

## **Ongoing Disclosure Notice**

# Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

| To NZX Limited; and   |  |
|---|--|
| Name of listed issuer:  | Restaurant Brands New Zealand Limited  |
| Date this disclosure made:  | 4-Dec-17   |
| Date of last disclosure:  | 24-Nov-16  |
|   |  |
| Director or senior manager giving disclosure  |  |
| Full name(s):   | Eduard Koert van Arkel   |
| Name of listed issuer:  | Restaurant Brands New Zealand<br>Limited (RBD)   |
| Name of related body corporate (if applicable):   | N/A  |
| Position held in listed issuer:   | Director   |
| · · · · · · · · · · · · · · · · · · ·   | Landa de la constanta de la co |
| Summary of acquisition or disposal of relevant interest (excluding specified derivative   | s)   |
| Class of affected quoted financial products:  | Ordinary Shares<br>NZRBDE0001S1  |
| Nature of the affected relevant interest(s):  | Registered holder and beneficial owner of RBD ordinary shares  |
| For that relevant interest-   |  |
| Number held in class before acquisition or disposal:  | 158,366  |
| Number held in class after acquisition or disposal:   | 160,609  |
| Current registered holder(s):   | N/A - new issue  |
| Registered holder(s) once transfers are registered:   | Eduard Koert van Arkel   |
| Summary of acquisition or disposal of specified derivatives relevant interest (if applicative of affected derivative:   | N/A  |
| Class of underlying financial products:   | N/A  |
| Details of affected derivative-   |  |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):   | N/A  |
| A statement as to whether the derivative is cash settled or physically settled:   | N/A  |
| Maturity date of the derivative (if any):   | N/A  |
| Expiry date of the derivative(if any):  | N/A  |
| The price specified in the terms of the derivative (if any):  | N/A  |
| Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products: | N/A  |
| For that derivative,-   | p  |
| Parties to the derivative:  | N/A  |
| If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:  | N/A  |
| interest in the derivative.   |  |
| Details of transactions giving rise to acquisition or disposal  |  |
| Total number of transactions to which notice relates:   | 1  |
| Details of transactions requiring disclosure-   |  |
| Date of transaction:  | 30-Nov-17  |
| Nature of transaction:  | Acquisition of shares on reinvestment of dividends under the RBD Dividend Reinvestment Plan  |
| Name of any other party or parties to the transaction (if known):   | N/A  |
|   |  |

| The consideration, expressed in New Zealand dollars, paid or recieved for the acquisition or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration: | NZD 14,736.51                    |
|---|----------------------------------|
| Number of financial products to which the transaction related:  | 2,243                            |
| If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—                   |                                  |
| Whether relevant interests were aquired or disposed of during a closed period:  | N/A                              |
| Whether prior written clearance was provided to allow the aquisition or disposal to proceed during the closed period:   | N/A                              |
| Date of the prior written clearance (if any):   | N/A                              |
| Summary of other relevant interests after acquisition or disposal:  |                                  |
| Class of quoted financial products:   | N/A                              |
| Nature of relevant interest:  | N/A                              |
| For that relevant interest,-  |                                  |
| Number held in class:   | N/A                              |
| Current registered holder(s):   | N/A                              |
| For a derivative relevant interest,-  |                                  |
| Type of derivative:   | N/A                              |
| Details of derivative,-   |                                  |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):   | N/A                              |
| A statement as to whether the derivative is cash settled or physically settled:   | N/A                              |
| Maturity date of the derivative (if any):   | N/A                              |
| Expiry date of the derivative (if any):   | N/A                              |
| The price's specified terms (if any):   | N/A                              |
| Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:                         | N/A                              |
| For that derivative relevant interest,-   | N/A                              |
| Parties to the derivative:  |                                  |
| If the director or senior manager is not a party to the derivative, the nature of the relevant  | N/A                              |
| interest in the derivative:   | N/A                              |
| Cerification  |                                  |
| I, certify that, to the best of my knowledge and belief, the information contained in this disclosure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.                    |                                  |
| Signature of director or officer:   |                                  |
| Date of signature:  |                                  |
| Of  |                                  |
| Signature of person authorised to sign on behalf of director or officer:  |                                  |
| Date of signature:  | 4-Dec-17                         |
| Name and title of authorised person:  | Grant Ellis<br>Company Secretary |



# **Ongoing Disclosure Notice**

# Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

| To NZX Limited; and  |  |
|--|--|
| Name of listed issuer:   | Restaurant Brands New Zealand Limited  |
| Date this disclosure made:   | 4-Dec-17   |
| Date of last disclosure:   | 19-Oct-17  |
| Market and the second s |  |
| Director or senior manager giving disclosure Full name(s):   | Stophon Conulos  |
| ruii riame(s).   | Stephen Copulos  Restaurant Brands New Zealand   |
| Name of listed issuer:   | Limited (RBD)  |
| Name of related body corporate (if applicable):  | N/A  |
| Position held in listed issuer:  | Director   |
| Summary of acquisition or disposal of relevant interest (excluding specified derivative  | ves)   |
| Class of affected quoted financial products:   | Ordinary Shares<br>NZRBDE0001S1  |
| Nature of the affected relevant interest(s):   | Mr Copulos has the power to exercise,  |
|  | or to control the exercise of, a right to vote attached to the shares held by each of the registered holders listed below.   |
| For that relevant interest-  |  |
| Number held in class before acquisition or disposal:   | (a) 1,557,591<br>(b) 2,080,597<br>(c) 5,120,874<br>(d) 850,000<br>(e) 652,751<br>(f) 200,000   |
| Number held in class after acquisition or disposal:  | (a) 1,585,482<br>(b) 2,117,853<br>(c) 5,212,572<br>(d) 865,220<br>(e) 664,439<br>(f) 203,044   |
| Current registered holder(s):  | N/A - new issue  |
| Registered holder(s) once transfers are registered:  | (a) HSBC Custody Nominees Australia Limited as custodian for Eyeon No 2 Pty Ltd (b) HSBC Custody Nominees Australia Limited as custodian for PC Nab Pty Ltd (c) Citibank N.A., New Zealand Branch as custodian for Eyeon QSR Pty Ltd (d) Citibank N.A., New Zealand Branch as custodian for Copulos Superannuation Pty Ltd (e) Citibank N.A., New Zealand Branch as custodian for Eyeon Investments Pty Ltd (f) Copulos Foundation Pty Ltd |
| Summary of acquisition or disposal of specified derivatives relevant interest (if appli  |  |
| Type of affected derivative:   | N/A  |
| Class of underlying financial products:  | N/A  |
| Details of affected derivative-  |  |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):  | N/A  |

| A statement as to whether the derivative is cash settled or physically settled:  | N/A  |
|--|--|
| Maturity date of the derivative (if any):  | N/A  |
| Expiry date of the derivative(if any):   | N/A  |
| The price specified in the terms of the derivative (if any):   | N/A  |
| Any other details needed to understand how the amount of the consideration payable   | · ·  |
| under the derivative or the value of the derivative is affected by the value of the underlying   |  |
| financial products:  | N/A  |
| For that derivative,-  | -  |
| Parties to the derivative:   | N/A  |
| If the director or senior manager is not a party to the derivative, the nature of the relevant   | 1  |
| interest in the derivative:  | N/A  |
|  |  |
| Details of transactions giving rise to acquisition or disposal   |  |
|  |  |
| Total number of transactions to which notice relates:  | 6  |
| Details of transactions requiring disclosure-  |  |
| Date of transaction:   | 30-Nov-17  |
| N. d. was of transportion.   | Acquisition of charge an reinvestment of   |
| Name of any other party or parties to the transaction (if known):  The consideration, expressed in New Zealand dollars, paid or recieved for the acquisition                 | Acquisition of shares on reinvestment of dividends under the RBD Dividend Reinvestment Plan. The shares were issued to:  (a) HSBC Custody Nominees Australia Limited as custodian for Eyeon No 2 Pty Ltd;  (b) HSBC Custody Nominees Australia Limited as custodian for PC Nab Pty Ltd;  (c) Citibank N.A., New Zealand Branch as custodian for Eyeon QSR Pty Ltd;  (d) Citibank N.A., New Zealand Branch as custodian for Copulos Superannuation Pty Ltd;  (e) Citibank N.A., New Zealand Branch as custodian for Eyeon Investments Pty Ltd; and  (f) Copulos Foundation Pty Ltd. |
|  | 1, ,   |
| or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration:  | (b) NZD 244,771.92<br>(c) NZD 602,455.86   |
| Cash value, describe the consideration.  | (d) NZD 99,995.40  |
|  | (e) NZD 76,790.16  |
|  | (f) NZD 19,999.08  |
|  | ` '  |
| Number of financial products to which the transaction related:   | (a) 27,891   |
|  | (b) 37,256<br>(c) 91,698   |
|  | (d) 15,220   |
|  | (e) 11,688   |
|  | (f) 3,044  |
| If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) |  |
| include the following details— Whether relevant interests were aquired or disposed of during a closed period:  | N/A  |
| Transmit relevant interests were aquired or disposed or during a closed period.  |  |
| ·  |  |
|  |  |
| Whether prior written clearance was provided to allow the aquisition or disposal to proceed during the closed period:  | N/A  |
| Date of the prior written clearance (if any):  | N/A  |
| Summary of other relevant interests after acquisition or disposal:   | Laurence   |
| Class of quoted financial products:  | N/A  |
|  |  |
| Nature of relevant interest:   | N/A  |
| For that relevant interest,-   | <u></u>  |
| Number held in class:  | N/A  |
|  |  |

| Current registered holder(s):  | N/A                              |
|--|----------------------------------|
| For a derivative relevant interest,-   |                                  |
| Type of derivative:  | N/A                              |
| Details of derivative,-  |                                  |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):  | N/A                              |
| A statement as to whether the derivative is cash settled or physically settled:  | N/A                              |
| Maturity date of the derivative (if any):  | N/A                              |
| Expiry date of the derivative (if any):  | N/A                              |
| The price's specified terms (if any):  | N/A                              |
| Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:      | N/A                              |
| For that derivative relevant interest,-  | N/A                              |
| Parties to the derivative:   | N/A                              |
| If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:   | N/A                              |
| Cerification   |                                  |
| I, certify that, to the best of my knowledge and belief, the information contained in this disclsoure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made. |                                  |
| Signature of director or officer:  |                                  |
| Date of signature:   |                                  |
| or   |                                  |
| Signature of person authorised to sign on behalf of director or officer:   | - ACO                            |
| Date of signature:   | 4-Dec-17                         |
| Name and title of authorised person:   | Grant Ellis<br>Company Secretary |



# **Ongoing Disclosure Notice**

# Disclosure of Directors and Senior Managers Relevant Interests

Sections 297(2) and 298(2), Financial Markets Conduct Act 2013

| To NZX Limited; and  |   |
|--|---|
| Name of listed issuer:   | Restaurant Brands New Zealand Limited   |
| Date this disclosure made:   | 4-Dec-17  |
| Date of last disclosure:   | 24-Nov-16   |
|  |   |
| Director or senior manager giving disclosure   |   |
| Full name(s):  | Grant Ellis   |
| Name of listed issuer:   | Restaurant Brands New Zealand<br>Limited (RBD)  |
| Name of related body corporate (if applicable):  | N/A   |
| Position held in listed issuer:  | Group Chief Financial Officer   |
|  |   |
| Summary of acquisition or disposal of relevant interest (excluding specified derivative                                    | s)  |
| Class of affected quoted financial products:   | Ordinary Shares<br>NZRBDE0001S1   |
| Nature of the affected relevant interest(s):   | Joint owner of RBD ordinary shares as   |
|  | trustee of the Lewington Business Trust   |
|  |   |
| For that relevant interest-  |   |
| Number held in class before acquisition or disposal:   | 8,359   |
| Number held in class after acquisition or disposal:  | 8,486   |
| Current registered holder(s):  | N/A - new issue   |
| Registered holder(s) once transfers are registered:  | JBWere (NZ) Nominees Limited as   |
| ·  | custodian for lan Lewington, Lynley<br>Lewington and Grant Ellis as trustees of<br>the Lewington Business Trust |
| Summary of acquisition or disposal of specified derivatives relevant interest (if applica                                  | able)   |
| Type of affected derivative:   | N/A   |
| Class of underlying financial products:  | N/A   |
| Details of affected derivative-  | <u></u>   |
| The notional value of the derivative (if any) or the notional amount of underlying financial                               | N/A   |
| products (if any):  A statement as to whether the derivative is cash settled or physically settled:                        | N/A<br>N/A  |
| Maturity date of the derivative (if any):  | N/A<br>N/A  |
| Expiry date of the derivative (if any):  | N/A   |
| The price specified in the terms of the derivative (if any):   | N/A   |
| Any other details needed to understand how the amount of the consideration payable   |   |
| under the derivative or the value of the derivative is affected by the value of the underlying                             |   |
| financial products:  | N/A   |
| For that derivative,-  |   |
| Parties to the derivative:   | N/A   |
| If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative: | N/A   |
| Details of transactions giving rise to acquisition or disposal   |   |
| Total number of transactions to which notice relates:  | 1   |
| Details of transactions requiring disclosure-  |   |
| Date of transaction:   | 30-Nov-17   |

| Nature of transaction:  | Acquisition of shares on reinvestment of dividends under the RBD Dividend Reinvestment Plan. The shares were issued to JBWere (NZ) Nominees Limited as custodian for Ian Lewington, Lynley Lewington and Grant Ellis as trustees of the Lewington Business Trust. |
|---|---|
| Name of any other party or parties to the transaction (if known):   | N/A   |
| The consideration, expressed in New Zealand dollars, paid or recieved for the acquisition or disposal. If the consideration was not in cash and cannot be readily by converted into a cash value, describe the consideration: | NZD 834.39  |
| Number of financial products to which the transaction related:  | 127   |
| If the issuer has a financial products trading policy that prohibits directors or senior managers from trading during any period without written clearance (a closed period) include the following details—                   |   |
| Whether relevant interests were aquired or disposed of during a closed period:  | N/A   |
| Whether prior written clearance was provided to allow the aquisition or disposal to proceed during the closed period:   | N/A   |
| Date of the prior written clearance (if any):   | N/A   |
| Summary of other relevant interests after acquisition or disposal:  |   |
| Class of quoted financial products:   | N/A   |
| Nature of relevant interest:  | N/A   |
| For that relevant interest,-  |   |
| Number held in class:   | N/A   |
| Current registered holder(s):   | N/A   |
| For a derivative relevant interest,-  |   |
| Type of derivative:   | N/A   |
| Details of derivative,-   |   |
| The notional value of the derivative (if any) or the notional amount of underlying financial products (if any):   | N/A   |
| A statement as to whether the derivative is cash settled or physically settled:   | N/A   |
| Maturity date of the derivative (if any):   | N/A   |
| Expiry date of the derivative (if any):   | N/A   |
| The price's specified terms (if any):   | N/A   |
| Any other details needed to understand how the amount of the consideration payable under the derivative or the value of the derivative is affected by the value of the underlying financial products:                         | N/A   |
| For that derivative relevant interest,-   | N/A   |
| Parties to the derivative:  | N/A   |
| If the director or senior manager is not a party to the derivative, the nature of the relevant interest in the derivative:  | N/A   |
| Cerification  |   |
| I, certify that, to the best of my knowledge and belief, the information contained in this disclsoure is correct and that I am duly authorised to make this disclosure by all persons for whom it is made.                    |   |
| Signature of director or officer:   |   |
| Date of signature:  | 4-Dec-17  |