



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

**MANUAL FOR SHAREHOLDER PARTICIPATION
ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING**

DATE: APRIL 29, 2021

TIME: 10:00 AM

CONTENTS

MESSAGE FROM MANAGEMENT.....	3
GUIDELINES FOR SHAREHOLDER PARTICIPATION AND DEADLINES	4
DOCUMENTS AND LINKS LISTED	12
APPENDIX 1: TEMPLATE PROXY - INDIVIDUAL.....	13
APPENDIX 2: TEMPLATE PROXY – LEGAL ENTITY	14

MESSAGE FROM MANAGEMENT

Dear shareholders,

We invite the shareholders of BK Brasil Operação e Assessoria a Restaurantes S.A. ("**Company**") to attend the Company's Annual General Meeting and Extraordinary General Meeting ("**AGM**" and "**EGM**"), which will be held on April 29, 2021, at 10:00 am, exclusively in a virtual manner, pursuant to article 4, paragraph 2, item I and article 21-C, paragraphs 2 and 3 of the Brazilian Securities and Exchange Commission ("**CVM**") Instruction No. 481, of December 17, 2009, as amended ("**CVM Instruction 481**"), to resolve on the following matters on the agenda:

At the Annual General Meeting:

1. examination, discussion and decision on the Management's accounts and the Company's financial statements, accompanied by the Management Report, the Independent Auditors' report and the summary of the report and Audit Committee's opinion, for the year ended December 31, 2020;
2. approval of the allocation of profit for the year ended December 31, 2020;
3. definition of the number of members for the composition of the Company's Board of Directors;
4. election of the members of the Company's Board of Directors;
5. definition of whether the candidates for the position of member of the Board of Directors are independent; and
6. approval of the overall compensation of the Company's management for the fiscal year 2021.

At the Extraordinary General Meeting:

1. rectification of the overall compensation of the Company's management for the fiscal year 2020; and
2. amendment to the Company's Bylaws to (i) include the possibility for the Company to enter into indemnity contracts, under terms and conditions previously approved by the Board of Directors; and (ii) update the Company's share capital considering the capital increase carried out within the authorized capital limit, as well as consolidating the Bylaws.

GUIDELINES FOR SHAREHOLDER PARTICIPATION AND DEADLINES

In order to guide Shareholders in participating in the Meeting, we have made available to you this Manual for the General Meeting of Shareholders.

All documents and information related to the aforementioned matters are made available to the Shareholders at the Company's head office located in the City of Barueri, State of São Paulo, at Alameda Tocantins, No. 350, 10o. andar, Alphaville Industrial, CEP 06455- 020, on the websites of the Company (www.burgerking.com.br/ri), CVM (www.gov.br/cvm) and B3 S.A. – Brazil, Bolsa, Balcão (“**B3**”) (www.b3.com.br), pursuant to Brazilian Corporation Law and CVM Instruction 481. The information referred to in articles 10, 11 and 12 of CVM Instruction 481 was duly submitted to the CVM through the Empresas.Net system.

1. Convening of AGM and EGM

The convening of the Annual General Meeting and Extraordinary General Meeting for the resolution of item 1 above will take place, on first call, with the presence of shareholders representing, at least, 1/4 (one quarter) of the total Company capital stock with voting rights and, on second call, upon publication of a new notice, it will be convened with any number of shareholders present.

The convening of the Extraordinary General Meeting to decide on the amendment to the Company's Bylaws and to consolidate it, pursuant to item 2 of the agenda of the Extraordinary General Meeting, will take place, on first call, with the presence of shareholders representing at least 2/3 (two thirds) of the total capital stock with voting rights and, on second call, upon publication of a new notice, it will be established with any number of shareholders present.

2. Shareholder Participation

Considering the recent updates of COVID-19 (coronavirus) cases in Brazil, mainly due to the currently existing restrictions on the circulation and gathering of people, the AGM and EGM will be held exclusively in a virtual manner, and for this reason the shareholder's participation may be:

(a) via remote voting ballot (“**Ballot**”). The detailed instructions about the documentation required for remote voting are provided in item 12.2 of the Company's Reference Form and the Ballot, which can be accessed on the websites of the Company (www.burgerking.com.br) and CVM (www.gov.br/cvm); and

(b) via the Digital Teams Platform (“**Digital platform**”), pursuant to article 21-C, paragraph 2 and 3 of CVM Instruction 481, in which case the shareholder or his/her duly appointed proxy may: (i) simply participate in the AGM and EGM, whether or not the Ballot is sent; or (ii) participate and vote in the AGM and EGM, observing that, with regard to the shareholder who has already sent the Ballot and who, if they wish, votes at the AGM and EGM, all voting instructions received through the Ballot will be disregarded.

Shareholders of Company issued shares may participate in the AGM and EGM convened hereby, in person or through his/her legal representatives or attorneys.

2.1. Participation via Ballot

The Shareholder who decides to exercise his/her vote remotely must do so by using one of the options described below:

2.2.1. By means of voting instructions transmitted by the Shareholders to the registrar of the Company's shares

This option is intended exclusively for shareholders of shares deposited at Itaú Corretora de Valores S.A. ("Itaú"), in the capacity of registrar of the Company's shares.

Eligible shareholders who wish to use this option must register and have a digital certificate. Information on registration and step by step to issue the digital certificate are described on the following [address:
https://assembleiadigital.certificadodigital.com/itausecuritiesservices/artigo/home/assembleia-digital](https://assembleiadigital.certificadodigital.com/itausecuritiesservices/artigo/home/assembleia-digital).

2.2.2. By means of voting instructions transmitted by the Shareholders to their respective custody agents

This option is intended exclusively for shareholders holding shares deposited with institutions and/or stockbrokers ("**Custody Agents**") at B3. In this case, the remote vote will be exercised by the shareholders in accordance with the procedures adopted by the Custody Agents who maintain their positions in custody.

The Shareholder holding shares deposited at B3 who chooses to exercise his/her vote remotely must do so by transmitting his/her voting instructions to the Custody Agent with whom he/she keeps his/her shares in custody, observing the rules determined by the latter, which will then forward such voting manifestations to B3's Central Securities Depository.

As the provision of the service of collecting and transmitting instructions for filling out the remote voting ballot is optional for Custody Agents, we recommend that the Shareholder verify whether his/her custodian is qualified to provide such service and what are the procedures established by them for the issuance of voting instructions, as well as the documents and information required by them.

Pursuant to article 21-B of CVM Instruction 481, the Shareholder must transmit the instructions for filling out the remote voting ballot to its Custody Agents up to 7 days before the AGM and EGM date, that is, until April 22, 2021 inclusive, unless a different term, always prior to that date, is established by his/her Custody Agents.

The Company informs that if the respective Custody Agent does not provide the remote voting service, the Shareholder will have the option of sending his/her remote voting ballot and applicable documents directly to the registrar of the Company's shares or to the Company itself, according to items 2.2.1 above and 2.2.3 below. The Company is not responsible for the communication between the Shareholders and their respective Custody Agents.

2.2.3. By sending the physical form of the remote voting ballot, filled and signed, directly to the Company

If the shareholders want to send their voting instructions directly to the Company, they must access the Company's Investor Relations website (www.burgerking.com.br/ri) or CVM's website (<http://www.gov.br/cvm>), print the remote voting ballot, fill it out, initial all pages and sign it.

Then, they should forward it to the email ri@burgerking.com.br or, if they prefer, forward to the address of the Company's main office informed above, for the attention of the Investor Relations Office or the Legal Department: **(a)** the original physical form of the remote voting ballots for the Annual General Meeting and the Extraordinary General Meeting, duly completed, initialed and signed; and **(b)** copy of the following documents:

- (i) individual: identity document with photo of the shareholder or, when represented by a proxy, identity document of his/her legal representative and a copy of the document evidencing the signatory's authority;
- (ii) corporate entity: last consolidated bylaws or articles of organization and corporate documentation granting powers of representation (minutes of election of the officers and/ or power of attorney), as well as photo ID of the legal representative(s); and
- (iii) investment fund: last consolidated regulation of the fund, bylaws or articles of organization of its administrator or manager, as the case may be, in addition to corporate documentation granting powers of representation (minutes of election of officers and/ or power of attorney), as well as photo ID of legal representative(s).

The Company clarifies that, exceptionally for this AGM and EGM, it will dispense with the need to send the physical copies of the shareholders' representation documents to the Company's headquarters, as well as the grantor's signature certification on the proxy to represent the shareholder, the notarization, the registration with the relevant consulate, the annotation and the sworn translation of all documents representing the shareholder, being enough to send a simple copy of the originals of such documents to the Company's e-mail address indicated above.

If the remote voting ballot is forwarded directly to the Company, and is not fully completed or is not accompanied by the supporting documents described above, it will be disregarded and the shareholder will be informed through the e-mail address indicated on the remote voting ballot. Any remote voting ballots received by the Company after April 22, 2021 will be disregarded.

2.2. Participation via Digital Platform

The shareholder who wishes to participate in the AGM and EGM via Digital Platform must send such request to the Company via the e-mail ri@burgerking.com.br, with a request for confirmation of receipt, at least 2 days in advance of the AGM and EGM (that is, **until April 27, 2021**), which must also be duly accompanied by a copy of the following documents:

- (i) individual: identity document with photo of the shareholder or, when represented by a proxy, identity document of his/her legal representative and a copy of the document evidencing the signatory's authority;
- (ii) corporate entity: last consolidated bylaws or articles of organization and corporate documentation granting powers of representation (minutes of election of the officers and/ or power of attorney), as well as photo ID of the legal representative(s); and

- (iii) investment fund: last consolidated regulation of the fund, bylaws or articles of organization of its administrator or manager, as the case may be, in addition to corporate documentation granting powers of representation (minutes of election of officers and/ or power of attorney), as well as photo ID of legal representative (s).

If any of the shareholders is represented by a proxy, the following must also be presented **(a)** identification document with photo of the proxy; **(b)** power of attorney granted under the terms of article 126, paragraph 1, of the Brazilian Corporation Law, observing that the proxy must have been appointed less than 1 (one) year ago; and **(c)** documents proving the regularity of the shareholder representation by the signatories of the powers of attorney, observing that, according to the understanding of the CVM Board at a meeting held on November 4, 2014 (CVM RJ Proceeding 2014/3578), there is no need for the legal entity's proxy to be a shareholder, company administrator or lawyer. Exceptionally for the purposes of this AGM and EGM, the Company will admit powers of attorney granted by shareholders by electronic means.

The Company points out that access to the Digital Platform will not be allowed to shareholders who do not submit the necessary participation documents within the deadline provided herein, pursuant to article 5, paragraph 3 of CVM Instruction 481.

The Company will send individual invitations for accessing the Digital Platform and the respective instructions for accessing the Digital Platform to shareholders who have submitted their request within the deadline and under the conditions above. The shareholder who participates through the Digital Platform will be considered present at the AGM and EGM, being able to exercise his/her respective voting rights, and sign the respective minutes of the AGM and EGM, pursuant to article 21-V, paragraph 1 of CVM Instruction 481.

The shareholder who has duly requested to participate, but does not receive the e-mail with the instructions for access and participation in the AGM and EGM from the Company at least 24 hours before its realization (that is, until 10 a.m. on April 28, 2021), should contact the Company at +55 (11) 9788-9103 - in any scenario, before 8:00 a.m. on April 29, 2021, in order for their respective instructions for access to be sent again (or provided by phone).

The Company will provide technical assistance in the event that the shareholders have any problems to participate in the AGM and EGM. However, the Company is not responsible for any operational or connection problems that the shareholder may face, as well as for any other issues outside the Company that may hinder or make it impossible for the shareholder to participate and vote in the AGM and EGM.

The Company also recommends that shareholders become familiar with the use of the Digital Platform in advance, as well as ensure the compatibility of their respective electronic devices with the use of the Digital Platform (by video and audio). In addition, the Company requests such shareholders, on the day of the AGM and EGM, to access the Digital Platform at least 30 (thirty) minutes in advance of the scheduled time for the AGM and EGM to start, in order to allow the validation of the access and participation of all shareholders who use it.

The Company's decision to hold the AGM and EGM exclusively by virtual mean, pursuant to article 4, paragraph 2, item I and article 21-C, paragraphs 2 and 3 of CVM Instruction 481, was taken in a very specific and exceptional context, since Brazil is experiencing a crisis caused by the COVID-19 pandemic, where the transit of people was limited by the competent authorities

3. Foreign Shareholder Participation in the Meetings

Foreign shareholders must provide the same documentation as Brazilian shareholders. The Company dispenses with signature certification and registration with the relevant consulate of the proxy, as well as the presentation of sworn translation of documents originally drawn up in English or Spanish. The following foreign shareholder identity documents will be accepted, provided they have a photo: Brazilian ID for Foreign Nationals (RNE) or Passport.

4. Barriers to Voting

As provided for in Brazilian Corporation Law, the shareholder cannot vote at the AGM or EGM on resolutions regarding the approval of his/her accounts in the capacity of manager, or any other capacities that may benefit him/her in any particular way, or in which there are interests that conflict with those of the Company. If there is any allegation by any of the shareholders present of supposed conflict of interest of the shareholder that impedes him/her from voting at the meeting, or about the occurrence of another legal hypothesis impeding voting, and if shareholder has not declared his/her impediment, the presiding chairman or secretary of the meeting shall suspend the deliberation in order to hear and receive such allegation, together with any contrary allegation by the shareholder concerned, before voting on the matter. The presiding chairman of the meeting may, in the event of a possible impediment to voting, ask shareholder to provide clarification about the situation before voting on the matter.

In line with CVM's understanding, in situations where the impediment to voting is unquestionable and shareholder does not abstain from voting, the presiding chairman has the power to declare such impediment, but is not allowed to impede voting in other situations, which would configure noncompliance with the legal provisions on possible annulment of the vote cast.

BK BRASIL OPERAÇÃO E ASSESSORIA A RESTAURANTES S.A.

Publicly-Held Company with Authorized Capital
Corporate Taxpayer's ID (CNPJ/MF) No. 13.574.594/0001-96
State Registry (NIRE) 35.300.393.180

CALL NOTICE FOR ANNUAL GENERAL MEETING AND EXTRAORDINARY GENERAL MEETING

The Shareholders of BK Brasil Operação e Assessoria a Restaurante S.A. ("**Company**") are hereby summoned to the Annual General Meeting ("AGM") and Extraordinary General Meeting ("**EGM**"), to be held on April 29, 2021, at 10:00 a.m., exclusively in a virtual manner, pursuant to article 4, paragraph 2, item I and article 21-C, paragraphs 2 and 3 of the Brazilian Securities and Exchange Commission ("**CVM**") Instruction No. 481, of December 17, 2009, as amended ("**CVM Instruction 481**"), to decide about the following matters on the meeting's agenda:

At the Annual General Meeting:

1. examination, discussion and decision on the Management's accounts and the Company's financial statements, accompanied by the Management Report, the Independent Auditors' report and the summary of the report and Audit Committee's opinion, for the year ended December 31, 2020;
2. approval of the allocation of profit for the year ended December 31, 2020;
3. definition of the number of members for the composition of the Company's Board of Directors;
4. election of the members of the Company's Board of Directors;
5. definition of whether the candidates for the position of member of the Board of Directors are independent; and
6. approval of the overall compensation of the Company's management for the fiscal year 2021.

At the Extraordinary General Meeting:

1. rectification of the overall compensation of the Company's management for the fiscal year 2020; and
 2. amendment to the Company's Bylaws to (i) include the possibility for the Company to enter into indemnity contracts, under terms and conditions previously approved by the Board of Directors; and (ii) update the Company's capital considering the capital increase carried out within the authorized capital limit, as well as consolidating the Bylaws.
- 1. Documents available to shareholders.** All the documents and information related to the aforementioned matters are made available to shareholders at the Company's headquarters and on its website (www.burgerking.com.br/ri), as well as on the websites of the Brazilian Securities and Exchange Commission ("**CVM**") (www.gov.br/cvm) and of B3 (www.b3.com.br) pursuant to Brazilian Corporation Law and CVM Instruction 481.

2. Participation of shareholders in the AGM and EGM. Considering the recent updates of COVID-19 (coronavirus) cases in Brazil, mainly due to the currently existing restrictions on the circulation and gathering of people, the AGOE will be held exclusively in a virtual manner, which is why the Shareholder's participation may only be:

(c) via remote voting ballot ("Ballot"). The detailed instructions about the documentation required for remote voting are provided in item 12.2 of the Company's Reference Form and the Ballot, which can be accessed on the websites of the Company (www.burgerking.com.br) and CVM (www.gov.br/cvm); and

(d) via the Digital Teams Platform ("Digital platform"), pursuant to article 21-C, paragraph 2 and 3 of CVM Instruction 481, in which case the shareholder or his/her duly appointed proxy may: (i) simply participate in the AGOE, whether or not the Ballot is sent; or (ii) participate and vote in the AGOE, observing that, in regard to the shareholder who has already sent the Ballot and who, if they wish, votes at the AGOE, all voting instructions received through the Ballot will be disregarded.

3. Submission of the Documents to Participate in the AGM and EGM. Shareholders of Company issued shares may participate in the AGM and EGM convened hereby, in person or through their legal representatives or proxies.

The shareholder who wishes to participate in the AGM and EGM via the Digital Platform, must send such request to the Company via the e-mail ri@burgerking.com.br, with a request for confirmation of receipt, at least 2 days in advance of the AGM and EGM (that is, **until April 27, 2021**), which must also be duly accompanied by the documents indicated in the Manual for Participation in the AGM and EGM. **The Company points out that access to the Digital Platform will not be allowed to shareholders who do not submit the necessary participation documents within the deadline provided herein, pursuant to article 5, paragraph 3 of CVM Instruction 481.**

The Company clarifies that, exceptionally for this AGM and EGM, it will dispense with the need to send the physical copies of the shareholders' representation documents to the Company's headquarters, as well as the grantor's signature certification on the proxy to represent the shareholder, the notarization, the registration with the relevant consulate, the annotation and the sworn translation of all documents representing the shareholder, being enough to send a simple copy of the originals of such documents to the Company's e-mail address indicated above.

The remote voting ballots may be sent by the shareholders through their respective custody agents, the registrar of the Company's shares or directly to the Company, as established in item 12.2 of the Company's Reference Form and in the Ballot.

Detailed information on the rules and procedures for participation and/or remote voting in the AGM and EGM, including guidelines on access to the Digital Platform and for sending the Ballot, are included in the Manual for Participation in the AGM and EGM, which can be accessed on the websites of the Company (www.burgerking.com.br) and CVM (www.gov.br/cvm).

The Company's decision to hold the AGM and EGM exclusively by virtual mean, pursuant to article 4, paragraph 2, item I and article 21-C, paragraphs 2 and 3 of CVM Instruction 481,

was taken in a very specific and exceptional context, since Brazil is experiencing a crisis caused by the COVID-19 pandemic, where the transit of people was limited by the competent authorities. The Company reiterates its commitment to the adoption of measures to combat the COVID-19 pandemic and to the safety of its shareholders and employees and the communities in the regions where it operates.

- 4. Multiple Vote.** Considering item 4 of the agenda for the Annual Shareholders' Meeting indicated above, for the purposes of article 141 of the Brazilian Corporation Law and CVM Instruction 165, of December 11, 1991, as amended, as well as article 4 of CVM Instruction 481, the minimum percentage of voting capital to request the adoption of the multiple voting process in the election of members to compose the Board of Directors is 5% (five percent).

Barueri, March 30, 2021.

Marcos Grodetzky

Chairman of the Board of Directors

DOCUMENTS AND LINKS LISTED

BK Brasil Operação e Assessoria a Restaurantes S.A.: www.burgerking.com.br
BK Brasil Operação e Assessoria a Restaurantes S.A.
Investor Relations: www.burgerking.com.br/ri
Brazilian Securities and Exchange Commission - CVM: www.gov.br/cvm
B3 S.A. – Brasil, Bolsa, Balcão: www.b3.com.br

APPENDIX 1: TEMPLATE PROXY - INDIVIDUAL

PROXY

By this private proxy document and in the best legal terms, _____, resident and domiciled at _____, registered with the Ministry of Economy's Registry of Individual Taxpayers under CPF/ME No. _____, appoints hereby _____ as his/her attorney(s)-in-fact, to whom he/she confers special powers to represent Grantor's interests at the Annual General Meeting and Extraordinary General Meeting of BK Brasil Operação e Assessoria a Restaurantes S.A., with its head office located in the city of Barueri, Sao Paulo state, at Alameda Tocantins, No. 350, 10º andar, Alphaville Industrial, Postal Code (CEP) 06455-020, with Corporate Taxpayer's ID (CNPJ/ME) No. 13.574.594/0001-96, to be held on April 29, 2021, at 10:00 a.m., being allowed to decide about, discuss and vote on the matters on the meeting's agenda, analyze and approve documents and accounts, challenge, agree with them, sign minutes and attendance books.

_____, _____, 2021.

APPENDIX 2: TEMPLATE PROXY – LEGAL ENTITY

PROXY

By this private proxy document and in the best legal terms, _____, headquartered at _____, with the Ministry of Economy's Corporate Taxpayer's ID ("CNPJ/ME") No. _____, hereby represented by its Officers undersigned, appoints _____ as its attorney(s)-in-fact to whom it confers special powers to (acting jointly or separately, regardless of order of appointment) represent Grantor's interests at the Annual General Meeting and Extraordinary General Meeting of BK Brasil Operação e Assessoria a Restaurantes S.A., with its head office located in the city of Barueri, São Paulo state, at Alameda Tocantins, No. 350, 10o andar, Alphaville Industrial, Postal Code (CEP) 06455-020, with Corporate Taxpayer's ID (CNPJ/ME) No. 13.574.594/0001-96, to be held on April 30, 2020, at 10:00 a.m., being allowed to decide about, discuss and vote on the matters on the meeting's agenda, analyze and approve documents and accounts, challenge, agree with them, sign minutes and attendance books.

_____, _____, 2021.