

## ADDITIONAL COMPLIANCE INFORMATION

### 1 NON-AUDIT FEES

The amount of non-audit fees paid and payable to the external auditors and their affiliated company by the Group for the financial year ended 31 December 2009 is as follows :

RM'000

KPMG	12
<b>Total</b>	<b>12</b>

### 2 MATERIAL CONTRACTS

Other than those disclosed in the financial statements on pages 154 to 155 and the following, there was no material contract including contracts relating to any loans entered into by the Group and its subsidiaries involving Directors and major shareholders' interest :

- i On 18 November 2009, the Company had entered into a subscription agreement with Intrapreneur Development Sdn Bhd (formerly known as JCorp Property Management Sdn Bhd) ("Fund") for the proposed subscription of 100,000 redeemable preference shares of RM0.01 each in the Fund at an issue price of RM100 each.

### 3 DISCLOSURE OF THE RESTRICTIVE COVENANT CLAUSE IN THE INTERNATIONAL FRANCHISE AGREEMENTS ("IFA") GOVERNING THE PIZZA HUT AND KFC FRANCHISES

The Group operates Pizza Hut restaurants in Malaysia and Singapore and Multibrand restaurant in Singapore under the International Franchise Agreements and Development Agreements entered into with Yum! Restaurants Asia Pte Ltd ("the Franchisor").

The Group also operates KFC Restaurants in Cambodia under the International Franchise Agreement and Development Agreement entered into with the franchisor.

KFCH group operates KFC restaurants in Malaysia, Singapore and Brunei under the International Franchise Agreements entered into with the Franchisor. The right to develop KFC restaurants in Malaysia, Singapore and Brunei is granted to KFCH by the Franchisor under the Development Agreements entered into with the Franchisor.

Any occurrence of events of default under the International Franchise Agreements may lead to the termination of the KFC and Pizza Hut franchise by the Franchisor. The International Franchise Agreements and/or Development Agreements are also subject to renewal.

The International Franchise Agreements also contain a covenant which requires the consent of the Franchisor for any direct or indirect acquisition by any third party competitor of QSR and/or KFCH or any third party holding twenty percent (20%) or more of QSR and/or KFCH, failing which the Franchisor may terminate the International Franchise Agreements and/or adopt any of the remedies specified in the International Franchise Agreements. As our Company and KFCH are listed on Bursa Securities and the respective shares are freely traded, any person, whether individually or together with persons acting in concert, could possibly acquire more than twenty percent (20%) of the voting shares of our Company or KFCH without obtaining the consent of the Franchisor. As such, if the Franchisor does not consent to any such acquisition, the Franchisor may terminate the International Franchise Agreements or choose not to renew the International Franchise Agreements upon the expiry.

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#### 4 RECURRENT RELATED PARTY TRANSACTIONS OF REVENUE NATURE (“RRPT”)

The aggregate value of the RRPT conducted pursuant to the shareholders’ mandate during the financial year under review between the Company and/or its subsidiary companies with related parties are set out below :

QSR OR SUBSIDIARY OF QSR INVOLVED IN THE RECURRENT RPT	NAME OF RELATED PARTIES	NATURE OF TRANSACTION	NATURE OF RELATIONSHIP WITH QSR GROUP	RELATIONSHIP OF QSR GROUP WITH RELATED PARTIES	AGGREGATE VALUE OF TRANSACTION RM'000
Pizza Hut Restaurants Sdn Bhd (“PHR”)	KFC (Peninsular Malaysia) Sdn Bhd (“KFCPM”)	PHR purchase of vegetable, salads and coleslaw from KFCPM	KFCPM is a wholly owned subsidiary of KFC Restaurants Holdings Sdn Bhd (“KFCR”). KFCR is a wholly owned subsidiary of KFC Holdings (Malaysia) Bhd (“KFCH”). QSR is the holding company of KFCH.	<b>Interested Directors</b> Tan Sri Dato’ Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa’diah binti Sheikh Bakir.  <b>Interested Major Shareholders</b> Kulim (Malaysia) Bhd (“Kulim”) Johor Corporation (“JCorp”)	1,341
- PHR - Kampuchea Food Corporation Co Limited (“Kampuchea”)	KFC Manufacturing Sdn Bhd (“KFCM”)	PHR and Kampuchea purchase of packaging materials and bakery products from KFCM	KFCM is a wholly owned subsidiary of KFCH.	<b>Interested Directors</b> Tan Sri Dato’ Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa’diah binti Sheikh Bakir.  <b>Interested Major Shareholders</b> Kulim JCorp	55,158

QSR OR SUBSIDIARY OF QSR INVOLVED IN THE RECURRENT RPT	NAME OF RELATED PARTIES	NATURE OF TRANSACTION	NATURE OF RELATIONSHIP WITH QSR GROUP	RELATIONSHIP OF QSR GROUP WITH RELATED PARTIES	AGGREGATE VALUE OF TRANSACTION RM'000
Pizza Hut Singapore Pte Ltd ("PH Singapore")	Region Food Industries Sdn Bhd ("RFISB")	PH Singapore purchase of chilli and tomato sauces from RFISB	RFISB is a wholly owned subsidiary of KFCH.	<p><b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa'diah binti Sheikh Bakir.</p> <p><b>Interested Major Shareholders</b> Kulim JCorp</p>	483
PHR	<ul style="list-style-type: none"> <li>- SPM Restaurants Sdn Bhd ("SPM")</li> <li>- Kentucky Fried Chicken (Malaysia) Sdn Bhd ("KFC(M)")</li> <li>- KFCCPM (5,617 sq ft)</li> </ul>	<p>PHR monthly rental payment to SPM, KFC(M) and KFCCPM for the following properties :</p> <ul style="list-style-type: none"> <li>1 KFCCPM – Lot PT 15144 Jalan Kepong Batu 6 ½ 52100 Kuala Lumpur (5,617 sq ft)</li> <li>2 KFCCPM – Lot PT 6878 Jalan 8/27A Wangsa Maju 53300 Kuala Lumpur (5,793 sq ft)</li> <li>3 SPM – 9 Jalan Taiping 41400 Klang (3,300 sq ft)</li> <li>4 KFC(M) – Lot 14083 Jalan Kuchai Lama 58200 Kuala Lumpur (4,467 sq ft)</li> </ul> <p>Tenancy Agreements for the above properties are for a period of 3 years.</p>	<ul style="list-style-type: none"> <li>- SPM is a wholly owned subsidiary of KFCCPM which in turn is a wholly owned subsidiary of KFCH.</li> <li>- KFC(M) is a wholly owned subsidiary of KFCH which in turn is a wholly owned subsidiary of KFCH.</li> <li>- KFCCPM is a wholly owned subsidiary of KFCH.</li> </ul>	<p><b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa'diah binti Sheikh Bakir.</p> <p><b>Interested Major Shareholders</b> Kulim JCorp</p>	745

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QSR OR SUBSIDIARY OF QSR INVOLVED IN THE RECURRENT RPT	NAME OF RELATED PARTIES	NATURE OF TRANSACTION	NATURE OF RELATIONSHIP WITH QSR GROUP	RELATIONSHIP OF QSR GROUP WITH RELATED PARTIES	AGGREGATE VALUE OF TRANSACTION RM'000
QSR Brands Bhd ("QSR")	Pro Corporate Management Services Sdn Bhd ("Pro Corporate")	QSR's payment to Pro Corporate for the Event Management and share registrar services provided by Pro Corporate	Pro Corporate is a wholly owned subsidiary of Kumpulan Penambang (Johor) Sdn Bhd which in turn is a wholly owned subsidiary of JCorp. JCorp is the holding corporation of QSR via its direct and indirect shareholdings (through Kulim).	<b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad and Jamaludin bin Md Ali.  <b>Interested Major Shareholders</b> JCorp	76
PHR	Teraju Fokus Sdn Bhd ("Teraju Fokus")	PHR's payment to Teraju Fokus for the provision of security services	JCorp owns 30% equity interest in Teraju Fokus.	<b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad and Jamaludin bin Md Ali  <b>Interested Major Shareholders</b> JCorp	46
PHR	Damansara Assets Sdn Bhd ("Damansara Assets")	PHR's payment of monthly rental to Damansara Assets for the following properties : i Lot B11, B12 & B13 Level 1 Block B Jalan Damanlela Pusat Bandar Damansara Damansara Heights 50490 Kuala Lumpur ii Lot L1-04, Aras Trus Plaza Kotaraya, Jalan Trus 80000 Johor Bahru, Johor  Tenancy Agreements for the above properties are for a period of 3 years.	Damansara Assets is a wholly owned subsidiary of JCorp.	<b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad and Jamaludin bin Md Ali.  <b>Interested Major Shareholders</b> JCorp	299

QSR OR SUBSIDIARY OF QSR INVOLVED IN THE RECURRENT RPT	NAME OF RELATED PARTIES	NATURE OF TRANSACTION	NATURE OF RELATIONSHIP WITH QSR GROUP	RELATIONSHIP OF QSR GROUP WITH RELATED PARTIES	AGGREGATE VALUE OF TRANSACTION RM'000
PHR	Skellerup Industries (M) Sdn Bhd ("Skellerup")	PHR purchase of balloons from Skellerup	Skellerup is a wholly owned subsidiary of Kulim which in turn is a subsidiary of JCorp.	Interested Directors Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa'diah binti Sheikh Bakir.  Interested Major Shareholders Kulim JCorp	6
PHR Kampuchea	KFC Marketing Sdn Bhd ("KFC Marketing") Ayamas Food Corporation Sdn Bhd ("Ayamas")	PHR and Kampuchea purchase of poultry products from KFC Marketing and Ayamas	- KFC Marketing is a wholly owned subsidiary of Ayamas which in turn is a wholly owned subsidiary of KFCH - Ayamas is a wholly owned subsidiary of KFCH.	Interested Directors Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa'diah binti Sheikh Bakir  Interested Major Shareholders Kulim JCorp	24,498
PHR	Rajaudang Trading Sdn Bhd ("Rajaudang")	PHR purchase of rice from Rajaudang	Rajaudang is a subsidiary of Rajaudang Aquaculture Sdn Bhd which in turn is a subsidiary of Johor Ventures Sdn Bhd. Johor Ventures Sdn Bhd is a wholly owned subsidiary of Johor Capital Holdings Sdn Bhd which in turn is a wholly owned subsidiary of JCorp.	Interested Directors Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad and Jamaludin bin Md Ali.  Interested Major Shareholders JCorp	59

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QSR OR SUBSIDIARY OF QSR INVOLVED IN THE RECURRENT RPT	NAME OF RELATED PARTIES	NATURE OF TRANSACTION	NATURE OF RELATIONSHIP WITH QSR GROUP	RELATIONSHIP OF QSR GROUP WITH RELATED PARTIES	AGGREGATE VALUE OF TRANSACTION RM'000
PHR	Pro Office Solution Sdn Bhd ("Pro Office")	PHR's payment to Pro Office for the provision of courier services	Pro Office is a subsidiary of Sindora Berhad which in turn is a subsidiary of Kulim. Kulim is a subsidiary of JCorp whilst Pro Office is an associate company of JCorp.	<p><b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa'diah binti Sheikh Bakir.</p> <p><b>Interested Major Shareholders</b> Kulim JCorp</p>	155
PHR	SPM	<p>PHR monthly rental payment to SPM for the following : 1 &amp; 1.1 Jalan Niaga Pusat Perniagaan Jalan Mawai 81900 Kota Tinggi (2,273 sq ft)</p> <p>Tenancy Agreement for the above properties is for a period of 3 years.</p>	SPM is a wholly owned subsidiary of KFCCPM which in turn is a wholly owned subsidiary of KFCC. KFCC is a wholly owned subsidiary of KFCH.	<p><b>Interested Directors</b> Tan Sri Dato' Muhammad Ali bin Hashim, Ahamad bin Mohamad, Jamaludin bin Md Ali, Sheik Sharufuddin bin Sheik Mohd, Kua Hwee Sim and Datin Paduka Siti Sa'diah binti Sheikh Bakir.</p> <p><b>Interested Major Shareholders</b> Kulim JCorp</p>	66
<b>Total</b>					<b>82,932</b>

## 5 SHARE BUY-BACK

During the financial year ended 31 December 2009, the Company bought back a total of 5,630,900 of its own shares for a total consideration of RM15,859,934.69. These shares are presently held as treasury shares. None of the shares purchased has been resold or cancelled during the financial year.

Details of the shares purchased during the year are as follows :

DATE OF PURCHASE	NO. OF SHARES PURCHASED	LOWEST PURCHASE PRICE	HIGHEST PURCHASE PRICE	AVERAGE PURCHASE PRICE	PURCHASE CONSIDERATION
25 March 2009	115,000	2.60	2.70	2.67	308,194.04
26 March 2009	23,000	2.69	2.72	2.70	62,644.50
30 March 2009	32,000	2.72	2.75	2.73	87,995.15
07 April 2009	12,400	2.68	2.68	2.68	33,475.36
08 April 2009	51,000	2.73	2.75	2.74	140,341.15
11 May 2009	619,200	2.70	2.75	2.73	1,696,877.74
14 May 2009	226,300	2.71	2.75	2.74	622,240.09
25 May 2009	130,000	2.75	2.75	2.75	358,879.75
01 June 2009	667,000	2.84	2.92	2.89	1,936,265.70
02 June 2009	410,600	2.88	2.95	2.93	1,207,228.09
04 June 2009	283,200	2.80	2.86	2.83	804,016.68
05 June 2009	139,200	2.76	2.81	2.78	389,346.85
21 July 2009	456,000	2.77	2.84	2.80	1,279,063.17
22 July 2009	60,200	2.74	2.78	2.77	167,567.93
11 August 2009	588,300	2.75	2.79	2.78	1,641,071.07
12 August 2009	70,700	2.73	2.76	2.74	194,558.37
13 August 2009	86,000	2.78	2.78	2.78	240,068.97
18 August 2009	325,000	2.73	2.80	2.77	905,018.59
21 August 2009	562,600	2.73	2.81	2.78	1,571,195.55
24 August 2009	510,000	2.77	2.81	2.80	1,431,121.52
11 September 2009	206,000	2.94	2.97	2.96	611,517.52
14 September 2009	57,200	2.97	2.99	2.98	171,246.90
<b>Total</b>	<b>5,630,900</b>				<b>15,859,934.69</b>