

<b>Provision</b>	<b>Section in Multi-Unit Development Agreement</b>	<b>Summary</b>
r. Non-competition covenants after the franchise is terminated or expires	Section 8.3.2	For 24 months after the termination of the Franchise Agreement, you may not: divert, or attempt to divert, customers of any WOOPS!™ outlet (including yours) to any competitor, participate in any capacity, including, but not limited to as an owner, investor, officer, director, employee or agent, in any competing business within 10 miles of your former WOOPS!™ outlet location or any other WOOPS!™ outlet location, induce any person employed by us or any of our franchisees, including the employees of your former WOOPS!™ outlet, to leave their employment; do any act that could damage the goodwill of our trademarks or System, or disrupt or jeopardize our business or that of our franchisees.
s. Modification of the agreement	Section 12.4	No oral modifications. No amendment of the provisions will be binding upon either party unless the amendment has been made in writing and executed by all interested parties.
t. Integration/merger clause	Section 12.4	Only the terms of the Multi-Unit Development Agreement and other related written agreements are binding (subject to applicable state law.) Any representations or promises outside of the disclosure document and Multi-Unit Development Agreement may not be enforceable.
u. Dispute resolution by arbitration or mediation	Sections 10.1, 10.2, 10.3, and 10.4	At our option, claims that are not resolved internally may be submitted to non-binding mediation at our headquarters, and then to binding arbitration, excluding claims related to injunctive relief, anti-trust, the trademarks, and post-termination obligations, subject to applicable state law.
v. Choice of forum	Section 10.5	New York, subject to applicable state law.
w. Choice of law	Section 10.5	New York law applies, subject to applicable state law.

See the state addenda to this Franchise Disclosure Document and the Franchise Agreement for special state disclosures.

**ITEM 18: PUBLIC FIGURES**

We do not currently 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.

This Item contains an historic financial performance representation of our existing outlets in 2024. At the end of calendar year 2024, we had a total of 24 franchised outlets, of which 21 outlets were WOOPS!® Mobile Businesses, 2 outlets were WOOPS!® Shops and 1 outlets were WOOPS!® Boutiques. The following tables shows the 2024 Gross Revenues of 20 franchised WOOPS!® Mobile Businesses, 2 franchised WOOPS!® Shops and 1 WOOPS!® Boutiques. One (1) franchised WOOPS!® Mobile Businesses have been excluded from this financial performance representation as they were not open for a full 12 months as of December 31, 2024.

The Gross Revenue is revenue from January 1, 2024 through December 31, 2024. The data used in preparing this financial performance representation was compiled from information contained in our POS System. This financial performance representation was compiled using information contained in our franchisees' POS Systems, and while we believe that their sales reporting is accurate, we have not independently verified the information.

**Gross Retail Revenue (Monthly) – 2024<sup>1,2</sup>**  
**Franchise-Owned Outlets<sup>^</sup>**

Table 1-A: Quarter 1

<b>Establishment</b>	<b>January Net Sales</b>	<b>Januar y #</b>	<b>Januar y Avg</b>	<b>Feb Net Sales</b>	<b>Feb #</b>	<b>Feb Avg</b>	<b>Mar Net Sales</b>	<b>Mar #</b>	<b>Mar Avg</b>
Bake Shop 1	\$54,730.37	5245	\$10.43	\$69,442.57	6298	\$11.03	\$56,602.18	5118	\$11.06
Bake Shop 2	\$26,949.52	1658	\$16.25	\$34,084.39	2003	\$17.02	\$40,716.75	2415	\$16.86
Boutique 1	\$19,800.87	1360	\$14.46	\$16,641.55	1131	\$14.71	\$26,355.37	1667	\$15.81
Mobile 1				\$16,536.87	762	\$21.70	\$9,865.22	619	\$15.94
Mobile 2	\$11,372.32	546	\$20.83	\$10,897.76	463	\$23.54	\$11,691.84	482	\$24.26
Mobile 3	\$18,914.24	901	\$20.99	\$21,114.87	1014	\$20.82	\$22,323.46	1097	\$20.35
Mobile 4	\$16,207.84	609	\$26.61	\$21,727.47	836	\$25.99	\$24,933.82	1040	\$23.97
Mobile 5									
Mobile 6	\$14,932.34	858	\$17.40	\$15,242.08	1035	\$14.73	\$13,848.05	1018	\$13.60
Mobile 7	\$6,734.89	334	\$20.16	\$7,828.23	369	\$21.21	\$8,401.16	473	\$17.76
Mobile 8	\$11,289.25	559	\$20.20	\$12,567.89	535	\$23.49	\$12,138.88	550	\$22.07
Mobile 9	\$12,924.21	610	\$21.19	\$16,261.32	687	\$23.67	\$16,332.10	679	\$24.05
Mobile 10	\$7,206.73	362	\$19.91	\$10,402.65	427	\$24.36	\$9,275.20	402	\$23.07
Mobile 11	\$16,131.72	950	\$16.98	\$16,822.49	933	\$18.03	\$16,718.91	974	\$17.17
Mobile 12	\$7,931.20	328	\$24.18	\$13,882.55	545	\$25.47	\$15,728.00	636	\$24.73
Mobile 13	\$16,336.21	876	\$18.65	\$20,956.48	1016	\$20.63	\$21,616.96	1187	\$18.21
Mobile 14	\$29,583.23	1450	\$20.40	\$44,048.64	1933	\$22.79	\$52,335.87	1941	\$26.96
Mobile 15	\$16,706.94	617	\$27.08	\$24,795.25	858	\$28.90	\$22,892.00	803	\$28.51
Mobile 16	\$22,665.76	813	\$27.88	\$26,971.80	995	\$27.11	\$29,450.36	1104	\$26.68
Mobile 17	\$10,402.84	501	\$20.76	\$13,753.63	506	\$27.18	\$11,977.89	500	\$23.96
Mobile 18	\$7,311.80	439	\$16.66	\$10,708.05	588	\$18.21	\$10,200.80	613	\$16.64

Mobile 19	\$14,620.30	643	\$22.74	\$19,629.45	836	\$23.48	\$20,587.80	908	\$22.67
Mobile 20									
<b>Total</b>	<b>\$141,088.00</b>	<b>19659</b>	<b>\$7.18</b>	<b>\$444,315.99</b>	<b>23770</b>	<b>\$18.69</b>	<b>\$453,992.62</b>	<b>24226</b>	<b>\$18.81</b>
<b>Median</b>			<b>\$20.30</b>			<b>\$22.79</b>			<b>\$22.07</b>

Table 1-B: Quarter 2

Establishment	April Net Sales	April #	April Avg	May Net Sales	May #	May Avg	June Net Sales	June #	June Avg
Bake Shop 1	\$62,554.62	6221	\$10.06	\$50,460.17	4402	\$11.46	\$29,997.60	2627	\$11.42
Bake Shop 2	\$37,355.11	2248	\$16.62	\$46,387.15	2686	\$17.27	\$53,520.05	3311	\$16.16
Boutique 1	\$22,009.95	1423	\$15.47	\$23,564.33	1447	\$16.28	\$23,219.44	1550	\$14.98
Mobile 1	\$15,300.90	382	\$40.05	\$8,723.59	476	\$18.33	\$7,378.06	333	\$22.16
Mobile 2	\$8,894.91	350	\$25.41	\$9,082.18	371	\$24.48	\$11,933.08	567	\$21.05
Mobile 3	\$16,871.05	834	\$20.23	\$20,129.06	918	\$21.93	\$18,627.28	911	\$20.45
Mobile 4	\$18,206.42	820	\$22.20	\$19,611.96	768	\$25.54	\$17,277.05	702	\$24.61
Mobile 5									
Mobile 6	\$12,494.46	1037	\$12.05	\$12,767.47	1360	\$9.39	\$11,232.24	944	\$11.90
Mobile 7	\$7,667.12	371	\$20.67	\$9,591.29	460	\$20.85	\$7,997.28	397	\$20.14
Mobile 8	\$11,246.98	572	\$19.66	\$12,750.45	545	\$23.40	\$11,361.16	527	\$21.56
Mobile 9	\$13,536.15	589	\$22.98	\$14,855.49	619	\$24.00	\$13,499.90	564	\$23.94
Mobile 10	\$8,156.05	392	\$20.81	\$9,334.00	406	\$22.99	\$8,909.75	413	\$21.57
Mobile 11	\$14,300.02	888	\$16.10	\$16,102.81	836	\$19.26	\$23,997.18	1029	\$23.32
Mobile 12	\$12,228.95	497	\$24.61	\$14,121.96	554	\$25.49	\$19,850.82	683	\$29.06
Mobile 13	\$17,818.01	948	\$18.80	\$19,391.97	1011	\$19.18	\$16,932.13	921	\$18.38
Mobile 14	\$44,470.86	1725	\$25.78	\$38,537.56	1557	\$24.75	\$33,701.15	1348	\$25.00
Mobile 15	\$20,548.62	752	\$27.33	\$20,133.61	751	\$26.81	\$17,600.55	667	\$26.39
Mobile 16	\$20,928.12	765	\$27.36	\$21,234.65	796	\$26.68	\$22,323.38	869	\$25.69
Mobile 17	\$10,590.75	474	\$22.34	\$10,427.13	446	\$23.38	\$9,831.16	510	\$19.28
Mobile 18	\$9,711.80	582	\$16.69	\$9,379.55	515	\$18.21	\$11,904.55	660	\$18.04
Mobile 19	\$16,190.09	751	\$21.56	\$18,431.90	790	\$23.33	\$16,768.32	746	\$22.48
Mobile 20				\$17,692.56	798	\$22.17	\$14,603.95	708	\$20.63
<b>Total</b>	<b>\$401,080.94</b>	<b>22621</b>	<b>\$17.73</b>	<b>\$422,710.84</b>	<b>22512</b>	<b>\$18.78</b>	<b>\$402,466.08</b>	<b>20987</b>	<b>\$19.18</b>
<b>Median</b>			<b>\$20.81</b>			<b>\$22.58</b>			<b>\$21.30</b>

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Table 1-C: Quarter 3

Establishment	July Net Sales	July #	July Avg	August Net Sales	Augus t #	August Avg	September Net Sales	Septemb er #	Septembe r Avg
Bake Shop 1	\$25,888.54	2304	\$11.24	\$43,406.44	3938	\$11.02	\$52,628.60	5572	\$9.45
Bake Shop 2	\$63,193.08	3814	\$16.57	\$67,522.52	4276	\$15.79	\$46,752.76	2980	\$15.69
Boutique 1	\$25,406.83	1572	\$16.16	\$19,439.26	1263	\$15.39	\$16,188.36	1077	\$15.03
Mobile 1	\$4,783.09	274	\$17.46	\$10,001.52	344	\$29.07	\$5,938.53	276	\$21.52
Mobile 2	\$13,781.97	532	\$25.91	\$12,257.08	465	\$26.36	\$7,966.39	349	\$22.83
Mobile 3	\$16,924.20	860	\$19.68	\$22,386.68	1145	\$19.55	\$17,082.25	833	\$20.51
Mobile 4	\$10,705.80	460	\$23.27	\$20,507.36	865	\$23.71	\$15,586.65	663	\$23.51
Mobile 5									
*Mobile 6	\$-	326	\$-	\$-	564	\$-	\$-	501	\$-
Mobile 7	\$8,500.86	437	\$19.45	\$7,865.69	403	\$19.52	\$6,209.02	337	\$18.42
Mobile 8	\$9,751.42	502	\$19.43	\$11,744.82	633	\$18.55	\$9,259.57	496	\$18.67
Mobile 9	\$11,502.77	531	\$21.66	\$16,150.66	696	\$23.20	\$11,924.61	503	\$23.71
Mobile 10	\$7,484.46	378	\$19.80	\$8,542.86	378	\$22.60	\$7,905.93	363	\$21.78
Mobile 11	\$20,327.52	871	\$23.34	\$22,558.08	989	\$22.81	\$16,367.17	800	\$20.46
Mobile 12	\$19,887.41	798	\$24.92	\$13,883.85	599	\$23.18	\$12,255.51	549	\$22.32
Mobile 13	\$16,204.65	918	\$17.65	\$17,550.12	1007	\$17.43	\$14,492.17	741	\$19.56
Mobile 14	\$23,011.99	834	\$27.59	\$24,454.93	1038	\$23.56	\$30,428.62	792	\$38.42
Mobile 15	\$17,142.15	713	\$24.04	\$22,799.18	987	\$23.10	\$14,852.90	679	\$21.87
Mobile 16	\$23,583.62	1014	\$23.26	\$21,689.65	805	\$26.94	\$15,783.98	625	\$25.25
Mobile 17	\$11,211.49	575	\$19.50	\$11,803.25	570	\$20.71	\$9,001.08	376	\$23.94
Mobile 18	\$12,294.75	709	\$17.34	\$14,411.40	800	\$18.01	\$12,358.15	671	\$18.42
Mobile 19	\$19,102.53	897	\$21.30	\$17,315.45	812	\$21.32	\$13,009.55	566	\$22.99
Mobile 20	\$15,152.93	776	\$19.53	\$16,132.74	740	\$21.80	\$13,258.40	686	\$19.33
<b>Total</b>	<b>\$375,842.06</b>	<b>20095</b>	<b>\$18.70</b>	<b>\$422,423.54</b>	<b>23317</b>	<b>\$18.12</b>	<b>\$349,250.20</b>	<b>20435</b>	<b>\$17.09</b>
<b>Median</b>			<b>\$19.60</b>			<b>\$21.56</b>			<b>\$21.01</b>

\*This location also operates a Pop-up/Event Business so the remainder of this unit's reported Net Sales will be represented in Table 2

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Table 2-D: Quarter 4

Establishment	October Net Sales	October #	October Avg	November Net Sales	Novemb er #	Novemb er Avg	December Net Sales	Decemb er #	Decembe r Avg
Bake Shop 1	\$59,912.29	6094	\$9.83	\$49,907.79	5258	\$9.49	\$42,493.26	3970	\$10.70
Bake Shop 2	\$36,990.58	2332	\$15.86	\$33,110.00	1989	\$16.65	\$44,603.66	2289	\$19.49
Boutique 1	\$21,744.10	1268	\$17.15	\$24,493.87	1589	\$15.41	\$12,510.00	2294	\$5.45
Mobile 1	\$3,712.39	209	\$17.76	\$4,758.84	252	\$18.88	\$9,276.02	403	\$23.02
Mobile 2	\$9,172.02	474	\$19.35	\$10,267.29	544	\$18.87	\$12,492.17	486	\$25.70
Mobile 3	\$16,316.46	799	\$20.42	\$20,905.29	1031	\$20.28	\$43,370.10	1385	\$31.31
Mobile 4	\$15,447.31	638	\$24.21	\$18,743.90	826	\$22.69	\$24,976.23	1000	\$24.98
Mobile 5				\$1,740.72	85	\$20.48	\$5,367.95	230	\$23.34
*Mobile 6	\$-	274	\$-	\$-	303	\$-	\$-	3652	\$-
Mobile 7	\$7,026.80	369	\$19.04	\$7,872.54	402	\$19.58	\$9,370.43	459	\$20.41
Mobile 8	\$9,263.87	470	\$19.71	\$10,648.76	529	\$20.13	\$17,994.85	829	\$21.71
Mobile 9	\$12,553.10	540	\$23.25	\$17,880.10	822	\$21.75	\$25,459.25	1022	\$24.91
Mobile 10	\$5,357.04	263	\$20.37	\$5,876.49	265	\$22.18	\$8,063.76	314	\$25.68
Mobile 11	\$14,328.32	698	\$20.53	\$19,758.11	1033	\$19.13	\$26,098.30	1270	\$20.55
Mobile 12	\$14,504.66	708	\$20.49	\$19,704.85	934	\$21.10	\$22,548.25	1079	\$20.90
Mobile 13	\$12,612.42	700	\$18.02	\$19,020.45	1000	\$19.02	\$21,683.20	1142	\$18.99
Mobile 14	\$20,912.03	855	\$24.46	\$19,486.12	766	\$25.44	\$26,643.33	899	\$29.64
Mobile 15	\$13,372.14	608	\$21.99	\$17,908.02	787	\$22.75	\$20,199.86	798	\$25.31
Mobile 16	\$16,754.20	622	\$26.94	\$17,974.68	670	\$26.83	\$23,555.05	735	\$32.05
Mobile 17	\$5,727.12	287	\$19.96	\$13,084.98	653	\$20.04	\$31,659.27	636	\$49.78
Mobile 18	\$10,561.00	573	\$18.43	\$12,873.81	702	\$18.34	\$32,190.70	1029	\$31.28
Mobile 19	\$12,421.95	503	\$24.70	\$14,397.66	693	\$20.78	\$21,201.37	903	\$23.48
Mobile 20	\$17,152.87	898	\$19.10	\$13,879.15	694	\$20.00	\$29,549.92	1251	\$23.62
<b>Total</b>	<b>\$335,842.67</b>	<b>20182</b>	<b>\$16.64</b>	<b>\$374,293.42</b>	<b>21827</b>	<b>\$17.15</b>	<b>\$511,306.93</b>	<b>28075</b>	<b>\$18.21</b>
<b>Median</b>			<b>\$19.83</b>			<b>\$20.04</b>			<b>\$23.48</b>

\*This location also operates a Pop-up/Event Business so the remainder of this unit's reported Net Sales will be represented in Table 2

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From time to time, we may allow our Franchisees to operate Pop-Up or Event Based WOOPS outlets. These outlets are non-permanent locations that can be open anywhere from 1 month to a year at a time. In order for a Franchisee to be allowed to open a Pop-Up or event Based outlet, they must have a signed franchise agreement with us for a regular operating Franchised outlet as well as a proposed location. These proposed locations can include but are not limited to events such as corporate gatherings, local fairs, holiday events, temporary shopping malls, etc. In Table 2 below is the financial performance of 4 Pop-Up/Event Outlets we allowed in 2024 along with the months they were in operation at these temporary locations.

Table 2:

Establishment	Net Sales in 2024	Total Months of Operation
Pop Up 1	\$60,134.30	1
Pop Up 2	\$73,258.00	1
Pop Up 3	\$201,664.58	11
Pop Up 4	\$381,611.08	2

**Notes to the above financial performance representations:**

<sup>1</sup> Net Retail Revenues means net sales of all goods, services, and products, any and all monies received from the operation of the Woops! outlet through inbound retail, delivery or gifting sales, as well as ecommerce and Mobi orders, less sales tax. The Average Monthly Retail Revenue is derived by adding the Franchisee's Net Retail Revenue for each month of operation and dividing by the number of months that Franchisee was in operation. Median Monthly Retail Revenue is derived by examining the Franchisee's Net Revenue for each month in order from lowest to highest and finding the middle number in that set.

<sup>2</sup> This Table does not reflect costs and expenses you will incur, such as royalty and brand fund payments, local advertising, technology fees, inventory purchases, rent and payroll. The numbers shown in this table were achieved primarily through retail sales.

Written substantiation of the data used in preparing these figures will be made available to you upon reasonable request. The information presented above has not been audited.

**Some outlets have earned this amount. Your individual results may differ. There is no assurance that you'll earn as much.**

Other than the preceding financial performance representation, we do not make any representations about a franchisee's future financial performance or the past financial performance of company-owned or franchised outlets. 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 Rajesh Bhatt, 605 West 42<sup>nd</sup> Street, Suite 26F, New York, NY 10036, 866-339-7194, the Federal Trade Commission, and the appropriate state regulatory agencies.

**ITEM 20: OUTLETS AND FRANCHISEE INFORMATION**

Table No. 1

System-wide Outlet Summary