



Our marketing in fiscal 2007 was distinguished by best-in-class marketing alliances with the NFL, NASCAR, Microsoft XBOX®, and movie promotional tie-ins with SpongeBob SquarePants™ and Spider-Man™ 3. We also continued to differentiate ourselves with edgy and memorable advertising campaigns. On the product side, we introduced the first national fast food hamburger restaurant (FFHR) breakfast value menu in the U.S., and our strategic mix of premium and value menu offerings drove profitable sales. Operations excellence also continued as a global priority. We successfully rolled out standardized operations platforms across the system and we significantly improved our operations metrics in the U.S.

Momentum across all of our business drivers – development, marketing, products and operations – enabled us to meet or exceed our annual financial targets for fiscal 2007, making for a record year across all key measures.





11,283 RESTAURANTS IN 69 COUNTRIES AND U.S. TERRITORIES



FISCAL 2007 MILESTONES

14

CONSECUTIVE QUARTERS OF SYSTEM-WIDE POSITIVE COMPARABLE SALES

That's 3½ years of positive quarterly comparable (comp) sales growth at company-owned and franchise restaurants system-wide. More than just an indicator of sales trends, this growth demonstrates that our guests are drawn to our advertising, marketing and operational initiatives.

441

NEW RESTAURANTS OPENED

We opened 26 percent more restaurants in fiscal 2007 than the previous year, including restaurants in four new countries: Egypt, Indonesia, Poland and Japan. The WHOPPER® sandwich is now served in 69 countries and U.S. territories.

\$1.2 MILLION

WORLDWIDE AVERAGE RESTAURANT SALES IN FISCAL 2007

Average restaurant sales (ARS) have climbed 23 percent since June 2003. In the United States, we're aiming for an ARS of \$1.5 million in the next few years.

\$2.2 BILLION

RECORD FISCAL 2007 REVENUES

That's an increase of 9 percent from fiscal 2006. Revenues rose in every region in every revenue category.

\$13.2 BILLION

IN SYSTEM SALES

Company and franchise restaurant sales around the world reached a landmark system-wide sales figure.





united states and canada. We also delivered an increase in comp sales of 3.6 percent, propelled by the right mix of premium and value products, promotions and partnerships. The BK™ Value Menu and the introduction of new products, such as the BK™ Stacker sandwich, contributed to our robust results, and our breakfast and late-night dayparts are growing at a faster pace than overall sales. As we move into fiscal 2008, we plan to drive additional returns with an emphasis on remodeling or rebuilding existing locations. Consumers on the go told us they want hot, fresh and tasty food served quickly in a fun atmosphere at a reasonable cost, and we followed through with operational excellence and our commitment to consumer choice.









FIRST RESTAURANT OPENED IN EASTERN EUROPE

FIRST RESTAURANT

OPENED IN AFRICA

EUROPE, THE MIDDLE EAST AND AFRICA In a land where royalty rules, our very own King continues to grow in popularity. A focus on premium-quality products and product innovation sparked sales across the region. New menu offerings ranged from an Aberdeen Angus Burger in the United Kingdom to BK™ Chicken Fries in the Mediterranean. Our marketing to young adults through edgy advertising campaigns in the U.K., Germany, Spain and elsewhere helped draw guests to our restaurants – and create new SuperFans – the BURGER KING® brand's target consumer. Both sales and restaurant locations increased significantly this past year. And thanks to the region's massive size, growth potential remains exceptionally strong. Last year we expanded our kingdom into two more countries – Poland and Egypt – and we now have a presence in 29 countries throughout Europe, the Middle East and Africa.





EUROPE, THE MIDDLE EAST AND AFRICA



Germany boasts an ARS of \$1.7 million, one of the highest in the system, and the best operations excellence scores.

On average, we opened a new restaurant in Turkey every week in fiscal 2007, letting guests enjoy flame-broiled products in 172 locations.

The northernmost BURGER KING® restaurant is in Trosmo, Norway.







COMPANY RESTAURANT MARGINS IN MEXICO ARE THE HIGHEST IN THE BURGER KING® SYSTEM

LATIN AMERICA The BURGER KING® brand is now the largest fast-food chain in Central America and the Caribbean, and we expect to soon become the No. 1 burger chain in Mexico. We added 95 restaurants on a net basis to the region last year for a total of 903 restaurants – up 12 percent from fiscal 2006, and we expect to reach the 1,000 restaurant milestone in fiscal 2008. In Latin America, the BURGER KING® brand translates into "SuperFamily" fun. Menu items continue to reflect local preferences, especially at breakfast, with burritos popular in Mexico; rice, beans and sweet sour cream in a flour tortilla shell in Costa Rica; and a local breakfast platter throughout Central America. All-day fun can be found in Puerto Rican Chocoblast desserts, while Argentinean guests prefer the tender flank steak churrasco. Everyone wants it their way, and thanks to BURGER KING® restaurants, they can have it.









THE COMPANY ENTERED INDONESIA AND JAPAN, COUNTRIES WITH A TOTAL POPULATION OF MORE THAN 360 MILLION

ASIA PACIFIC The BURGER KING® brand sizzled in the Asia Pacific region as the brand returned to Japan, entered Indonesia and continued expansion in China. We recognize the region's vast potential, and we believe we have the right people in place to take advantage of the opportunity. The "back to basics" drive which began in 2006 continues with an emphasis on employee training, an attractive restaurant environment, hot-and-fresh menu items, and service quality. Guests converged on our Asian restaurants to savor our flame-broiled traditions with a local twist. In South Korea, they delighted in our steakhouse burger with four flavor options; in China, they loved the spicy WHOPPER® sandwich; and in New Zealand, they flocked to the BK™ Crown Jewels-line of burgers and chicken.









XBOX®

Game On! BURGER KING® brand icons, like the King and Subservient Chicken, made their debut with the XBOX® gaming collection, one of the most popular video game platforms in the world.



NASCAR

We reentered the sport with SuperFan favorite Bill Elliott, a proven winner who shares our desire to give fans the experience they're looking for at every turn.



THE SIMPSONS™

D'oh! Using new technology, simpsonizeme.com let consumers turn digital photos into animated, yellow versions of themselves.



MARKETING INNOVATION

BURGER KING® has found its rhythm as a global brand.

We are winning with one business vision: growth through differentiation.

The BURGER KING® brand bristles with social currency

and is a part of our guests' lifestyles.

There's one thing we know for sure: If you're not something to somebody, you'll be nothing to everybody. That's why we're focused on creating a brand experience that extends beyond our products. We're communicating globally – through merchandising, imagery and a consistent look and feel – to clarify the brand's point of view.

In the U.S., we're experiencing the best traffic performance in over 10 years. Worldwide, over 11 million guests visit a BURGER KING® restaurant each day. Many of them are SuperFans, an audience with an unapologetic love of fast food. They are defined by the way they seek convenience, their desire for value and the frequency with which they visit quick-service restaurants – about three times more than the typical consumer. We are putting our marketing analytics to work, clearly defining the needs of our SuperFans in the U.S., and identifying our SuperFans around the globe.

MENU OFFERINGS

Our HAVE IT YOUR WAY® brand promise means that our restaurants are proud to offer

choice; on a worldwide scale, that means combining 11 globally required items with dozens of local favorites. In Turkey, guests are offered Koftegen, a square-shaped beef patty seasoned with spices including cumin. Korean guests enjoy shrimp burgers. We're also discovering global opportunities in snacks, side items, coffees and ice creams, as in Latin America, where hot days call for a refreshing Cono King dessert.

In the U.S., we've further optimized our menu and developed our product pipeline. We introduced the popular BK™ Stacker burger line, and also unveiled great new flavors, such as cheesy bacon, across our Angus and TENDERCRISP® platforms. We began offering items available at both breakfast and lunch, like CHEESY TOTS™.

Profitable add-ons included Mocha BK JOE°, our entry into iced coffee, which is designed not for the coffee connoisseur, but for the discriminating SuperFan who wants a sweeter, more mainstream taste.







THE KING

The King has re-mystified the brand. A pop-culture icon whose creepiness makes him cool, he's got people talking everywhere from YouTube to late-night TV.



NFI.

The King attended one of the most important events of the season — the 2007 NFL Draft at Radio City Music Hall in New York City — and held court with five lucky fans who won an onsite raffle.



SPIDER-MAN™ 3

Guests swung into action with our Spider-Man™ 3 scratch-and-win game where they could choose either the red or black Spidey to reveal their prize.

We upped the ante on portability with the FRYPOD™ french fry packaging that fits in a car's cup holder, and the BK PIPE™ straw, which makes it easier to drink our creamy BK™ Sundae Shakes. We also continued to focus on our portable innovation that makes the eating experience fun: BK™ Chicken Fries with sauce served inside the packaging.

Innovation opportunities continue in fiscal 2008 with the Flexible Batch Broiler, now rolled out to all U.S. and Canada company restaurants. The broiler is a revolutionary cooking platform that can cook thicker, juicier meats.

MARKETING PROMOTIONS

We're all about serving up what our guests want, so we choose marketing partners who hold special appeal for our SuperFans, like Microsoft, which introduced three XBOX® games featuring racing, action and adventure with the King; the NFL, where Super Bowl XLI attendees got their game on in video game tournaments against NFL players at the BK® Gamers Lounge; and a NASCAR sponsorship that took advantage of one of the most popular sports in the United States.

Spidey senses were tingling with our "Which Spidey Suits You" game, a global Spider-Man™ 3 promotion that resulted in a million-dollar payout to one loyal guest. And we ended the year in the yellow, literally: As part

of a promotion for The Simpsons[™] Movie, we created simpsonizeme.com, an interactive Web site that converts digital photos of consumers into Simpsonized versions of themselves. In just one month, 25 million photos were uploaded, with over half a billion hits to date.

Of course, the enigmatic, eccentric and, some say, slightly creepy King is still the core of our brand. Since introducing the now-iconic King in a series of unforgettable TV commercials in 2004, ARS have reached an all-time high. Today's consumer demands engagement and active participation. The HOME OF THE WHOPPER® has become a thought leader, introducing a constellation of firsts in the consumer product business: digital media, interactive Web sites and an irresistible spirit of innovation.

Our edgy approach to advertising and marketing speaks directly to our SuperFans. In fact, our provocative style has done more than turn heads; it's helped transform our brand into an international icon.



OPERATIONAL EXCELLENCE

As a global brand, BURGER KING® restaurants must consistently deliver excellence at every location around the globe. Operational consistency means quality execution from restaurant to restaurant, visit to visit, and guest to guest.

.

Progressive Improvement
(PI) is the driving philosophy
behind BKC Operations,
helping us work smarter with
better results. PI transforms
growth potential into real
performance, with restaurant
teams, managers and operators
all committed to success.

Across the globe, consumers want to have it their way. In North America, the drive-thru exemplifies guests' demand for speed and convenience. In Europe, guests take their time to enjoy our quality, great-tasting products in attractive restaurants. In Latin America, patrons view BURGER KING® restaurants as the destination for family fun: birthday parties, social gatherings and large outings fill up oversized dining rooms and huge indoor playgrounds. And in Asia, menu items reflect the distinct culture of the region.

Still, a franchised business only succeeds when the guest experience is consistent at every location. At BKC Operations, we think locally, but act globally. We're taking advantage of field teams who understand the local perspective, while ramping up our worldwide transition toward standardized operational platforms. By 2010 we expect to have the same equipment, processes and approach to guest interaction in every restaurant. Operation manuals may be

translated into 27 different languages, but guests will have no difficulty interpreting the results: attractive restaurants, friendly service and great food.

In the United States, GUEST TRAC⁵⁶⁴ allows each BURGER KING® restaurant to measure the guest experience. We've received almost nine million guest responses since the program's inception – and we're listening. Our commitment to operational excellence and guest opinions is paying off with guest satisfaction scores at an all-time high. And we believe these improvements lead to increased guest count and sales. Guests who rate their experience as excellent are six times more likely to recommend BURGER KING® to others.

OPERATIONS PLATFORMS

Our operations excellence is built upon five platforms that help our teams establish Guest Excellence in BURGER KING* restaurants worldwide.

OPERATIONAL TECHNOLOGY

KITCHEN MINDER

Kitchen Minder is an automated product management system designed to improve food quality and consistency.



LABOR SCHEDULING SYSTEM (LSS)

LSS is a proprietary BK® labor scheduling system that gives restaurant general managers the data they need to produce the best schedule for any given day.



FLEXIBLE BATCH BROILER

The Flexible Batch Broiler maximizes cooking flexibility and facilitates a broader menu selection while reducing operational costs associated with flame-broiled cooking.





Flame-broiled cooking is a hallmark of our brand.

Teach & Coach lays the foundation for system excellence by ensuring not only that well-trained and motivated employees deliver a better guest experience, but that these capable employees also stay and develop. The Teach & Coach platform will become a priority in fiscal 2008 and will include a cultural component making it relevant everywhere our brand is in the world.

During fiscal 2007, **Clean & Safe** was launched around the globe, with over 90 percent of the BK* system now committed to compliance with the rigors of this platform. The rollout of this platform has delivered valuable hands-on training in standard cleaning procedures, and effective safety processes designed to drive operational consistency.

The success of the BURGER KING® brand depends upon consistently achieving the standards of the **Hot & Fresh** platform. New HAVE IT YOUR WAY® technology rolled out in fiscal 2007 is helping all of our restaurants reach new levels of excellence. For example,

the Kitchen Minder, an automated product management system that improves food quality and consistency, has been installed in all U.S. and Canada company restaurants. The worldwide rollout to our franchisees is currently underway. The Flexible Batch Broiler maximizes cooking flexibility and creates the potential for a broader menu selection. These inventions speak not only to our drive for excellence, but also to our commitment to innovate.

BURGER KING® Operators and restaurant teams are combining speed with service.
Guests are recognizing the success of the **Friendly & Fast** platform with all-time-high GUEST TRACSM scores – not only for speed, but also for order accuracy and service delivered with a smile.

Cost & Controls has earned its place as an equal alongside the other more mature platforms. Last year, we began rolling out our proprietary Labor Scheduling System, which stores data about a restaurant's business patterns and makes recommendations to the manager about how to organize labor and materials depending upon a particular day's characteristics. Managers can make adjustments based on their building type, their location or even the weather.

Every Operator, every Multi-Unit Manager and the entire BKC staff work together to ensure that our restaurants achieve excellence in Operations and implement the Operations Platforms consistently – every day in every restaurant.



GLOBAL POS STANDARDS

In fiscal 2007, BKC defined its global Point of Sale (POS) standards for all systems that integrate with LSS to maximize productivity and reduce operational costs.



STAY CONNECTED YOUR WAYSM

Our Global Standard POS system connects to the BK® technology grid through high-speed Internet, enabling restaurants worldwide to access all technology applications.



PAY IT YOUR WAY

The PAY IT YOUR WAY® credit, debit and gift card acceptance programs provide convenient, non-cash payment options.



TO OUR SHAREHOLDERS

I wish I could take the entire BURGER KING® family – our employees, franchisees, vendors, and you, our shareholders, on my travels around the globe. You could see the company the way I do: restaurants, products, marketing and operations that have never been stronger, a worldwide management team that has never been more confident and growth opportunities that have never been greater.



EXECUTIVE TEAM

Top row left to right: Pete Smith, Peter Tan, Peter Robinson, Ben Wells, Julio Ramirez, Raj Rawal, Dave Gagnon Bottom row left to right: Chuck Fallon, Amy Wagner, John Chidsey, Russ Klein, Anne Chwat



Worldwide, over 11 million guests a day visit a BURGER KING® restaurant – and those numbers are growing significantly. Guests around the world increasingly demand our hot, fresh, great-tasting food that is both convenient and reasonably priced.

Since we became a publicly traded company in May 2006, our continued company-wide improvement has been impressive. From our innovative menu offerings to our operational excellence to our memorable advertising – everything we do now is being done better. And our intense focus on execution is delivering record results:

• Our fiscal 2007 revenues climbed 9% to a record \$2.2 billion; and adjusted earnings per share of \$1.11 was a 31% increase over the prior year;

- Our worldwide ARS reached \$1.2 million, reflecting a new record high;
- We are now at our 14th consecutive quarter of comp sales growth worldwide, the best level of performance in over a decade;
- We entered four new countries, which included a return to Japan. Our global reach now encompasses 69 countries and U.S. territories;
- We opened 441 new BURGER KING® restaurants globally, a 26% increase from the prior year. And we grew the brand by a net 154 units – six times more than the prior year;
- Our strong and consistent cash flow gave us the flexibility to pay down \$125 million in debt and declare two quarterly dividends in fiscal 2007, reflecting our commitment and ability to return value to our shareholders; and
- Our stock price reflected our overall strong performance – up 68% for the full fiscal year.

And this is just the beginning of our global growth story, with many more chapters to come. Over the next several years, we will unleash the power of the brand to reach millions more around the world. You will see our continued commitment to expand our net restaurant count and drive comp sales growth and ARS in every region.

We expect to increase our net system-wide restaurant count significantly – expanding our presence in the U.S. and Canada while growing rapidly throughout our international markets



where there are untapped opportunities. We're focused on adding restaurants in our current markets and entering new strategic markets that are economically attractive. In fact, sometime during fiscal 2008, we expect to have more BURGER KING® restaurants operating than ever before in the brand's history.

We also anticipate growing our comp sales and ARS by driving more guests into our restaurants through operational excellence and our innovative marketing promotions and advertising campaigns. And we will continue to offer a profitable combination of indulgent premium products and value menu items served in an attractive, clean and friendly atmosphere.

Of course, we could not achieve our ambitious growth plan without the dedication of our franchisees. Today, more than 1,200 franchisees operate almost 10,000 BURGER KING® restaurants worldwide. Our franchisees are energized and poised for continued growth. They recognize our commitment to their success and to a profitable relationship. We are committed to enhancing restaurant-level economics through innovations in team productivity, cooking platforms and analytical systems. We will also drive returns through streamlined restaurant designs that cost less to build. We and our franchisees will continue to work together to strengthen the BURGER KING® brand and increase profitability throughout the world.

We also recognize that our guests are the real "Kings" and we value their opinions. Listening to our guests has led us to several exciting innovations and new ways of conducting business. We have installed a high-speed Internet system in our U.S. company-owned restaurants that delivers faster credit card and gift card transactions. We have rolled out our new Flexible Batch Broiler cooking platform

to our U.S. and Canada company-owned restaurants, which allows for a new era of product innovation. We're also proud of recent packaging breakthroughs that let our guests eat more conveniently, whether in the restaurant or on the go. And in the U.S., when our guests told us they wanted late-night access to their favorite BURGER KING® products, we extended our hours of operations to midnight or later. Our HAVE IT YOUR WAY® brand promise means giving our guests what they want, how they want it, when they want it.

And what makes all of this possible is the team of dedicated and hard-working employees in our restaurants, field operations and restaurant support centers who drive our business forward each and every day. Our employees set us apart by delivering exceptional service to our guests. We pride ourselves on making everyone that enters our kingdom feel welcome, included and valued. We believe our commitment to excellence will accelerate the growth of our business.

At BKC, we are writing new chapters as we seize every profitable opportunity. We will execute on our development and restaurant remodeling strategies, focus on continuous operational

improvements, and sustain our reputation as a socially relevant brand with world-class marketing and product innovation. I remain confident in BKC's future. During fiscal 2008, we will seek to accelerate the momentum we created during this past year. We expect to perform at the top of our industry, creating significant value for all of our stakeholders: our franchisees, vendors, employees, guests, and for you, our shareholders.

John W. Chidsey Chief Executive Officer October 22, 2007



All photography copyrighted and owned or licensed for use by Burger King Corporation. Design and Editorial: Edelman Design Communications, Chicago, IL

SHAREHOLDER & CONTACT INFO

.

CORPORATE INFORMATION

Stock Listing

New York Stock Exchange, Symbol: BKC

Transfer Agent

The Bank of New York Mellon

Investor Services Church Street Station P.O. Box 11258 New York, NY 10286-1258 Phone: 800.524.4458

Independent Registered Public Accounting Firm

KPMG LLP, Miami, Florida

Annual Meeting

The 2007 Annual Meeting of Shareholders will be held at 9 a.m. Eastern time on Nov. 29, 2007, at the Hilton Miami Airport, 5101 Blue Lagoon Drive, Miami, Florida 33126.

Certifications

The Company's Chief Executive Officer, John W. Chidsey, certified to the New York Stock Exchange (NYSE) on June 12, 2007, pursuant to Section 303A.12(a) of the NYSE's listing standards, that he was not aware of any violation by the company of the NYSE's corporate governance listing standards as of that date.

John W. Chidsey and Ben K. Wells, Chief Financial Officer, have issued the certifications required by Sections 302 and 906 of the Sarbanes-Oxley Act of 2002 and applicable Securities and Exchange Commission regulations with respect to the company's 2007 Annual Report on Form 10-K. The full text of the certifications is set forth in Exhibits 31 and 32 to the company's 2007 Annual Report on Form 10-K. Shareholders may obtain a copy of these certifications and/or a complete copy of the company's Annual Report on Form 10-K free of charge through the Investor Relations – SEC Filings section of its Internet Web site at www.bk.com.

BOARD OF DIRECTORS

John W. Chidsey

Chief Executive Officer, BKC

Brian T. Swette

Non-Executive Chairman of the Board

Andrew B. Balson

Managing Director, Bain Capital Partners

David Bonderman

Founding Partner, TPG Capital

Richard W. Boyce

Partner, TPG Capital

David A. Brandon

Chairman and CEO, Domino's Pizza

Ronald M. Dykes

Former CFO, BellSouth Corporation

Peter R. Formanek

Private Investor

Manuel A. Garcia

President and Chief Executive Officer, Atlantic Coast Management

Adrian Jones

Managing Director, Goldman, Sachs & Co.

Sanjeev K. Mehra

Managing Director, Goldman, Sachs & Co.

Stephen G. Pagliuca

Managing Director, Bain Capital Partners

Kneeland C. Youngblood

Co-Founder and Managing Partner, Pharos Capital Group

EXECUTIVE TEAM

John W. Chidsey

Chief Executive Officer

Anne Chwat

General Counsel and Secretary

Charles M. Fallon, Jr.

President, North America

David Gagnon

Senior Vice President, North America-Company Operations/Training

Russell B. Klein

President, Global Marketing, Strategy, and Innovation

Julio Ramirez

Executive Vice President, Global Operations

Raj Rawal

Senior Vice President and Chief Information Officer

Peter Robinson

President, Europe, the Middle East and Africa

Peter C. Smith

Chief Human Resources Officer

Peter Tan

President, Asia Pacific BK AsiaPac, Pte. Ltd.

Amy E. Wagner

Senior Vice President, Investor Relations and Global Communications

Ben K. Wells

Chief Financial Officer

This Annual Report to shareholders contains forward-looking statements that reflect management's expectations regarding future events and operating performance and are subject to risks and uncertainties. These forward-looking statements include statements regarding our ability to realize our growth opportunities and expand our international network; our expectations regarding our development pipeline; our ability to achieve our highest restaurant count by the end of fiscal 2008; our beliefs and expectations regarding system-wide comparable sales and average restaurant sales; our ability to continue to offer innovative products and employ creative marketing strategies; and our expectations regarding our ability to make capital improvements and implement operational initiatives and the impact of these on our growth. These forward-looking statements are based on our current expectations and projections about future events. Important factors could cause our actual results, level of activity, performance or achievements to differ materially from those expressed or implied by these forward-looking statements. These factors include, but are not limited to, those risk factors set forth in filings with the Securities and Exchange Commission, including our annual and quarterly reports, and the following: our ability to compete domestically and internationally in an intensely competitive industry; our ability to realize our growth opportunities and successfully implement our international growth strategy; our continued ability, and the ability of our franchisees, to obtain suitable locations and financing for new restaurant development; increases in our operating costs, including food and paper products, energy costs and labor costs; changes in consumer preferences, perceptions of dietary health and food safety and negative publicity relating to our products; the effectiveness of our marketing and advertising programs and franchisee support of these programs; and our ability to bring more guests into our restaurants throu



