

FRANCHISE DISCLOSURE DOCUMENT



Rising Roll Franchising Company, LLC
 A Georgia Limited Liability Company
 Four Piedmont Center
 3565 Piedmont Rd, Suite 100
 Atlanta, Georgia 30305
 (404) 202-1141
 info@risingroll.com
 www.RisingRoll.com



The franchise offered is to operate a fast-casual gourmet sandwich and deli restaurant. The total investment necessary to begin operation of a Rising Roll restaurant (“Full Restaurant”) ranges from \$290,986 to \$431,986. The total investment necessary to begin operation of a Rising Roll express restaurant (“Express Restaurant”) ranges from \$68,800 to \$171,500. These amounts include \$37,500 for a Full Restaurant or Express Restaurant that must be paid to us or our 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 or grant. **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 Mike Lassiter at Four Piedmont Center, 3565 Piedmont Rd, Suite 100, Atlanta, Georgia 30305 and (404) 202-1141.

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. 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.

The date of issuance of this Franchise Disclosure Document is May 31, 2016.

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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 B to this Disclosure Document 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:

1. YOU MUST LITIGATE OR ARBITRATE WITH US ONLY IN ATLANTA, GEORGIA. OUT OF STATE LITIGATION OR ARBITRATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT. IT MAY ALSO COST YOU MORE TO SUE US OR ARBITRATE WITH US IN GEORGIA THAN YOUR HOME STATE.
2. THE FRANCHISE AGREEMENT STATES THAT GEORGIA LAW GOVERNS THE AGREEMENT, AND THIS LAW MAY NOT PROVIDE THE SAME PROTECTIONS AND BENEFITS AS LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.
3. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.
4. PLEASE NOTE THAT BASED UPON OUR AUDITED FINANCIAL STATEMENTS FOR THE FISCAL YEAR ENDED DECEMBER 31, 2015, 72% OF OUR ASSETS ARE INTANGIBLE ASSETS. YOU MAY WANT TO CONSIDER THIS WHEN MAKING A DECISION TO PURCHASE THIS FRANCHISE.

We use the services of one or more FRANCHISE BROKERS or referral sources to assist us in selling our franchise. A franchise broker or referral source represents us, not you. We pay this person a fee for selling our franchise or referring you to us. You should be sure to do your own investigation of the franchise.

Effective Date: See next page for state effective dates.

STATE REGISTRATIONS

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

State	Effective Date
California	
Florida (exemption)	June 2, 2016
Hawaii	
Illinois	
Indiana	
Kentucky (exemption)	May 20, 2014
Maryland	
Michigan	
Minnesota	
Nebraska (exemption)	
New York	
North Dakota	
Rhode Island	
South Dakota	
Texas (exemption)	September 14, 2004
Utah (exemption)	
Virginia	
Washington	
Wisconsin	

Some of the states listed above require that we give you additional disclosures. The additional required disclosures for these states are in Exhibit A to this Disclosure Document.

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