

# FORM 4

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

OMB APPROVAL  
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Friesner Jacqueline		Restaurant Brands International Inc. [ QSR ]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) <b>See Remarks</b>	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
226 WYECROFT ROAD		4/2/2018			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
OAKVILLE, A6 L6K 3X7				<input checked="" type="checkbox"/> X Form filed by One Reporting Person <input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)
			Code	V	Amount	(A) or (D)	Price			
Common Shares								98447	D	

**Table II - Derivative Securities Beneficially Owned ( e.g. , puts, calls, warrants, options, convertible securities)**

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Exchangeable units (1)	(1)							(1)	(1)	Common Shares	9098		9098	D	
Option (right to buy)	\$27.28							12/31/2018	3/6/2024	Common Shares	6392		6392	D	
Option (right to buy)	\$27.28							3/7/2019	3/6/2024	Common Shares	20000		20000	D	
Option (right to buy)	\$42.26							12/31/2019	3/5/2025	Common Shares	6005		6005	D	
Option (right to buy)	\$42.26							3/6/2020	3/5/2025	Common Shares	40000		40000	D	
Restricted Share Units	(2)							(3)	(3)	Common Shares	8630		8630	D	
Dividend Equivalent Rights	(4)	4/2/2018		A		70.1055		(5)	(5)	Common Shares	70.1055	\$0.00	307.6697	D	
Option (right to buy)	\$33.67							2/26/2021	2/25/2026	Common Shares	50000		50000	D	
Restricted Share Units	(2)							(6)	(6)	Common Shares	4800		4800	D	
Dividend Equivalent Rights	(4)	4/2/2018		A		38.4345		(7)	(7)	Common Shares	38.4345	\$0.00	99.9757	D	
Option (right to buy)	\$55.55							2/24/2022	2/23/2027	Common Shares	20000		20000	D	
Restricted Share Units	(2)							(8)	(8)	Common Shares	3492		3492	D	
Dividend Equivalent Rights	(4)	4/2/2018		A		27.6072		(9)	(9)	Common Shares	27.6072	\$0.00	27.6072	D	

### Explanation of Responses:

(1) Each Restaurant Brands International Limited Partnership exchangeable unit is convertible, at the Reporting Person's election, into common shares of Restaurant Brands International Inc. or a cash amount equal to a prescribed cash amount determined by reference to the weighted average trading price of Restaurant Brands International Inc.'s common shares on the New York Stock Exchange for the 20 consecutive trading days ending on the last business day prior to the exchange date, at the sole discretion of the general partner of Restaurant Brands International Limited Partnership (subject to the consent of the Restaurant Brands International Inc. conflicts committee, in certain circumstances). This conversion right has no expiration date.

- (2) Each restricted share unit represents a contingent right to receive one common share.
- (3) These restricted share units vest on December 31, 2020.
- (4) Each whole dividend equivalent right represents a contingent right to receive one common share.
- (5) These dividend equivalent rights accrued on the 2016 restricted share unit award (the "2016 RSUs"). Dividend equivalent rights accrue when and as dividends are paid on the common shares underlying the 2016 RSUs and vest proportionately with and are subject to settlement and expiration upon the same terms as the 2016 RSUs to which they relate.
- (6) These restricted share units vest on December 31, 2021.
- (7) These dividend equivalent rights accrued on the 2017 restricted share unit award (the "2017 RSUs"). Dividend equivalent rights accrue when and as dividends are paid on the common shares underlying the 2017 RSUs and vest proportionately with and are subject to settlement and expiration upon the same terms as the 2017 RSUs to which they relate.
- (8) These restricted share units vest on December 31, 2022.
- (9) These dividend equivalent rights accrued on the 2018 restricted share unit award (the "2018 RSUs"). Dividend equivalent rights accrue when and as dividends are paid on the common shares underlying the 2018 RSUs and vest proportionately with and are subject to settlement and expiration upon the same terms as the 2018 RSUs to which they relate.

**Remarks:**

VP, Controller and Principal Accounting Officer

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Friesner Jacqueline 226 WYECROFT ROAD OAKVILLE, A6 L6K 3X7			See Remarks	

**Signatures**

/s/ Lisa Giles-Klein, As Attorney-in-Fact for Jacqueline Friesner

4/4/2018

\*\*Signature of Reporting Person

Date

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

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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