

FRANCHISE DISCLOSURE DOCUMENT



RUBY TUESDAY, INC.
150 West Church Avenue
Maryville, Tennessee 37801
865-379-5700

www.rubytuesday.com

franchisesales@rubytuesday.com

The license offered is for a Ruby Tuesday Restaurant, which is a full-service, high quality casual dining restaurant featuring a specialized menu of seafood, steaks, burgers, chicken, pasta, soups, salads, sandwiches, our signature garden bar, and full-service bar under the service mark Ruby Tuesday.

The total investment necessary to begin operation of a restaurant license ranges from \$1,515,341 to \$4,080,009 (See Item 7). These figures exclude costs for any development fee or the purchase of any real estate, but include \$35,000 that must be paid to us or our affiliates as initial franchise fees (See Item 5).

This Disclosure Document summarizes certain provisions of your operating 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 Max Piet, Ruby Tuesday, Inc., 150 West Church Avenue, Maryville, Tennessee 37801 and (865) 379-5700.

The terms of your contract will govern your franchise relationship. Do not 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.

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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 O 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. THE OPERATING AND DEVELOPMENT AGREEMENTS REQUIRE YOU TO MEDIATE AND ARBITRATE WITH AND SUE LICENSOR ONLY IN THE STATE IN WHICH THE LICENSOR MAINTAINS ITS PRINCIPAL PLACE OF BUSINESS. OUT-OF-STATE MEDIATION, ARBITRATION AND LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT. IT MAY ALSO COST MORE TO MEDIATE OR ARBITRATE WITH OR SUE LICENSOR WHERE ITS PRINCIPAL PLACE OF BUSINESS IS LOCATED THAN IN YOUR HOME STATE.

2. THE OPERATING AND DEVELOPMENT AGREEMENTS STATE THAT THE LAW WHERE THE LICENSOR'S PRINCIPAL PLACE OF BUSINESS IS LOCATED GOVERNS THE AGREEMENTS, 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.

State franchise registration and relationship laws may affect the enforceability of choice of venue and choice of law provisions (See state-specific disclosures and state amendments to the Operating and Development Agreements).

We may 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.

State registration effective dates are listed on the following State Registrations page.

RUBY TUESDAY, INC.
STATE REGISTRATIONS PAGE

This Ruby Tuesday Disclosure Document is registered, on file or exempt from registration in the following states with franchise registration and disclosure laws:

STATE	EFFECTIVE DATE
California	
Illinois	
Indiana	
Maryland	
Michigan	
Minnesota	
New York	
North Dakota	
Rhode Island	
South Dakota	
Utah	
Virginia	
Washington	
Wisconsin	

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