

Burger King India Private Limited
Audit Report for the year ended March 31, 2017
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INDEPENDENT AUDITOR'S REPORT

To the Members of Burger King India Private Limited

Report on the Financial Statements

We have audited the accompanying financial statements of Burger King India Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act, read with the Companies (Accounting Standards) Amendment Rules, 2016. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at March 31, 2017, its loss, and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1, a statement on the matters specified in paragraphs 3 and 4 of the Order.



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2. As required by section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with the Companies (Accounting Standards) Amendment Rules, 2016;
- (e) On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in Note 36 to these financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the Management.

For S R B C & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003



per Ravi Bansal
Partner
Membership Number: 49365
Place of Signature: Mumbai
Date: September 21, 2017



Burger King India Private Limited
Audit Report for the year ended March 31, 2017
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ANNEXURE 1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF BURGER KING INDIA PRIVATE LIMITED

- (i) (a) The Company has maintained proper records showing full particulars of fixed assets, including quantitative details and situation of fixed assets.
- (b) All fixed assets have not been physically verified by the management during the year but there is a planned programme of verifying them once in three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given by the management, there are no immovable properties, included in property, plant and equipment of the company and accordingly, the requirements under paragraph 3(i)(c) of the Order are not applicable to the Company.
- (ii) The management has conducted physical verification of inventory at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) According to the information and explanations given to us, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3(iii)(a), (b) and (c) of the Order are not applicable to the Company and hence not commented upon.
- (iv) In our opinion and according to the information and explanations given to us, there are no loans, investments, guarantees, and securities given in respect of which provisions of section 185 and 186 of the Companies Act 2013 are applicable and hence not commented upon.
- (v) The Company has not accepted any deposits from the public.
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Companies Act, 2013, for the products/services of the Company.
- (vii) (a) Undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth-tax, service tax, duty of customs, value added tax, cess and other material statutory dues have generally been regularly deposited with the appropriate authorities though there has been a serious delay in a few cases of professional tax and slight delay in few cases of value added tax, works contract tax and contribution to labour welfare fund. As explained to us, the provisions relating to excise duty are not applicable to the Company.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income-tax, service tax, sales-tax, duty of custom, duty of excise, value added tax, cess and other statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, service tax, duty of customs, value added tax and cess which have not been deposited on account of any dispute.
- (viii) According to the information and explanations given to us, the Company has not taken loans or borrowings from a financial institution or bank or government or has any dues to debenture holders. Accordingly, the provisions of clause 3(viii) of the Order are not applicable to the Company and hence not commented upon.



Burger King India Private Limited

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- (ix) According to the information and explanations given by the management, the Company has not raised any money way of initial public offer / further public offer / debt instruments and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon.
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the company or no material fraud on the company by the officers and employees of the Company has been noticed or reported during the year.
- (xi) According to the information and explanations given by the management, the provisions of section 197 read with Schedule V of the Act are not applicable to the company and hence reporting under clause 3(xi) are not applicable and hence not commented upon.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.
- (xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence, reporting requirements under clause 3(xiv) are not applicable to the company and, not commented upon.
- (xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him as referred to in section 192 of Companies Act, 2013.
- (xvi) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For S R B C & CO LLP

Chartered Accountants

ICAI Firm Registration Number: 324982E/E300003



per Ravi Bansal

Partner

Membership Number: 49365

Place of Signature: Mumbai

Date: September 21, 2017



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ANNEXURE 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF BURGER KING INDIA PRIVATE LIMITED**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Burger King India Private Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.



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Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SRBC & CO LLP
Chartered Accountants
ICAI Firm Registration Number: 324982E/E300003



per Ravi Bansal
Partner
Membership Number: 49365
Place of Signature: Mumbai
Date: September 21, 2017



Burger King India Private Limited
Balance sheet as at 31 March 2017

| Particulars | Note No. | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|---------------------------------------------------------------------|----------|----------------------------------------|----------------------------------------|
| I. EQUITY AND LIABILITIES | | | |
| (1) Shareholders' Funds | | | |
| (a) Share Capital | 3 | 2,650.00 | 1,185.35 |
| (b) Reserves and Surplus | 4 | 1,168.05 | 316.46 |
| | | <u>3,818.05</u> | <u>1,501.81</u> |
| | 5 | - | 229.30 |
| (2) Share Application Money pending allotment | | <u>-</u> | <u>229.30</u> |
| (3) Non-Current Liabilities | | | |
| (a) Long-term liabilities | 6 | 89.43 | 37.65 |
| (b) Long-term provisions | 7 | 25.32 | 3.67 |
| | | <u>114.75</u> | <u>41.32</u> |
| (4) Current Liabilities | | | |
| (a) Trade payables | 8 | | |
| - Total outstanding dues of micro enterprises and small enterprises | | - | - |
| - Total outstanding dues of creditors other than | | 194.81 | 100.96 |
| (b) Other current liabilities | 9 | 158.40 | 171.42 |
| (c) Short-term provisions | 10 | 10.02 | 8.75 |
| | | <u>363.23</u> | <u>281.13</u> |
| Total | | <u>4,296.03</u> | <u>2,053.56</u> |
| II. ASSETS | | | |
| (1) Non-current assets | | | |
| (a) Fixed Assets | | | |
| (i) Property, Plant and Equipment | 11 | 1,869.04 | 1,164.08 |
| (ii) Intangible assets | 11 | 63.47 | 30.52 |
| (iii) Capital work-in-progress | | 104.61 | 97.22 |
| (b) Long term loans and advances | 12 | 263.34 | 224.99 |
| (c) Other Non-current assets | 17 | 0.84 | 0.03 |
| | | <u>2,301.30</u> | <u>1,516.84</u> |
| (2) Current assets | | | |
| (a) Current investments | 13 | 1,760.28 | 448.02 |
| (b) Inventories | 14 | 39.98 | 25.98 |
| (c) Trade receivables | 15 | 14.16 | 7.34 |
| (d) Cash and bank balances | 16 | 124.82 | 28.27 |
| (e) Short term loans and advances | 12 | 47.19 | 23.68 |
| (f) Other Current Assets | 17 | 8.30 | 3.43 |
| | | <u>1,994.73</u> | <u>536.72</u> |
| Total | | <u>4,296.03</u> | <u>2,053.56</u> |

Summary of Significant accounting policies 2.1
The accompanying Notes are an integral part of the financial statements
As per our report of even date

For S R B C & CO LLP
Chartered Accountants
Firm Registration Number: 324982E/E300003


per Ravi Ravi Bansal
Partner
Membership No : 49365

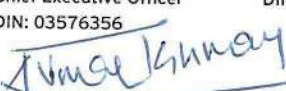



Place : Mumbai
Date: September 21, 2017

For and on behalf of the Board of Directors of
Burger King India Private Limited


Rajeev Varman
Director &
Chief Executive Officer
DIN: 03576356


Jaspal Singh Sabharwal
Director
DIN: 00899094


Tanmay Kumar
Chief Financial Officer
Place : Mumbai
Date: September 21, 2017


Ranjana Saboo
Company Secretary

Burger King India Private Limited
Statement of Profit & Loss for the year ended 31 March 2017

| Particulars | Note No. | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
|-------------------------------------------------------------------------|----------|---------------------------------------------------------|---------------------------------------------------------|
| I. Revenue from operations (net) | 18 | 2,334.83 | 1,386.39 |
| II. Other Income | 19 | 31.73 | 21.87 |
| III. Total Revenue (I+II) | | 2,366.56 | 1,408.26 |
| IV. Expenses: | | | |
| Cost of materials consumed | 20 | 955.00 | 596.71 |
| Employee benefits expense | 21 | 511.85 | 354.09 |
| Depreciation and amortization expense | 11 | 208.01 | 88.96 |
| Other expenses | 22 | 1,312.32 | 751.44 |
| Total Expenses | | 2,987.18 | 1,791.20 |
| V. Loss before tax (III -IV) | | (620.62) | (382.94) |
| VI. Tax expenses: | | | |
| (1) Current tax | | - | - |
| (2) Deferred Tax | 33 | - | - |
| VII. Loss after tax (V - VI) | | (620.62) | (382.94) |
| VIII. Earnings per equity share : | 27 | | |
| [Face Value of Rs. 10/- each (31st March 2016:Rs.10)] | | | |
| Basic | | (4.20) | (4.58) |
| Diluted | | (4.20) | (4.58) |
| Summary of Significant accounting policies | 2.1 | | |
| The accompanying Notes are an integral part of the financial statements | | | |

As per our report of even date

For S R B C & CO LLP
Chartered Accountants
Firm Registration Number: 324982E/E300003



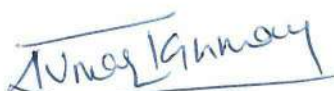
per Ravi Bansal
Partner
Membership No : 49365



Place : Mumbai
Date: September 21, 2017

**For and on behalf of the Board of Directors of
Burger King India Private Limited**


Rajeev Varman
Director &
Chief Executive Officer
DIN: 03576356



Tanmay Kumar
Chief Financial Officer
Place : Mumbai
Date: September 21, 2017


Jaspal Singh Sabharwal
Director
DIN: 00899094


Ranjana Saboo
Company Secretary

Burger King India Private Limited
Cash Flow Statement for the year ended 31 March 2017

| Particulars | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
|----------------------------------------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| Cash flow from operating activities | | |
| Loss before tax | (620.62) | (382.94) |
| Adjustments for: | | |
| Depreciation/ amortization | 208.01 | 88.96 |
| Assets written off (Refer Note 22(ii)) | 0.14 | 14.56 |
| Profit on Sale of Fixed Assets | - | (0.02) |
| Interest Income | (0.05) | (0.05) |
| Employee stock option scheme expense written off | 7.56 | 13.10 |
| Profit on sale of Current Investments | (27.68) | (18.28) |
| Operating loss before working capital changes | (432.64) | (284.67) |
| Movements in working capital : | | |
| Decrease / (Increase) in Loans and Advances | (98.64) | 15.79 |
| Decrease / (Increase) in Other Current Assets | (4.87) | (2.29) |
| Decrease / (Increase) in Inventories | (14.00) | (18.30) |
| Decrease / (Increase) in Trade Receivables | (6.82) | (7.03) |
| Increase / (Decrease) in Trade Payables | 93.85 | 61.61 |
| Increase / (Decrease) in Provisions | 22.92 | 2.90 |
| Increase / (Decrease) in Other Liabilities | 33.03 | 44.80 |
| Cash used in operations | (407.17) | (187.19) |
| Direct taxes paid (net of refunds) | 1.29 | 0.51 |
| Net cash flow used in operating activities (A) | (408.46) | (187.70) |
| Cash flows from investing activities | | |
| Purchase of fixed assets, including CWIP and capital advances (Net) | (909.64) | (971.38) |
| Proceeds from sale of Fixed Assets | - | 0.16 |
| Purchase of Current Investments | (1,507.74) | (1,334.47) |
| Proceeds from sale of Current Investments | 1,535.42 | 1,352.75 |
| Investments in bank deposits (having original maturity of more than three months)(net) | (0.18) | (0.45) |
| Interest received on Fixed deposit | 0.05 | 0.06 |
| Decrease / (Increase) in Long term Deposits | (0.82) | (123.42) |
| Net cash flow used in investing activities (B) | (882.91) | (1,076.75) |
| Cash flows from financing activities | | |
| Issue of Equity Shares | 2,700.00 | 1,070.70 |
| Share application money received pending allotment | - | 229.30 |
| Net Cash flows from financing activities (C) | 2,700.00 | 1,300.00 |
| Net increase in cash and cash equivalents (A + B + C) | 1,408.63 | 35.55 |
| Cash and cash equivalents at the beginning of the year | 475.24 | 439.69 |
| Cash and cash equivalents at the end of the year | 1,883.87 | 475.24 |
| Net Increase in Cash and Cash Equivalents | 1,408.63 | 35.55 |
| Components of cash and cash equivalents | | |
| Cash on hand | 11.80 | 11.81 |
| With banks- on current account | 111.79 | 15.41 |
| Cash and cash equivalents as per Note 16 | 123.59 | 27.22 |
| Add: Current Investment in Mutual Funds (Note 13) | 1,760.28 | 448.02 |
| Add: Fixed Deposits with original maturity for more than 12 months (Note 17) | - | - |
| Total Cash and cash equivalents for the purposes of cash flow statement | 1,883.87 | 475.24 |

Summary of Significant accounting policies

2.1

As per our report of even date

For S R B C & CO LLP
Chartered Accountants
Firm Registration Number: 324982E/E300003


per Ravi Bansal
Partner
Membership No : 49365




Place : Mumbai
Date: September 21, 2017


For and on behalf of the Board of Directors of

Burger King India Private Limited


Rajeev Varman
Director &
Chief Executive Officer
DIN: 03576356


Tanmay Kumar
Chief Financial Officer

Place : Mumbai
Date: September 21, 2017


Jaspal Singh Sabharwal
Director
DIN: 00899094


Ranjana Saboo
Company Secretary

1 : Corporate information:

Burger King India Private Limited ('the Company') is a company incorporated on 11th November, 2013. The Company is into the business of Quick Service Restaurants under the brand name of 'Burger King'.

2 : Basis of preparation:

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared on an accrual basis and under the historical cost convention basis.

The accounting policies adopted in the preparation of financial statements are consistent with those of the previous period, except for the change in accounting policy explained below.

2.1 : Summary of Significant accounting policies:

Change in accounting policy:

Pre-revised AS 10 did not provide any specific guidance on accounting for restoration liabilities. AS 10 (R) requires company to recognize initial estimate of cost of dismantling, removing the item and restoring the site on which it is located to form part of asset. Any change in the initial estimate of the restoration liabilities will be adjusted to the carrying value of the asset. The adjusted depreciable amount of asset is depreciated over its useful life.

As per the requirements of AS 29(R), the company recognizes restoration liabilities which are discounted using pre-tax rate that reflects current market assessment of time value of money and the risks specific to the restoration liability.

As per the transitional provision, the above change in policy is applied prospectively i.e. from 1 April 2016.

Had the company continued to use the earlier policy of recognizing restoration liabilities, its financial statements for the year would have been impacted as below:

Leasehold improvements would have had been lower by ₹18.49 Millions. Depreciation for the current period would have been lower by ₹3.07 Millions. Long term provision would have been lower by ₹18.49 Millions.

(a) Use of Estimates:

The preparation of financial statements in conformity with Indian GAAP requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and the disclosure of contingent liabilities at the end of the reporting period. Although these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amounts of assets or liabilities in future periods.

(b) Property , Plant and Equipment:

Property , Plant and Equipment are stated at cost, less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any directly attributable cost of bringing the asset to its working condition for its intended use and initial estimate of restoration liabilities. Any trade discounts and rebates are deducted in arriving at the purchase price.

The present value of the expected cost for the restoration of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

Gains or losses arising from derecognition of Property , Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

Depreciation on Property, Plant and Equipment-

Depreciation is provided on Straight Line Method on a pro-rata basis from the date of use.



The rates of depreciation are based on technical evaluation of the economic life of assets by the management, which are given below, and are equal to or greater than the corresponding rates prescribed in Schedule II of Companies Act, 2013:

| Assets | Economic Life (Years) |
|-------------------------------------------------|-----------------------------------|
| Leasehold Improvement | Lower of 15 Years or Lease period |
| Furniture and Fixtures | |
| - Restaurant | 8 Years |
| - Office | 10 Years |
| Restaurant Equipments | |
| - Kitchen Equipments | 15 Years |
| - Other Equipment | 5 Years |
| Office Equipment | 5 Years |
| Computers | 3 Years |
| Servers and networks | 6 Years |
| (included in computers in Fixed Asset Schedule) | |
| Vehicles | 8 Years |

(c) Intangible Assets and amortisation:

Intangible assets are stated at their cost of acquisition, less accumulated amortization and impairment losses, if any. An intangible asset is recognized, where it is probable that the future economic benefits attributable to the asset will flow to the enterprise and where its cost can be reliably measured. Intangible assets are amortized on a straight line basis over the best estimate of its useful life. The Company capitalizes software costs where it is reasonably estimated that the software has an enduring useful life. The Company capitalizes franchisee fees paid for opening of each store. A summary of amortization policies applied to the company's intangible assets is as below:

| Assets | Economic Life (Years) |
|-----------------|-----------------------------------------------|
| Software | 5 Years |
| Franchisee fees | Over the period of Master Franchise Agreement |

(d) Impairment of Fixed assets:

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) net selling price and its value in use. The recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

(e) Investments:

Investments that are readily realisable and intended to be held for not more than a year from the date on which such investments, are made are classified as current investments. All other investments are classified as long-term investments.

Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit and loss.

(f) Inventories:

Inventories (comprising of Food, Beverages, Condiments, Paper & Packing materials) are valued at lower of cost (determined on First in First Out basis) or net realisable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.



- (g) **Revenue Recognition:**
Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.
- Sale of goods-**
Revenue for food items is recognised when sold to the customer over the counter. The Company collects service tax (ST) and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.
- Interest income-**
Interest income is recognised on a time proportion basis taking into account the amount outstanding and the applicable interest rate. Interest income is included under the head "other income" in the statement of profit and loss.
- Dividend income-**
Dividend income is recognised when the Company's right to receive dividend is established by the reporting
- Sub-Franchisee income-**
Sub-franchisee income includes one time initial fees and royalty income on sales.
One time initial fees are non refundable and are recognised upon execution of the agreement. Royalty income is recognised on accrual basis based on the terms of the agreement.
- Space rental income and Advertising & Marketing Support income-**
Recognised on an accrual basis in accordance with terms of relevant agreements.
- (h) **Foreign Currency Transaction:**
Initial Recognition - Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount, the exchange rate between the reporting currency and the foreign currency at the date of the transaction.
Conversion - Foreign currency monetary items are reported using the closing rate.
Exchange Differences - Exchange differences arising on settlement of monetary items or on reporting monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expense in the year in which they arise.
- (i) **Retirement & Other Employee Benefits:**
Defined contribution plan-
State governed Provident Fund, ESIC and Labour Welfare Fund are considered as defined contribution plan and contributions thereto are charged to the Statement of Profit and Loss for the year when an employee renders the related service. There are no other obligations, other than contribution payable to the respective funds.
- Defined benefit plan-**
Gratuity liability is a defined benefit scheme. The cost of providing benefits under this plan is determined on the basis of an actuarial valuation done by an independent actuary on the projected unit credit method at the end of each financial year. Actuarial gains/losses are recognised in the Statement of Profit and Loss immediately in the year in which they arise and are not deferred. For the purpose of presentation of defined benefit plan allocation between short term and long term provision is made as determined by an actuary.
- Other benefits-**
Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The Company presents the entire accumulated leave as a short term provision, since employee has an unconditional right to avail the leave at any time during the year. The company measures the expected cost of such leaves as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.
- (j) **Accounting for Taxes on Income:**
Tax expense comprises current and deferred tax.
- Current Taxes -**
Current income-tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income-tax Act, 1961 enacted in India and tax laws prevailing in the respective tax jurisdictions where the company operates. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date.



Deferred Taxes-

Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the reporting date. Deferred tax liabilities are recognized for all taxable timing differences. Deferred tax assets are recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits. The carrying amount of deferred tax assets are reviewed at each reporting date. The Company writes-down the carrying amount of deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set-off current tax assets against current tax liabilities and the deferred tax assets and deferred taxes relate to the same taxable entity and the same taxation authority.

(k) Earnings Per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

(l) Operating Leases:

Where Company is lessee-

Leases where the lessor effectively retains substantially all the risks and benefits of ownership of the leased assets are classified as operating leases. Operating lease payments are recognised as an expense in the Statement of Profit and Loss on a straight-line basis over the lease term in case of fixed rent agreements. For variable rent agreements, they are recognised on the basis of minimum monthly guarantee or percentage of revenue share, whichever is higher.

Where Company is lessor-

Leases in which the company does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases. Lease income on an operating lease is recognized in the statement of profit and loss over the lease term. Initial direct costs such as legal costs, brokerage costs, etc. are recognized immediately in the statement of profit and loss.

(m) Provisions:

A provision is recognised when the Company has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on best estimates required to settle the obligations at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Restoration costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The cash flows are discounted at pre-tax rate that reflects current market assessment of time value of money and the risks specific to the liability. The unwinding of the discount is expensed as incurred and recognised in the statement of profit and loss as a finance cost. The estimated future costs of restoration are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied are added to or deducted from the cost of the asset.



(n) Contingent Liability:

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. The Company does not recognise a contingent liability but discloses its existence in the financial statements.

(o) Employee stock options:

Senior executives of the company receive remuneration in the form of share based payment transactions, whereby employees render services as consideration for equity instruments (equity-settled transactions).

In accordance with the Guidance Note on Accounting for Employee Share-based Payments, the cost of equity-settled transactions is measured using the intrinsic value method. The cumulative expense recognized for equity-settled transactions at each reporting date until the vesting date reflects the extent to which the vesting period has expired and the company's best estimate of the number of equity instruments that will ultimately vest. The expense or credit recognized in the statement of profit and loss for a period represents the movement in cumulative expense recognized as at the beginning and end of that period and is recognized in employee benefits expense.

Where the terms of an equity-settled transaction award are modified, the minimum expense recognized is the expense as if the terms had not been modified, if the original terms of the award are met. An additional expense is recognized for any modification that increases the total intrinsic value of the share-based payment transaction, or is otherwise beneficial to the employee as measured at the date of modification.

(p) Cash and Cash equivalents:

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.



| 3 Share Capital | As at 31 March 2017 | | As at 31 March 2016 | |
|-----------------------------------------------------------------|---------------------|-----------------|---------------------|-----------------|
| | Number of shares | (₹ in Millions) | Number of shares | (₹ in Millions) |
| a. Authorised shares | | | | |
| Equity Shares | | | | |
| Equity Shares of the par value of ₹10 each | 265,000,000 | 2,650.00 | 200,000,000 | 2,000.00 |
| b. Issued, subscribed and fully paid-up shares | | | | |
| Equity Shares | | | | |
| Equity Shares of ₹10 each | 265,000,000 | 2,650.00 | 118,535,000 | 1,185.35 |
| Total issued, subscribed and fully paid-up share capital | 265,000,000 | 2,650.00 | 118,535,000 | 1,185.35 |

| | As at 31 March 2017 | | As at 31 March 2016 | |
|--------------------------------------------------------------------------------------------------|---------------------|-----------------|---------------------|-----------------|
| | Number of shares | (₹ in Millions) | Number of shares | (₹ in Millions) |
| (a) Reconciliation of number of shares outstanding at the beginning and end of the year : | | | | |
| Outstanding at the beginning of the year | 118,535,000 | 1,185.35 | 38,750,000 | 387.50 |
| Add: Issue of Equity Shares | 146,465,000 | 1,464.65 | 79,785,000 | 797.85 |
| Outstanding at the end of the year | 265,000,000 | 2,650.00 | 118,535,000 | 1,185.35 |

(b) Rights/Terms attached to Equity shares

The company has a single class of equity shares having par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

| | As at 31 March 2017 | | As at 31 March 2016 | |
|----------------------------------------------------------------------------------------------------|---------------------|-----------------|---------------------|-----------------|
| | Number of shares | (₹ in Millions) | Number of shares | (₹ in Millions) |
| (c) Shares held by holding/ ultimate holding company and/ or their subsidiaries/ associates | | | | |
| QSR Asia Pte Ltd - Holding Company | 264,999,999 | 2,650.00 | 118,534,999 | 1,185.35 |
| Equity shares of ₹10 each fully paid | | | | |
| F&B Asia Ventures (Singapore) Pte. Ltd. - Holding Company of QSR Asia Pte. Ltd | 1 | *0 | 1 | *0 |
| Equity share of ₹10 each fully paid | | | | |

* Denotes amount less than ₹5,000

| (d) Shareholders holding more than 5% equity shares in the company are set out below: | As at 31 March 2017 | | As at 31 March 2016 | |
|---------------------------------------------------------------------------------------|---------------------|------------------------|---------------------|------------------------|
| | Number of shares | % holding in the class | Number of shares | % holding in the class |
| QSR Asia Pte Ltd - Holding Company | 264,999,999 | 99.99% | 118,534,999 | 99.99% |

As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.



| | | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|-----------------------------------------------------------|-----|-------------------------------------------|-------------------------------------------|
| 4 Reserves & Surplus | | | |
| a. Securities Premium Account | | | |
| Balance as per last financial statement | | 989.85 | 192.00 |
| Add: Premium on rights issue | | 1,464.65 | 797.85 |
| Closing Balance | (A) | 2,454.50 | 989.85 |
| b. Surplus/(Deficit) in the Statement of Profit and Loss | | | |
| Balance as per last financial statement | | (686.49) | (303.55) |
| Add: Profit/(Loss) for the year | | (620.62) | (382.94) |
| Net Surplus/(Deficit) in the Statement of profit and loss | (B) | (1,307.11) | (686.49) |
| c. Employee stock option outstanding | | | |
| Balance as per last financial statement | | 13.10 | - |
| Options granted during the year (Refer Note 35) | | 7.56 | 13.10 |
| Employee stock option outstanding at the year end | (C) | 20.66 | 13.10 |
| Total (A+B+C) | | 1,168.05 | 316.46 |

5 Share Application Money pending allotment

Share application money pending allotment as on 31 March 2016 represents money received from QSR Asia Pte Ltd (Holding Company) against which shares have been allotted in May, 2016. The Company has sufficient authorised capital to cover this allotment and the shares carry same terms & conditions as the existing equity shares.

| | As at 31 March 2017 | | As at 31 March 2016 | |
|------------------------------------------------------------|---------------------|-----------------|---------------------|-----------------|
| | Number of shares | (₹ in Millions) | Number of shares | (₹ in Millions) |
| Equity shares of face value ₹10 each proposed to be issued | - | - | 11,465,000 | 114.65 |
| Total amount of securities premium | - | - | - | 114.65 |
| | - | - | 11,465,000 | 229.30 |

| | | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|--------------------------------------------------------------------------------------------------------------------------------------|--|-------------------------------------------|-------------------------------------------|
| 6 Long Term Liabilities | | | |
| Income received in advance | | 3.04 | 8.04 |
| Liability for rent straightlining | | 86.39 | 29.61 |
| | | 89.43 | 37.65 |
| 7 Long Term Provisions | | | |
| Provision for employee benefits | | | |
| - Provision for Gratuity (Refer Note 23) | | 8.33 | 3.67 |
| Provision for Site Restoration Expenses | | 16.99 | - |
| | | 25.32 | 3.67 |
| 8 Trade Payables | | | |
| Total outstanding dues of micro enterprises and small enterprises (Refer Note 26 for details of dues to micro and small enterprises) | | - | - |
| Total outstanding dues of creditors other than micro enterprises and small enterprises | | 194.81 | 100.96 |
| | | 194.81 | 100.96 |
| 9 Other Current Liabilities | | | |
| a. Income received in advance | | 5.00 | 5.00 |
| b. Other Payables | | | |
| (i) Statutory Dues | | 46.67 | 65.42 |
| (ii) Payables for Capital Expenditure | | 84.87 | 79.16 |
| (ii) Retention Money Payable | | 21.86 | 21.84 |
| | | 158.40 | 171.42 |



11. Fixed Assets

(₹ in Millions)

| PARTICULARS | Gross Block | | | | Depreciation / Amortisation | | | Net Block | |
|------------------------------------------|----------------------------|-----------|------------|---------------------------|-----------------------------|--------------|------------|---------------------------|-----------------------------|
| | Balance as at 1 April 2016 | Additions | Deductions | Balance as at 31 Mar 2017 | Balance as at 1 April 2016 | For the year | Deductions | Balance as at 31 Mar 2017 | Balance as at 31 March 2016 |
| Property , Plant and Equipment | | | | | | | | | |
| Leasehold Improvements | 677.38 | 509.73 | 0.03 | 1,187.08 | 51.80 | 111.84 | 0.00 | 163.64 | 625.58 |
| | 150.41 | 542.83 | 15.86 | 677.38 | 7.45 | 45.63 | 1.28 | 51.80 | 142.96 |
| Restaurant Equipments | 494.15 | 336.93 | 0.30 | 830.78 | 38.46 | 71.21 | 0.01 | 109.66 | 455.69 |
| | 116.58 | 377.57 | - | 494.15 | 3.65 | 34.81 | - | 38.46 | 112.93 |
| Furniture and Fixtures | 70.51 | 55.13 | 0.12 | 125.52 | 5.07 | 11.41 | 0.03 | 16.45 | 65.44 |
| | 19.52 | 50.99 | - | 70.51 | 0.74 | 4.33 | - | 5.07 | 18.78 |
| Computers | 15.38 | 4.23 | - | 19.61 | 3.49 | 5.46 | - | 8.95 | 11.89 |
| | 14.75 | 0.82 | 0.19 | 15.38 | 2.13 | 1.43 | 0.07 | 3.49 | 12.62 |
| Office Equipments | 4.05 | 0.81 | - | 4.86 | 1.05 | 1.15 | - | 2.20 | 3.00 |
| | 3.68 | 0.37 | - | 4.05 | 0.52 | 0.53 | - | 1.05 | 3.16 |
| Vehicle | 3.26 | - | - | 3.26 | 0.78 | 0.39 | - | 1.17 | 2.48 |
| | 3.26 | - | - | 3.26 | 0.39 | 0.39 | - | 0.78 | 2.87 |
| Property , Plant and Equipment Total (A) | 1,264.73 | 906.83 | 0.45 | 2,171.11 | 100.65 | 201.46 | 0.04 | 302.07 | 1,164.08 |
| | 308.20 | 972.58 | 16.05 | 1,264.73 | 14.88 | 87.12 | 1.35 | 100.65 | 293.31 |
| Intangible Assets | | | | | | | | | |
| Software | 14.57 | 11.34 | - | 25.91 | 2.38 | 4.96 | - | 7.34 | 12.19 |
| | 7.90 | 6.67 | - | 14.57 | 1.12 | 1.26 | - | 2.38 | 6.78 |
| Restaurants Franchise Fees | 18.96 | 28.16 | - | 47.12 | 0.63 | 1.59 | - | 2.22 | 18.33 |
| | 3.76 | 15.20 | - | 18.96 | 0.05 | 0.58 | - | 0.63 | 3.71 |
| Intangibles Total (B) | 33.53 | 39.50 | - | 73.03 | 3.01 | 6.55 | - | 9.56 | 30.52 |
| | 11.66 | 21.87 | - | 33.53 | 1.17 | 1.84 | - | 3.01 | 10.49 |
| TOTAL (A+B) | 1,298.26 | 946.33 | 0.45 | 2,244.14 | 103.66 | 208.01 | 0.04 | 311.63 | 1,194.60 |
| Previous Period | 319.86 | 994.45 | 16.05 | 1,298.26 | 16.05 | 88.96 | 1.35 | 103.66 | 303.80 |

(Figures in Italics pertain to previous period)



| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|------------------------------------------|-------------------------------------------|-------------------------------------------|
| 10 Short Term Provisions | | |
| Provision for employee benefits | | |
| - Provision for Gratuity (Refer Note 23) | 0.02 | 0.01 |
| - Provision for Leave Benefits | 8.50 | 8.74 |
| Provision for Site Restoration Expenses | 1.50 | - |
| | 10.02 | 8.75 |

12 Loans and advances (Unsecured, considered good - unless otherwise stated)

| | As at 31 March 2017 (₹ in Millions) | | As at 31 March 2016 (₹ in Millions) | |
|----------------------------------------|----------------------------------------|--------------|----------------------------------------|--------------|
| | Long term | Short Term | Long term | Short Term |
| a. Capital Advances | 11.57 | - | 49.64 | - |
| b. Security deposits | | | | |
| - Premises and Other Deposits | 249.33 | - | 173.72 | 0.13 |
| c. Other loans and advances | | | | |
| Advances to employees | - | 1.38 | - | 3.70 |
| Advances to Suppliers | - | 11.80 | - | 8.48 |
| Advance Income tax | 2.44 | - | 1.16 | - |
| Balances with government authorities | - | 67.58 | 0.47 | 43.90 |
| Less : Provision for doubtful Balances | - | (42.79) | - | (39.81) |
| Net Balance | - | 24.79 | 0.47 | 4.09 |
| Prepaid expenses | - | 9.22 | - | 7.28 |
| | 2.44 | 47.19 | 1.63 | 23.55 |
| | 263.34 | 47.19 | 224.99 | 23.68 |

**13 Current Investments (Non-Trade)
(Valued at lower of cost and fair value)****Quoted mutual funds:**

| | As at 31 March 2017 | | As at 31 March 2016 | |
|--------------------------------------------------------|---------------------|-----------------|---------------------|-----------------|
| | Units | (₹ in Millions) | Units | (₹ in Millions) |
| HDFC Liquid Fund - Growth | 1,496,172 | 50.00 | - | - |
| Religare Invesco Medium Term Bond Fund - Growth | 151,282 | 250.00 | - | - |
| Reliance Liquid Fund-Treasury Plan - Growth | 45,562 | 180.03 | - | - |
| ICICI Prudential Regular Income Fund- Growth | 15,269,227 | 250.00 | - | - |
| Kotak Low Duration Fund Standard Growth (Regular Plan) | 151,473 | 300.00 | - | - |
| Reliance Medium Term Fund- Growth Plan | 862,897 | 27.61 | - | - |
| UTI Short Term Income Fund - Growth | 19,46,863 | 32.41 | 1,946,863 | 32.41 |
| UTI - Floating Rate Fund - Growth | 131,995 | 350.00 | 20,491 | 50.00 |
| UTI Money Market - Growth | - | - | 20,299 | 34.32 |
| ICICI Prudential Savings Fund - Growth | 1,312,523 | 320.23 | 825,884 | 181.29 |
| Reliance Money Manager Fund - Growth | - | - | 24,174 | 50.00 |
| Religare Invesco Medium Term Fund - Growth | - | - | 67,744 | 100.00 |
| | | 1,760.28 | | 448.02 |

Aggregate amount of quoted investments (Market value
₹1,772.65 Millions (31st March 16: ₹458.91 Millions)

| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|--------------------------------------------------------------------------|-------------------------------------------|-------------------------------------------|
| 14 Inventories (Valued at lower of cost and net realisable value) | | |
| Food, Beverage & Condiments | 28.89 | 18.28 |
| Paper & Packing materials | 11.09 | 7.70 |
| | 39.98 | 25.98 |



| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|----------------------------------------------------------------------------------|-------------------------------------------|-------------------------------------------|
| 15 Trade Receivable (Unsecured, Considered good, unless stated otherwise) | | |
| Outstanding for a period not exceeding six months from the due date of payment | 14.16 | 7.34 |
| | 14.16 | 7.34 |

| | As at 31 March 2017 (₹ in Millions) | | As at 31 March 2016 (₹ in Millions) | |
|------------------------------------------------------------|----------------------------------------|---------|----------------------------------------|---------|
| | Non-current | Current | Non-current | Current |
| 16 Cash and bank balances | | | | |
| a. Cash and cash equivalents | | | | |
| Balances with banks: | | | | |
| - In Current accounts | - | 111.79 | - | 15.41 |
| Cash on hand | - | 11.80 | - | 11.81 |
| b. Other bank balances | | | | |
| - Deposits with remaining maturity for more than 12 months | 0.84 | - | 0.03 | - |
| - Deposits with remaining maturity for less than 12 months | - | 1.23 | - | 1.05 |
| | 0.84 | 124.82 | 0.03 | 28.27 |
| Amount disclosed under non-current assets (Refer Note 17) | (0.84) | - | (0.03) | - |
| | - | 124.82 | - | 28.27 |

| | As at 31 March 2017 (₹ in Millions) | | As at 31 March 2016 (₹ in Millions) | |
|-----------------------------------------------------------------------------|----------------------------------------|---------|----------------------------------------|---------|
| | Non-current | Current | Non-current | Current |
| 17 Other Assets (Unsecured, considered good unless stated otherwise) | | | | |
| Non-current bank balances (Refer Note 16) | 0.84 | - | 0.03 | - |
| Others | | | | |
| Interest accrued on fixed deposits | - | 0.00 | - | 0.01 |
| Other receivable | - | 8.30 | - | 3.42 |
| | 0.84 | 8.30 | 0.03 | 3.43 |



| | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
|-------------------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| 18 Revenue from Operations (net) | | |
| a. Sale of products | | |
| Income from sale of food and beverages (net) | 2,282.86 | 1,357.68 |
| b. Other Operating Income | | |
| Scrap sales | 5.04 | 3.10 |
| Advertising and marketing support income | 32.74 ✓ | 19.77 |
| Income from sub franchisee operations | 14.19 | 5.84 |
| | 2,334.83 | 1,386.39 |
| 19 Other Income | | |
| Interest income on | | |
| - Fixed deposits | 0.05 | 0.05 |
| Gain on sale of current investments | 27.68 | 18.28 |
| Rental income | 2.73 | 2.82 |
| Profit on sale of fixed assets | - | 0.02 |
| Miscellaneous income | 1.27 | 0.70 |
| | 31.73 | 21.87 |
| 20 Cost of materials consumed | | |
| Food, Beverages, Condiments, Paper & Packing materials | | |
| Inventory at the beginning of the year | 25.98 | 7.68 |
| Add: Purchases | 969.00 | 615.01 |
| Less: Inventory at the end of the year | 39.98 | 25.98 |
| Total | 955.00 | 596.71 |
| Details of Materials Consumed | | |
| Food, Beverages and Condiments | 862.69 | 543.68 |
| Paper & packing materials | 92.31 | 53.03 |
| Total | 955.00 | 596.71 |
| 21 Employee Benefits Expense | | |
| Salaries, Bonus and Allowances | 431.16 | 299.16 |
| Employee stock option scheme expense (Refer Note 35) | 5.54 ✓ | 13.10 |
| Contribution to Provident and Other Funds | 34.52 | 21.39 |
| Staff Welfare Expenses | 40.63 | 20.44 |
| | 511.85 | 354.09 |



| | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
|--------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| 22 Other Expenses | | |
| Rent | 452.75 | 253.28 |
| Power and Fuel | 212.52 | 107.25 |
| Stamp Duty & Registration Charges | 10.51 | 6.98 |
| Rates & Taxes | 5.19 | 4.19 |
| Operating Supplies | 40.35 | 27.06 |
| Advertising and Marketing Expenses | 234.05 | 150.79 |
| Consultancy & Professional Fees (Refer Note (i) below) | 42.48 | 20.94 |
| Telephone and communication expenses | 10.18 | 5.33 |
| Travelling expenses | 40.83 | 35.82 |
| Insurance | 7.17 | 3.09 |
| Repairs and Maintenance - Leasehold Improvements | 53.81 | 33.75 |
| Repairs and Maintenance - Restaurant Equipments | 0.84 | 0.04 |
| Repairs and Maintenance - Others | 48.39 | 11.97 |
| Royalties Fees | 69.43 | 36.73 |
| Assets written off (Refer Note (ii) below) | 0.14 | 14.56 |
| Commission & Delivery expenses | 38.38 | 10.64 |
| Miscellaneous Expenses | 45.30 | 29.02 |
| | 1,312.32 | 751.44 |
| i) Note: | | |
| Payment to auditor (excluding service tax) : | | |
| As auditor: | | |
| Audit fee | 2.35 | 1.95 |
| Tax Audit Fees | 0.30 | 0.30 |
| In other capacity: | | |
| Other services | 0.85 | 0.55 |
| Reimbursement of Expenses | 0.10 | 0.09 |
| | 3.60 | 2.89 |

ii) Note:

During the year ended March 31, 2016, the company has written off ₹14.56 Millions representing written down value of lease hold improvements installed at a store upon its closure.



23 Gratuity

The company operates a defined plan i.e gratuity. Under it, every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed period of service. The plan is not funded by the company.

| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|----------------------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| i) Statement of profit and loss | | |
| Net employee benefit expense recognized in the employee cost: | | |
| Current Service Cost | 5.13 | 3.03 |
| Interest Cost on benefit obligation | 0.28 | 0.07 |
| Actuarial (Gain) / Loss | (0.74) | (0.33) |
| Net Benefit Expense | 4.67 | 2.77 |
| ii) Liability recognised in the balance sheet | | |
| Present value of defined benefit obligation | 8.35 | 3.68 |
| iii) Changes in the present value of the defined benefit obligation: | | |
| Opening defined benefit obligation | 3.68 | 0.91 |
| Interest Cost | 0.28 | 0.07 |
| Current Service Cost | 5.13 | 3.03 |
| Actuarial (Gain) / Loss on obligation | (0.74) | (0.33) |
| Closing defined benefit obligation | 8.35 | 3.68 |
| iv) Principal Assumptions | | |
| Discount rate | 7.09% | 7.79% |
| Salary escalation | 7% | 7% |
| Attrition rate | 12% | 12% |
| Retirement Age | 58 Years | 58 Years |
| Mortality Rate | Indian Assured Lives Mortality (2006-08) Ultimate | Indian Assured Lives Mortality (2006-08) Ultimate |

The estimates of future salary increases, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) | As at 31 March 2015 (₹ in Millions) | As at 31 Dec 2014 (₹ in Millions) |
|-----------------------------------------------------------------|-------------------------------------------|-------------------------------------------|-------------------------------------------|-----------------------------------------|
| v) Amounts for the current and previous periods are as follows: | | | | |
| Defined benefit obligation | 8.35 | 3.68 | 0.91 | 6.42 |
| Surplus / (deficit) | (8.35) | (3.68) | (0.91) | (6.42) |
| Experience adjustments on plan liabilities | (1.25) | 0.92 | (1.67) | - |

24 Capital and Other Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (Net of Advances)

| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|--|-------------------------------------------|-------------------------------------------|
| | 59.66 | 49.08 |
| | 59.66 | 49.08 |

25 Disclosures in respect of Operating leases

a) Future minimum lease payments in respect of non-cancellable leases are as follows:

| | As at 31 March 2017 | As at 31 March 2016 |
|-----------------------------------------------------------|------------------------|------------------------|
| Payable not later than one year | 343.23 | 248.86 |
| Payable later than one year but not later than five years | 388.60 | 416.86 |
| | 731.83 | 665.72 |

b) Premises are taken on Lease ranging from 1 to 20 years with a non-cancellable period at the beginning of the agreement ranging from 1 to 5 years.

c) For certain restaurant outlets rent is payable in accordance with the leasing agreement at the higher of:

- Fixed minimum guarantee amount and;
- Revenue share percentage



| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------|------------------------------------------------------------------|
| 26 Details of dues to micro and small enterprises as defined under the MSMED Act, 2006 | | |
| Micro, Small and Medium Enterprises | | |
| The information regarding Micro, Small and Medium Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company and receipt of confirmations from such parties. This has been relied upon by the auditors. The disclosures relating to Micro & Small Enterprises are as under: | | |
| Description | | |
| (i) Principal amount remaining unpaid to any supplier as at the end of the period. | - | - |
| (ii) Interest due thereon remaining unpaid to any supplier as at the end of the period. | - | - |
| (iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day. | - | - |
| (iv) The amount of interest due and payable for the period of delay in making payment. | - | - |
| (v) The amount of interest accrued and remaining unpaid at the end of the period. | - | - |
| (vi) The amount of further interest due and payable even in the succeeding periods, until such date when the interest dues as above are actually paid. | - | - |
| | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
| 27 Earnings per share (EPS) | | |
| The following reflects the profit and share data used in the basic and diluted EPS computations: | | |
| Loss after tax | (620.62) | (382.92) |
| Weighted average number of equity shares in calculating basic EPS | 147.66 | 83.64 |
| Effect of dilution: | | |
| Equity shares pending for allotment & ESOP | 1.03 | 12.12 |
| Weighted average number of equity shares in calculating diluted EPS | 148.69 | 95.76 |
| Basic EPS | (4.20) | (4.58) |
| Diluted EPS | (4.20) | (4.58) |
| Potential equity shares are anti dilutive and hence the effect of anti dilutive potential equity shares is ignored in calculating diluted earning per share. | | |
| | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
| 28 Expenditure in Foreign Currency (accrual basis) | | |
| Royalties and franchisee fees | 69.43 | 36.73 |
| Advertising and Marketing Expenses | 0.56 | 0.90 |
| Repairs and Maintenance - Others | 0.47 | 0.32 |
| Travelling expenses | 9.22 | - |
| Miscellaneous Expenses | 0.68 | - |
| | 80.36 | 37.95 |
| 29 Imported and indigenous materials consumed | | |
| | For the year ended March 31, 2017 | For the year ended March 31, 2016 |
| | % of Total Consumption | % of Total Consumption |
| | Value (₹ in Millions) | Value (₹ in Millions) |
| Food, Beverages & Condiments | | |
| Imported | - | - |
| Indigenously obtained | 100.00 | 100.00 |
| | 100.00 | 100.00 |
| Paper & Packing materials | | |
| Imported | - | - |
| Indigenously obtained | 100.00 | 100.00 |
| | 100.00 | 100.00 |
| Total | 100.00 | 100.00 |
| | 955.00 | 596.71 |



30 Segment Reporting

The Company operates Burger King chain of restaurants in India and the management considers that these restaurants constitute a single business segment and hence disclosure of segment wise information is not required under AS-17 "Segment Reporting".
The Company has only one geographical segment as it caters to the needs of the domestic market only.

31 Going Concern

During the current year, the company has incurred loss of ₹620.62 Millions. The accounts of the company for the year ended March 31, 2017 have been prepared on the basis of going concern, as the current year is the initial phase of operations and the management is confident that the performance of the company will improve in the upcoming years. Additionally, the company has obtained financial support from QSR Asia Pte. Ltd. through additional funding for meeting its operating and financial requirements and such support to enable the Company to continue as a going concern for atleast next twelve months commencing from March 31, 2017. The company is therefore considered as a going concern and accordingly, the financial statements have been prepared based on going concern assumption.

32 Related Party Disclosure**Names of related parties and related party relationship****Related parties where control exists**

| | |
|---------------------------------------|-----------------------------------------|
| Holding company | QSR Asia Pte. Ltd. |
| Holding company of QSR Asia Pte. Ltd. | F&B Asia Ventures (Singapore) Pte. Ltd. |
| Ultimate Holding Company | F&B Asia Ventures Ltd. (Mauritius) |

Other related parties with whom transactions have taken place during the period

| | |
|--------------------------------------------------------------------------------------------------------------------------------|------------------------------------------|
| Fellow Subsidiary | Harry's India Private Limited |
| Enterprises over which Key Management Personnel/ shareholders or their relatives is/are able to exercise significant influence | Pan India Food Solutions Private Limited |
| Key management personnel | Mr. Rajeev Varman (CEO) |

Transactions with related parties

| | For the year ended March 31, 2017 (₹ in Millions) | For the year ended March 31, 2016 (₹ in Millions) |
|-------------------------------------------------------|---------------------------------------------------------|---------------------------------------------------------|
| (a) Issue of shares to related party : | | |
| QSR Asia Pte Ltd | 2,929.30 | 1,595.70 |
| (b) Share Application Money Received : | | |
| QSR Asia Pte Ltd | - | 229.30 |
| (c) Rent Received | | |
| Harry's India Private Limited | 2.73 | 2.82 |
| (d) Rent , CAM and Electricity Paid | | |
| Pan India Food Solutions Private Limited | 6.14 | 4.41 |
| (e) Remuneration to Key management personnel * | | |
| Mr. Rajeev Varman | 23.64 | 23.64 |
| (f) Other Shared Services cost paid | | |
| Harry's India Private Limited | - | 0.11 |
| (g) Fees paid for Accounting Services | | |
| Pan India Food Solutions Private Limited | 0.86 | 0.72 |

*Provision for retirement and other defined benefits which are made based on actuarial valuation on an overall Company basis are not included above.



33 Deferred Tax Assets / (Liability) (net)

Deferred tax liability recognised for timing difference due to:

Fixed assets: Impact of difference between tax depreciation and depreciation/ amortization charged for the financial reporting

Deferred tax assets recognised due to:

- a. Expenses allowable in Income Tax on payment basis
- b. Unabsorbed depreciation & Carried Forward Losses

Total**Net Deferred Tax**

| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|--|-------------------------------------------|-------------------------------------------|
| | 24.00 | 18.46 |
| | 6.00 | 4.10 |
| | 18.00 | 14.36 |
| | 24.00 | 18.46 |
| | - | - |

The Company has accumulated carried forward losses up to March 31, 2017. However, the deferred tax asset on unabsorbed depreciation and carried forward losses has been recognised only to the extent of net deferred tax liability.

34 Capitalization of expenditure

During the year, the company has capitalized the following expenses of revenue nature to the cost of fixed assets/ capital work-in-progress (CWIP). Consequently, expenses disclosed under the respective notes are net of amounts capitalized by the company.

| | As at 31 March 2017 (₹ in Millions) | As at 31 March 2016 (₹ in Millions) |
|----------------------------------------------|-------------------------------------------|-------------------------------------------|
| Salary, Bonus and Allowances | 38.65 | 10.17 |
| Stamp Duty & Registration Charges | 3.97 | 10.11 |
| Commission and Brokerage | 7.31 | 5.88 |
| Legal, Consultancy and Professional Fees | 2.01 | 3.91 |
| Power and Fuel | 2.74 | 2.72 |
| Repairs and Maintenance - Leasehold Premises | - | 1.70 |
| Rent | 0.68 | 0.67 |
| Rates and taxes | - | 0.51 |
| Miscellaneous Expenses | 3.42 | 2.85 |
| | 58.78 | 38.52 |



35 Employee stock option scheme

The company provides share-based payment schemes to its senior executives. During the year ended 31 March 2016, an employee stock option plan (ESOP) was introduced. The relevant details of the scheme and the grant are as below.

On September 21, 2015, the board of directors approved the Equity Settled 'Employees Stock Option Scheme 2015' (Scheme 2015) for issue of stock options to the key employees of the company. According to the Scheme 2015, the employee selected will be entitled to converted options based on option value, subject to satisfaction of the prescribed vesting conditions, viz., continuing employment of 5 years from the date of commencement of employment. The contractual life (comprising the vesting period and the exercise period) of options granted is 5 years. The other relevant terms of the grant are as below:

| | |
|-----------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Vesting period | 5 (five) years from the date of commencement of employment of the Option Grantee with the Company |
| Exercise period | On or after the Vesting Date |
| Expected life | 5 years |
| Exercise price | Total capital invested in the Company (i.e. face value + share premium infused in the Company up to the Vesting Date) divided by Total number of Shares issued and outstanding on the Vesting Date |

36 Specified Bank Notes (SBNs)

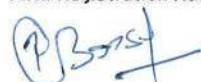
The details of Specified Bank Notes (SBNs) as per the records held and transacted during the period November 8, 2016 to December 30, 2016 are as follows:

| Particulars | ₹ in Millions | | |
|---------------------------------------|---------------|--------------------------|--------|
| | SBNs | Other denomination notes | Total |
| Closing cash in hand as on 08.11.2016 | 8.31 | 6.55 | 14.86 |
| (+) Permitted receipts | - | 132.12 | 132.12 |
| (-) Permitted payments | - | 0.87 | 0.87 |
| (-) Amount deposited in Banks | 8.31 | 122.70 | 131.01 |
| Closing cash in hand as on 30.12.2016 | - | 15.10 | 15.10 |

37 Previous period's figures have been regrouped / reclassified whenever necessary, to conform to this years classification.

As per our report of even date

For S R B C & CO LLP
Chartered Accountants
Firm Registration Number: 324982E/E300003



per Ravi Bansal
Partner
Membership No : 49365

Place : Mumbai
Date: September 21, 2017



For and on behalf of the Board of Directors of
Burger King India Private Limited

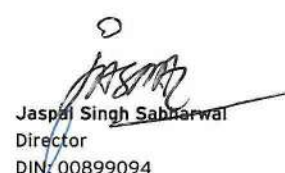


Rajeev Varman
Director &
Chief Executive Officer
DIN: 03576356



Tanmay Kumar
Chief Financial
Officer

Place: Mumbai
Date: September 21, 2017



Jaspal Singh Saharwal
Director
DIN: 00899094



Ranjana Saboo
Company Secretary



DIRECTORS REPORT

To,
The Members,
Burger King India Private Limited

Your Directors have pleasure in presenting the 4th Annual Report on the Company's business and operations, together with the audited financial statements for the year ended 31st March, 2017 and other accompanying reports, notes and certificates.

COMPANY OVERVIEW

Your Company was incorporated on the 11th November, 2013 as a Private Limited Company with the Registrar of Companies, Mumbai under the registration number 249986 and Corporate Identity Number as U55204MH2013FTC249986.

FINANCIAL RESULTS

The Financial highlights of the Company for the year ended March 31, 2017 are as follows:

| Particulars | Figures (in Millions) | |
|-------------------------------------------------|--------------------------------|--------------------------------|
| | Period Ended March 31, 2017 | Period Ended March 31, 2016 |
| Total Revenue | 2366.56 | 1408.26 |
| Total Expenses | 2987.18 | 1791.20 |
| Profit/(Loss) before Exceptional items and Tax | (620.62) | (382.94) |
| Profit/ (Loss) for the year | (620.62) | (382.94) |

DIVIDEND & APPROPRIATIONS

As the Company has evident losses during the year, the Directors of your Company do not recommend any dividend for the year under review.

TRANSFER TO RESERVES

In view of the losses during the year, no amount is proposed to be transferred to the reserve, except as required under any statutory enactment.

SHARE CAPITAL

(a) **Authorized Capital:**

BURGER KING INDIA PRIVATE LIMITED

Registered Office : Unit 502, Peninsula Tower 1, Peninsula Corporate Park, G. K. Marg, Lower Parel, Mumbai 400 013.

CIN : U55204MH2013FTC249986 | info@burgerking.in





The Company has increased the existing authorised share capital of the company from INR 2,000,000,000 to INR 2,650,000,000 during the period under review from April 01, 2016 to March 31, 2017, considering the necessity of funding for the expansion of business operations and working capital requirements.

(b) Issued, Subscribed and Paid-up Capital:

The Company has raised capital during the year in view of future expansion plans, for which details of allotment is hereunder:

| Date of Allotment | Name of Subscriber | Number of shares allotted | Amount (INR) |
|-------------------|--------------------|---------------------------|--------------|
| May 17, 2016 | QSR Asia Pte Ltd | 1,14,65,000 | 11,46,50,000 |
| August 16, 2016 | QSR Asia Pte Ltd | 2,27,50,000 | 22,75,00,000 |
| December 06, 2016 | QSR Asia Pte Ltd | 1,07,50,000 | 10,75,00,000 |
| March 06, 2017 | QSR Asia Pte Ltd | 1,75,00,000 | 17,50,00,000 |
| March 31, 2017 | QSR Asia Pte Ltd | 8,40,00,000 | 84,00,00,000 |

BOARD OF DIRECTORS, MEETINGS AND ITS COMMITTEES:

During the period under review the following changes took place in the Composition of Board of Directors of the Company:

Mr. Pramod Arora (DIN: 02559344) and Mr. Ashutosh Lavakare, (DIN: 00260319) resigned from the Board of Directors of the Company with effect from June 28, 2016 and January 25, 2017 respectively.

Mr. Amit Manocha (DIN: 01864156) was appointed as the Additional Director on the Board of Directors of the Company with effect from July 7, 2016. Further his appointment was regularized as the Director of the Company on September 28, 2016.

Ms. Roshini Bakshi (DIN: 01832163) was appointed as the Additional Director on the Board of Directors of the Company with effect from January 25, 2017.

The Composition of the Board of Directors as on March 31, 2017 is hereunder:

| Sr. No. | Name of the Director | Designation/ Status | DIN |
|---------|----------------------------|---------------------|----------|
| 1. | Mr. Rajeev Varman | Whole-time director | 03576356 |
| 2. | Mr. Jaspal Singh Sabharwal | Director | 00899094 |
| 3 | Mr. Amit Manocha | Director | 01864156 |
| 4. | Mr. Vaibhav Punj | Director | 07163484 |
| 5. | Ms. Roshini Bakshi | Additional Director | 01832163 |





Meetings of the Board of Directors and attendance of the Directors:

During the period April 01, 2016 to March 31, 2017, 6 (Six) Board Meetings were convened and held on the below mentioned dates:

| Sr. No. | Date of the Board Meeting | Attendance of the Board of Directors in each Meeting |
|----------------|----------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. | May 24, 2016 | <ul style="list-style-type: none"> • Ashutosh Lavakare, • Jaspal Singh Sabharwal, • Rajeev Varman, • Vaibhav Punj |
| 2. | August 23, 2016 | <ul style="list-style-type: none"> • Jaspal Singh Sabharwal, • Rajeev Varman, • Amit Manocha |
| 3. | September 28, 2016 | <ul style="list-style-type: none"> • Ashutosh Lavakare, • Jaspal Singh Sabharwal, • Rajeev Varman, • Amit Manocha |
| 4. | December 06, 2016 | <ul style="list-style-type: none"> • Jaspal Singh Sabharwal, • Rajeev Varman, • Vaibhav Punj |
| 5. | January 10, 2017 | <ul style="list-style-type: none"> • Rajeev Varman, • Vaibhav Punj • Amit Manocha |
| 6. | March 06, 2017 | <ul style="list-style-type: none"> • Jaspal Singh Sabharwal, • Rajeev Varman, • Vaibhav Punj |

The intervening gap between the Meetings was within the period prescribed under the Act.

POLICIES AND PROCEDURES

Risk Management Policy:

The Company has a robust strategy to identify, evaluate business risks and opportunities. This strategy seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage and helps in identifying risks trend, exposure and potential impact analysis at a Company level as also separately for different business segments.





OTHER STATUTORY DISCLOSURES

Extract of Annual Return

Pursuant to the provisions of Section 92(3) of the Act and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014, the extract of Annual Return in form MGT 9 is annexed as "**Annexure - I**"

Particulars of contracts or arrangements with related parties:

The particulars of contracts or arrangements with related parties referred to in Section 188 (1) of the Companies Act, 2013 in **Form AOC-2** pursuant to Section 134 (3) (h) of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is attached as "**Annexure-II**" to this Report.

Particulars of Loan, Guarantee and Investments under Section 186 of the Act:

During the Financial Year 2016-17, the Company has not made any loans or given Guarantee/Security or made any investments under the provisions of Section 186 of the Act.

Deposits:

The Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo:

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under section 134(3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed as "**Annexure III**".

Disclosures as per the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013:

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition and Redressal of Sexual Harassment at Workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under for prevention and Redressal of complaints of sexual harassment at workplace. The objective of this policy is to lay clear guidelines and provide right direction in case of any reported incidence of sexual harassment across the Company's offices, and take appropriate decision in resolving such issues.

During the financial year 2016-17, the Company has not received any complaint on sexual harassment.





Material changes and commitments affecting the financial position of the Company:

During the period under review from April 01, 2016 to March 31, 2017, there were no material changes and commitments affecting the financial position of the Company.

Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future:

As per the information available with the Board of Directors, there were no such orders passed against the Company.

Change in the Nature of Business

There was no change in the nature of business during the year under review.

Internal Financial Control Systems and their adequacy

Internal Financial Controls are an integrated part of the risk management process, addressing financial and financial reporting risks. The internal financial controls have been documented, digitised and embedded in the business processes.

Assurance on the effectiveness of internal financial controls is obtained through management reviews, control self- assessment, continuous monitoring by functional experts as well as testing of the internal financial control systems by the Internal auditors during the course of their audits. We believe that these systems provide reasonable assurance that our internal financial controls are designed effectively and are operating as intended.

AUDITORS

Statutory Auditors:

M/s. S R B C & Co. LLP, Chartered Accountants, (Firm Registration No. 324982E/E300003) who were appointed as the statutory auditors of the Company for the period of 5 years by the Members at the Annual General Meeting held on April 06, 2015 and who hold office till the conclusion of the Sixth AGM.

Pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules framed thereunder, the appointment of M/s S R B C & Co. LLP, as Statutory Auditors of the Company for the above tenure is subject to ratification by the Members in the ensuing AGM.

A certificate has been received from the statutory auditors to the effect that their re-appointment as the statutory auditors of the Company, if made would be within the limits prescribed under Section 141 of the Companies Act, 2013.

AUDITORS' OBSERVATIONS AND DIRECTORS' COMMENTS





Statutory Auditors Report

The auditor's report does not contain any qualifications, reservation or adverse remarks.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134 (5) of the Companies Act, 2013, your Directors, to the best of their knowledge and belief and according to information and explanation obtained by them, confirm that:

1. In the preparation of the annual financial statements for the year ended March 31, 2017, the applicable accounting standards have been followed alongwith proper explanation related to material departures;
2. They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended March 31, 2017 and of the loss of the Company for that period;
3. They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and of preventing and detecting fraud and other irregularities;
4. They have prepared the annual financial statements on a going concern basis;
5. They have devised proper systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

ACKNOWLEDGEMENTS:

The Board of Directors are grateful for the co-operation and support from the Bankers, clients and other business partners. The Board takes this opportunity to express their sincere appreciation for the excellent patronage, total commitment, dedicated efforts of the executives and employees of the Company at all levels.

Your Directors would like to express their gratitude to the Members and are deeply grateful to them for reposing their confidence and faith in the Company.

The Directors wish to place on record their sincere appreciation of the valuable services rendered by the employees to the Company.

APPRECIATION

The Directors wish to convey their appreciation to all of the Company's employees for their enormous personal efforts as well as their collective contribution to the Company's performance. The Directors would also like to thank the shareholders, customers, dealers, suppliers, bankers, Government and all the other business associates for the continuous support given by them to the Company and their confidence in its management.





For and on behalf of the Board of Directors
For Burger King India Private Limited

A handwritten signature in blue ink, appearing to be "Rajeev Varman".

Mr. Rajeev Varman
Whole-Time Director
DIN: 03576356

Address: Flat No. 4202, 42nd Floor, Tower-I Terra, Planet Godrej, 30 K.K Marg, Mahalaxmi, Mumbai - 400011.

A handwritten signature in blue ink, appearing to be "Jaspal Singh Sabharwal".

Mr. Jaspal Singh Sabharwal
Director
DIN: 00899094

Address: APH - 01, Central Park I, DLF Golf Course Road, Sec-42, Gurgaon - 122002, Haryana.

Place: Mumbai
Date: September 21, 2017





ANNEXURES TO THE DIRECTORS' REPORT

ANNEXURE I

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended on March 31, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

| | | | |
|-------|----------------------------------------------------------------------------------------------|---|---------------------------------------------------------------------------------------------------|
| (i) | CIN | : | U55204MH2013FTC249986 |
| (ii) | Registration Date | : | 11/11/2013 |
| (iii) | Name of the Company | : | Burger King India Private Limited |
| (iv) | Category Sub-Category of the Company | : | Private Company Company having Share Capital |
| (v) | Address of the Registered office and contact details | : | Unit 502, Peninsula Tower 1, Peninsular Corporate Park, G.K. Marg, Lower Parel Mumbai - 400013 |
| (vi) | Whether Listed Company | : | No |
| (vii) | Name, Address and Contact details of Registrar and Transfer Agent, If any | : | N.A. |



II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY



All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

| Sr. No. | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the Company |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------|
| 1) | To develop, promote, establish, own, acquire, operate, manage and maintain directly or indirectly, restaurants (including quick service restaurants), eating houses, kiosks, fast food outlets, cafeterias, food courts, tea and coffee houses, soda fountains, taverns, canteens, catering services or other store formats and provide therein all types of amenities, facilities, conveniences, refreshments, in the territory of India and to license to other franchisees as a master franchisee, the right to develop, establish, operate and maintain, restaurants, eating houses, kiosks, fast food outlets, cafeteria, food courts, tea and coffee houses, soda fountains, taverns, canteens, catering services or other store formats in particular locations or regions within the territory of India. | DIVISION 56 - FOOD & BEVERAGE SERVICE ACTIVITIES -GROUP 561- RESTAURANTS & MOBILE FOOD SERVICES -GROUP 562 - EVENT CATERING & OTHER FOOD SERVICE ACTIVITIES -GROUP 563 - BEVERAGE SERVICE ACTIVITIES. | 100% |

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

| Sr. No. | Name and address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of Shares held | Applicable Section |
|---------|---------------------------------|------------|--------------------------------|------------------|---------------------|
| 1 | QSR Asia Pte Ltd | 201326985R | Holding Company | 100% | Section 2 (87) (ii) |





IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year | | | | No. of Shares held at the end of the year | | | | % Change during the year |
|-----------------------------------------------------|-------------------------------------------------|-------------|-------------|-------------------|-------------------------------------------|-------------|-------------|-------------------|--------------------------|
| | De mat | Physical | Total | % of Total Shares | De mat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a. Individual/HUF | - | - | - | - | - | - | - | - | - |
| b. Central Govt. | - | - | - | - | - | - | - | - | - |
| c. State Govt. (s) | - | - | - | - | - | - | - | - | - |
| d. Bodies Corp. | - | - | - | - | - | - | - | - | - |
| e. Banks / FI | - | - | - | - | - | - | - | - | - |
| Sub-total (A) (1):- | | | | | | | | | |
| (2) Foreign | | | | | | | | | |
| a. NRIs - Individuals | - | - | - | - | - | - | - | - | - |
| b. Other - Individuals | - | - | - | - | - | - | - | - | - |
| c. Bodies Corp* | Nil | 118,535,000 | 118,535,000 | 100% | Nil | 265,000,000 | 265,000,000 | 100% | 123.56% |
| d. Banks / FI | - | - | - | - | - | - | - | - | - |
| Sub-total (A) (2):- | | | | | | | | | |
| Total Shareholding of Promoter (A) = (A)(1)+(A) (2) | Nil | 118,535,000 | 118,535,000 | 100% | Nil | 265,000,000 | 265,000,000 | 100% | 123.56% |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a. Mutual Funds | - | - | - | - | - | - | - | - | - |
| b. Banks / FI | - | - | - | - | - | - | - | - | - |
| c. Central Govt. | - | - | - | - | - | - | - | - | - |
| d. State Govt.(s) | - | - | - | - | - | - | - | - | - |
| e. Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| f. Insurance Companies | - | - | - | - | - | - | - | - | - |
| g. FIIs | - | - | - | - | - | - | - | - | - |





| | | | | | | | | | |
|-----------------------------------------------------------------------------------|------------|--------------------|--------------------|-------------|------------|--------------------|--------------------|-------------|----------------|
| h. Foreign Venture Capital Funds | - | - | - | - | - | - | - | - | - |
| i. Others (specify) if Any | - | - | - | - | - | - | - | - | - |
| Sub-total (B) (1):- | | | | | | | | | |
| 2. Non-Institutions | | | | | | | | | |
| a. Bodies Corp | - | - | - | - | - | - | - | - | - |
| i. Indian | - | - | - | - | - | - | - | - | - |
| ii. Overseas | - | - | - | - | - | - | - | - | - |
| b. Individuals | - | - | - | - | - | - | - | - | - |
| i. Individual Shareholders holding nominal share capital upto Rs. 1 lakh | - | - | - | - | - | - | - | - | - |
| ii. Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh | - | - | - | - | - | - | - | - | - |
| c. Others (specify) if Any | - | - | - | - | - | - | - | - | - |
| Sub-total (B) (2):- | - | - | - | - | - | - | - | - | - |
| Total Public Shareholding (B)=(B)(1)+(B)(2) | - | - | - | - | - | - | - | - | - |
| C. Shares held by Custodian for ADRs & GDRs | - | - | - | - | - | - | - | - | - |
| Grand Total (A+B+C) | Nil | 118,535,000 | 118,535,000 | 100% | Nil | 265,000,000 | 265,000,000 | 100% | 123.56% |

*Including 1 share held by F & B Asia Ventures (Singapore) Pte. Ltd. as a Nominee of QSR Asia Pte. Ltd.

(ii) Shareholding of Promoters

| Sr. No. | Shareholder's Name | Shareholding at the beginning of the year | Shareholding at the end of the Year | %change in |
|---------|--------------------|-------------------------------------------|-------------------------------------|------------|
|---------|--------------------|-------------------------------------------|-------------------------------------|------------|





| | | No. of Shares | % of total Shares of the Company | % of Shares Pledged / encumbered to total Shares | No. of Shares | % of total Shares of the company | % of Shares Pledged / encumbered to total shares | share holding during the year |
|---|---------------------|---------------|----------------------------------|--------------------------------------------------|---------------|----------------------------------|--------------------------------------------------|-------------------------------|
| 1 | QSR Asia Pte. Ltd.* | 118,535,000 | 100 % | Nil | 265,000,000 | 100% | Nil | 123.56 % |

*Including 1 share held by F & B Asia Ventures (Singapore) Pte. Ltd. as a Nominee of QSR Asia Pte. Ltd.

(iii) Change in Promoters' Shareholding (please specify, if there is no change):

| Sr. No. | Name of the Promoter | Shareholding at the beginning of the year | | Change in the Shareholding during the year | | Shareholding at the end of the Year | |
|---------|----------------------|-------------------------------------------|----------------------------------|--------------------------------------------|----------|-------------------------------------|----------------------------------|
| | | No. of Shares | % of total Shares of the Company | Increase | Decrease | No. of Shares | % of total Shares of the Company |
| 1 | QSR Asia Pte Ltd* | 118,535,000 | 100 | 14,64,65,000 | ---- | 26,50,00,000 | 100 |

*Including 1 share held by F & B Asia Ventures (Singapore) Pte. Ltd. as a Nominee of QSR Asia Pte. Ltd.

(iv) Shareholding Pattern of top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

| Sr. No. | Particular | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|---------------------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the company | No. of shares | % of total shares of the company |
| 1 | At the beginning of the year | - | - | - | - |
| 2 | Date wise Increase / Decrease In Promoters Shareholding during the year specifying the reasons for increase / | - | - | - | - |





| | | | | | |
|---|----------------------------------------------------------------|---|---|---|---|
| | decrease (e.g. allotment /transfer /bonus/ sweat equity etc.): | | | | |
| 3 | At the end of the year | - | - | - | - |

(V) Shareholding of Directors and Key Managerial Personnel:

| Sr. No. | Particular | Shareholding at the beginning of the year | | Cumulative Shareholding during the year | |
|---------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------|----------------------------------|-----------------------------------------|----------------------------------|
| | | No. of shares | % of total shares of the Company | No. of shares | % of total shares of the company |
| | For Each of the Directors and KMP | | | | |
| | At the beginning of the year | - | - | - | - |
| | Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer /bonus/ sweat equity etc.): | - | - | - | - |
| | At the end of the year | - | - | - | - |

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

| | Secured Loans Excluding Deposits | Unsecured Loans | Deposits | Total Indebtedness |
|------------------------------------------------------------|----------------------------------|-----------------|------------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i. Principal Amount | - | - | - | - |
| ii. Interest due but not paid | - | - | - | - |
| iii. Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | Nil | Nil | Nil | Nil |
| Change in Indebtedness during the financial year | | | | |
| Addition | - | - | - | - |
| Reduction | - | - | - | - |
| Net Change | NA | NA | NA | NA |





| | | | | |
|------------------------------------------------------|------------|------------|------------|------------|
| | | | | |
| Indebtedness at the end of the financial year | | | | |
| i. Principal Amount | - | - | - | - |
| ii. Interest due but not paid | - | - | - | - |
| iii. Interest accrued but not due | - | - | - | - |
| Total (i+ii+iii) | Nil | Nil | Nil | Nil |

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| Sr. No. | Particulars of Remuneration | Name of MD/WTM/Manager |
|---------|-------------------------------------------------------------------------------------|--------------------------------------------|
| | | Rajeev Varman (Whole Time Director) |
| | Gross salary | |
| 1. | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | 23,635,808 |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | Nil |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | NA |
| 2. | Stock Option | Nil |
| 3. | Sweat Equity | Nil |
| 4. | Commission - as % of profit - Others, specify... | NA |
| 5. | Others, please specify | NA |
| 6. | Total (A) | 23,635,808 |
| 7. | Ceiling as per the Act | NA |

B. Remuneration to other Directors:

| Sr. | Particulars of Remuneration | Name of Directors | Total Amount |
|-----|-----------------------------|-------------------|--------------|
|-----|-----------------------------|-------------------|--------------|





| No. | | [Rs.] | | | [Rs.] |
|-----|-----------------------------------------------|-------|----|----|-------|
| | 1. Independent Directors: | | | | |
| | • Fee for attending board /committee meetings | NA | NA | NA | NA |
| | • Commission | NA | NA | NA | |
| | • Others, please specify | NA | NA | NA | |
| | Total (1) | | | | |
| | 2. Other Non-Executive Directors: | | | | |
| | • Fee for attending board /committee meetings | NA | | | -- |
| | • Commission | | | | |
| | • Others, please specify | | | | |
| | Total (2) | | -- | | -- |
| | Total (B)=(1+2) | | -- | | -- |
| | Total Managerial Remuneration | | -- | | -- |
| | Overall Ceiling as per the Act | | -- | | -- |

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

| Sr. No. | Particulars of Remuneration | Name of Key Managerial Personnel | | | Total Amount |
|---------|-------------------------------------------------------------------------------------|----------------------------------|-------------------|-----------|--------------|
| | | CEO | Company Secretary | CFO | |
| | Gross salary | | | | |
| | (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 | NA | 40,00,000 | NA | |
| | (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 | NA | NA | NA | -- |
| | (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961 | NA | NA | NA | -- |
| | Stock Option | NA | NA | NA | -- |
| | Sweat Equity | NA | NA | NA | -- |
| | Commission - as % of profit - Others, specify... | NA | NA | NA | -- |
| | Others, please specify | NA | NA | NA | -- |
| | Total | NA | 40,00,000 | NA | |





VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

| Type | Section Companies Act | Brief Description | Details of Penalty/ Punishment/ Compounding imposed | Authority [RD/NCLT/ Court] | Appeal Made, if any |
|-------------------------------------|-----------------------|-------------------|-----------------------------------------------------|----------------------------|---------------------|
| A. Company | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |
| B. Directors | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |
| C. Other Officers In Default | | | | | |
| Penalty | - | - | - | - | - |
| Punishment | - | - | - | - | - |
| Compounding | - | - | - | - | - |

For and on behalf of the Board of Directors
For Burger King India Private Limited

Mr. Rajeev Varman
Whole-Time Director
DIN: 03576356

Address: Flat No. 4202, 42nd Floor, Tower-I Terra, Planet Godrej, 30 K.K Marg, Mahalaxmi, Mumbai - 400011.

Mr. Jaspal Singh Sabharwal
Director
DIN: 00899094

Address: APH - 01, Central Park I, DLF Golf Course Road, Sec-42, Gurgaon - 122002, Haryana.

Place: Mumbai

Date: September 21, 2017





Form No. AOC – 2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

| Sr. No | Name of the related party and nature of relationship | Nature of contracts/ arrangements/ Transactions | Salient terms of the contracts or arrangements or transactions including the value, if any | Justification for entering into such contracts or arrangements or transactions | Date of approval by the Board | Amount paid as advances, if any | Date on which special resolution was passed in general meetings as required under first proviso to section 188 |
|--------|------------------------------------------------------|-------------------------------------------------|--------------------------------------------------------------------------------------------|--------------------------------------------------------------------------------|-------------------------------|---------------------------------|----------------------------------------------------------------------------------------------------------------|
| Nil | | | | | | | |





2. Details of material contracts or arrangement or transactions at arm's length basis:

| Sr. No | Name of the related party and nature of relationship | Nature of contracts/ arrangements/ Transactions | Duration of contract/ arrangement/ Transaction | Salient terms of the contracts or arrangements or transactions including the value, if any | Date of approval by the Board | Amount paid as advances, if any |
|--------|------------------------------------------------------|-------------------------------------------------|------------------------------------------------|--------------------------------------------------------------------------------------------|-------------------------------|---------------------------------|
| 1. | Harry's India Private Limited | Rent Received | perpetual | 27,29,000 | Not Required | NA |
| 2. | Pan India Food Solution private Limited | Rent paid | 9 years | 61,39,350 | -- | 28 th July, 2015 |
| 3. | Pan India Food solution private Limited | Accounting Services | Perpetual | 8,55,653 | Not Required | NA |

For and on behalf of the Board of Directors
For Burger King India Private Limited


Mr. Rajeev Varman
Whole-Time Director
DIN: 03576356

Address: Flat No. 4202, 42nd Floor, Tower-I Terra, Planet Godrej, 30 K.K Marg, Mahalaxmi, Mumbai - 400011.


Mr. Jaspat Singh Sabharwal
Director
DIN: 00899094

Address: APH - 01, Central Park I, DLF Golf Course Road, Sec-42, Gurgaon - 122002, Haryana.

Place: Mumbai

Date: September 21, 2017





ANNEXURE III

Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo
Information under section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts)
Rules, 2013 and forming part of the Boards Report for the year ended March 31, 2017

| | | |
|-----------------------------------------------|---------------------------------------------------------------------------|------------------------|
| a. Conservation of Energy | | |
| 1. | Steps taken for conservation | NIL |
| 2. | Steps taken for utilizing alternate sources of energy | |
| 3. | Capital investment on energy conservation equipments | |
| b. Technology absorption | | |
| 1. | Efforts made for technology absorption | NIL |
| 2. | Benefits derived | |
| 3. | Expenditure on Research & Development, if any | |
| 4. | Details of Technology imported, if any | |
| 5. | Year of Import | |
| 6. | Whether imported technology fully absorbed | |
| 7. | Areas where absorption of imported technology has not taken place, if any | |
| c. Foreign Exchange Earnings and Outgo | | |
| 1. | Foreign Exchange Earnings by the Company | - |
| 2. | Foreign Exchange Expenditure by the Company | Rs. 8,03,54,928 |

For and on behalf of the Board of Directors
For Burger King India Private Limited

Mr. Rajeev Varman
Whole-Time Director
DIN: 03576356

Address: Flat No. 4202, 42nd Floor, Tower-I Terra, Planet Godrej, 30 K.K Marg, Mahalaxmi, Mumbai - 400011.

Mr. Jaspal Singh Sabharwal
Director
DIN: 00899094

Address: APH - 01, Central Park I, DLF Golf Course Road, Sec-42, Gurgaon - 122002, Haryana.

Place: Mumbai
Date: September 21, 2017

