

FRANCHISE DISCLOSURE DOCUMENT



Which Wich Franchise, Inc.
a Texas corporation
1412 Main Street, Suite 2000
Dallas, Texas 75202
214-747-9424
franchise@whichwich.com
www.whichwich.com

You will operate a retail business that offers more than 50 varieties of customizable “wiches,” as well as salads, milkshakes, soft drinks, chips, cookies, and related items under the WHICH WICH® trade name and business system (“WHICH WICH® Store” or “Store”).

Currently, it is our policy to award only multi-unit development rights; franchisees who are new to the system must commit to develop at least two Stores according to the terms of our development agreement. The total investment necessary to develop two WHICH WICH® Stores under the development agreement ranges from \$199,500 to \$488,750. This includes the \$48,250 to \$52,750 that must be paid to us or our affiliate. If you acquire the right to develop five Stores and purchase limited territory protection, your total investment ranges from \$287,000 to \$576,250, which includes the \$135,750 to \$140,250 that must be paid to us or our affiliate. If you are an existing franchisee, and if you qualify, you may open other Stores, one at a time. Under these circumstances, the total investment necessary to develop an additional WHICH WICH® Store ranges from \$172,000 to \$458,250. This includes the \$25,250 to \$37,250 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. **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 Jeffrey Sinelli, 1412 Main Street, Suite 2000, Dallas, Texas 75202; 214-747-9424.

The terms of your contract will govern your franchise relationship. Do not rely on the disclosure document alone to understand your contract. Read your entire contract carefully. Show your contract and this Franchise 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, DC 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: April 7, 2015

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 F 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 FRANCHISE AGREEMENT AND DEVELOPMENT AGREEMENT REQUIRE YOU TO RESOLVE DISPUTES WITH US BY MEDIATION, ARBITRATION, AND/OR LITIGATION, IN THE THEN-CURRENT CITY OF OUR PRINCIPAL BUSINESS OFFICE, WHICH IS CURRENTLY DALLAS, TEXAS. OUT-OF-STATE MEDIATION, ARBITRATION, AND/OR LITIGATION MAY FORCE YOU TO ACCEPT A LESS FAVORABLE SETTLEMENT FOR DISPUTES. IT MAY ALSO COST YOU MORE TO MEDIATE, ARBITRATE, OR LITIGATE WITH US IN A STATE OTHER THAN IN YOUR OWN STATE.
2. THE FRANCHISE AGREEMENT AND DEVELOPMENT AGREEMENT STATE THAT TEXAS 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. THE FRANCHISEE WILL BE REQUIRED TO MAKE AN ESTIMATED INITIAL INVESTMENT RANGING FROM \$195,000 TO \$488,750. THIS AMOUNT EXCEEDS THE FRANCHISOR'S STOCKHOLDERS' EQUITY AS OF DECEMBER 31, 2014, WHICH IS (\$613,107).
4. THERE MAY BE OTHER RISKS CONCERNING THIS FRANCHISE.

Effective Date: See State Effective Dates Page.

STATE EFFECTIVE DATES

The following states require that the 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, and Wisconsin.

This 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:

State	Effective Date
California	May 20, 2015
Hawaii	April 21, 2015
Illinois	April 13, 2015
Indiana	April 13, 2015
Maryland	May 1, 2015
Michigan	April 7, 2015
Minnesota	April 17, 2015
New York	May 19, 2015
North Dakota	May 4, 2015
Rhode Island	April 10, 2015
South Dakota	April 13, 2015
Virginia	May 12, 2015
Washington	April 19, 2015
Wisconsin	April 9, 2015

In all other states, the effective date of this Franchise Disclosure Document is the issuance date of April 7, 2015.

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