

# NOTICE OF ANNUAL MEETING OF SHAREHOLDERS

**Restaurant**  
BRANDS

Notice is given that the 26th annual meeting of shareholders of Restaurant Brands New Zealand Limited (the “Company”) will be held at The Boathouse, Park Hyatt Auckland, 99 Halsey Street, Auckland CBD and online at <https://meetnow.global/nz> on Thursday 18 May 2023, commencing at 10am.

Due to venue restrictions, the customary refreshments consisting of products from the Company’s brands will not be provided at this meeting.

## Agenda

### 1. CHAIRMAN’S ADDRESS

### 2. CHIEF EXECUTIVE’S REVIEW

### 3. SHAREHOLDER QUESTIONS

### 4. AUDITORS

To record the reappointment of PricewaterhouseCoopers as the Company’s auditors, and to authorise the directors to fix the auditors’ remuneration for the ensuing year.

**Resolution: That the board of directors be authorised to fix the auditor’s remuneration for the ensuing year.**

### 5. GENERAL BUSINESS

To consider any other matter that may lawfully be considered at the meeting.

### BY ORDER OF THE BOARD



**C D Webb**  
Company Secretary  
17 April 2023

## ONLINE ATTENDEES:

Shareholders can attend the meeting virtually through the Computershare Meeting Platform <https://meetnow.global/nz>. To access the meeting click ‘Go’ under the Restaurant Brands NZ meeting and then click ‘JOIN MEETING NOW’. By using the meeting platform, you will be able to watch the meeting, vote and ask questions online using your smartphone, tablet or desktop device. Please refer to the Virtual Meeting Guide for more information. You will need the latest version of Chrome, Safari or Edge to access the meeting. Please ensure your browser is compatible.

## SHAREHOLDER QUESTIONS:

Shareholders will be provided with the opportunity to submit questions online at the meeting. It would be desirable if the Company was able to receive questions in advance.

Shareholders are requested to send any questions they may have for the Company or its directors at the Annual Meeting to [investor@rbd.co.nz](mailto:investor@rbd.co.nz).

## PROCEDURAL NOTES:

All shareholders may attend and vote at the Annual Meeting or may appoint a proxy to attend and vote in their place.

If a shareholder wishes to appoint a proxy, that shareholder should complete the proxy

form which is enclosed with this notice of meeting or follow the instructions on the proxy form to lodge a proxy online. A proxy need not be a shareholder of the Company. If a shareholder wishes, it may appoint “the Chairman of the Meeting” as that shareholder’s proxy.

If you do not name a person as your proxy or your named proxy does not attend the meeting, the Chair will be appointed your proxy and will vote in accordance with your express direction, and any undirected votes will (subject to any restriction(s) set out in the NZX Listing Rules) be voted in accordance with the Chair’s discretion.

To appoint a proxy or vote online shareholders will be required to enter their CSN/ Securityholder Number, postcode/country of residence and the secured access Control Number that appears on the front of their Voting/Proxy Form. Proxies submitted this way must be received before 10am on Tuesday 16 May 2023.

A body corporate, which is a shareholder of the Company, may appoint a representative to attend the Annual Meeting on its behalf in the same manner as that in which it would appoint a proxy. A representative will have the same rights and powers as if the representative were a proxy.

Proxy forms must be returned to the office of Restaurant Brands New Zealand’s share registrar, Computershare Investor Services Limited, by email to [corporateactions@computershare.co.nz](mailto:corporateactions@computershare.co.nz), or by delivery to Level 2, 159 Hurstmere Road, Takapuna, Auckland, New Zealand or by mail to Private Bag 92 119, Auckland 1142, New Zealand so as to be received not later than 10am on Tuesday 16 May 2023.

The resolution to be considered is an ordinary resolution. To be passed, an ordinary resolution requires the approval of a simple majority of the votes cast on that resolution.

## EXPLANATORY NOTES:

### 1. Resolution –

#### **Fix the Remuneration of the Auditors**

Pursuant to section 207T of the Companies Act 1993, PricewaterhouseCoopers is automatically re-appointed at the Company’s Annual Meeting as auditors of the Company. This resolution authorises the board of directors to fix the remuneration of the auditors.

*Directors recommend that shareholders vote to approve the Resolution.*

