

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, 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

Department of Business Oversight
 AUG 29 2014
RECEIVED
 San Francisco

<u>State</u>	<u>Effective Date</u>
California	Pending <u>May 2, 2014, as amended</u>
Hawaii	Pending <u>April 22, 2014, as amended</u>
Indiana	November 9, 2013, <u>as amended</u>
Illinois	Pending <u>April 15, 2014, as amended</u>
Maryland	We use a separate Franchise Disclosure Document for Maryland
Minnesota	Pending <u>April 23, 2014, as amended</u>
Michigan	May 23 <u>June 20, 2013</u> <u>2014</u>
New York	Pending <u>May 30, 2014, as amended</u>
Virginia	September 25, 2013
Washington	September 16, 2013
Wisconsin <u>Virginia</u>	Pending
<u>Washington</u>	<u>Pending</u>
<u>Wisconsin</u>	<u>April 15, 2014, as amended</u>

In all other states, except those requiring registration or filing of the franchising documents, the effective date of this Franchise Disclosure Document is the issuance date of April 8, 2014

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Exhibits

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| A | Financial Statements |
| B | State Franchise Law Administrators |
| C | Franchise Agreement |
| D | Nondisclosure and Confidentiality Agreement |
| E | Acknowledgment at Closing |

We have not offered franchises in any other lines of business Other than for the operation of its *Bar Method* studio in San Francisco and its granting the licenses described above, The Bar Method Inc has not engaged in or franchised any other lines of business

We franchise *Bar Method* studios, exercise facilities that use *The Bar Method* exercise system *The Bar Method* system is designed to create a uniquely lean, firm, sculpted body by reshaping and elongating muscles while maintaining an intense pace that burns fat and increases stamina *Bar Method* studios provide hour-long classes composed of eight or nine strengthening exercises followed by stretches The strength work combines holding positions that use the body's own weight with small, controlled moves that increase range of motion and stamina Stretching is focused on the hips, chest and lower back to improve posture and body alignment Students begin the class with free weights and push-ups, move to the ballet bar to work their legs and abdominals and finish on mats for more core work and stretching In addition to fitness classes, *Bar Method* studios often provide other services, such as massage and childcare, as well as selling fitness apparel and other items Qualifying studios may also offer *Bar Move*, a faster, more aerobic exercise program for advanced *Bar Method* students. The criteria for providing *Bar Move* are discussed in Item 11 below.

In many states, health clubs and similar facilities are subject to various health and safety laws and rules pertaining to the terms of any contract that is required to be signed by members of the club, including the refundability of membership dues and so forth as well as certifications that must be maintained by fitness studio staff You should check your state and local laws to see whether any of these laws may apply to your studio You also will need to comply with federal, state and local laws and regulations that govern businesses in general

Bar Method studios appeal primarily to women between the ages of 25 and 65, although men and women of different age groups participate in the program The business of *Bar Method* studios is not seasonal

Bar Method studios compete with other fitness facilities, some of which may be situated in the area in which your studio will be located The physical fitness market is well developed and includes traditional facilities such as health clubs, gymnasiums, yoga classes, Pilates studios and specialized fitness facilities but is growing with facilities using new concepts and training techniques

ITEM 2 BUSINESS EXPERIENCE

Burr Leonard – Chief Executive Officer, President, Secretary and Director

Ms Leonard became our President and a Director upon our formation She has been President of The Bar Method Inc since its formation in November 2000 and has been President of Bar Method Media Inc since its formation in December 2008 She was a member of our predecessor The Bar Method Franchising Company, LLC from its formation until it was converted to the corporate form She is the principal instructor of *The Bar Method* technique at The Bar Method, Inc's studio in San Francisco

Michael Doud – Chief Operating Officer and Chief Financial Officer

Mr Doud became our Chief Operating Officer in May 2010 From January 1, 2009 until October 15, 2010 he was a Manager in the Program Management Office of Kaiser Permanente, a

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