

**Agenda for
Carrols Restaurant Group, Inc.
Annual Meeting of Shareholders
Thursday, June 15, 2020
9:00 a.m. (Eastern Time)**

- 1) Call to Order; Introductions
- 2) Announcements
- 3) Statement Regarding Mailing of Notice and Presence of Quorum
- 4) Description of Proposals:
 - i. Proposal No. 1 – Election of Three (3) Class II Directors
 - ii. Proposal No. 2 – Advisory Vote on Executive Compensation
 - iii. Proposal No. 3 – Ratification of Appointment of Deloitte & Touche LLP as Independent Registered Public Accounting firm for the 2020 Fiscal Year
- 5) Vote of Shareholders on Proposals
- 6) Preliminary Report of Results of Voting
- 7) Adjournment
- 8) Presentation by Management
- 9) Question and Answer Period