

EXCHANGE NOTICE

To: *Restaurant Brands International Limited Partnership (the "Partnership")*

This Exchange Notice is given pursuant to Section 2.1 of Schedule A of the Limited Partnership Agreement dated as of December 11, 2014 governing the Partnership, and all capitalized words and expressions used in this notice that are defined in the Limited Partnership Agreement have the meanings ascribed to such words and expressions in such Limited Partnership Agreement.

The undersigned hereby notifies the Partnership that the undersigned desires to have the Partnership exchange in accordance with the terms of the Limited Partnership Agreement:

- all Exchangeable Unit(s) held by the undersigned; or
- _____ Exchangeable Unit(s) held by the undersigned.

The undersigned hereby notifies the Partnership that the Exchange Date shall be _____

NOTE: The Exchange Date must be a Business Day and must not be less than 15 Business Days nor more than 30 Business Days after the date upon which this Exchange Notice is received by the Partnership or its Registrar and Transfer Agent. If no such Business Day is specified above, the Exchange Date shall be deemed to be the 15th Business Day after the date on which this Exchange Notice is received by the Partnership or its Registrar and Transfer Agent.

This Exchange Notice may be revoked and withdrawn by the undersigned only by notice in writing given to the Partnership at any time before the close of business on the 5th Business Day preceding the Exchange Date.

The undersigned hereby represents and warrants to the Partnership that the undersigned has good title to, and owns, the Exchangeable Units subject to this Exchange Notice to be acquired by the Partnership free and clear of all liens, claims and encumbrances.

(Date)

(Signature of Unitholder)

(Print Name of Unitholder)

- Please check box if any cheque(s) resulting from the exchange of the Exchangeable Units are to be held for pick-up by the unitholder from the Registrar and Transfer Agent, failing which any cheque(s) will be mailed to the last address of the holder as it appears on the register.

NOTE: This Exchange Notice, together with such additional documents as the Registrar and Transfer Agent may require, must be deposited with the Registrar and Transfer Agent. Any Exchanged Shares will be issued and registered by the Registrar and Transfer Agent in the name of the unitholder. Any cheque(s) resulting from the exchange of the Exchangeable Units will be made payable in the name of the unitholder as it appears on the register of the Partnership and will be delivered to such unitholder at the last address of the holder as it appears on the register unless being held for pickup.