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Department of
Business Oversight

The
CEO
Institute

A meeting of minds ®

FRANCHISE DISCLOSURE DOCUMENT

The CEO Institute (USA) Pty. Limited
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Glen Iris Victoria 3146, Australia
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Email: usafranchise@ceoinstitute.com
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The franchise offered is for the operation of The CEO Institute business providing a membership organization for Chief Executive Officers (“CEOs”) and senior managers offering management development programs using experiential and applied learning models for delivery of the programs together with networking forums and events and related programs and services.

The total investment necessary to begin operation of The CEO Institute franchise ranges from \$76,100 to \$142,100. This includes one lump sum payment of \$50,000 which must be paid to the franchisor.

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 government 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 Lisa Kasiaras at 1632-1638 High Street, Suite 5, Level 2, Glen Iris Victoria 3146, Australia and telephone number +61 3 8514 5000.

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

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~~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 issuance date of this disclosure document is: October 17, 2017.

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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 A for information about the franchisor or 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.

RISK FACTORS:

1. THE FRANCHISE AGREEMENT REQUIRES YOU TO RESOLVE DISPUTES WITH US BY LITIGATION, ONLY IN THE STATE OF VICTORIA, COMMONWEALTH OF AUSTRALIA. OUT OF STATE LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO LITIGATE WITH US IN THE STATE OF VICTORIA, AUSTRALIA THAN IN YOUR HOME STATE.

2. THE FRANCHISE AGREEMENT STATES THAT THE LAWS OF THE STATE OF VICTORIA AND COMMONWEALTH OF AUSTRALIA GOVERN THE AGREEMENT AND THIS LAW MAY NOT PROVIDE YOU WITH THE SAME PROTECTIONS AND BENEFITS AS YOUR LOCAL LAW. YOU MAY WANT TO COMPARE THESE LAWS.*

3. THE FRANCHISEE WILL BE REQUIRED TO MAKE AN ESTIMATED INITIAL INVESTMENT RANGING FROM \$76,100 TO \$142,100. THIS AMOUNT MAY EXCEED THE FRANCHISOR'S STOCKHOLDER'S EQUITY AS OF JUNE 30, 2017 OF \$106,540.

4. THE TRADEMARK THE CEO SYNDICATE IS NOT REGISTERED WITH THE USPTO. IF AN ALTERNATIVE TRADEMARK MUST BE ADOPTED INSTEAD, THIS WILL INCREASE YOUR EXPENSES.

5. FRANCHISOR'S FUNCTIONAL AND REPORTING CURRENCY IS THE AUSTRALIAN DOLLAR. YOU MUST CONSULT AN EXCHANGE OR CONVERSION RATE TO ASSESS ITS VALUE IN U.S. CURRENCY.

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