

Friesner Jacqueline  
 Form 4  
 January 05, 2018

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549**

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Friesner Jacqueline

2. Issuer Name and Ticker or Trading Symbol  
 Restaurant Brands International Inc.  
 [QSR]

5. Relationship of Reporting Person(s) to Issuer  
 (Check all applicable)

(Last) (First) (Middle)  
 226 WYECROFT ROAD  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 01/03/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 See Remarks

OAKVILLE, A6 L6K 3X7  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Shares                   |                                      |  |                                | (A)<br>or<br>(D)  | 6,405   | D  |                                   |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474 (9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

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| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) |     | 7. Title and Amount of Underlying Security (Instr. 3 and 4) | Amount of Underlying Security |               |                               |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-------------------------------|---------------|-------------------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable  | Expiration Date               | Title         | Amount of Underlying Security |
| Exchangeable units <u>(1)</u>              | <u>(1)</u>   |                                      |  |                                |   |  |     | <u>(1)</u>  | <u>(1)</u>                    | Common Shares | 9                             |
| Option (right to buy)                      | \$ 3.54  |                                      |  |                                |   |  |     | <u>(2)</u>  | 02/02/2021                    | Common Shares | 8                             |
| Option (right to buy)                      | \$ 3.54  |                                      |  |                                |   |  |     | <u>(2)</u>  | 02/20/2022                    | Common Shares | 6                             |
| Option (right to buy)                      | \$ 3.97  |                                      |  |                                |   |  |     | <u>(2)</u>  | 02/28/2022                    | Common Shares | 5                             |
| Option (right to buy)                      | \$ 18.25   |                                      |  |                                |   |  |     | <u>(2)</u>  | 02/28/2023                    | Common Shares | 4                             |
| Option (right to buy)                      | \$ 18.25   |                                      |  |                                |   |  |     | 03/01/2018  | 02/28/2023                    | Common Shares | 2                             |
| Option (right to buy)                      | \$ 27.28   |                                      |  |                                |   |  |     | 12/31/2018  | 03/06/2024                    | Common Shares | 6                             |
| Option (right to buy)                      | \$ 27.28   |                                      |  |                                |   |  |     | 03/07/2019  | 03/06/2024                    | Common Shares | 2                             |
| Option (right to buy)                      | \$ 42.26   |                                      |  |                                |   |  |     | 12/31/2019  | 03/05/2025                    | Common Shares | 6                             |
| Option (right to buy)                      | \$ 42.26   |                                      |  |                                |   |  |     | 03/06/2020  | 03/05/2025                    | Common Shares | 4                             |
| Restricted Share Units                     | <u>(3)</u>   |                                      |  |                                |   |  |     | <u>(4)</u>  | <u>(4)</u>                    | Common Shares | 8                             |
| Dividend Equivalent Rights                 | <u>(5)</u>   | 01/03/2018                           |  | A                              |   | 29.7237  |     | <u>(6)</u>  | <u>(6)</u>                    | Common Shares | 29                            |
| Option (right to buy)                      | \$ 33.67   |                                      |  |                                |   |  |     | 02/26/2021  | 02/25/2026                    | Common Shares | 5                             |
| Restricted Share Units                     | <u>(3)</u>   |                                      |  |                                |   |  |     | <u>(7)</u>  | <u>(7)</u>                    | Common Shares | 4                             |
| Dividend Equivalent Rights                 | <u>(5)</u>   | 01/03/2018                           |  | A                              |   | 16.2957  |     | <u>(8)</u>  | <u>(8)</u>                    | Common Shares | 16                            |
| Option (right to buy)                      | \$ 55.55   |                                      |  |                                |   |  |     | 02/24/2022  | 02/23/2027                    | Common Shares | 2                             |

