



Jill Granat
General Counsel and Corporate Secretary
Restaurant Brands International Inc.
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Canada

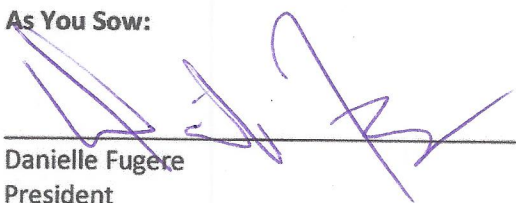
Dear Ms. Granat:

As You Sow appreciates the ongoing dialogue with Restaurant Brands International (the "Company") regarding antibiotics in the meat supply chain. Following As You Sow's submission of the enclosed shareholder proposal for inclusion in the 2016 proxy statement, and subsequent discussions with the company, As You Sow and Restaurant Brands International have agreed to the following actions.

1. **Withdrawal.** As You Sow has agreed to withdraw the shareholder proposal filed on behalf of Lutra Living Trust, and that such proposal shall not appear in the Company's definitive proxy statement for its 2016 annual meeting.
2. **Company Actions.** The Company agrees to make disclosures on its website in 2016 about the company's policies regarding antibiotic use in its meat supply chains (for poultry, pork, and beef). This disclosure will include timelines for reaching the Company's goals regarding the use of antibiotics in chicken in Canada and the US. Further, Restaurant Brands International agrees to include As You Sow in its working group discussions regarding antibiotic use in the meat supply chain, and to continue dialogue with As You Sow on this issue.

This agreement will become effective on the date the last party below executes this agreement.


As You Sow:



Danielle Fugere
President
As You Sow

3/10/16
Date

Restaurant Brands International:



Jill Granat
General Counsel and Corporate Secretary
Restaurant Brands International

March 9, 2016
Date

Enclosure: Shareholder Proposal



AS YOU SOW

Whereas: The World Health Organization and the U.S. Centers for Disease Control and Prevention have reported that antibiotic resistance is a global public health crisis that threatens to overturn many of the medical advances made over the last century.

The Canadian Auditor General 2015 spring report claims that Health Canada and the Public Health Agency of Canada have “not fulfilled key responsibilities to mitigate the public health risks posed by the emergence and spread of antimicrobial resistance in Canada.” In 2011, the Public Health Agency of Canada identified antimicrobial resistance as “one of the highest public health risks facing Canadians.”

Antibiotic-resistant infections cause over 2 million illnesses and 23,000 deaths each year in the U.S., with a cost to society of \$55 to \$70 billion. *Estimates indicate these infections will kill 10 million people a year worldwide by 2050.* (Review on Antimicrobial Resistance).

A major factor of antibiotic resistance is the overuse and misuse of these lifesaving drugs in meat production. In 2011, livestock consumed 80% of all antibiotics sold in the United States. (U.S. Food and Drug Administration). Antibiotics are often fed to livestock to increase the rate at which animals gain weight, or to prevent illness caused by unhealthy conditions on farms, rather than to treat illness.

A 2009 report from the U.S. Department of Agriculture concluded that antibiotic use in agriculture could be reduced without significant costs to producers, and that practices such as increased sanitation and vaccination could be substituted for antibiotics. (“The Transformation of U.S. Livestock Agriculture Scale, Efficiency, and Risks”).

Restaurant Brands International’s subsidiary companies Burger King and Tim Hortons do not disclose antibiotic use policies on their websites.

Many of Restaurant Brands International’s competitors have taken action on antibiotics. McDonald’s has committed to phase out antibiotics that are important for human medicine used for any purpose in their U.S. poultry supply chains by 2016. Tyson Foods will phase out all antibiotics used in human medicine by 2017. Perdue Farms has committed to antibiotic-free chicken hatcheries. Panera Bread and Chipotle Mexican Grill prohibit routine antibiotic use in their livestock supply chains.

Resolved: Shareholders request that the company adopt an enterprise-wide policy to phase out the non-therapeutic use of antibiotics in the meat supply chain (including for poultry, beef, and pork).

“Non-therapeutic use” of antibiotics is defined as:

- (i) administration of antibiotics to an animal through feed and water (or, in poultry hatcheries, through any means) for purposes (such as growth promotion, feed efficiency, weight gain, or disease prevention) other than therapeutic use or non-routine disease control; and includes
- (ii) any repeated or regular pattern of use of antimicrobials for purposes other than therapeutic use or non-routine disease control.



AS YOU SOW

Shareholders request that the Board report to shareowners within six months of the annual meeting, at reasonable cost and omitting proprietary information, on the timetable and measures for implementing this policy.