

Restaurant Brands International Inc.
Form 8-K
December 03, 2015

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 3, 2015

RESTAURANT BRANDS INTERNATIONAL INC.

RESTAURANT BRANDS INTERNATIONAL LIMITED PARTNERSHIP

(Exact name of registrant as specified in its charter)

| | | |
|--|---|---|
| Canada | 001-36786 | 98-1202754 |
| Ontario (State or other jurisdiction of | 001-36787 (Commission File Number) | 98-1206431 (IRS Employer Identification No.) |
| incorporation) | | |

Restaurant Brands International Inc.

226 Wycroft Road

Oakville, Ontario L6K 3X7

(Address of principal executive offices, including Zip Code)

(905) 845-6511

(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 7.01 Regulation FD Disclosure

On December 3, 2015, Restaurant Brands International Inc. (the Company) and Restaurant Brands International Limited Partnership (the Partnership) issued a press release regarding the receipt of initial exchange notices related to exchangeable units (Partnership exchangeable units) of the Partnership and the intent to use \$300 million in cash to repurchase Partnership exchangeable units. A copy of the press release is attached as Exhibit 99 to this Current Report on Form 8-K.

The information in this Item 7.01 as well as the press release attached as Exhibit 99 is being furnished and shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liability of such section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Exchange Act of 1934.

Item 9.01 Financial Statements and Exhibits

Exhibit 99. Press release issued by the Company and the Partnership on December 3, 2015

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**RESTAURANT BRANDS INTERNATIONAL
INC.**

**RESTAURANT BRANDS INTERNATIONAL
LIMITED PARTNERSHIP by its general partner
RESTAURANT BRANDS INTERNATIONAL
INC.**

Date: December 3, 2015

/s/ Joshua Kobza
Name: Joshua Kobza
Title: Chief Financial Officer