

FRANCHISE DISCLOSURE DOCUMENTRECEIVED
DEPT OF CORPORATIONS
SAN FRANCISCO**Thrifty****Car Sales**

SEP 18

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THRIFTY CAR SALES, INC.

an Oklahoma corporation

5330 East 31st Street

Tulsa, Oklahoma 74135

(918) 669-3000

www.thriftycarsales.comfranchisesales@thriftycarsales.com

The dealer will operate a Thrifty Car Sales business consisting of car sales, car financing, and other products and services we approve at the location described as an approved location.

The total investment necessary to begin operation of a Thrifty Car Sales business (excluding real estate) ranges from \$1,057,800 to \$4,495,825. This includes \$75,000 that must be paid to the franchisor or an 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 Franchise Development Coordinator at 5330 East 31st Street, Tulsa, Oklahoma 74135 and (918) 669-2219.

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.

Date of Issuance: June 20, 2012, as amended September 6, 2012

Control No. _____

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 Attachment A for information about Thrifty Car Sales, 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 DEALER AGREEMENT PERMITS YOU TO SUE THRIFTY ONLY IN OKLAHOMA (EXCEPT AS PROVIDED IN THE STATE-SPECIFIC AMENDMENTS TO THE AGREEMENT). OUT OF STATE LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT. IT MAY ALSO COST YOU MORE TO SUE THRIFTY IN OKLAHOMA THAN IN YOUR HOME STATE.

2. THE DEALER AGREEMENT STATES THAT OKLAHOMA 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. WE DO NOT OWN THE TRADEMARK. THRIFTY, INC., OUR PARENT AND SOLE SHAREHOLDER, GRANTED US A ROYALTY-FREE, NON-EXCLUSIVE RIGHT TO USE AND LICENSE OTHERS TO USE THE MARKS IN THE UNITED STATES AND CANADA. THE TRADEMARK LICENSE AGREEMENT, DATED DECEMBER 31, 1998, RUNS FOR A TERM OF 99 YEARS AND MAY BE EARLIER TERMINATED, IF WE OR OUR LICENSEE MATERIALLY BREACH ANY PROVISION OF IT AND DO NOT CURE WITHIN 3 MONTHS OR LONGER, IF NECESSARY (SEE ITEM 13).

4. WE MAY, IF WE CHOOSE, NEGOTIATE WITH YOU ABOUT THE ITEMS COVERED IN THE PROSPECTUS. HOWEVER, WE CANNOT USE THE NEGOTIATING PROCESS TO PREVAIL ON A PROSPECTIVE DEALER TO ACCEPT TERMS THAT ARE LESS FAVORABLE THAN THOSE SET FORTH IN THIS PROSPECTUS.

5. IN THE EVENT THAT WE CEASE OFFERING DEALER AGREEMENTS FOR THE ESTABLISHMENT AND OPERATION OF NEW CAR SALES BUSINESSES IN THE 50 UNITED STATES, WE WILL HAVE THE RIGHT TO TERMINATE THE DEALER AGREEMENT AND ALL RIGHTS UNDER IT UPON NOT LESS THAN 6 MONTHS PRIOR WRITTEN NOTICE TO YOU.

6. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

State franchise registration and relationship laws may affect the enforceability of choice of venue provisions and often provide that choice of law provisions are void or superseded to the extent that choice of a different state's law would deny a dealer the protections he would be entitled to under local law. You should investigate whether your purchase of this franchise falls under the jurisdiction of a state franchise registration or relationship law (See State Amendments to the Dealer Agreement).

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.

**THRIFTY CAR SALES, INC.
STATE REGISTRATIONS**

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

STATE	EFFECTIVE DATE
California	July 6, 2012, as amended
Illinois	
Indiana	June 29, 2012, as amended September 6, 2012
Maryland	July 20, 2012, as amended
Michigan	July 12, 2012, as amended September 6, 2012
Minnesota	July 9, 2012, as amended
New York	July 17, 2012, as amended
North Dakota	July 25, 2012, as amended
Oregon	June 20, 2012, as amended September 6, 2012
Rhode Island	July 17, 2012, as amended
South Dakota	June 29, 2012, as amended September 6, 2012
Utah	July 12, 2012, as amended September 6, 2012
Virginia	June 29, 2012, as amended
Washington	July 11, 2012, as amended
Wisconsin	June 29, 2012, as amended

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