

Provision	Section in Area Development Agreement	Summary
		disclaim the representations made in this Franchise Disclosure Document.
u. Dispute resolution by arbitration or mediation	Sections 12.2 and 12.3	Claims, controversies, or disputes from or relating to the Area Development Agreement must be mediated, except for actions seeking injunctive relief and actions we bring which are related to or based on our Marks or Confidential Information. If the claims, controversies, or disputes are not resolved in mediation, they must be submitted for arbitration.
v. Choice of forum	Sections 12.2, 12.3, and 12.4	Mediation and arbitration at the AAA offices located in the city where our principal business office is located at the time mediation and/or arbitration occurs. Venue for any other proceeding is the courts in the county in which we maintain our principal business office (subject to applicable state law).
w. Choice of law	Section 12.1	Texas law applies without giving effect to any conflict of laws principles (subject to applicable state law).

**ITEM 18
PUBLIC FIGURES**

We do not use any public figure to promote our franchise.

**ITEM 19
FINANCIAL PERFORMANCE REPRESENTATIONS**

The FTC's Franchise Rule permits a franchisor to provide information about the actual or potential financial performance of its franchised and/or franchisor-owned outlets, if there is a reasonable basis for the information, and if the information is included in the disclosure document. Financial performance information that differs from that included in Item 19 may be given only if: (1) a franchisor provides the actual records of an existing outlet you are considering buying; or (2) a franchisor supplements the information provided in this Item 19, for example, by providing information about possible performance at a particular location or under particular circumstances.

This historical financial performance representation discloses average and median Gross Sales for 37 franchised iCode Schools ("Franchised Businesses") that operated for the full period from January 1, 2025 to December 31, 2025 (the "Reporting Period") and that met the following criteria: (i) the iCode Schools were operating for at least 1 full year as of the end of the applicable Reporting Period; and (ii) the iCode Schools reported Gross Sales data to us for the full applicable Reporting Period.

The Franchised Businesses do not include 5 iCode Schools - none of which closed after being open less than twelve (12) months - that permanently ceased operations during the applicable Reporting Period, and 19 schools that opened during the calendar year of 2025 and therefore did not meet the Reporting Period criteria. The information contained in this financial performance representation is based on historical Gross Sales of the Franchised Businesses.

The figures in this financial performance representation reflect only revenue of the Franchised Businesses and do not reflect any costs of sales, operating expenses, or other costs or expenses that you will incur in operating the iCode School, including the royalty fees and advertising contribution that you must pay under the terms of the Franchise Agreement. This financial performance representation also does not include debt service or equipment lease costs that may be incurred in the operation of a iCode School. In addition, this financial performance representation does not include any information about the federal income taxes payable on any net income derived from the operation of the iCode School or state or local net income or gross profits taxes that may be applicable in the jurisdiction in which your iCode School is located. You should conduct an independent investigation of the costs and expenses you will incur in operating your franchise business. Franchisees and former franchisees listed in this disclosure document may be one source of information.

We have separated the 37 Franchised Businesses into 4 Quartiles based on average Gross Sales, with the Quartile #1 reflecting the results of those Franchised Businesses with the highest average Gross Sales for the Reporting Period, and Quartile #4 reflecting the results of those Franchised Businesses with the lowest average Gross Sales for the Reporting Period, respectively. The Franchised Businesses in this financial performance representation operate throughout the United States in both urban and suburban areas and have operated for an average of 3.5 years.

[Chart Begins on Next Page]

QUARTILE	QUARTILE 1	QUARTILE 2	QUARTILE 3	QUARTILE 4
# of Franchised Businesses	9	9	9	10
Average Gross Sales*	\$566,365	\$317,697	\$223,902	\$144,158
Lowest Gross Sales	\$399,833	\$277,230	\$193,032	\$65,414
Highest Gross Sales	\$1,148,757	\$370,509	\$276,080	\$189,043
Median Gross Sales	\$444,413	\$304,040	\$216,065	\$153,947
# That Met / Exceeded Average Gross Sales	3	4	4	5
% That Met / Exceeded Average Gross Sales	33%	44%	44%	50%

**The definition of "Gross Sales" is included in Note 2 to the Table in Item 6. All of the Franchised Businesses reflected above are virtually identical to the type of iCode School that you will operate if you acquire a iCode School franchise and sell the same products and services.*

* * *

We compiled these figures from the individual iCode Schools actual reported Gross Sales for the Reporting Period. This information has not been audited or otherwise verified by us.

Some iCode Schools have sold this amount. Your individual results may differ. There is no assurance that you will sell as much.

We have written substantiation in our possession to support the information appearing in this Item 19 and such substantiation will be made available to you on reasonable request.

Other than the preceding financial performance representation, iCode Franchise, Inc. does not make any financial performance representations. We also do not authorize our employees or representatives to make any such representations either orally or in writing. If you are purchasing an existing outlet, however, we may provide you with the actual records of that outlet. If you receive any other financial performance information or projections of your future income, you should report it to the franchisor's management by contacting Abid Abedi, iCode Franchise, Inc., at 3201 Dallas Parkway, Suite 810, Frisco, Texas 75034, (469) 518-6832, the Federal Trade Commission, and the appropriate state regulatory agencies.

**ITEM 20
OUTLETS AND FRANCHISEE INFORMATION**

**TABLE NO. 1
Systemwide Outlet Summary
For Years 2023 to 2025⁽¹⁾**

Outlet Type¹	Year	Outlets at the Start of the Year	Outlets at the End of the Year	Net Change
Franchised	2023	29	44	+15
	2024	44	47	+3
	2025	47	61	+14
Company-Affiliated	2023	2	2	0
	2024	2	4	+2
	2025	4	0	-4
Total Outlets	2023	31	46	+15
	2024	46	51	+5
	2025	51	61	10

1. All numbers are as of our fiscal year end, which ends December 31.

2. As of December 31, 2025, two iCode Reach franchises are open and operating.

**TABLE NO. 2
Transfers of Outlets from Franchisees to New Owners
(Other than the Franchisor)
For Years 2023 to 2025⁽¹⁾**

State	Year	Number of Transfers
Arizona	2023	0
	2024	0
	2025	1
Indiana	2023	0
	2024	1
	2025	0
Texas	2023	1
	2024	3
	2025	2
Washington	2023	1
	2024	0
	2025	0
Total	2023	2
	2024	4
	2025	4

1. All numbers are as of our fiscal year end, which ends December 31.