



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 Corporations Law**"), hereby informs its shareholders and the market in general that the Company is launching a restricted offering ("**Offering**") of its 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**", to no more than 75 institutional investors in Brazil, to qualified institutional buyers (as defined under Rule 144A of the United States Securities Act of 1933, as amended, ("**Securities Act**") in the United States and elsewhere to institutional and other investors that are not U.S. persons (as defined in Regulation S of the Securities Act), in accordance with CVM Rule 476. The Offering shall comprise a secondary offering of 33,373,621 common shares issued by the Company and held by the Selling Shareholders ("**Shares**"), provided that the total number of Shares proposed to be initially offered may be increased by up to 35% of the Shares owned by some of the Selling Shareholders initially offered at the offering price, including to cover over-allotments, if any.

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 12, 2019.

BK BRASIL OPERAÇÃO E ASSESSORIA A RESTAURANTES S.A

Clayton de Souza Malheiros

CFO and Investor Relations Officer