

Provision	Section in Development Agreement	Summary
		Development Agreement is intended to disclaim anything contained in this disclosure document.
u. Dispute resolution by arbitration or mediation	12	Except for certain claims, subject to applicable state law, all disputes must be arbitrated.
v. Choice of forum	12	Subject to applicable state law, arbitration in Knoxville, Tennessee.
w. Choice of law	12	Subject to applicable state law and the Lanham Act, Tennessee law applies.

ITEM 18

PUBLIC FIGURES

We do not use any public figures 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.

As of June 30, 2024, we had 8 affiliate-owned Clinics and 19 franchised Clinics. All but one of the affiliate-owned Clinics were open for at least 1 year as of June 30, 2024. Of the franchised Clinics, 9 were not open for a full year as of June 30, 2024; as a result, these outlets are excluded from the historical Gross Sales (as defined below) included below. The table below includes the 7 affiliate-owned Clinics and 10 franchised Clinics that were open for at least 1 full year as of June 30, 2024 (the "**Covered Clinics**"). The tables below describe the historical Gross Sales for the Covered Clinics for the fiscal year ending June 30, 2024. Our affiliates and franchisees reported the below financial data to us. The source of such data was our affiliates and franchisee's POS system.

All of the Covered Clinics were open 5 or 6 days a week during the Covered Period, except the West Hills Clinic and the Emory Road Clinic, which were open 7 days a week during the Covered Period. Each of the Covered Clinics had 1 veterinarian at the Clinic during each day of operations, except the Manchester Clinic, which had 2 veterinarians during part of the Covered

Period. The Randolph Clinic is located in an underserved community and near our headquarters, in order to be an easily accessible show location and learning center for our franchisees. There are no other material financial or operational characteristics that we reasonably anticipate to differ from future operational franchise outlets.

Table 1: 2024 Fiscal Year Gross Sales

Location	Revenues	Franchised or Affiliate-Owned	Years Open
Farragut (Knoxville, TN)	\$ 590,802.00	Affiliate-owned	14
West Hills (Knoxville, TN)	\$ 929,017.17	Affiliate-owned	11
Midland (Alcoa, TN)	\$ 385,728.34	Affiliate-owned	11
Randolph St (Knoxville, TN)	\$ 388,575.75	Affiliate-owned	4
Emory Rd (Knoxville, TN)	\$ 767,631.11	Franchised	3
Union (Union City, NJ)	\$ 811,786.67	Affiliate-owned	3
Arvada (Denver, CO)	\$ 356,106.54	Affiliate-owned	2
Scott Township (Pittsburgh, PA)	\$ 726,990.20	Franchised	2
Leetsdale (Pittsburg, PA)	\$ 804,068.30	Franchised	2
Pembroke Pines (Pembroke Pines, FL)	\$ 288,304.82	Franchised	2
Robinson Township (Pittsburgh, PA)	\$ 475,628.38	Franchised	2
North Bethesda (Bethesda, MD)	\$ 584,279.49	Franchised	2
Green Brook (Green Brook, NJ)	\$ 374,444.96	Affiliate-owned	2
Highland Park (Baton Rouge, LA)	\$ 57,030.31	Franchised	1
Ahwatukee (Phoenix, AZ)	\$ 549,909.20	Franchised	1
Ft. Lauderdale (Ft. Lauderdale, FL)	\$ 184,782.24	Franchised	1
Manchester (Manchester, NH)	\$ 580,893.29	Franchised	1

Table 2: 2024 Fiscal Year Gross Sales for Affiliate-Owned Covered Clinics

Average 2024 Gross Sales	#/% Attaining or Exceeding Average	Highest 2024 Gross Sales	Lowest 2024 Gross Sales	Median Gross Sales
\$ 548,065.92	3/43%	\$ 929,017.17	\$ 356,106.54	\$ 388,575.75

Table 3: 2024 Fiscal Year Gross Sales for Franchised Covered Clinic

Average 2024 Gross Sales	#/% Attaining or Exceeding Average	Highest 2024 Gross Sales	Lowest 2024 Gross Sales	Median Gross Sales
\$ 501,951.73	6/60%	\$ 804,068.30	\$ 57,030.31	\$ 512,768.79

Table 4: 2024 Fiscal Year Gross Sales for All Covered Clinics

Average 2024 Gross Sales	#/% Attaining or Exceeding Average	Highest 2024 Gross Sales	Lowest 2024 Gross Sales	Median Gross Sales
\$ 520,939.93	9/53%	\$ 929,017.17	\$ 57,030.31	\$ 549,909.20

“Gross Sales” means the entire gross receipts of every kind and nature from all products and services sold in, from or in association with the Clinic without reserve or deduction for inability or failure to collect and excluding only the following: (i) the amount of any sales tax levied upon retail sales which is payable to the appropriate governmental authorities (and subsequently actually paid to such authorities); and (ii) refunds made in good faith in accordance with our policies.

Some Clinics have earned this amount. Your individual results may differ. There is no assurance that you will earn as much.

We have written substantiation in our possession to support the information appearing in this financial performance representation. Written substantiation will be made available to you on reasonable request.

Other than the preceding financial performance representation, PetWell Franchisor LLC 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 Dr. Sam Meisler, 555 West Jackson Avenue, Knoxville, Tennessee, (865) 696-2370, the Federal Trade Commission, and the appropriate state regulatory agencies.

ITEM 20

OUTLETS AND FRANCHISEE INFORMATION

TABLE NO. 1
System wide Outlet Summary
For Fiscal Years 2022 to 2024

Outlet Type	Year	Outlets at Start of the Year	Outlets at End of the Year	Net Change
Franchised	2022	1	8	+7
	2023	8	15	+7
	2024	15	19	+4
Company-Owned	2022	5	6	+1
	2023	6	6	+0
	2024	6	8	+2
Total Outlets	2022	6	14	+8
	2023	14	21	+7
	2024	21	27	+6

TABLE NO. 2
Transfers of Outlets from Franchisees to New Owners (other than the Franchisor)
For Fiscal Years 2022 to 2024

State	Year	Number of Transfers
All States	2022	0
	2023	0
	2024	1
Total	2022	0
	2023	0
	2024	1