

FRANCHISE DISCLOSURE DOCUMENT



Arby's Franchisor, LLC • 1155 Perimeter Center West, Suite 1200 • Atlanta, Georgia 30338
(800) 487-2729 • <http://www.arbys.com>

The franchisee will operate a restaurant under the name Arby's and featuring a variety of Arby's deli inspired sandwiches and complementary side items and desserts (the "Licensed Business").

The total investment necessary to begin operation of an Arby's Restaurant franchise is from \$331,950 to \$1,773,000 for a Free Standing Arby's Restaurant and from \$271,950 to \$1,077,000 for a Non-Free Standing Arby's Restaurant. This includes \$6,250 to \$37,500 that must be paid to the franchisor or affiliate.

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 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.**

You may wish to receive your disclosure document in another format that is more convenient for you. To discuss the availability of disclosures in different formats, contact the Arby's Development Department at 1155 Perimeter Center West, Suite 1200, Atlanta, Georgia 30338, telephone number (866) MyArbys or (866) 692-7297.

The terms of your contract will govern your franchise relationship. Don't rely on the disclosure document alone to understand your contract. Read all of your 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 ("FTC"). 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.

Issuance date: March 30, 2017

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 THAT FRANCHISE OR HAS VERIFIED THE INFORMATION IN THIS DISCLOSURE DOCUMENT.

Call the state franchise administrator listed in Exhibit I for information about the 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:

THE LICENSE AND DEVELOPMENT AGREEMENTS REQUIRE YOU TO RESOLVE DISPUTES WITH US BY LITIGATION ONLY IN GEORGIA. OUT OF STATE LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST MORE TO SUE US IN GEORGIA THAN IN YOUR HOME STATE.

THE LICENSE AND DEVELOPMENT AGREEMENTS STATE THAT GEORGIA LAW GOVERNS THE AGREEMENTS, AND THIS LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.

THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date: See the next page for state effective dates.

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STATE EFFECTIVE DATES

The following states require that the Franchise Disclosure Document be registered or filed with the state, or be exempt from registration: California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington and Wisconsin.

This Franchise Disclosure Document is registered, on file or exempt from registration in the following states having franchise registration and disclosure laws, with the following effective dates:

State	Effective Date
California	<i>March 30, 2017 (Exempt)</i>
Hawaii	_____, 2017
Illinois	_____, 2017 (Exempt)
Indiana	_____, 2017 (Exempt)
Maryland	_____, 2017 (Exempt)
Michigan	_____, 2017
Minnesota	_____, 2017
New York	_____, 2017 (Exempt)
North Dakota	_____, 2017 (Exempt)
Rhode Island	_____, 2017 (Exempt)
South Dakota	_____, 2017
Virginia	_____, 2017 (Exempt)
Washington	_____, 2017 (Exempt)
Wisconsin	<i>March 30, 2017</i>

In all other states, the effective date of this Franchise Disclosure Document is the Issuance Date of March 30, 2017.

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