

Restaurant Brands International Inc.
 Form 4
 October 11, 2016

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, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Granat Jill

2. Issuer Name and Ticker or Trading Symbol
 Restaurant Brands International Inc.
 [QSR]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 226 WYECROFT ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/04/2016

____ Director _____ 10% Owner
 ___X___ Officer (give title below) _____ Other (specify below)
 See Remarks

OAKVILLE, A6 L6K 3X7
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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 Ownership (Instr. 4)
Common Shares				(A) or (D) Price	8,079	D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Exchangeable units <u>(1)</u> <u>(2)</u>	<u>(1)</u> <u>(2)</u>					<u>(2)</u> <u>(2)</u>	Common Shares 5
Option (right to buy)	\$ 3.54					<u>(3)</u> 02/02/2021	Common Shares 24
Option (right to buy)	\$ 3.54					12/31/2016 02/20/2022	Common Shares 6
Option (right to buy)	\$ 3.97					03/01/2017 02/28/2022	Common Shares 12
Option (right to buy)	\$ 18.25					12/31/2017 02/28/2023	Common Shares 1
Option (right to buy)	\$ 18.25					03/01/2018 02/28/2023	Common Shares 5
Option (right to buy)	\$ 27.28					12/31/2018 03/06/2024	Common Shares 1
Option (right to buy)	\$ 27.28					03/07/2019 03/06/2024	Common Shares 4
Option (right to buy)	\$ 42.26					12/31/2019 03/05/2025	Common Shares 1
Option (right to buy)	\$ 42.26					03/06/2020 03/05/2025	Common Shares 6
Restricted Share Units	<u>(4)</u>					<u>(5)</u> <u>(5)</u>	Common Shares 1
Dividend Equivalent Rights	<u>(6)</u>	10/04/2016		A	65.1781	<u>(7)</u> <u>(7)</u>	Common Shares 63
Option (right to buy)	\$ 33.67					02/26/2021 02/25/2026	Common Shares 7

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Granat Jill 226 WYECROFT ROAD			See Remarks	

