



BK BRASIL OPERAÇÃO E ASSESSORIA A RESTAURANTES S.A.

Publicly-held Company with Authorized Capital

CNPJ/ME No. 13.574.594/0001-96

NIRE: 35.300.393.180

CVM Code No. 2431-7

Alameda Tocantins, nº 350, 10º andar,
Alphaville Industrial, CEP 06455-020, Barueri, SP

ISIN Code: "BRBKBACNOR4"

Ticker: "BKBR3"

MATERIAL FACT

BK BRASIL OPERAÇÃO E ASSESSORIA A RESTAURANTES S.A. ("**Company**"), pursuant to the Brazilian Securities Commission (*Comissão de Valores Mobiliários*) ("**CVM**") Rule No. 358, dated January 3, 2002, as amended, CVM Rule No. 476, dated January 16, 2009, as amended ("**CVM Rule 476**") and Article 157, §4th of Law No. 6,404, dated December 15, 1976, as amended ("**Brazilian Coporations Law**"), in addition to the material fact disclosed on March 12, 2019, ("**Offering Material Fact**"), hereby informs its shareholders and the market in general, within the context of the restricted offering ("**Offering**") of the Company's common shares owned by Vinci Capital Partners II B Fundo de Investimento em Participações - Multiestratégia ("**VCP II B FIP**"), Sommerville Investments B.V. ("**Sommerville Investments**"), Montjuic Fundo de Investimento em Participações Multiestratégia ("**Montjuic**") and some individual shareholders ("**Individual Selling Shareholders**" and, together with VCP II B FIP, Sommerville Investments and Montjuic, the "**Selling Shareholders**" , and "**Shares**", respectively), to (i) a limited number of institutional investors, as defined in CVM Rule No. 539, of November 13, 2013, in Brazil, (ii) certain persons reasonably believed to be qualified institutional buyers, as defined in Rule 144A under the U.S. Securities Act of 1933, as amended (the "**Securities Act**") in the United States, and (iii) institutional and other investors elsewhere outside the United States and Brazil that are not U.S. persons, as defined in Regulation S under the Securities Act, in accordance with CVM Rule 476, that the bookbuilding process was concluded and a price per

share of R\$ 21.41 was determined, resulting in total proceeds of R\$714,529,225.61 exclusively to the Selling Shareholders.

The Offering has not been and will not be registered under the Securities Act, or any other U.S. federal and state securities laws, and the Shares may not be offered, sold, pledged or otherwise transferred in the United States or to U.S. investors, unless they are registered, or exempt from, or not subject to, registration under the Securities Act.

This material fact notice is disclosed for informative purpose only and shall not, in any circumstances, be construed as an investment recommendation. This material fact notice does not constitute an offer to sell or the solicitation of an offer to buy the Company's securities, including the Shares, and shall not constitute an offer, solicitation or sale in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of that jurisdiction.

If you would like to receive a free translation of the full Portuguese-language *fato relevante* and are able to certify that you are a "qualified institutional buyer" (as defined in the Securities Act) to the reasonable satisfaction of the Company, please contact the Company's Investors Relations Department at <http://www.burgerking.com.br/ri>.

São Paulo, March 22, 2019.

BK BRASIL OPERAÇÃO E ASSESSORIA A RESTAURANTES S.A

Clayton de Souza Malheiros

CFO and Investor Relations Officer