

Restaurant Brands International Limited Partnership

Form 3/A

December 07, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *

Person *

Restaurant Brands

International Limited Partnership

(Last)

(First)

(Middle)

130 KING STREET WEST,
SUITE 300, P.O. BOX 339

(Street)

TORONTO

ONTARIO, M5X 1E1

(City)

(State)

(Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

11/30/2018

3. Issuer Name and Ticker or Trading Symbol

CARROLS RESTAURANT GROUP, INC. [TAST]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director☐ Officer

(give title below)

☒ 10% Owner☐ Other

(specify below)

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

12/04/2018

6. Individual or Joint/Group

Filing(Check Applicable Line)

☐ Form filed by One Reporting Person☒ Form filed by More than One Reporting Person**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security

(Instr. 4)

2. Amount of Securities

Beneficially Owned

(Instr. 4)

3. Ownership

Form:

Direct (D)

or Indirect

(I)

(Instr. 5)

4. Nature of Indirect Beneficial

Ownership

(Instr. 5)

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

SEC 1473 (7-02)

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

1. Title of Derivative Security

(Instr. 4)

2. Date Exercisable and

Expiration Date

(Month/Day/Year)

Date

Exercisable

Expiration

Date

3. Title and Amount of

Securities Underlying

Derivative Security

(Instr. 4)

Title

Amount or

Number of

4.

Conversion

or Exercise

Price of

Derivative

Security

5.

Ownership

Form of

Derivative

Security:

Direct (D)

6. Nature of Indirect

Beneficial Ownership

(Instr. 5)

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				Shares		or Indirect (I) (Instr. 5)	
Convertible Preferred Stock <u>(1)</u>	Â <u>(1)</u>	Â <u>(1)</u>	Common Stock	9,414,580 <u>(1)</u>	\$ <u>(1)</u>	I	See Footnote <u>(2)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Restaurant Brands International Limited Partnership 130 KING STREET WEST, SUITE 300 P.O. BOX 339 TORONTO ONTARIO, Â Z4Â M5X 1E1	Â X	Â X	Â	Â
Restaurant Brands International Inc. 130 KING STREET WEST, SUITE 300 P.O. BOX 339 TORONTO ONTARIO, Â Z4Â M5X 1E1	Â X	Â X	Â	Â

Signatures

/s/ Jon Domanko, Authorized
Officer 12/07/2018

Signature of Reporting Person Date

/s/ Jon Domanko, Authorized
Officer 12/07/2018

Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

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

(1) This amended Form 3 is being filed to correct the previously reported number of shares of Common Stock, par value \$0.01 per share of the Issuer, beneficially owned by the Reporting Persons. Represents 100 shares of Convertible Preferred Stock, each convertible into 94,145.80 shares of Common Stock, par value \$0.01 per share of the Issuer. The shares of Convertible Preferred Stock are convertible at any time at the option of the holder and do not have an expiration date.

(2) This amended Form 3 is being filed jointly by Restaurant Brands International Limited Partnership ("Partnership") and Restaurant Brands International Inc. ("RBI"). The reported securities are owned directly by indirect subsidiaries of Partnership. RBI is the sole general partner of Partnership. Jose E. Cil and Matthew Dunnigan, executive officers of RBI, serve as directors on the Issuer's board of directors.

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

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