



BUSINESS COACH
FRANCHISE DISCLOSURE DOCUMENT
ActionCOACH OneCo, LLC

Alabama, Alaska, Arizona, Arkansas, Delaware, District of Columbia, Idaho, Kansas, Louisiana, Maine, Massachusetts, Michigan, Missouri, Mississippi, Montana, Nevada (counties of Clark, Esmeralda, Lincoln & Nye), New Hampshire, New Jersey, New Mexico, Oklahoma, Oregon, Pennsylvania, South Carolina, Tennessee, Utah, Vermont, and Wyoming.

FRANCHISE DISCLOSURE DOCUMENT

Master Licensee:

ActionCOACH OneCo, LLC
A Delaware Limited Liability Company
5781 S. Fort Apache Rd.
Las Vegas, Nevada 89148
1-888-483-2828
www.actioncoach.com

Franchisor:

ActionCOACH North America, LLC
A Nevada Limited Liability Company
5781 S. Fort Apache Rd.
Las Vegas, Nevada 89148
1-888-483-2828
www.actioncoach.com



The franchisee (also known as a Business Coach) will operate a business that provides business coaching, mentoring and training to business owners in the small to medium-sized business sector. There are 4 different franchise models you may select from: (1) the "FIRM", (2) the PRACTICE (Pro), (3) the "PRACTICE", and (4) the "PRACTICE (Premium).

The estimated total investment necessary to begin operation of an ActionCOACH business coaching franchise ranges from \$137,208 to \$904,759 for the FIRM, from \$47,958 to \$72,534 for a PRACTICE (Pro) Business Coach franchise, from \$77,458 to \$141,034 for a PRACTICE Business Coach franchise and \$107,458 to \$196,509 for a PRACTICE (Premium) Business Coach franchise. These figures include the following fees that must be paid to the master licensee, franchisor or an affiliate: from \$115,000 to \$745,000 for the FIRM, \$40,000 for a PRACTICE (Pro), \$69,500 to \$94,500 for a PRACTICE, and \$99,500 to \$149,500 for a PRACTICE (Premium) Business Coach Franchise Agreement, for initial franchise fees and franchisee training fees. This disclosure document summarizes certain provisions of your franchise agreement and other information in plain English. Read this disclosure document and all accompanying agreements carefully. You must receive this disclosure document at least 14 calendar days before you sign a binding agreement with, or make any payment to, the master licensee, the franchisor, or an affiliate in connection with the proposed franchise sale. **Note, however, that no governmental agency has verified the information contained in this document.**

The terms of your contract will govern your franchise relationship. Do not rely on the disclosure document alone to understand your contract. Read your entire contract carefully. Show your contract and this disclosure document to an advisor, like a lawyer or an accountant.

Buying a franchise is a complex investment. The information in this disclosure document can help you make up your mind. More information on franchising, such as "A Consumer's Guide to Buying a Franchise," which can help you understand how to use this disclosure document, is available from the Federal Trade Commission. You can contact the FTC at 1-877-FTC-HELP or by writing to the FTC at 600 Pennsylvania Avenue, NW, Washington, D.C. 20580. You can also visit the FTC's home page at www.ftc.gov for additional information. Call your state agency or visit your public library for other sources of information on franchising.

There may also be laws on franchising in your state. Ask your state agencies about them.

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STATE COVER PAGE

Your state may have a franchise law that requires a franchisor to register or file with a state franchise administrator before offering or selling in your state. REGISTRATION OF A FRANCHISE BY A STATE DOES NOT MEAN THAT THE STATE RECOMMENDS THE FRANCHISE OR HAS VERIFIED THE INFORMATION IN THIS DISCLOSURE DOCUMENT.

Call the state franchise administrator listed in Exhibit I for information about the master licensee or franchisor, or about franchising in your state.

MANY FRANCHISE AGREEMENTS DO NOT ALLOW YOU TO RENEW UNCONDITIONALLY AFTER THE INITIAL TERM EXPIRES. YOU MAY HAVE TO SIGN A NEW AGREEMENT WITH DIFFERENT TERMS AND CONDITIONS IN ORDER TO CONTINUE TO OPERATE YOUR BUSINESS. BEFORE YOU BUY, CONSIDER WHAT RIGHTS YOU HAVE TO RENEW YOUR FRANCHISE, IF ANY, AND WHAT TERMS YOU MIGHT HAVE TO ACCEPT IN ORDER TO RENEW.

Please consider the following RISK FACTORS before you buy this franchise:

1. THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH ActionCOACH OneCo, LLC (“ACOC”), BY ARBITRATION IN THE STATE IN WHICH WE HAVE OUR PRINCIPAL OFFICE (CURRENTLY, NEVADA) WHEN THE ARBITRATION IS FILED. OUT OF STATE ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT OF DISPUTES. IT ALSO MAY COST YOU MORE TO ARBITRATE IN NEVADA OR ANOTHER STATE THAN IN YOUR HOME STATE.
2. IF THE FRANCHISOR, ActionCOACH NORTH AMERICA, LLC (“ACNA”) IS A PARTY TO THE DISPUTE, THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH ACNA BY ARBITRATION IN THE STATE IN WHICH ACNA HAS ITS PRINCIPAL OFFICE (CURRENTLY, NEVADA) WHEN THE ARBITRATION IS FILED. OUT OF STATE ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT OF DISPUTES. IT ALSO MAY COST YOU MORE TO ARBITRATE IN NEVADA OR ANOTHER STATE THAN IN YOUR HOME STATE.
3. THE FRANCHISE AGREEMENT STATES THAT THE LAW OF THE STATE IN WHICH ACNA HAS ITS PRINCIPAL OFFICE (CURRENTLY NEVADA) IS THE LAW THAT GOVERNS THE AGREEMENT. THIS LAW MAY NOT PROVIDE THE SAME PROTECTION AND BENEFITS AS YOUR LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.
4. ACNA AND ITS AFFILIATES HAVE THE RIGHT TO ESTABLISH ACROSS-AREA MARKETING PROGRAMS (INCLUDING SALES OVER THE INTERNET AND TV INFOMERCIALS) TO SELL PRODUCTS AND SERVICES (FOR EXAMPLE, BOOKS, CDs, DVDs, AUDIO TAPES, VIDEO TAPES, SEMINARS, WORKSHOPS AND SOFTWARE) UNDER THE ActionCOACH TRADEMARK (OR OTHER TRADEMARKS). ACROSS-AREA MARKETING PROGRAMS MAY COMPETE WITH YOUR FRANCHISE IN THE SALE OF THESE PRODUCTS AND SERVICES.
5. THE FRANCHISE AGREEMENT REQUIRES YOU TO PAY A MINIMUM MONTHLY ROYALTY FEE OF (a) \$1,950 DURING THE TERM OF THE FIRM, PRACTICE and PRACTICE (Premium) FRANCHISE AGREEMENTS, AND (b) \$2,600 FOR THE TERM OF

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