

Goncalves Heitor
Form 4
January 08, 2019

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Goncalves Heitor

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)
130 KING STREET WEST, SUITE
300

3. Date of Earliest Transaction
(Month/Day/Year)
01/04/2019

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

(Street)
TORONTO, A6 M5X 1E1

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

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)			
				Code V Amount (D) Price			
Common Shares					407,711	D	

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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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 An Underlying Sec (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	A N S
Exchangeable units <u>(1)</u>	<u>(1)</u>							<u>(1)</u>	<u>(1)</u>	Common Shares	
Option (right to buy)	\$ 18.25							<u>(2)</u>	02/28/2023	Common Shares	
Option (right to buy)	\$ 18.25							<u>(2)</u>	02/28/2023	Common Shares	
Option (right to buy)	\$ 27.28							12/31/2018	03/06/2024	Common Shares	
Option (right to buy)	\$ 27.28							03/07/2019	03/06/2024	Common Shares	
Option (right to buy)	\$ 42.26							12/31/2019	03/05/2025	Common Shares	
Option (right to buy)	\$ 42.26							03/06/2020	03/05/2025	Common Shares	
Restricted Share Units	<u>(3)</u>							<u>(4)</u>	<u>(4)</u>	Common Shares	
Dividend Equivalent Rights	<u>(5)</u>	01/04/2019		A		269.5342		<u>(6)</u>	<u>(6)</u>	Common Shares	2
Option (right to buy)	\$ 33.67							02/26/2021	02/26/2026	Common Shares	
Restricted Share Units	<u>(3)</u>							<u>(7)</u>	<u>(7)</u>	Common Shares	
Dividend Equivalent Rights	<u>(5)</u>	01/04/2019		A		126.9522		<u>(8)</u>	<u>(8)</u>	Common Shares	
Restricted Share Units	<u>(3)</u>							<u>(9)</u>	<u>(9)</u>	Common Shares	
Dividend Equivalent Rights	<u>(5)</u>	01/04/2019		A		90.6703		<u>(10)</u>	<u>(10)</u>	Common Shares	

Signatures

Explanation of Responses:

- Remarks:**

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.