, the special resolution passed by the shareholders of the Company through postal ballot dated January 25, 2025, the placement agreement dated March 24, 2025, the preliminary placement document dated March 24, 2025 and the placement document dated March 26, 2025 and pursuant to the applications received from eligible qualified institutional buyers (“QIBs”) in the qualified institutions placement under Chapter VI of the SEBI ICDR Regulations, and Section 42 and Section 62 of the Companies Act, 2013, as amended, read with the rules issued thereunder (the “Issue”) the consent and approval of the Committee be and is hereby accorded for the allotment of 8,33,33,333 equity shares of face value ₹10 each of the Company (the “Equity Shares”) bearing distinctive numbers 498734633 to 582067965 (both included) to the following successful 23 (Twenty-Three) QIBs, at a price of ₹ 60.00 per Equity Share (including share premium of ₹ 50.00 per Equity Share), [and reflects a discount of ₹ 2.32 (i.e. 3.72%) on the Floor Price of ₹ 62.32] against receipt of full payment of application monies in RESTAURANT BRANDS ASIA LIMITED – QIP ESCROW ACCOUNT 2025, the escrow account opened for the Issue, aggregating up to ₹ 5,000 million, in accordance with the details specified in the confirmation of allocation note and the application form for the Issue be and are hereby allotted.”

Sr. no	Name of Investor	CAN Form No.	DP and Client ID	Number of Shares Allotted	Issue price per Equity Share (₹)	Total subscription amount received (₹)	Percent age of shares allotted in the QIP
1	MASSACHUSETTS INSTITUTE OF TECHNOLOGY	22	IN300054 10116818	1,53,62,962	60	92,17,77,720	18.44
2	SBI MULTI ASSET ALLOCATION FUND	18	IN303786 10001179	1,45,00,000	60	87,00,00,000	17.40
3	ARISAIG ASIA FUND LIMITED	1	IN300142 10762067	1,12,22,083	60	67,33,24,980	13.47
4	MERCER QIF FUND PLC-	2	IN300054 10120479	51,67,696	60	31,00,61,760	6.20

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Sr. no	Name of Investor	CAN Form No.	DP and Client ID	Number of Shares Allotted	Issue price per Equity Share (₹)	Total subscription amount received (₹)	Percent age of shares allotted in the QIP
	MERCER INVESTMENT FUND 1						
5	238 PLAN ASSOCIATES LLC	23	IN300054 10116762	44,31,018	60	26,58,61,080	5.32
6	ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	17	IN301524 30042994	41,66,666	60	24,99,99,960	5.00
7	MOTILAL OSWAL LARGE CAP FUND	8	IN300167 10178118	41,66,666	60	24,99,99,960	5.00
8	OLD BRIDGE FOCUSED EQUITY FUND	7	IN300167 10178054	40,92,592	60	24,55,55,520	4.91
9	LONG TERM EQUITY FUND	15	IN303173 20199944	38,78,518	60	23,27,11,080	4.65
10	SBI CONSERVATIVE HYBRID FUND	19	IN303786 10001103	36,66,666	60	21,99,99,960	4.40
11	HDFC TRUSTEE COMPANY LIMITED-HDFC FLEXI CAP FUND	5	IN300054 10009095	20,83,333	60	12,49,99,980	2.50
12	BAJAJ ALLIANZ LIFE INSURANCE COMPANY LTD.	9	IN300167 10014132	20,00,000	60	12,00,00,000	2.40
13	JM FINANCIAL MUTUAL FUND - JM FLEXICAP FUND	11	IN300126 11220945	16,66,670	60	10,00,00,200	2.00
14	HDFC MUTUAL FUND - HDFC FOCUSED 30 FUND	14	IN300142 10794793	12,50,000	60	7,50,00,000	1.50
15	CITIGROUP GLOBAL MARKETS MAURITIUS	6	IN300054 10009054	10,83,333	60	6,49,99,980	1.30

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Sr. no	Name of Investor	CAN Form No.	DP and Client ID	Number of Shares Allotted	Issue price per Equity Share (₹)	Total subscription amount received (₹)	Percent age of shares allotted in the QIP
	PRIVATE LIMITED						
16	JM FINANCIAL MUTUAL FUND- JM VALUE FUND	12	IN300126 10847707	8,33,548	60	5,00,12,880	1.00
17	JM FINANCIAL MUTUAL FUND - JM SMALL CAP FUND	13	IN300126 11315303	8,33,548	60	5,00,12,880	1.00
18	BNP PARIBAS FINANCIAL MARKETS	4	IN301799 10081740	7,50,000	60	4,50,00,000	0.90
19	SOCIETE GENERALE - ODI	16	IN303786 10007557	6,66,666	60	3,99,99,960	0.80
20	INDIA 2030 FUND	21	IN301799 10090076	5,68,240	60	3,40,94,400	0.68
21	SUSQUEHANNA PACIFIC PTY LTD	10	IN303719 11141606	5,00,000	60	3,00,00,000	0.60
22	ARISAIG INDIA CONSUMER MASTER FUND LIMITED	3	IN300142 10807949	2,76,461	60	1,65,87,660	0.33
23	SBI MAGNUM CHILDREN'S BENEFIT FUND	20	IN303786 10001015	1,66,667	60	1,00,00,020	0.20

**“RESOLVED FURTHER THAT,** the Equity Shares allotted as above, subject to the provisions of the memorandum of association and articles of association of the Company, shall rank *pari passu* with the existing Equity Shares of the Company and shall be entitled to such dividends and corporate benefits, if any, declared by the Company after the allotment and in compliance with the Companies Act, 2013 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, each as amended, and other applicable laws and regulations.”

**“RESOLVED FURTHER THAT,** the above Equity Shares be issued to the allottees in dematerialized form and be credited to their respective demat accounts as detailed in their respective application forms and that the application be made to the National Securities Depository Limited / Central Depository Services (India) Limited for admission of the said allotted Equity Shares and for crediting the allotted Equity Shares to the demat account of allottees, after obtaining necessary approvals from BSE Limited and National Stock Exchange

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of India Limited (together the “**Stock Exchanges**”) as per the details furnished by the respective successful bidders.”

“**RESOLVED FURTHER THAT** the names of the allottees which is placed on the table/presented at the meeting, be entered in the register of members/beneficiaries of the Company as the members of the Company and the electronic records maintained in respect of dematerialized holding as maybe required under applicable law.”

“**RESOLVED FURTHER THAT**, the return of allotment / PAS-3, and all such other applicable filings as may be required under Companies Act, 2013, and the rules prescribed thereunder as amended and all applicable filings required to filed under the Foreign Exchange Management Act, 1999, as amended and rules prescribed thereunder as amended be filed with the Registrar of Companies, Maharashtra at Mumbai and the Reserve Bank of India, as applicable and as required under the provisions of the Companies Act, 2013, as amended and the Foreign Exchange Management Act, 1999, as amended respectively, within the timelines specified under applicable laws.”

“**RESOLVED FURTHER THAT**, the consent and approval of the Committee be and is hereby accorded for disclosing and filing with stock exchanges the names of the allottees who have been allotted Equity Shares equal to or more than 5% of the Issue size, a list of which was duly initialled by the Company Secretary for the purpose of identification, as placed/presented before the Committee and is hereby adopted and approved for filing with the Stock Exchanges.”

“**RESOLVED FURTHER THAT** Mr. Rajeev Varman, Whole-time Director and Group Chief Executive Officer, Mr. Sumit Zaveri, Group Chief Financial Officer and Chief Business Officer and Ms. Shweta Mayekar, Company Secretary and Compliance Officer, be and are hereby severally authorised to apply for final listing and trading approvals of the Stock Exchanges for the Equity Shares allotted by the Company by way of the placement document dated March 26, 2025, and the aforesaid resolution, which are to be listed on the Stock Exchanges as per the in-principle approvals dated March 24, 2025 issued by the Stock Exchanges.”

“**RESOLVED FURTHER THAT** Mr. Rajeev Varman, Whole-time Director and Group Chief Executive Officer, Mr. Sumit Zaveri, Group Chief Financial Officer and Chief Business Officer and Ms. Shweta Mayekar, Company Secretary and Compliance Officer, be and are hereby severally authorized and empowered to sign and submit the letter of application and other deeds, documents, instruments and writings in connection with the listing and trading of such Equity Shares on the Stock Exchanges and to do all such acts, deeds and things as may be necessary or desirable to give effect to the above resolutions.”

“**RESOLVED FURTHER THAT** Mr. Rajeev Varman, Whole-time Director and Group Chief Executive Officer, Mr. Sumit Zaveri, Group Chief Financial Officer and Chief Business Officer and Ms. Shweta Mayekar, Company Secretary and Compliance Officer, be and are hereby severally authorized to certify the true copy of the aforesaid resolution and placement document and forward the same to the Stock Exchanges and/or other concerned authorities for their record and necessary action to give effect to the aforesaid allotment of Equity Shares including but not limited to filing of return of allotment with regard to the Equity Shares allotted as aforesaid, and all such other applicable documents as may be required under the

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Companies Act, 2013, as amended, and the rules prescribed thereunder and all applicable filings required to be filed under the Foreign Exchange Management Act, 1999, as amended, and rules or regulations prescribed thereunder be filed with the Registrar of Companies, Maharashtra at Mumbai, the Reserve Bank of India, as applicable, and any other filing as required to be made with the Stock Exchanges, Securities and Exchange Board of India, or any other regulatory authority, issuing such share certificates as may be necessary, payment of applicable stamp duty, credit of shares in demat accounts of investors, signing and submitting the letters of application and other deeds, documents and instruments in connection with the listing/trading of the Equity Shares on the Stock Exchanges, making necessary disclosures to the Stock Exchanges and other regulatory authorities with respect to such allotment as required by law, affixing the common seal of the Company on all necessary documents, as required, in terms of the provisions of the articles of association of the Company and to do all such acts, deeds and things as may be necessary or desirable to give effect to the above resolutions.”

**For Restaurant Brands Asia Limited**

*(Formerly known as Burger King India Limited)*

**Shweta Mayekar**

**Company Secretary and Compliance Officer**

**(Membership No.: A23786)**

**Date:** March 26, 2025

**Place:** Mumbai

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Registered office : Unit Nos. 1003 to 1007, 10<sup>th</sup> Floor, Mittal Commercial, Asan Pada Road, Chimatpada, Marol, Andheri (East), Mumbai - 400 059  
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