

Burger King Holdings Inc  
 Form 4  
 March 27, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

OMB APPROVAL

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 SMITH PETER C

(Last) (First) (Middle)

BURGER KING HOLDINGS, INC., 5505 BLUE LAGOON DRIVE

(Street)

MIAMI, FL 33126

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Burger King Holdings Inc [BKC]

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 03/26/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Chief Human Resources Officer

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 Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |   |
| Common Stock                    | 03/26/2007                           |  | S <sup>(1)</sup>               | D   | 1,300   | \$ 21.67   | 301,794 D   |
| Common Stock                    | 03/26/2007                           |  | S <sup>(1)</sup>               | D   | 300   | \$ 21.66   | 301,494 D   |
| Common Stock                    | 03/26/2007                           |  | S <sup>(1)</sup>               | D   | 1,100   | \$ 21.65   | 300,394 D   |
| Common Stock                    | 03/26/2007                           |  | S <sup>(1)</sup>               | D   | 100   | \$ 21.63   | 300,294 D   |
| Common Stock                    | 03/26/2007                           |  | S <sup>(1)</sup>               | D   | 800   | \$ 21.62   | 299,494 D   |

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|              |            |             |        |   |          |         |   |
|--------------|------------|-------------|--------|---|----------|---------|---|
| Common Stock | 03/26/2007 | <u>S(1)</u> | 100    | D | \$ 21.61 | 299,394 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 2,100  | D | \$ 21.6  | 297,294 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 200    | D | \$ 21.59 | 297,094 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 200    | D | \$ 21.58 | 296,894 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 500    | D | \$ 21.57 | 296,394 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 500    | D | \$ 21.56 | 295,894 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 100    | D | \$ 21.54 | 295,794 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 400    | D | \$ 21.53 | 295,394 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 100    | D | \$ 21.52 | 295,294 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 400    | D | \$ 21.5  | 294,894 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 16,700 | D | \$ 21.47 | 278,194 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 500    | D | \$ 21.43 | 277,694 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 400    | D | \$ 21.42 | 277,294 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 700    | D | \$ 21.41 | 276,594 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 1,600  | D | \$ 21.4  | 274,994 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 600    | D | \$ 21.31 | 274,394 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 100    | D | \$ 21.3  | 274,294 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 100    | D | \$ 21.29 | 274,194 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 500    | D | \$ 21.27 | 273,694 | D |
| Common Stock | 03/26/2007 | <u>S(1)</u> | 4,200  | D | \$ 21.26 | 269,494 | D |
|              | 03/26/2007 | <u>S(1)</u> | 31,000 | D |          | 238,494 | D |

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|              |            |  |                  |     |   |       |         |   |  |
|--------------|------------|--|------------------|-----|---|-------|---------|---|--|
| Common Stock |            |  |                  |     |   | \$    |         |   |  |
|              |            |  |                  |     |   | 21.25 |         |   |  |
| Common Stock | 03/26/2007 |  | S <sup>(1)</sup> | 400 | D | \$    | 238,094 | D |  |
|              |            |  |                  |     |   | 21.23 |         |   |  |

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

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                               |       |
|--|---------------|-----------|-------------------------------|-------|
|  | Director      | 10% Owner | Officer                       | Other |
| SMITH PETER C<br>BURGER KING HOLDINGS, INC.<br>5505 BLUE LAGOON DRIVE<br>MIAMI, FL 33126 |               |           | Chief Human Resources Officer |       |

## Signatures

/s/ Lisa Giles-Klein, as Attorney-in-Fact for Peter C. Smith  
03/27/2007

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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) Sale of shares pursuant to a Rule 10b5-1 trading plan made effective February 22, 2007.

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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