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BK POSITIVE STEPSSM



Fiscal 2009 Corporate Responsibility Report

Special Note Regarding Forward-Looking Statements:

This corporate responsibility report contains forward-looking statements that concern our expectations, beliefs, projections, strategies, initiatives and anticipated events. These forward-looking statements include: statements regarding the timing and method of providing updates to this corporate responsibility report and new corporate responsibility reports, our expectations regarding the future globalization of our corporate responsibility initiatives; our plan to pursue initiatives in the areas of childhood nutrition, advertising directed at children, reduction of energy, water consumption, waste and emissions production, biodiversity, chemicals and animal welfare; our intention to evaluate and study how to build more environmentally-friendly restaurants as well as making existing restaurants more environmentally-friendly; our plans to introduce new products, including new Kids Meals; our plan to expand certain benefits, including our flex-time program; our intention to continue to support minority- and women-owned suppliers; our intention to continue our work and relationships with certain coalitions and organizations on a variety of philanthropic, people and corporate governance initiatives; and the company's intention to pursue the next steps outlined in the corporate responsibility report as well as its beliefs regarding the future positive impact of undertaking these steps.

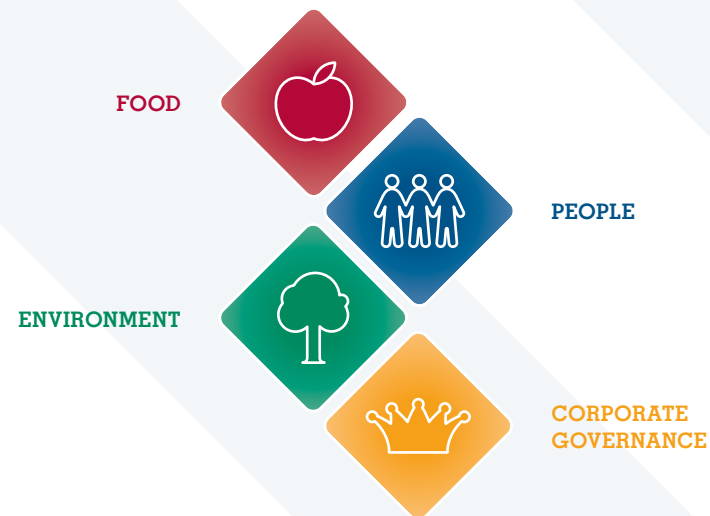
These forward-looking statements are qualified in their entirety by cautionary statements and risk factor disclosures contained in our Annual Report on Form 10-K for the year ended June 30, 2008, as may be periodically updated by our Quarterly Reports on Form 10-Q as well as the following risk factors: our ability to successfully study, analyze and implement our corporate responsibility plans, initiatives and next steps on our expected timetable, or at all; our ability to globally roll-out our corporate responsibility initiatives in the future; and our ability to maintain good relationships with our employees, vendors, suppliers, organizations and coalitions that we work with as well as their continued support of our corporate responsibility plans, initiatives and next steps.

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BK POSITIVE STEPSSM

Burger King Holdings, Inc. is committed to making a positive impact in the communities where we live and work by partnering with our franchisees, employees and suppliers in four key areas – food, people, the environment and corporate governance.



**A STEP
HERE
A STEP
THERE**

DEAR VALUED STAKEHOLDERS

I'm pleased to present Burger King Holdings Inc.'s (BKC) first corporate responsibility report titled *BK Positive StepsSM*. As a corporation, we define corporate responsibility as looking beyond a strong bottom line to consider the impact of everything we do. It's about doing the right thing as a corporate citizen in today's global marketplace while successfully meeting business goals and objectives.

Since 1954, the BURGER KING[®] system has been delivering great tasting food at affordable prices. We are proud of the financial success the company has accomplished with multi-year record financial performance. We are also proud of our corporate culture that allows us to make a difference in our communities, and in the lives of our employees. Our culture of being **Bold, Accountable, Empowered** and **Fun** shapes the way we do business and enables us to look at what we do and identify how we can do it better, smarter and more responsibly.

How did we get started on our corporate responsibility journey? By taking the first "step." We conducted a holistic audit of our company's practices and policies and reviewed industry best practices. We consulted non-governmental organizations, and we sought feedback from experts as well as our own employees, franchisees, guests and business partners. While we have made progress in some key areas, we still need to improve in others, one step at a time.

We have begun reducing the size of our restaurants' footprints and introducing new energy-efficient equipment. We have expanded our kids menu to include more nutritious food options for children and encouraged families to eat and live better. We have increased our commitment to the HAVE IT YOUR WAY[®] Foundation, the BURGER KING[®] system's philanthropic arm. And, everyday, we provide our employees with a workplace where diversity and inclusion are intrinsic at all levels of our organization.

BK Positive StepsSM is not just a name but an overall program for corporate citizenship and the steps we are taking in our corporate responsibility journey. We have chronicled those steps in this report and while our reporting process is in its formative stages, this report is an open and transparent account of our practices, policies and future goals.

The report is organized into four key areas – **Food, People, Environment** and **Corporate Governance**. The report concludes with our goals and commitment to taking steps that will keep us moving forward. It represents our promise to our shareholders, our employees, our franchisees, our guests and our planet, that we will make steady progress in these areas.



John Chidsey speaking to local Miami-Dade County Public School students.

As we continue to implement steps in these four areas, we will always look to initiatives that our stakeholders can understand, embrace and support. As a global company operating in 74 countries with more than 1,400 company-owned restaurants and over 1,200 franchisees running nearly 10,400 BURGER KING[®] restaurants worldwide, the challenges are many. We know some steps we take will be small and more immediate while others will be bigger and require more time to implement on a global scale, but in the end, the positive impact will be far and wide.

This report will be easily accessible on our Web site and will be updated between reporting cycles every two years. On behalf of everyone in the BURGER KING[®] system, thank you for taking the time to learn more about our company and our journey of corporate responsibility. We know our journey is just beginning, and we welcome your feedback and comments at bkpositivesteps@whopper.com.

Sincerely,

A handwritten signature in black ink that reads "John W. Chidsey".

John W. Chidsey
Chairman and CEO
Burger King Corporation



OUR APPROACH TO CORPORATE RESPONSIBILITY

To us, corporate responsibility isn't about the final destination, it's about the journey and how we are going to get there. We know our policies and procedures will evolve and change as the landscape in which we do business evolves and changes.

We see corporate responsibility as an imperative. The better the job we do at being responsible today, the better our business will be in the future. We know that from a pure business sense, it can help us manage risk, enhance employee morale and retention, strengthen brand loyalty, build goodwill in the communities in which we operate and can directly affect the bottom line such as with energy savings and waste reduction.

We also know that it must be a way of thinking before it becomes a way of acting. And the only way to accomplish that is to embed it fully into our brand. That is why our approach is stakeholder-driven, focused on four key areas – **Food, People, Environment and Corporate Governance**.

While we continue to focus our efforts in these four key areas, our plan is to use this framework in developing an overarching strategy, providing clearly defined goals and measurements/metrics and working toward Global Reporting Initiative (GRI) reporting protocols. We look forward to sharing more about our strategy, goals and metrics in a future report.

We also acknowledge that many of our corporate responsibility initiatives are initiated in the U.S. with the expectation that they will migrate globally as the business grows. Other regions will benefit from the learnings and experience from the U.S. as well as continue to make progress with their own initiatives.

WHERE DID WE BEGIN?

We began by educating ourselves and thinking about what makes the most sense for our business. As a first step on our journey, we conducted qualitative research to determine how corporate responsibility resonated with our stakeholders, how they thought our efforts compared with other companies and what future goals we should set. Externally, we did double-blind interviews with media, non-governmental organizations (NGOs), industry observers and investors. Internally, we conducted a global audit of our policies and procedures to determine what we have been doing as a socially responsible company, and assessed both what has been working and where our efforts require more attention. We also sought advice from our own employees, franchisees and partners.

WHAT DO WE BELIEVE?

We believe in working together with and listening to our employees, guests, business partners and the people in the communities in which we live and work. We share their concerns for our neighborhoods, educating children, preserving the environment, providing jobs and doing our part to help families eat and live better by offering more nutritious food options and promoting healthy life-style messages. We know we have a role to play in each of these areas.

WHAT IS THE GOAL OF THIS REPORT?

The goal of this report is threefold – to publicly state our commitment to corporate responsibility; to share where we are now in our journey; and to identify areas where we can take steps to move forward.

HOW DO WE MEASURE THIS REPORT?

We acknowledge the protocols of the GRI's G3 Sustainability Reporting Guidelines. Our corporate responsibility initiatives are informed by the GRI criteria and those standards guided the structure and content of our report. As our program develops further we will be better positioned to follow GRI protocols.

WHEN WILL WE REPORT AGAIN?

We plan to publish a new report every two years. In the meantime, we intend to provide updates periodically on our Web site at www.bk.com.

WHAT'S NEXT?

While we are satisfied with our initial progress, we remain whole-heartedly committed to listening, learning and doing more. We are launching programs, creating initiatives and embedding into our culture a concern for our employees, guests, business partners, the environment and the health and welfare of our neighbors.

Our brand promise empowers our guests to make educated choices in customizing their meals to fit their individual diets and lifestyles. We recognize that there will always be additional steps we can take to enhance our menu options and satisfy our guests' evolving desire for choice. We will continue to explore new ways to make our food innovative as well as nutritious.

We also take precautions to ensure that our food is safe and that the procedures we have in place for food preparation are rigorous and consistently followed. From raw materials and ingredient selection and handling, shipping and transportation, to how we serve food in our restaurants, every step on the production path to delivering fresh and delicious meals to our guests around the world is held to the highest of standards.

**HAVE IT YOUR WAY®
BRAND PROMISE**

We understand that while specific nutrition concerns may vary around the globe, people

everywhere want to have food choices that meet their individual lifestyles and health and nutrition goals. Burger King Holdings, Inc. (BKC) is committed to taking steps to enhance our nutritionally balanced menu offerings, increase nutritional education, and support our HAVE IT YOUR WAY® brand promise through **consumer information, meal customization and product innovation.**

CONSUMER INFORMATION

We provide detailed nutrition information to our guests so they can make informed choices. Examples of recent advances in this area include the following:

- Nutrition information, meal planning tools and information on allergens are available for all U.S. menu items at www.bk.com. BKC is also a founding member of the Coalition for Responsible Nutrition Information, which is supporting a federal mandate of menu

labeling called the Labeling Education and Nutrition (“LEAN”) Act. This act would create a uniform set of menu disclosure guidelines that would allow us to educate our guests in a consistent way.

- In the U.K. and in Spain, we provide easily accessible nutritional information on the Web site – www.burgerking.co.uk, and via in-restaurant communication through our Nutritional Leaflet (Proud of our Figures).
- We promote adult meal combinations that provide 650 calories or less (which is approximately one third of the USDA’s recommended 2,000 calorie daily diet) on tray liners in the U.S. for special promotions.
- We launched a new *Club BKSM* Web site for kids in the U.S., featuring nutrition information for updated and new menu additions and reformulations.

- BURGER KING® restaurants across the U.S. are now using tray liners that feature nutritional information that helps families make better food choices. As of summer 2008, we also require our restaurants to make nutrition brochures available for restaurant guests.
- **MyPyramid Program:** BKC participated with the U.S. Department of Agriculture (USDA) *MyPyramid* program creating *HAVE IT YOUR WAY® with MyPyramid* information resources on www.bk.com to help promote and educate consumers about healthier eating and physical fitness. We are also promoting *MyPyramid* messages in nutrition marketing and education materials to kids, parents and other nutritional gatekeepers. For example, we have distributed nutrition posters and brochures that feature *MyPyramid* information to all 7,000 plus BURGER KING® restaurants in the U.S.

BKC GLOBAL HEALTH STATEMENT FOR CHILDREN

BURGER KING® restaurants have been serving menu offerings that represent quality, value, and taste for more than 50 years.

BKC is committed to helping children eat and live better by promoting balanced diets and active lifestyle choices. To achieve this, we are taking steps to enhance our nutritionally balanced menu offerings, increase education and support our HAVE IT YOUR WAY® brand promise through:

- Consumer Information
- Meal Customization
- Product Innovation

BKC is working to increase efforts in each of the above areas as it relates to childhood nutrition. Country and region-specific statements are currently being developed to demonstrate the steps that we are taking around the globe.



BKC IS THE FIRST QUICK SERVICE RESTAURANT CHAIN IN THE U.S. TO ANNOUNCE THAT IT LIMITS SODIUM IN ADVERTISED KIDS MEALS.

- We require that BURGER KING® restaurants in the U.S. feature a full and detailed nutrition poster in a prominent and visible location. We have implemented practices that increase the availability of this important information, and we continue to be fully compliant with local regulations that require us to post calories on our restaurant menu boards.

MEAL CUSTOMIZATION

Our HAVE IT YOUR WAY® brand promise lets our consumers customize their menu choices to meet their individual diets and lifestyles.

- **For Adults:** Many of our current menu offerings come in different portion sizes so that our guests can customize the size,



KEY NUTRITION INITIATIVES

For the last two years, we have focused much of our efforts on childhood nutrition initiatives. Some of our major initiatives have included the:

- Establishment of a multi-discipline nutrition task force that includes a nutritionist and representatives from marketing, legal, product innovation, regulatory, product safety and corporate communications;
- Formation of a team of outside nutrition experts who serve on an inaugural BKC Nutrition Advisory Panel;
- Development of a global and U.S. health statement for children;
- Implementation of stringent nutrition guidelines in the U.S., Europe and Canada for children (under 12);
- Launch of a dedicated U.S. Web site for kids featuring nutrition information;
- Support of industry and government self-regulation by joining the Council of Better Business Bureau (CBBB) Children's Food and Beverage Initiative and European Union's (EU) pledge of "Providing and Promoting Healthy Choices to Children and Adults" and the Canadian Children's Food and Beverage advertising pledge. These pledges restrict advertising to kids 12 and under in the U.S., Canada and Europe to only certain meals that meet strict nutrition criteria; and
- Creation of innovative, nutritious and great-tasting products.

WE CURRENTLY OFFER MORE THAN 350 UNIQUE MEAL COMBINATIONS WITH 650 CALORIES OR LESS – UNDER ONE THIRD OF THE USDA'S RECOMMENDED 2,000 CALORIE DAILY DIET.



and therefore the calorie content, of their meals. Guests can also customize their meals by ordering a salad or saying no to mayonnaise on their WHOPPER® sandwich.

- **For Kids:** Our kids meals are always customizable, allowing parents and children to choose an entrée, side dish and beverage, such as fat free milk, calcium- and Vitamin D-fortified KRAFT® Macaroni & Cheese and our new BK™ Fresh Apple Fries. While several Kids Meal options are currently available in BURGER KING® restaurants, we are developing even more options that kids like and parents feel good about.

PRODUCT INNOVATION

Nutrition, quality, value and taste are all important attributes that can help our guests and their children make choices that promote healthy living. Our product innovation teams are constantly working with our trained chefs and nutritionist to develop new menu options that provide a choice of great tasting food while meeting our guests' nutritional needs.

A great example of this effort is our BK VEGGIE® burger – the only veggie burger in the quick-service industry. For kids, we introduced

BK™ Fresh Apple Fries – a hit from the start. These skinless red apple slices cut to look like french fries come with low-fat caramel dipping sauce in a ketchup-like packet. In addition, we offer calcium- and Vitamin D-fortified KRAFT® Macaroni & Cheese and fat free milk.

Other ways we are improving the nutritional profile of our products include:

- In July 2007, BKC identified two cooking oils with zero trans-fat that passed our rigorous operational, supply and consumer criteria; allowing us to start providing all of our restaurants in the U.S. and Canada with zero trans-fat oils. All U.S. and Canada BURGER KING® restaurants have the new cooking oils in place. Our European restaurants have been using zero-trans fat cooking oils since 2005. All restaurants in Latin America & Caribbean have been using zero-trans fat cooking oils since 2008.
- Also in 2007, BKC formed a sodium task force to explore the levels of sodium in key menu items. The task force is currently exploring a number of ways to reduce sodium, while meeting or exceeding current taste profiles across our menu offerings, particularly with regards to





A BK™ Fresh Apple Fries sculpture in Houston, TX commemorating the launch of this innovative product.

Kids Meal food items. On the adult menu in the U.S., we have reduced the sodium content of some popular menu items and ingredients, including a 40 percent sodium reduction in our ham and a 25 percent reduction in the TENDERGRILL® Chicken Patty. And in 2008, we initiated a limit of 600 milligrams or less of sodium in all of our Kids Meals advertised to children under 12 years old. In May 2009, we introduced lower sodium CHICKEN TENDERS®, reducing sodium by 36 percent.

- In the United Kingdom, we have reduced salt in the chicken bites by 50 percent, the Piri Piri baguette chicken breast by 30 percent and the chicken breast in the grilled chicken salad by 30 percent. In addition, BKC's commitment to this effort extends to actively participating in industry-wide efforts in sodium reduction.

- BKC has joined the American Heart Association's (AHA) Industry Nutrition Advisory Panel (INAP), a partnership between the AHA Nutrition Committee and food industry leaders. INAP brings together representatives from the food industry and science to share information and plan cooperative programs in the areas of diet and nutrition and cardiovascular disease.

CHILDREN'S HEALTH AND NUTRITION PROGRAM

Our product innovation team is constantly researching and testing a variety of Kids Meal options that will meet our strict nutrition standards as part of the company's commitment to its children's health and nutrition program. We want kids to like our products and parents to feel good about them too.

Providing children with great-tasting and nutritious food is critical to us, and we continue to make steady progress in this area. When it comes to nutrition, we are dedicated to helping kids eat right and live better by promoting balanced diets and active lifestyle choices. As part of our commitment, we have identified the following six guiding principles to ensure that BKC keeps childhood nutrition top-of-mind:

- **Make Learning about Nutrition Fun:** We develop nutritionally balanced products that satisfy kids' tastes as well as feature fun, educational messages about nutrition and activity.
- **Keep our HAVE IT YOUR WAY® Brand Promise:** Kids are guests too. Parents and kids should always be able to customize the contents of our Kids Meals to meet individual tastes, dietary needs and lifestyles.

In 2008, BKC created a Nutrition Advisory Panel consisting of five leading health and nutrition third-party experts in areas ranging from sports and nutrition education to nutrition-related medical research. These outside experts partner with BKC's North America nutrition and health manager to provide guidance on the current nutrition environment and the continued development of our efforts. The members of our Nutrition Advisory Panel have the following credentials and positions:

- **Maintain Quality, Value and Taste:** Nutritionally balanced products should still taste good. If our foods are nutritious and taste great, parents will order it and kids will eat it.
- **Put Families First:** Childhood nutrition is not just about kids; it is about parents, grandparents and other family members setting a good example for their children. As we develop new nutritionally balanced products for kids, we will also take steps to strengthen and add variety to our menu offerings for adults.
- **Make Nutrition Convenient:** Products need to be easy to identify for parents and convenient for the entire family.
- **Think Variety:** Kids need variety from all food groups in their diets to get the nutrients they need for growth and good health. We will continuously research new products in an effort to offer families a wide range of appealing menu options.
- **M.D., M.B.A.** founder and CEO Bayou La Batre Rural Health Clinic in Alabama
- **Ph.D., R.D., F.A.C.S.M.** director of sports nutrition Pennsylvania State University athletic department
- **M.D.** physician in chief and chair, department of pediatrics – pediatric gastrointestinal and nutrition unit, at the Massachusetts General Hospital and professor of pediatrics Harvard Medical School
- **Ph.D., R.D., L.D.N.** professor and section head – nutrition services and patient education departments of family medicine and pediatrics for the Brody School of Medicine at East Carolina University
- **Ph.D., R.D.** independent nutrition consultant

WE HAVE CREATED A NUTRITION ADVISORY PANEL CONSISTING OF OUTSIDE EXPERTS IN NUTRITION AND HEALTH.





BK™ Fresh Apple Fries are skinless red apple slices cut to look like french fries and come with low-fat caramel dipping sauce

NUTRITIOUS KIDS MEALS



BURGER KING® restaurants in U.S. currently offers four Kids Meals that provide children with a balanced and delicious meal that meets BKC's stringent nutrition criteria and key nutrition guidelines:

- Less than 560 calories
- Less than 30 percent of calories from fat
- Less than 10 percent of calories from saturated fat
- No added trans fats
- No more than 10 percent of calories from added sugars
- No more than 600 milligrams of sodium
- A "good source" or "excellent source" of at least two of the following nutrients: calcium, fiber, potassium, magnesium, vitamin E

We also work with local governments as they develop policies on health and nutrition. In Europe, we participate on the European Commission's Platform for Action on Diet and Physical Activity and Health.

INNOVATIVE AND NUTRITIOUS KIDS MEALS

As we develop new Kids Meal menu items, we first evaluate them against our strict nutritional standards, and then taste-test each food item with our toughest critics – parents and children. We ensure the food items we develop meet both parents' high standards as well as children's taste preferences.

Last year in the U.S., we introduced a BURGER KING® Kids Meal that offers the same great food we are known for but meets our stringent nutritional standards. It features BK™ Fresh Apple Fries (fresh-cut, skinless red apples) with low-fat caramel dipping sauce, HERSHEY'S® 1 percent low-fat milk (excellent source of calcium and a good source of potassium) and KRAFT® Macaroni & Cheese (a good source of calcium and vitamin D).

This year, we will enhance our Kids Meal offerings in the U.S. by introducing three new meals that meet our stringent nutrition criteria, including:

- BK BURGER SHOTS®, with BK™ Fresh Apple Fries, low-fat caramel dipping sauce and calcium-fortified MINUTE MAID® apple juice.
- CHICKEN TENDERS® with BK™ Fresh Apple Fries, low-fat caramel dipping sauce and HERSHEY'S® fat free milk.
- Hamburger with BK™ Fresh Apple Fries, low-fat caramel dipping sauce and calcium-fortified MINUTE MAID® apple juice.

In April of 2009, the company transitioned from HERSHEY'S® 1 percent low-fat milk to

HERSHEY'S® fat free milk in BURGER KING® restaurants nationwide.

KIDS FOOD PLEDGES

In September 2007, BKC joined the Council of Better Business Bureau Children's Food & Beverage Advertising Initiative in the U.S. and committed to limit 100 percent of our advertising to kids under 12 to Kids Meals that meet our strict nutrition criteria. Our pledge:

- Limits the use of third-party licensed characters in 100 percent of our national advertising primarily directed to children under 12 to the promotion of Kids Meals that meet the BKC Nutrition Criteria or that consists of an individual side dish or beverage item that meets the Dietary Guidelines for Americans 2005;
- States we will not advertise our food or beverage products in elementary schools; and
- Reiterates that BKC will not approve, pay for or actively seek the placement of BURGER KING® food or beverage products in any of our own and/or any third party interactive games and in the program/editorial content of any medium in the U.S. primarily directed to children under 12.

As part of our commitment to the European Union's (EU) pledge of "Providing and Promoting Healthy Choices to Children and Adults," our European restaurants have pledged to only advertise products that meet stringent nutrition guidelines to children under 12. These guidelines specify criteria for a Kids Meal (consisting of an entrée, side dish and beverage) that meets all of our nutrition criteria, plus have no more than 1.67 g of salt or 660 mg of sodium, and no added artificial coloring and flavoring.

In December 2007, Burger King Restaurants of Canada, Inc. joined the Canadian Children's Food and Beverage Advertising Initiative. Under

the Children's Advertising Initiative, we have committed to only advertise Kids Meals to children under 12 that meet specific nutritional criteria that promote responsible meal portion sizes and limit total fat, saturated fat, added trans fat and added sugars.

FOOD SAFETY

Food safety at BURGER KING® restaurants is non-negotiable. Our company's comprehensive food safety program uses multiple and overlapping controls to oversee our suppliers and validate their compliance and performance.

The quality assurance focus for BKC is a proactive system that seeks to prevent contaminated foods from ever reaching our restaurants. Our reliance on farm controls, supplier sampling and distribution center audits provide tight control over the quality of food that our restaurant guests consume. We follow the principles of Hazard Analysis Critical Control Point (HACCP) management systems for assuring the safe production of our menu items. In addition, we have our own testing and independent auditing program to assure food safety and quality.

FOOD SAFETY AT BURGER KING® RESTAURANTS IS NON-NEGOTIABLE.

SECURE SUPPLY CHAIN

We demand of our suppliers a monitoring program that is more rigorous than most industry standards. The company's suppliers are required to establish intensive quality assurance programs that are validated by our own testing and independent auditing programs. All along

the supply chain, samples are sent to suppliers' on site labs and to BKC-approved independent labs for evaluation. All finished products are tested at the manufacturing plants and good handling transport practices are verified at our approved distributors. We employ a 24/7 electronic temperature monitoring system in all of our distribution centers to assure proper food product temperature control.

RAW MATERIAL CONTROLS

We employ comprehensive testing at various levels from raw material to finished product for chicken, beef and pork to ensure that supplier testing is in place and functioning properly. Every lot produced for the BURGER KING® system has had multiple and overlapping tests for a spectrum of microbial organisms as well as quality parameters.

PRODUCE CONTROLS

BKC, through our suppliers, engages third-party field audits and water micro sampling to test for a range of bacteria for all our produce. For example, lettuce undergoes pre-harvest audits and microbial testing as well as a safe wash during processing. Finished raw produce products are supplier and third-party sampled and sensory tested.

RESTAURANT LEVEL FOOD SAFETY

Our restaurants operate under HACCP principles. The foundation of BKC's HACCP program is the execution of strict operation and sanitation procedures. Our food safety program employs a broiler design and meat cooking procedures that fully cook products, killing any potentially harmful bacteria. Restaurant management personnel must successfully complete a food safety training and certification program, in addition to our comprehensive crew training program for safe food handling practices. The operations manual in all restaurants outlines HACCP procedures.





OUR COMMITMENT TO PEOPLE

At Burger King Holdings, Inc. (BKC), we are dedicated to supporting and investing in our people – employees, franchisees, suppliers and restaurant guests – because they are the cornerstone of our business. From our employee development initiatives and supplier diversity program, to our HAVE IT YOUR WAY® Foundation and community involvement, we do all that we can to ensure that we are making a positive impact on our BURGER KING® family as well as the more than 11 million guests whom we serve in our restaurants every day.

OUR CULTURE

We continue to distinguish ourselves from our competitors by being an exceptional employer. One of the ways that we accomplish this goal is by creating a culture that is **Bold, Accountable, Empowered** and **Fun**.

Bold represents our determination to approach every situation with dynamic, innovative thinking. **Accountable** means that we embrace the responsibility we have as a public company to deliver value for our shareholders and for our franchisees and to provide great service and products to our restaurant guests. **Empowered** says that we vest individuals with the power and control to achieve their goals whether that person is our colleague, our franchisee, our supplier or our restaurant guest. And **Fun** exclaims that we work as a team and strive to make every BURGER KING® worldwide – more than 11,800 restaurants, our field teams and our Restaurant Support Centers – a place where people love coming to work every day.

We ensure our culture of **Bold, Accountable, Empowered** and **Fun** is instilled throughout the organization. It is built into our **True North** business plan, it is reinforced in our training and development programs, it is woven throughout our code of ethics, and it drives everything we do.

DEVELOPING OUR EMPLOYEES

Our employees across the globe are the public face of our brand, so it is critical that they receive world-class training that enables them to perform to the best of their ability. We support, encourage and invest in their career growth by providing numerous training and development programs designed to help employees build useful skills and competencies. We make it easy and fun for our employees in our restaurants, in management or any of the functional areas within our dynamic organization to focus, learn, develop and achieve success.

We have a series of leadership and team building exercises, both at the corporate level and the

restaurant level, called **BK® Our Way**, that are facilitated through a leader-led model to help our culture become a reality. With **BK® Our Way**, our people are motivated to perform at their best because we know optimal performance from our teams drives optimal business results.

BKC and its franchisees recognize that one of the most worthwhile investments for our business is to develop our people to become effective leaders who teach and coach their teams and colleagues every day. Our **Teach & Coach** platform establishes the foundation for operational excellence by delivering the technical and management skills needed for our employees and managers to run great restaurants. The platform ensures that we develop well-trained and motivated employees who are ambassadors of the BURGER KING® brand and who deliver a great experience for our restaurant guests every day.

At the restaurant level, the **Leading Excellence and Advancing People** initiative is a business-centered development program designed to position restaurant general managers for growth and success as future company business managers (CBM). The program helps build CBM competencies including operations, leadership and business management skills.

Each year, our top North America leaders, multi-unit managers and restaurant general managers participate in our **Operations Excellence Conferences, Business Summit** and **Multi-Unit Manager Summits**. At these events, we recognize the best-of-the-best employees for their achievements while providing networking and learning opportunities for our leaders. Global managers attend our annual convention to engage with our franchisees and to hear about our strategic vision, operations, development and marketing plans for the upcoming year. They also conduct business on the tradeshow floor with approximately 250 system-wide vendor companies.

We also offer our franchisees the opportunity to assimilate into the BURGER KING® system with our **Franchisee Orientation** program, which

provides them with the tools and information they need to help enhance their business. During the two-week program, franchisees learn about effectively investing in their BURGER KING® business, strategic planning for their operations and development, and using business analytics to understand their sales and identify opportunities for continued growth.

Behind the Crown is a holistic on-boarding program that provides new BKC corporate and field employees with the right tools and organizational support needed to quickly assimilate into our culture and succeed in their roles. The program includes a two-day orientation session with one day spent at a BURGER KING® restaurant, and a social acculturation program that matches new hires with tenured employees who provide them with the insight on working at BKC. Furthermore, the company assists executives to succeed in their leadership roles by giving them performance feedback through a 360 degree review process.

Underpinning our commitment to excellence, are initiatives designed to support the development of our employees' skills and capabilities. We have two annual performance reviews: one is aligned with an employee's yearly business objectives and the other is designed to support the development of our employees' management and leadership capabilities. The **Leadership Development Review** is an interactive process conducted annually in which BKC salaried corporate and field employees as well as restaurant management work with their supervisors to assess their professional opportunities. They also receive helpful feedback to assist them with career development and growth opportunities.

Other employee development programs include:

- **My Brand:** a one-day curriculum consisting of externally-led courses addressing leadership style, communication skills and relationship-building. Courses are tailored to fit the BKC culture and target the most



At the Operations Excellence Conferences, the Top 10 restaurant managers compete in the OPS IQ Champions Challenge, a competition that tests participants' knowledge on various operational guidelines.

common development needs identified by the Leadership Development Review process.

- **BK® Unwrapped:** a series of two-hour sessions facilitated by company officers and directors. Sessions are open to all employees (including field-based employees, who can attend via webcast) and focus on developing leadership skills or fostering a greater understanding of the business.
- **BKC 360:** a process designed to give employees feedback about the impact of their leadership style. Specifically, the 360 tool solicits feedback from an individual's direct reports, peers, customers, business partners and leaders. The results highlight strengths and opportunities for growth and development.

ENGAGEMENT

Effective, consistent and clear communication with our employees and franchisees is an important aspect of keeping two of our most important stakeholders engaged. We encourage open communication throughout the organization and we use many communication vehicles to engage with our employees and franchisees including videos, meetings, webcasts, bi-weekly voicemails from our Chairman and CEO, newsletters and our intranet. Our field and



operations teams spend a significant amount of time in restaurants meeting and talking with team members ensuring an ongoing open dialogue between our management team and restaurant employees.

Every month, the company's officers and directors meet with our Chairman and CEO to learn from senior leadership about trends, initiatives and programs and to receive business updates from around the globe.

We provide quarterly webcasts to BURGER KING® franchisees that include live updates on business and promotional results, operational initiatives, and new market trends. During the webcasts, franchisees have an opportunity to ask top executives questions and receive real-time responses. Similarly, at the close of our major business meetings, the company hosts executive team "town hall" meetings where attendees can ask questions and receive live feedback.

Our global intranet, BK® Gateway, is a single entry point for our franchisees that provides a number of business tools to help them run profitable business operations. It also serves as a great resource for our employees. BK® Gateway has customized views for our four geographic operating regions and includes specific information based on the user type.

CELEBRATING OUR SUCCESSES

Recognizing our employees and franchisees for their successes and achievements is key to our culture at BKC. We are committed to continually showcasing and sharing the achievements of our employees and franchisees through various recognition programs including:

- **Crowning Achievement Awards** recognize BKC's top performers who have made significant contributions each year within their functional area or to our business overall;
- **Employment Achievement Awards** are awarded to BKC employees who have been

employed with the company more than five years and are issued every five years of service up to 50 years. An employee at a restaurant in Clearwater, Florida, will be celebrating her 50th anniversary in July 2009. We are very proud to have such a dedicated employee as part of the BURGER KING® family;

- Our **King's Court** program recognizes restaurant general managers who have delivered exceptional job performances and results during the fiscal year. These BURGER KING® leaders prove that treating our guests like royalty, coaching and inspiring their teams and running best-in-class operations helps drive our business forward;
- The **Brand Leadership Awards** honors the top 16 franchisees in the BURGER KING® system worldwide each year. The honorees are true champions of the BURGER KING® brand who consistently distinguish themselves among their more than 1,200 peers by providing quality customer service, achieving operational excellence and demonstrating an unwavering commitment to the brand and their business;
- Our **Hall of Fame Award** recognizes the BURGER KING® system's outstanding, long-time leaders and role models whose achievements and commitment to the brand and their communities have distinguished them as exceptional restaurant operators. An oil portrait of each Hall of Fame winner is located at the company's headquarters in Miami, Fla.

HAVE IT YOUR WAY® BENEFITS AND EMPLOYEE INITIATIVES

At BKC, we provide a supportive environment that goes beyond the workday. So that our employees feel confident that their personal needs will be met, we offer a variety of benefits, enabling our employees to choose the options that best fit their needs. We also offer a competitive 401K program to assist them in retirement planning. Along with benefits and competitive compensation, we strive to



"Working with BURGER KING® has helped my enterprise grow into a king-sized business. Today, my company is one of the largest African American-owned suppliers for the global franchise."

Robin Brooks, BURGER KING® Supplier



"From my first day on the job in the restaurant, I dreamt of owning my own business. I never realized BK® restaurants would hold the answer to making my dream come true. Today, after 17 years as a franchisee, I own 15 BK® restaurants and my relationship with Burger King Corporation continues to grow."

Robes St. Juste, BURGER KING® Franchisee

accommodate our employees' work and life balance with our flex-time program.

We also support public policies that create opportunity for our employees. To that end, we joined with several other companies to establish the Welfare to Work Partnership, a national, non-partisan business community effort to assist in moving welfare recipients into jobs within the private sector. The key tool in the Welfare to Work partnership was the creation of the Work Opportunities Tax Credit ("WOTC") program. We hire and train workers who are economically and physically disadvantaged. We also provide jobs to many individuals who were previously on public assistance, giving them valuable job training and skills to help them become productive members of the work force. All companies that partake in the WOTC program receive a tax credit.

PROVIDING A SAFE WORKING ENVIRONMENT

A top priority for BKC is the safety of our employees, franchisees and restaurant guests around the world. The BURGER KING® system implements a number of robust safety and health processes and procedures. Our employees are educated about critical health, cleanliness and safety measures via our global restaurant operations manual and through our **Clean & Safe** operations platform. In addition, we execute training programs such as Safety Lead, Robbery 411 and King Secure. These programs educate employees about the importance of maintaining proper safety and health procedures in our restaurants and empower general managers to proactively prepare their teams with the knowledge, tools and techniques necessary to minimize risk in the event of an incident.

DIVERSITY AND INCLUSION: "OUR WAY" OF DOING BUSINESS THE RIGHT WAY

Our culture enables us to focus on the people we work with – our employees, franchisees and suppliers – and the more than 11 million guests

we serve every day in our restaurants. Diversity, to us, connotes those factors that make each of us different such as our age, gender, race, culture, way of thinking and sexual orientation. Inclusion defines how we view diversity and how we make everyone in the BURGER KING® family feel valued and respected.

We incorporate diversity and inclusion into our business strategies not only because it makes good business sense but because it is the right way to conduct business. As much as we've charted our global business expansion, we have also mapped out a dynamic inclusion strategy that is woven into every facet of our business, providing the greatest return for years to come.

To help chart the course of our inclusion journey, BKC has established an Inclusion Steering Committee chaired by our chairman and CEO and composed of senior level company executives. This internal committee meets every six weeks to review the progress made against set goals under our inclusion strategy for each fiscal year.

In addition to our Inclusion Steering Committee, BKC has partnered for many years with a Diversity Action Council (DAC), which serves as an independent, working advisory body to help formulate and evaluate business goals related to BURGER KING® diverse franchisees, suppliers, guests and employees and ethnic business communities. The DAC is also chaired by our chairman and CEO and is composed of several BKC executive team members, representatives from the BURGER KING® system's Minority Franchisee Association, the International Hispanic Franchisee Association and the Asian Franchisee Association as well as independent community leaders. The DAC collaborates with BKC on how to maximize our inclusion strategies into the company's overall business practices and culture.

FOCUSED EFFORT: FOUR-PILLAR INCLUSION STRATEGY



Our inclusion objectives are built upon a four-pillar strategy that focuses on: **Workforce, Guests, Operators/Suppliers and Community**. A culture that honors and respects inclusion is a place where virtually any stakeholder can say "this is a company for PEOPLE WHO ARE LIKE ME", no matter their age, gender, religious beliefs, sexual orientation, race or ethnicity. These pillars reinforce the importance of working as one cohesive group, while respecting and embracing all the differences we bring to the BK® brand everyday. Each pillar is headed by a member of our executive team who is accountable for that pillar's progress and results.



In addition, annual bonuses for senior management (officer and director level employees) are tied to the performance of their people and inclusion objectives. These objectives, which make-up one third of their variable compensation, are intended to ensure women and minorities participate in training, promotion and retention

- Maintain an ever-expanding tradition of good corporate citizenship with a commitment to the communities in which we live and do business; and
- Respect all restaurant guests by providing them with an exceptional dining experience.

INCLUSION DEFINES HOW WE VIEW DIVERSITY AND HOW WE MAKE EVERYONE IN THE BURGER KING® FAMILY FEEL VALUED AND RESPECTED.

opportunities, and that the company’s annual inclusion objectives are being satisfied.

Inclusion is critical to “how” we continue to progress and transform; it reflects the skill of leveraging our diversity effectively to achieve our goals, drive our strategy, and enhance our culture. We integrate its benefits into every part of our business when we:

- Recruit, retain, and develop qualified employees from diverse backgrounds;
- Create a work environment where people of every age, background, nationality and culture can thrive both personally and professionally;
- Integrate respect for diversity into the daily interactions between our employees and leadership;
- Value our current franchisees and embrace new qualified diverse partners;
- Create business opportunities in our system for qualified suppliers owned by women and minorities;

WORKFORCE PILLAR

Inclusion lies at the center of our philosophy for attracting, motivating and retaining great employees. More than a celebration of differences, it is central to our **Bold, Accountable, Empowered** and **Fun** corporate culture and serves as the basis upon which we build our team – one that reflects the makeup of our restaurant guests.

Our workforce strategy encompasses three areas – mentoring, training and recruiting.

MENTORING

Our world-class mentoring program is driven by the Women’s Leadership Forum (WLF) with the support of BKC’s human resources team. The program provides corporate and field employees with one-on-one time with senior BKC executives in mentor-mentee relationships and seeks to:

- Establish a professional relationship between two people, one more professionally experienced than the other;

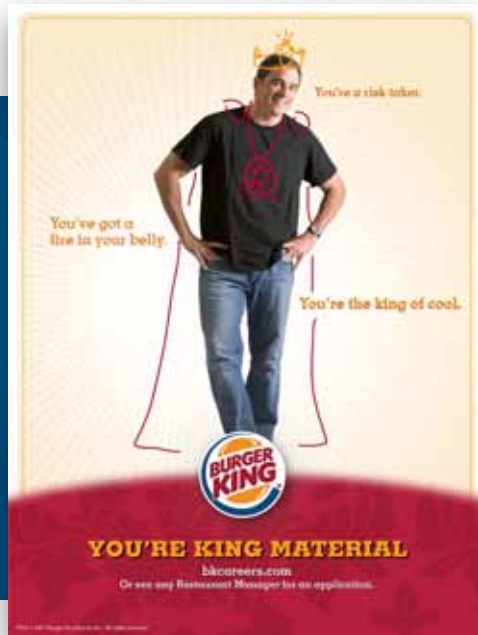
THE WOMEN’S LEADERSHIP FORUM AT BKC

In 1998, the Women’s Leadership Forum (WLF) was founded by a small group of BKC women executives with diverse backgrounds. Their collective vision was to develop an organization that would enhance the leadership potential of women within the company by providing them with opportunities for continuous learning and networking within and outside of the organization.

Today, the goal of the WLF is to develop the potential of BKC’s emerging leaders with a primary focus on women, by creating opportunities to learn, lead and network within the organization and the community.

Mentor Marlene Gordon with her mentee Luis Zuniga, part of WLF’s mentoring program





YOU'RE KING MATERIAL IS A RECRUITING PROGRAM FOR RESTAURANT EMPLOYEES.

- Provide an avenue for a mentor to help a mentee work toward mutually agreed upon objectives; and
- Promote personal development, career planning, job enrichment and potential for professional advancement.

In fiscal 2008, nearly all of our company officers and directors participated in the program as mentors. We also employed virtual communications tools to reach, engage and encourage our field employees to partake in the program, thus increasing their participation by 70 percent. Overall, the mentor program increased from 42 matches in 2007 to 115 pairs in 2008, a 174 percent increase year-over-year.

TRAINING

Because diversity and inclusion shape how we build our business and team, we provide our above-restaurant level employees with a one-day training program called “**Inclusion at BKC: A Kingdom of Opportunities for All.**” This program is a basic awareness workshop introducing the concept of valuing inclusion and diversity in the workplace. It is interactive and action-oriented with customized materials

designed to heighten the understanding of our inclusion strategy and goals as well as help all employees understand that through inclusion we create a competitive advantage as well as a culture where everyone can succeed. Our goal is to implement this program to the rest of the BURGER KING® system in the future.

RECRUITING

We work with the National Society of Hispanic MBAs, the National Black MBA Association and the Asian MBA Association in our recruiting efforts. Additionally, BKC actively recruits diverse candidates who are identified through our participation in trade shows, community organizations, recruitment events, and alumni associations.

BKC’s internship program is instrumental in identifying diverse college students who represent the kinds of employees we are always looking for: committed, curious and hard-working. Each year, two dozen or more students from historically Black colleges and universities, Hispanic-serving institutions and other colleges receive internships and are placed throughout the organization.

GUEST PILLAR

We endeavor to offer every one of our restaurant guests the highest level of customer service and respect, regardless of gender, ethnicity, religion, background or sexual orientation. We also work to connect with our diverse guests in culturally relevant ways. BKC’s multi-cultural marketing department and its ethnic marketing agencies develop grassroots promotions that reach deep into diverse communities and demonstrate our ongoing commitment to establish innovative partnerships and offer exceptional experiences that are relevant to our guests.

Some examples of our national touring events include: *Tu Ciudad, Tu Música*SM, a “battle of the bands” national competition that showcases the best new Latino musical talent; *Fútbol Kingdom*SM, a national series of innovative, street level soccer events that encourage healthy family activity; BK® 3-ON-3 Basketball Tournament, a national basketball tournament that promotes active lifestyles and attracts the most talented basketball players in the country; and *BK FamFest*SM, a six-city mobile festival that travels to top African-American markets offering a free family day of fun and activities.

ARMANDO JACOMINO, PRESIDENT OF LATIN AMERICA/CARIBBEAN, STARTED HIS CAREER SERVING GUESTS IN A BK® RESTAURANT OVER 30 YEARS AGO.

In addition, we leverage our marketing and community affairs programs by giving back to the communities that we visit during our national promotional tours. For example, during *BK FamFest*SM, we invite our guests to vote online for their favorite local charity and the charity that receives the most votes is given a \$2,500 donation.

OPERATORS/SUPPLIERS PILLAR

Our business partners are an important driver of our success. We strive to find diverse entrepreneurs who will support their communities by creating opportunities for employment and educational advancement. Through this support, we help fuel the economic engine of the communities where we do business. We also attend various franchisee recruitment conferences and events around the country to make critical connections and contacts within the minority business community.

Recently, our franchising and development department held BKC’s first “Ambassador Summit” at our corporate headquarters in Miami. We invited various local business contacts along with a group of select strategic partners and community leaders to provide them with an orientation about our brand. With this knowledge, our new “brand ambassadors” can leverage opportunities to engage potential BURGER KING® franchisees and assist us with reaching more diverse candidates.

Because we continually seek opportunities to work with minority- and women-owned suppliers, BKC

engages with organizations such as the Women’s Business Enterprise National Council, National Minority Supplier Development Council, the Florida Regional Minority Business Council and National Association of Women Business Owners to find potential qualified suppliers.



RECENT AWARDS & RECOGNITION

2009 TO DATE

In March, *Diversity Inc. Magazine* recognized BKC as one of its 25 Noteworthy Companies

Black Enterprise Magazine named Gladys DeClouet, SVP, North America Company Operations, one of the *100 Most Powerful Executives in Corporate America*

2008

Diversity MBA ranked BKC No. 8 in the "Top 50 Companies for Diverse Managers to Work," up from No. 12 in 2007

Profiles in Diversity Journal's named BKC as No. 6 of 2008 "Top Companies for Innovations in Diversity" recognizing BKC's mentoring program

Profiles in Diversity Journal named Anne Chwat, EVP & General Counsel, to the 7th annual "Women Worth Watching" list

Hispanic Business named Julio Ramirez, EVP Global Operations one of the "2008 Hispanic Business Corporate Elite"

Black Enterprise named BKC one of "The 40 Best Companies for Diversity," recognizing our supplier diversity initiatives and diverse workforce

Business Leader South Florida Magazine names Anne Chwat, EVP & General Counsel, a Woman Extraordinaire in recognition of her leadership, accomplishments, mentorship ability and community participation

The Women's Chamber of Commerce of Miami-Dade County awarded BKC the "Thelma Gibson" Award recognizing the company's professional advancement of women, business excellence and community involvement

The Greater Miami Society of Human Resource Management honored BKC with its annual "Celebration of Diversity Award" in 2008 for leadership that fosters an inclusive work environment in which all employees are inspired to contribute their best, strengthened by their different perspectives, backgrounds and life experiences

BKC, along with our purchasing agent in the U.S., Restaurant Services Inc. (RSI), devotes considerable resources to increasing the number of products and services obtained from diverse suppliers for the BURGER KING® system. We have a fully integrated supplier diversity process that includes, when possible, at least one minority- or woman-owned supplier in our request for proposals. In fiscal year 2008,

COMMUNITY PILLAR

At BKC, our passion for people goes beyond supporting our employees. Through our strategic relationships and community affairs programs, we focus on supporting initiatives and organizations that share our vision of creating a positive impact in the communities in which we work and live.

IN 2007, BKC WAS PROUD TO BE SELECTED BY THE **FLORIDA REGIONAL MINORITY BUSINESS COUNCIL AS "CORPORATION OF THE YEAR"** FOR OUR LARGE AND GROWING MINORITY BUSINESS ENTERPRISE EXPENDITURES.

the BURGER KING® system purchased more than \$228 million in goods and services from minority- and women-owned suppliers for corporate and restaurant purchases in the U.S.

BKC also participates in mentoring programs that develop minority-owned businesses. One example is BKC's participation in the Urban Partnership for Prosperity Program (UPP), an initiative created by The Beacon Council and the Miami-Dade Chamber of Commerce. BKC participated in the UPP and partnered with Foster Construction of South Florida, Inc., a small general contracting firm that sought insight into different corporate functions. After two years in the UPP program, Foster Construction of South Florida, Inc. submitted the winning bid to build a BURGER KING® restaurant in Homestead, Fla. and it successfully completed its construction in January 2009.

STRATEGIC RELATIONSHIPS

BKC further demonstrates our commitment to diversity and inclusion through our long-standing relationships with organizations on a national scale that help positively impact the diverse communities we serve, such as 100 Black Men of America, Inc., Center for Asian Americans United for Self Empowerment, Hispanic Association on Corporate Responsibility, National Council of La Raza, National Urban League and the RainbowPUSH Coalition, among many others.

COMMUNITY AFFAIRS

BKC approaches community affairs in several ways. First, we align BKC senior executives with organizations that support our inclusion and corporate initiatives including Big Brothers Big Sisters, The Beacon Council, Greater Miami Chamber of Commerce, Florida Education Foundation, the Orange Bowl Committee, Mercy Hospital, Florida Memorial University,



BIG BROTHERS BIG SISTERS

In October 2008, BKC launched an unprecedented “King-sized” school-to-work program with Big Brothers Big Sisters of Greater Miami (BBBS), which has resulted in more than 70 “big” and “little” matches in its first year. This is the largest school-to-work program that the BBBS has ever initiated.

During the three-year school-to-work program, students meet with employee mentors at BKC’s headquarters in Miami, Fla. once a month during the school year. The first year of the program is focused on teaching basic life skills. Year two focuses on career-building by providing students with work experience at a BURGER KING® restaurant. The third year of the program encourages students to plan for and continue their education.

In addition to career planning and restaurant-based work experience, students have the opportunity to participate in fun team-building events and workshops. Upon completion of the program, graduating seniors will be prepared to continue their education or to begin a career at any of the BURGER KING® restaurants in the U.S. This is a pilot program that BKC hopes to expand on a national and international scale in the near future.

Left to Right:
Little Sister
Claudia
Navarro, the
King and Big
Sister Grace
Pujala.

IN 2008, THE **HAVE IT YOUR WAY® FOUNDATION** DONATED **\$300,000** TO GIVE KIDS THE **WORLD**, AN ORLANDO-BASED ORGANIZATION THAT PROVIDES VACATIONS TO CHILDREN WITH LIFE-THREATENING DISEASES.



John Chidsey, BKC chairman and CEO, with Pamela Landwirth, president of Give Kids the World, and a deserving child.

the Cuban American National Council and the Urban League of Broward County, among others.

Second, we align and leverage BKC engagement in our hometown community of South Florida by participating in community events/partnerships that support our overall inclusion and diversity initiatives and business objectives while demonstrating good corporate citizenship.

Recent initiatives include:

- **The Miami Herald Spelling Bee:** In partnership with the HAVE IT YOUR WAY® Foundation, BKC served as the presenting sponsor of the 69th Annual Miami Herald Spelling Bee. BKC’s sponsorship made it possible for more than 350 schools in Miami-Dade, Monroe and Broward counties to participate in the South Florida competition and qualify for a chance to take part in the Scripps National Spelling Bee;
- **Orange Bowl Youth Football Alliance (OBYFA):** As the presenting sponsor of the OBYFA annual program, BKC engaged

participants and attendees at park locations throughout South Florida from August through December 2008 by hosting interactive games and competitions as well as providing BK™ Fresh Apple Fries to children and their families. BKC was also the presenting sponsor of the Youth Football Championship and the Cheerleading Championship Competition. The OBYFA supports more than 16,000 youth football players and cheerleaders in South Florida and promotes a healthy and active lifestyle by encouraging participation in youth sports programs;

- **The Education Fund:** BKC’s support of The Education Fund began in 1985, and we were among the first companies to contribute to the organization. Today, BKC is the single largest corporate team supporting the fund’s annual Teach-A-Thon. This event provides employees with the opportunity to teach an elementary, middle or high school class and is a favorite volunteer opportunity of BKC employees, including our chairman and CEO, who participates in the program annually. BKC and its employees also provide financial



support to this organization to benefit public schools and teacher assistance programs throughout Miami-Dade County;

- **Amigos for Kids:** Our HAVE IT YOUR WAY® Foundation has provided funding in support of the Amigos for Kids after-school program at Jose Marti Park in Miami. Additionally, BKC is a supporter of their annual back-to-school back-pack drive, which provides school supplies for kids from diverse communities throughout South Florida. Amigos for Kids is, a non-profit organization that supports the needs of South Florida's abused, abandoned, neglected and less fortunate children; and
- **Street Law:** BKC's entire legal department is currently participating in Street Law/ Association of Corporate Counsel Corporate Legal Diversity Pipeline program, a volunteer program that provides BKC employees with an opportunity to share their skills and knowledge of the legal field with students, both at BKC headquarters and in their classrooms. During the program, students visit our headquarters and participate in interactive workshops where they solve legal scenarios, act as lawyers, and learn about

BKC employees represent our culture by being **Bold, Accountable, Empowered, and Fun.**



the legal profession. The overall goal of the project is to educate students about the many career options available within the legal field and the skills needed to succeed.

The third way we approach community affairs is by providing and sponsoring volunteer opportunities that support diverse communities and employee development. Volunteer efforts for the company include working with Hands on Miami, Camillus House, Habitat for Humanity and The Belafonte Tacolcy Center.

Our franchisees integrate into their own communities via their very active participation in many different civic organizations and support of local charities, including The Jimmy Fund®, an organization that supports the fight against cancer in children and adults at Boston's Dana-Farber Cancer Institute; the Veterans of Foreign Wars' Unmet Needs program, which supports the critical needs of military families; the March of Dimes, dedicated to improving the health of babies by preventing birth defects, premature birth and infant mortality; Save Africa's Children, an African-American founded organization that provides direct support to children affected by HIV/AIDS, poverty and war throughout Sub-Saharan Africa; and many more.

GLOBAL OUTREACH PROGRAMS

In fiscal year 2009, our HAVE IT YOUR WAY® Foundation expanded its reach to include global fundraising and charitable giving worldwide. As a result, donations to the foundation can now be designated to any where in the world we operate.

The foundation recently donated \$25,000 to World Vision, an international humanitarian organization dedicated to tackling the causes of poverty and injustice by working with children, families and their communities. The donation was made to help fund World Vision's Mexico Children in Crisis Project, which improved the quality of life for many children in Mexico. This contribution marked the first international initiative that the foundation funded.

HAVE IT YOUR WAY® FOUNDATION



BK® employees devote their time to build a Habitat for Humanity home.

At the heart of our philanthropy program is our HAVE IT YOUR WAY® Foundation. The foundation's mission is to make a positive impact in the communities in which we work and live, in collaboration with our extended BK® family. A U.S. based 501(c)(3) not-for-profit charitable organization, the HAVE IT YOUR WAY® Foundation is governed by a board of directors consisting of our executives and franchisees.

BKC, its franchisees, employees, suppliers and guests have partnered with the foundation and are working together to leverage the power of the BURGER KING® brand to gather, raise and distribute charitable funds globally.

Our strategy is to support the local, national and global causes that are important to BURGER KING® employees, franchisees, vendors and guests around the world via three main initiatives:

BURGER KING® Scholars Program: Established in honor of BURGER KING® co-founder James W. McLamore, the scholarship program was designed to share our passion for education in the community. The program provides \$1,000 scholarship awards to assist students who excel academically and are actively involved in their communities, while also working part-time. To date, more than 12,000 scholarships have been awarded to high school seniors in the U.S., Canada and Puerto Rico totaling more than \$12 million in scholarship funding.

The BURGER KING® Scholars Program also includes BURGER KING® Employee Scholarship awards that provide \$1,000 and \$5,000 scholarships to qualified restaurant team member applicants in the U.S., Canada and Puerto Rico.

BK™ Family Fund: The BK™ Family Fund was established to offer support to members of the BURGER KING® family in times of need. The fund provides short-term emergency financial assistance, via grants ranging from \$100 to \$3,000, to BKC or franchisee employees who are victims of disasters or other emergency hardship situations. The BK® Family Fund has provided more than \$650,000 in grants to BURGER KING® system employees since 2005. In addition, we are taking steps to broaden the scope of the BK™ Family Fund and provide financial assistance to BURGER KING® system employees worldwide.

HAVE IT YOUR WAY® Foundation Grants: Our HAVE IT YOUR WAY® Foundation provides financial support to charitable organizations whose programs help make a difference in our local, national, and global communities. The foundation makes grant decisions based on the merits of each project and the organization seeking funds.

Since 2005, the foundation has provided more than \$15 million in support to worthwhile causes worldwide such as the Muscular Dystrophy Association, the Jimmy Fund®, World Vision, Big Brothers Big Sisters, Give Kids the World, and Feeding America just to name a few. Our BURGER KING® family will continue to work and expand our contributions in the future.



BKC's Return on Capital (ROC) building design has a smaller footprint than our traditional facilities, which allow for reduced materials and energy and lower heating and cooling costs.

Right now, we are examining the efficiency of the equipment we use, the energy we consume and how we dispose of waste. We are conducting audits of all of our suppliers' packaging production practices, their use of recycled materials and the types of chemicals used in their manufacturing. We are analyzing and studying sustainable building designs to learn how we can build efficient and environmentally-friendly restaurants of the future and what we can do now to improve our existing restaurants. This information is helping us make smart and informed decisions that will benefit our restaurant guests, our environment and our business.

Our teams are continually researching and developing ways to make changes that will be positive on the environment without

compromising operational standards. Our people are engaged and committed. We are researching ways to deliver consistent policies and practices across all of our operations globally.

While the primary focus of our initiatives will be in the area of reduction of energy, water consumption, waste and emissions production, we will actively seek out and implement other strategies that have a positive impact on the environment in areas such as biodiversity, chemicals and animal welfare.

We will continue to make steps to reduce our environmental imprint. It's a big job, but in the end the positive impact will be far and wide.

RESTAURANTS

One of our first steps is identifying where we currently stand with our restaurants. We have begun holding BURGER KING® Green Sessions for employees, members of our supply chain and key third-party partners who understand BKC operations best and who are passionate about making a difference. These sessions help us to identify our biggest opportunities for improvement and develop a realistic tactical plan for making positive changes going forward.

We are committed to evaluating and identifying the most effective green design elements that can be applied to newly constructed restaurants and incorporated into the infrastructure of our existing restaurants. We know that small changes can have a big impact on energy efficiency and waste reduction. We will continue to evaluate and adopt efficient designs and technology when possible that will help us reduce our environmental impact and improve shareholder value through energy and fuel savings, waste reduction, and more.

We introduced a restaurant design known as the Return on Capital (ROC) building. Many of these restaurants have a smaller footprint than our traditional facilities, which allow for reduced materials and energy and lower heating and cooling costs. In addition, many ROC buildings also feature high-efficiency air conditioners and T8 lighting; our new energy efficient flexible batch broiler; a more efficient fryer; ENERGY STAR ice machines and refrigeration; digital programmable thermostats; and low-flow faucets. Since the second quarter of fiscal 2009, there are 352 ROC buildings or restaurants that have ROC elements in the dining and/or kitchen areas around the world.

We are also evaluating other environmentally friendly ideas for our restaurants such as making catalytic converters available for our broilers to reduce emissions and improve energy efficiency; testing a reflective roof material to reduce heating, ventilation and air conditioning; testing

rainwater reclamation systems; and assessing Leadership in Energy and Environmental Design (LEED) certification for new buildings.

ENERGY

BKC has established an energy management team sponsored by the company's chief financial officer and executive vice president, global operations. The team is led by the senior vice president of development and the senior vice president of operations research and development. Together with employees from around the company, the team is researching, identifying and implementing energy reducing initiatives throughout our global system.

From the energy we use in our restaurants to serve our guests, to the resources needed to transport goods to our restaurants around the world, we recognize that it is important to implement practices and technologies that reduce the energy consumption of our day-to-day operations.

We have begun instituting energy-saving technology throughout our restaurants. Some of the initiatives we have undertaken include:

FLEXIBLE BATCH BROILER

The Duke Flexible Batch Broiler (FBB), which is able to save energy by cycling on and off, represents the next evolution in the BURGER KING® broiling system. We have effectively reduced our environmental impact with the rollout of the new FBB into our company restaurants. Its unique design eliminates the wasted energy that is expended by a broiler that is always on. As a result, gas consumption and costs have been reduced by 52 percent compared to previous broilers, while the consumption and cost of electricity has been reduced almost 90 percent. It keeps kitchen temperatures cooler, reducing operating costs and conserving the energy required to cool the food preparation area. Our franchisees have the option to purchase the Duke FBB broiler and purchasing this equipment will continue





Our Duke Flexible Batch Broilers have reduced gas consumption and cost by 52 percent and electricity by almost 90 percent.

to reduce energy consumption across the BURGER KING® system.

UNDER COUNTER REFRIGERATION

- **ENERGY STAR Refrigeration:** The majority of our under-counter refrigerators and ice machines are ENERGY STAR certified and meet the strict energy efficiency standards set by the U.S. Environmental Protection Agency and U.S. Department of Energy.
- **HCFCs:** Our under-counter refrigeration and specialty freezer suppliers have eliminated hydrochlorofluorocarbons (HCFC) from all the products they provide to BURGER KING® restaurants. We are also working with our other refrigeration suppliers to reduce the amount of HCFC in their products.

WASTE

PACKAGING

All of BKC's packaging materials are manufactured, printed and applied to our products under strict quality control specifications. All of the inks used for printing on our packaging are certified non-toxic and contain no hazardous levels of potentially toxic materials.

In an effort to reduce our overall waste, we have taken steps to ensure that each consumer receives only the necessary amount of packaging by replacing boxes with paper product wrappings whenever possible.

In addition, BKC has made a concerted effort to use the lightest weight cups and papers available. For example, our sandwich packaging weighs much less than the boxes and wraps used in other quick service restaurants.

BKC was the first company to develop a kid's cold cup with recycled content in the restaurant industry. We recently introduced new bags for our U.S. Kids Meals, made from 100 percent recycled materials and printed with information on recycling and healthier lifestyle choices. Burger King Restaurants of Canada, Inc. recently rolled out similar bags in their restaurants.

The FRYPOD® container, which is the lightest available, uses a paper that contains 50 percent recycled content.

In 2007, the U.S. BURGER KING® system transitioned to Nestlé® Pure Life® bottled water. The Nestlé® Pure Life® bottled water Eco-Shape® .5-liter bottle contains an average of 30 percent less plastic.

We will continue to work hard to implement environmentally-friendly global packaging policies whenever possible, while also meeting regional, legal and environmental policies.

RECYCLING AND WASTE MANAGEMENT

We know that recycling and waste management are two of our biggest environmental challenges. We are continually working with our suppliers to assess ways we can reduce, reuse and recycle.

BKC purchases over 32,000 tons of recycled paper packaging annually, which is more than a third of the total packaging materials purchased for the U.S. system. All of our napkins in the U.S. are made with 100 percent recycled content. We continually strive to reduce our source materials and use recycled materials whenever possible throughout our U.S. operations.

We always separate our grease and residual waste in all markets where recycling facilities and space is available.

In Germany, we follow best practices in waste management by separating waste into six different categories: paper, cardboard, transparent and clean plastic foils, plastics and other light packaging materials for recycling.

In Korea, we empower our consumers to recycle in the restaurants by having them separate paper, plastic and cups into different receptacles. The restaurants later use the recycled materials to convert them to gifts such as notepads or bags to give to their guests.

At our Restaurant Support Center (RSC) in Miami, we have a recycling program for paper, bottles, cans, Styrofoam and cardboard. We are also working toward a LEED certification for the building.



BKC'S KIDS MEALS BAGS IN THE U.S. AND CANADA ARE MADE FROM 100 PERCENT RECYCLED MATERIALS AND PRINTED WITH INFORMATION ON RECYCLING AND HEALTHIER LIFESTYLE CHOICES.



BKC PURCHASES OVER 32,000 TONS OF RECYCLED PAPER ANNUALLY. ALL OUR NAPKINS IN THE U.S. ARE MADE FROM 100% RECYCLED CONTENT.

As we look to expand our recycling programs and as recycling facilities become more accessible, we will continue to review and revise our policies in waste management practices in all of our markets.

We know that sound waste management is an essential element in maintaining the health of our cities and neighborhoods. Our restaurants take great care in preventing food materials and grease from entering the municipal sewer system.

Cooking oils are disposed of in an eco-friendly manner, and are recycled for biodiesel fuels and other industrial uses. Meat drippings and used cooking oil are often recycled and disposed of as solid waste. In Guatemala, 41 restaurants recycle their fry oil to biodiesel fuel, which provides gas for trucks and buses.

BKC recently introduced High-Yield Concentration Syrup, a collaborative effort between BKC and the Coca-Cola Company, which reduces the distribution costs and waste resulting from the sale of Coca-Cola® products. Through the system, drinks are manufactured at a higher concentration, enabling BKC to yield more finished product from fewer boxes. Less packaging units are manufactured, and shipping and fuel costs are reduced. Fewer discarded boxes also lessen our impact at landfills.

WATER CONSERVATION

BKC has established global guidelines for water quality and safety that are fully compatible with standards developed by the U.S. Environmental Protection Agency and the World Health Organization. Water conservation and efficiency is vital, and in many BURGER KING® restaurants we have installed flow-restricting faucets.

EMISSIONS

BKC has tested a catalytic converter that when installed over the broilers reduces volatile organic compounds (VOC's) and particulate matter (PM) production by more than 80 percent. It is mandated that all new broilers internationally install this device and is an option currently available in the U.S.

CHEMICALS AND CLEANING PRODUCTS

Whether used in the food preparation areas, the dining rooms, the bathrooms or the playgrounds, all cleaning products used in our restaurants are reviewed and approved based upon their safety and environmental impact before use. Moreover, high-volume products are concentrated for on-site dilution, which reduces packaging waste and allows for more efficient transportation.

ANIMAL WELFARE



We pride ourselves in offering high-quality and safe meat, poultry and egg products. Animal welfare is very important to us and we require that all of our suppliers treat animals humanely.

The global organization PETA, People for the Ethical Treatment of Animals, applauded BURGER KING® restaurants for our progress in the area of animal welfare. In 2003, BKC was awarded a "Breakthrough Award" for our BK VEGGIE® burger, and in 2008, we received PETA's "Most Improved National Food Chain" award in their fifth annual Proggy Awards, which recognizes companies for their progress.



RAINFOREST POLICY

Globally, BKC has committed to purchase beef from suppliers that source only beef that has been raised in environmentally responsible ways. As a result, none of our beef comes from recently deforested tropical rainforests.

BKC has strict policies to ensure that our rainforest guidelines are followed. All beef raw material suppliers to the BKC system are individually audited for approval. All of those suppliers are expected to follow our Rainforest Guarantee, which prevents them from selling any beef to BKC from cattle that grazed on land recently designated as a rainforest. The beef suppliers that supply finished beef products to the BKC system may only purchase beef raw materials from those plants that BKC has approved. The beef from our suppliers is required to have country of origin identification and come from sources previously approved by the U.S. Department of Agriculture and BKC.

ANIMAL WELFARE ADVISORY COUNCIL

We continue to work with independent parties to evaluate and enhance our animal welfare guidelines. In 1998, BKC created an Animal Welfare Advisory Council, composed of renowned animal science experts. The board is responsible for reviewing trends in the field of animal welfare and making recommendations

BURGER KING® RESTAURANTS RECEIVED PETA'S "MOST IMPROVED NATIONAL FOOD CHAIN" AWARD IN THEIR FIFTH ANNUAL PROGGY AWARDS, WHICH RECOGNIZES COMPANIES FOR THEIR PROGRESS.

to BKC. In addition, the group reviews empirical scientific data about the living conditions for animals along BKC's supply chain, enabling us to make informed decisions about our suppliers.

We are involved with several organizations to stay abreast of the latest animal welfare practices including the National Council of Chain Restaurants and the American Meat Science Association. By working with industry associations, our suppliers, government regulators and our Animal Welfare Advisory Council, we strive to be a leader in animal welfare initiatives throughout the world.

ANIMAL TREATMENT STANDARDS

At BKC, we have several principles that guide our animal treatment practices for our suppliers. We encourage good animal husbandry by adopting meaningful requirements to make certain that our vendors and suppliers treat animals properly. Our vendors and suppliers may use antibiotics only under the supervision of a licensed veterinarian and only in full compliance

with all applicable regulatory requirements. Our suppliers may not use antibiotics solely for growth-promotion purposes such as feed efficiency or weight gain. Producers must ensure that all unused antibiotics are disposed of properly.

SUSTAINABLE FISHERIES

We recognize the importance of sustaining healthy fish supplies for future generations. BKC and our suppliers work with government agencies to ensure that catches are well within the established limits for sustainable yield. In addition to governmental auditing, we examine our suppliers' production methods and support their initiatives to protect the marine environment.

Alaskan Pollock – one of the most bountiful, commercially viable fish species in the world – is found in the Bering Sea and is used for our BK BIG FISH® sandwich. The Bering Sea is among the healthiest fisheries on earth, and the location continues to be a promising source for commercial fishing as measures have been taken to protect and foster the health of the Bering Sea's ecosystem.

CAGE-FREE EGGS

We more than doubled our 2007 commitment to purchase two percent of the volume of our company restaurant eggs from chickens raised in a cage-free environment. In 2008, cage-free egg purchases represented 6 percent of the total eggs bought for U.S. company restaurants. We plan to continue to increase our purchase of cage-free eggs.

SOW GESTATION STALL-FREE PORK

BKC gives purchasing preference to suppliers who have eliminated gestation stalls. We met our 2007 and 2008 commitment to purchase 10 percent of our company store volume of pork from gestation stall-free facilities. We will continue to take steps to increase this percentage.



Top Row, left to right: Anne Chwat, Gladys DeClouet, Chuck Fallon, Armando Jacomino, and Russ Klein
Middle Row, left to right: Julio Ramirez, John Chidsey, and Raj Rawal
Bottom Row, left to right: Peter Robinson, Pete Smith, Peter Tan, Amy Wagner, and Ben Wells

regular assessments, we are able to identify and focus on those areas which pose the greatest risks. Not only do we require our employees to comply with our codes, we make available to

are immediately brought to the attention of the internal audit department and are handled in accordance with procedures established by the company's audit committee.

BKC'S CODE OF BUSINESS ETHICS AND CONDUCT GUIDES OUR COMMITMENT TO GOOD CORPORATE CITIZENSHIP EVERYWHERE WE OPERATE – IN 74 COUNTRIES AND U.S. TERRITORIES AROUND THE WORLD.



Our codes and company policies encompass not only our core ethical principles, but specific issues that our employees and business partners face on a day-to-day basis. Our goal is to continuously reinforce our policies and procedures to ensure compliance with the law as well as openness and accountability. The extensive network of those we interact with or depend on necessitates having distinct codes for different audiences. Our codes include corporate governance guidelines, which outline the responsibilities of the board; our code of business ethics and conduct for employees, which provides guidelines on the laws, rules and regulations that govern our business and employees; our code of business ethics and conduct for vendors; our code of conduct for directors; and a code of ethics for executive officers.

To ensure that these extensive codes and guidelines are part of our culture, we present them our own way – the BURGER KING® way.

In addition to our ongoing orientation and training programs, we also use fun and engaging techniques that help employees understand the importance of the codes and policies while making the messages memorable. For example, animated characters in videos explain the code of business ethics and conduct to restaurant employees, our senior executives partake in personalized videos about BKC's gift and conflict of interest policies and we run contests to actively engage our employees on ethics topics. While some of these training programs are delivered in a fun way, corporate governance is a matter that we take very seriously.

To help us maintain the high standards that we set for ourselves, we continually monitor our actions through our auditing and compliance initiatives. We review and audit performance in our operational and compliance areas to ensure that the established policies and procedures are being followed and are effective. By conducting

them an avenue to report any violation of our code of conduct, policies and procedures through a 24-hour toll-free reporting line that allows calls to be made anonymously. And to ensure that our codes address the ever-changing business and regulatory climate, the cross-department compliance committee and audit committee of our board of directors review our codes and policies regularly to ensure that they are up-to-date and relevant to the current business environment and any new challenges that face us as a worldwide company.

The board has approved a process for handling correspondence received by the company and addressed to the chairman of the board or to non-management members of the board. Under that process, the general counsel and secretary of the company reviews all correspondence and forwards to the board any that requires its attention. Correspondence relating to accounting, internal controls or auditing matters

CORPORATE GOVERNANCE STRUCTURE AND BOARD OF DIRECTORS COMMITTEES

The core ethical and governance principles of BKC begin at the top. The board sets the "tone at the top" by promoting an ethical culture that respects and values all employees and stakeholders and encourages compliance with all laws and company policies. Our board works to ensure that we strictly adhere to all regulations regarding corporate governance. We embrace a corporate culture that educates employees on the relevant laws in their respective communities and requires them to adhere to legal standards.

In this regard, each year the board reviews and approves the compliance program for the company. BKC hires managerial employees with integrity who continually educate our employees and reinforce our governance standards. The board also participates with senior management





Since 1954, the BURGER KING® system has been delivering great tasting food at affordable prices.

in conducting company wide risk assessments to ensure the company is adequately addressing its most significant risks.

The board includes four standing committees with distinct charters that outline the duties and responsibilities of each committee: audit, compensation, nominating and corporate governance and executive. Each of the committees is encouraged to conduct in-depth sessions with management on any issue affecting our business.

BOARD OF DIRECTORS COMMITTEES

- **Audit Committee:** Our Audit Committee assists the board in its oversight of the integrity of our financial statements; the qualifications, independence and performance of our independent auditors; the performance of our internal audit department; and our compliance with legal and regulatory requirements, including our corporate compliance program. The Audit Committee is responsible for the appointment,

compensation, retention and oversight of the work of our independent auditors.

- **Compensation Committee:** The Compensation Committee is responsible for the establishment and oversight of our compensation philosophy and executive compensation policies and programs, including setting compensation for our executive officers.
- **Nominating and Corporate Governance Committee:** The Nominating and Corporate Governance Committee identifies and recommends potential candidates qualified to become board members, reviews and evaluates current directors for re-nomination to the board and recommends directors for appointment to board committees, makes suggestions to the board of directors as to independence, and assists the board in determining the skills and qualifications of individuals for board membership. It also exercises general oversight with respect to the governance and performance of our board.

OUR A+ RATING BY THE BETTER BUSINESS BUREAU IS BASED ON OUR PERFORMANCE RELATED TO ETHICAL BUSINESS PRACTICES.

- **Executive Committee:** Our Executive Committee may exercise the full powers and rights of the board if the amounts related to such actions do not exceed \$25 million. In instances where special circumstances require expeditious action between meetings of the board of directors, the Executive Committee has the authority to take the necessary actions, subject to any prior limitation imposed by the board.

STRATEGIC PARTNERSHIPS

We've partnered with, and received recognition from, a variety of organizations that share our dedication to being a good corporate citizen and improving our communities around the world.

- **Better Business Bureau:** Since 1912, the Better Business Bureau (BBB) has been ranking companies based on their compliance with policy and ethical best practices. The BBB has awarded us with the highest measure an A+. We are very proud of this exemplary rating, which couldn't have been achieved without the continued commitment of employees and franchisees in the BURGER KING® system.
- **Children's Food & Beverage Advertising Initiative of the Council of Better Business Bureau (CBBB):** In September 2007, BKC joined the CBBB's Children's Food and Beverage Advertising Initiative in the U.S. BKC pledged to limit 100 percent of its

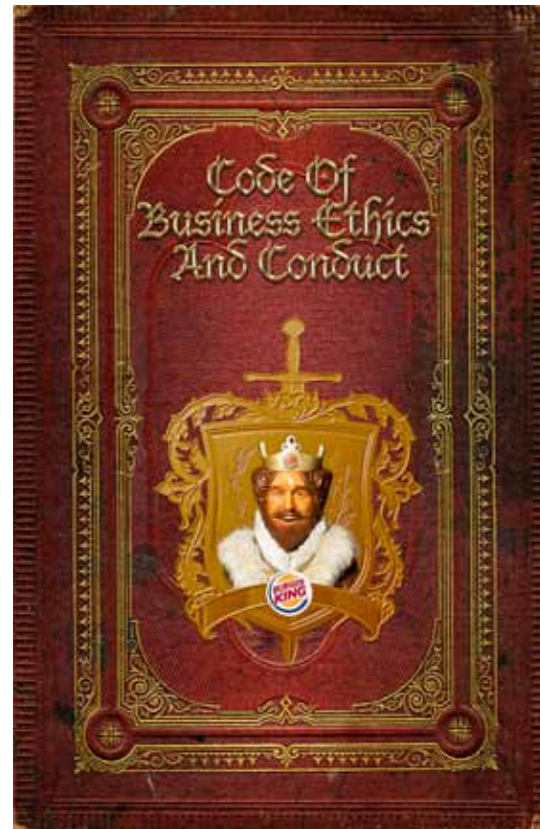
advertising to children under 12 years old to meals that meet nutritional criteria, based on federal dietary guidance. This nutrition criteria ensures that our Kids Meals provide no more than 560 calories per meal, less than 30 percent of calories from fat, less than 10 percent of calories from saturated fat, no added trans fat, and no more than 10 percent of calories from added sugars.

- **Canadian Children's Food and Beverage Advertising Initiative:** In December 2007, we proudly joined the Canadian Children's Food and Beverage Advertising Initiative. Under the Children's Advertising Initiative, we have committed to only advertise Kids Meals to children under 12 that meet specific nutritional criteria that promote responsible meal portion sizes and limit total fat, saturated fat and added trans fat and sugars.
- **Providing and Promoting Healthy Choices to Children and Adults:** As part of our commitment to the European Union's (EU) pledge of "Providing and Promoting Healthy Choices to Children and Adults," our European restaurants have pledged to only advertise products that meet stringent guidelines to children under 12. These guidelines specify criteria for a Kids Meal (consisting of an entrée, side dish and beverage) that meets all of our nutrition criteria, plus have no more than 1.67 g of salt or 660 mg of sodium, and no added artificial



coloring and flavoring. BKC has also signed a similar pledge in Romania.

- Coalition of Immokalee Workers (CIW):** In May 2008, BKC announced plans to work with the CIW to improve wages and working conditions for farmworkers who harvest tomatoes for the BURGER KING® system in Florida. BKC joined the industry-wide effort to pay a penny per pound more for Florida tomatoes to increase wages for the farmworkers. Together, BKC and the CIW have also established zero tolerance guidelines for certain unlawful labor activities and collaborated on increasing farmworker participation in the monitoring of growers' compliance with BKC's Vendor Code of Conduct.
- Other Strategic Relationships:** BKC is involved with many organizations that support the restaurant industry such as the European Modern Restaurant Association (EMRA), International Franchise Association (IFA), National Council of Chain Restaurants (NCCR), National Restaurant Association (NRA), Food Standards Agency in the United Kingdom and various U.S. state and retail and restaurant associations.



BKC's Code of Business Ethics and Conduct.

CODE OF BUSINESS ETHICS AND CONDUCT

As a condition of doing business within the BURGER KING® system, every approved vendor must comply with the Code of Business Ethics and Conduct for Vendors.

- Code of Business Ethics and Conduct for Vendors:** This code describes how we expect our suppliers, including all subcontractors, to "do what is right." According to the code, among many other key provisions, all vendors must:
 - Ensure they do not use involuntary labor of any kind or use physical acts or verbal abuse to coerce or punish employees;



A commercial to introduce BK™ Fresh Apple Fries to the U.S. market. In the U.S. and Canada, BKC has pledged that 100 percent of our advertising directed to children under 12 will be for Kids' Meals that meet certain nutrition criteria.

- Ensure their workers are paid at least minimum legal wage, or the local industry standard, whichever is greater;
 - Carry out operations in ways that limit overtime to a level that ensures humane and productive working conditions;
 - Treat all workers with respect and dignity and provide them with a safe and healthy working environment; and
 - Comply with all applicable laws regarding working conditions, including worker health and safety, sanitation, fire safety, risk protection, and electrical, mechanical and structural safety.
- Environmental Guidelines:** The BKC Code of Business Ethics and Conduct also establishes procedural expectations that include a commitment on the part of our vendors to act as good stewards of the environment.
 - Outreach to Minority- and Women-Owned Vendors and Suppliers:** BKC, with its purchasing agent, Restaurant Services, Inc., devotes considerable resources to increasing the number of products and services obtained from approved minority- and women-owned suppliers. We have a fully integrated supplier diversity process that requires, when possible, all requests for proposals to include minority- or women-owned suppliers.
 - Food Safety:** Food safety at our restaurants is non-negotiable. BKC's comprehensive food safety program uses multiple and overlapping controls to oversee our suppliers and ensure compliance on all levels. Our quality assurance focus is a proactive system that prevents out-of-specification foods from ever reaching our restaurants. Our use of supplier product sampling audits and distribution center audits provides tight control over the quality of food that our restaurant guests consume. As part of our brand promise, we ensure that our guests throughout the world enjoy safe, great-tasting food each time they walk into a BURGER KING® restaurant.
 - Annual Mailing:** Vendors and suppliers receive an annual mailing reminding them of their obligations under the Vendor Code of Conduct and our guidelines on exchanging gifts and other conflict of interest policies when doing business with BKC.



NEXT STEPS

With thousands of restaurants and millions of guests around the world, we realize that by instituting small changes we can make a big impact. We recognize that we will be better able to realize our goals and objectives if we continue to do the right thing as a responsible corporate citizen in today's global marketplace. By instituting best practices, and educating and working with our employees and our business partners, we will continue to take steps to make meaningful contributions to our communities around the globe in the areas of food, people, environment and corporate governance. This is our promise to our stakeholders: shareholders, employees, guests, franchisees, vendors and suppliers and the planet.

- ◆ Work with top BKC leadership in various BURGER KING® geographies to develop regionally specific health statements that address the needs of the area.
- ◆ Incorporate more Sodium Task Force food initiatives in the U.S., as well as globally.
- ◆ Continue to work with our Nutrition Advisory Panel to create innovative and healthy options for consumers.
- ◆ Establish nutritional panels in other countries modeled after our U.S. Nutrition Advisory Panel.
- ◆ Continue to increase our diverse franchisee and supplier base.
- ◆ Expand domestic partner benefits and launch adoption assistance benefits.
- ◆ Expand employee volunteerism programs.
- ◆ Expand the BK™ Family Fund globally.
- ◆ Expand the local community affairs programs to partner with national philanthropic organizations.
- ◆ Design an environmentally-friendly restaurant that maximizes energy efficiency.
- ◆ Educate our franchisees on environmental standards and encourage them to develop environmentally-friendly programs.
- ◆ Continue to incorporate recycled content in our paper purchases.
- ◆ Implement environmentally-friendly packaging policies wherever possible.
- ◆ Work to LEED certify the Restaurant Support Center headquarters in Miami, Fla.
- ◆ Create an internal program that encourages all employees to make a concerted effort to reduce waste and save energy whenever possible.
- ◆ Create and maintain a supplier database capturing their sustainable programs so we can better understand our system's green initiatives and share best practices.
- ◆ Identify and search for chicken suppliers that have controlled atmosphere killing (CAK) capabilities.
- ◆ Increase the purchase of cage-free eggs and pork from gestation stall-free facilities.
- ◆ Move closer to Global Reporting Initiatives (GRI) standards.
- ◆ Work toward alignment with the Dow Jones Sustainability Index.

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BKC

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