

Provision	Section in Franchise Agreement	Summary
v. Choice of forum	Section 23.6	<p>Subject to the arbitration requirement, you and the Owners must file any suit against us in federal court in the district where our headquarters is located at the time the suit is filed (currently Columbia, Maryland). We can sue you in federal or state court in the district where our headquarters is located at the time the suit is filed or where the Franchised Business is located. You and we both waive the right to trial by jury and the right to seek punitive damages.</p> <p>All of these provisions are subject to state law in your state.</p>
w. Choice of law	Section 23.1	Maryland law applies (subject to state law).

ITEM 18
PUBLIC FIGURES

We do not use any public figures to promote the sale of our franchise.

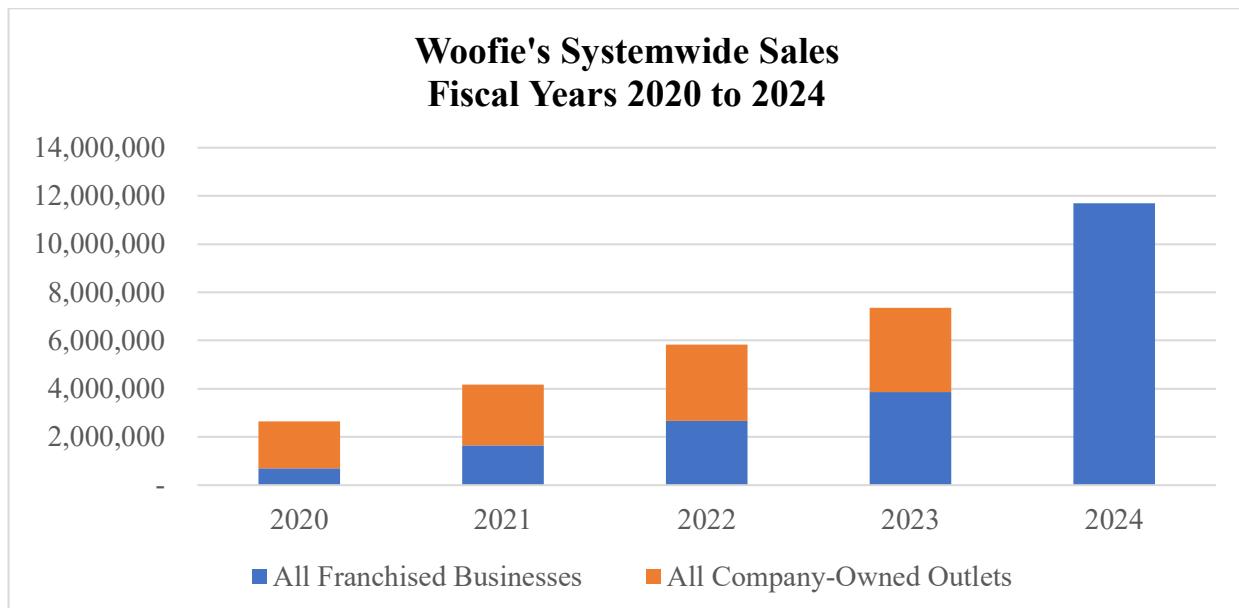
ITEM 19
FINANCIAL PERFORMANCE REPRESENTATION

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.

In this Item, we present historical information for WOOFIE'S Franchised Businesses for the 2024 fiscal year and prior years. The explanatory notes following the tables are an important part of the information presented. As of December 31, 2024, we had 50 franchisees operating in 82 Territories.

TABLE 1
SYSTEMWIDE SALES

Table 1 reports the aggregate Gross Revenue reported by (a) all WOOFIE's franchisees whose Franchised Businesses were operational for any part of the fiscal years 2020 through 2024, and (b) our Company-Owned Outlets for the fiscal years 2020 through 2024 ("Systemwide Sales") and the respective percentage increase from the prior fiscal year ("YoY Growth Percentage"). See Note 1 for the definition of "Gross Revenue". Our affiliates operated 2 Company-Owned Outlets until the end of the fiscal year 2023. This Table reflects data for those Outlets both before and after their conversion to Franchised Businesses.



	2020	2021	2022	2023	2024
Franchisee Gross Revenue ⁽¹⁾	\$703,816	\$1,639,936	\$2,667,607	\$3,865,783	\$11,688,750
<i>Franchisee YoY Growth Percentage</i>	N/A	133%	63%	45%	202%
Company-Owned Gross Revenue ⁽¹⁾	\$1,945,176	\$2,524,088	\$3,173,419	\$3,496,286	N/A
<i>Company-Owned YoY Growth Percentage</i>	N/A	30%	26%	10%	N/A
SYSTEMWIDE GROSS REVENUE	\$2,648,992	\$4,164,024	\$5,841,026	\$7,362,069	\$11,688,750
SYSTEMWIDE YOY GROWTH PERCENTAGE	N/A	57%	40%	26%	59%

Note to Table 1:

- (1) The term "Gross Revenue" means all revenue from products and services sold, rendered, invoiced, billed, performed, bartered or traded from and all other income of every kind related to the Franchised Business, whether for cash, credit, trade, barter or other value and regardless of collection in the case of credit and even if you have contracted with third parties to provide certain of the services, less any bona fide refunds given to customers in the ordinary course of business. Gross Revenue also includes amounts billed to insurance or government programs.

“**Gross Revenue**” includes all revenue related to the sale of any products and the performance of any services (whether or not the products or services are approved by Franchisor) that are provided using any portion of the Franchised Business in any manner, including the Marks (such as service vehicles, invoices, and uniforms bearing the Marks), the System, Confidential Information, any of the employees of the Franchised Business, or the telephone number of the Franchised Business. “**Gross Revenue**” is not reduced on account of any fees or commissions you pay to third parties who refer customers. “**Gross Revenue**” does not include any sales taxes or other taxes you collect from customers and pay directly to the appropriate taxing authority. We reserve the right to modify our policies and practices regarding revenue recognition, revenue reporting, and the inclusion or exclusion of certain revenue from “**Gross Revenue**” as circumstances, business practices, and technology change.

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Tables 2 and 3 present information on 23 franchisees (representing 38 Territories) that were in operation for the entire 2024 fiscal year. Excluded from these tables are 27 franchisees (representing 44 Territories) that opened during the fiscal year, and 1 franchisee (representing 2 Territories) that ceased operations during the fiscal year.

TABLE 2
GROSS REVENUE PER TERRITORY, BY QUARTILE⁽¹⁾
(For the Fiscal Year Ended December 31, 2024)

Quartile ⁽¹⁾	Number of Franchisees in Group	Number of Territories in Group	Aggregate Territory Gross Revenue for Group ⁽²⁾	Average Territory Gross Revenue in Group ⁽²⁾⁽³⁾	Highest Territory Gross Revenue in Group ⁽²⁾	Lowest Territory Gross Revenue in Group ⁽²⁾	Median Territory Gross Revenue in Group ⁽²⁾	Number of Territories Exceeding Group Average ⁽³⁾	Percent of Territories Exceeding Group Average ⁽³⁾
Top 25%	6	7	\$7,432,704	\$1,061,815	\$3,221,694	\$267,480	\$700,800	3	43%
2nd Quartile	6	7	\$1,237,680	\$176,811	\$252,983	\$132,305	\$169,855	2	29%
3rd Quartile	5	12	\$1,120,828	\$93,402	\$116,762	\$82,625	\$92,842	5	42%
Bottom 25%	6	12	\$529,732	\$44,144	\$77,656	\$20,303	\$54,635	6	50%
TOTALS	23	38	\$10,320,943	\$271,604	\$3,221,694	\$20,303	\$124,534	5	13%

Notes to Table 2:

- (1) The Table reports on 38 Territories, ranked by franchisee quartiles in order of Highest Average Gross Revenue per Territory to lowest Average Gross Revenue per Territory.
- (2) Total Gross Revenue of the Territories in the quartile, as reported by those franchisees. See Note 1 to Table 1 for the definition of Gross Revenue.
- (3) The averages reported in the table are calculated by dividing the Aggregate Gross Revenue by the number of the Territories in the respective quartile.

TABLE 3
GROSS REVENUE PER FRANCHISEE, BY QUARTILE ⁽¹⁾
(For the Fiscal Year Ended December 31, 2024)

Quartile ⁽¹⁾	Number of Franchisees in Group	Number of Territories in Group	Aggregate Gross Revenue for Group	Average Gross Revenue per Franchisee in Group ⁽²⁾	Highest Franchisee Gross Revenue in Group	Lowest Franchisee Gross Revenue in Group	Median Gross Revenue in Group ⁽³⁾	Number of Franchisees Exceeding Group Average	Percent of Franchisees Exceeding Group Average
Top 25%	6	7	\$7,479,411	\$1,246,569	\$3,221,694	\$288,412	\$700,800	2	33%
2nd Quartile	6	7	\$1,488,771	\$248,129	\$269,427	\$217,480	\$250,430	3	50%
3rd Quartile	5	12	\$844,077	\$168,815	\$185,683	\$153,353	\$167,294	2	40%
Bottom 25%	6	12	\$508,684	\$84,781	\$132,305	\$48,844	\$72,886	2	33%
TOTALS	23	38	\$10,320,943	\$448,737	\$3,221,694	\$48,844	\$185,683	4	17%

Notes to Table 3:

- (1) The Table reports on 23 franchisees, ranked by quartiles in order of highest Average Gross Revenue per franchisee to lowest Average Gross Revenue per franchisee. See Note 1 to Table 1 for the definition of Gross Revenue.
- (2) The averages reported in the Table are per franchisee, not per Territory. “**Franchisee**” refers to the business entity that signed the Franchise Agreement; some franchisees are under common ownership by the same individual or group of individuals.
- (3) The medians reported in the Table are per franchisee, not per Territory.

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TABLE 4
GROSS REVENUE BY LINE OF SERVICE
AND YEAR-OVER-YEAR GROWTH, BY TERRITORY

The table below reports the 2023 and 2024 fiscal year Gross Revenue by line of service and the respective year-over-year (“Y-o-Y”) growth percentage for the 5 Franchisees (representing 8 Territories) that were in operation for the entire 2023 and 2024 fiscal years. See Note 1 to Table 1 for the definition of Gross Revenue.

FRANCHISEE #1 – 2 TERRITORIES			
	Fiscal Year 2023	Fiscal Year 2024	Y-o-Y Growth Percentage
Pet Sitting			
<i>Gross Revenue</i>	\$869,773	\$1,125,846	30%
<i>Total Pet Sitting Visits</i>	24,815	31,978	29%
Grooming			
<i>Gross Revenue</i>	\$1,053,078	\$1,101,006	5%
<i>Number of Vans Operated in Territory</i>	5	5	0%
<i>Gross Revenue per Van</i>	\$210,616	\$220,201	5%
<i>Total Grooming Visits</i>	7,605	8,027	6%
TOTAL REVENUE	\$1,922,851	\$2,226,852	16%
FRANCHISEE #2 – 1 TERRITORY			
	Fiscal Year 2023	Fiscal Year 2024	Y-o-Y Growth Percentage
Pet Sitting			
<i>Gross Revenue</i>	\$288,830	\$387,983	34%
<i>Total Pet Sitting Visits</i>	10,258	12,689	24%
Grooming			
<i>Gross Revenue</i>	\$452,851	\$560,493	24%
<i>Number of Vans Operated in Territory</i>	3	4	33%
<i>Gross Revenue per Van</i>	\$150,950	\$140,123	-7%
<i>Total Grooming Visits</i>	3,682	4,494	22 %
TOTAL REVENUE	\$741,681	\$948,476	28%

FRANCHISEE #3 – 1 TERRITORY			
	Fiscal Year 2023	Fiscal Year 2024	Y-o-Y Growth Percentage
Pet Sitting			
<i>Gross Revenue</i>	\$111,250	\$182,394	64%
<i>Total Pet Sitting Visits</i>	2,942	4,644	58%
Grooming			
<i>Gross Revenue</i>	\$149,304	\$270,171	81%
<i>Number of Vans Operated in Territory</i>	2	2	0%
<i>Gross Revenue per Van</i>	\$74,652	\$135,086	81%
<i>Total Grooming Visits</i>	1,079	1,846	71%
TOTAL REVENUE	\$260,555	\$452,565	74%
FRANCHISEE #4 – 1 TERRITORY			
	Fiscal Year 2023	Fiscal Year 2024	Y-o-Y Growth Percentage
Pet Sitting			
<i>Gross Revenue</i>	\$22,370	\$33,818	51%
<i>Total Pet Sitting Visits</i>	1,038	1,470	42%
Grooming			
<i>Gross Revenue</i>	\$56,307	\$183,493	226%
<i>Number of Vans Operated in Territory</i>	2	2	0%
<i>Gross Revenue per Van</i>	\$28,154	\$91,746	226%
<i>Total Grooming Visits</i>	167	1,457	772%
TOTAL REVENUE	\$78,677	\$217,310	176%
FRANCHISEE #5 – 3 TERRITORIES			
	Fiscal Year 2023	Fiscal Year 2024	Y-o-Y Growth Percentage
Pet Sitting			
<i>Gross Revenue</i>	\$18,420	\$29,529	60%
<i>Total Pet Sitting Visits</i>	627	1,170	87%
Grooming			
<i>Gross Revenue</i>	\$61,800	\$38,587	-38%
<i>Number of Vans Operated in Territory</i>	1	1	0%
<i>Gross Revenue per Van</i>	\$61,800	\$38,587	-38%
<i>Total Grooming Visits</i>	605	358	-41%
TOTAL REVENUE	\$80,220	\$68,115	-15%

TABLE 5
FRANCHISEE GROSS REVENUE RAMP ⁽¹⁾

The table below reports the Gross Revenue for 22 franchisees (representing 37 Territories) in their initial years of operation, through the fifth full year, if applicable.

YEAR						
FRANCHISEE #	TERRITORY COUNT	YEAR 1	YEAR 2	YEAR 3	YEAR 4	YEAR 5
FRANCHISEE 1 ⁽²⁾	2	\$192,556	\$412,109	\$1,015,150	\$1,631,039	\$2,063,002
FRANCHISEE 2 ⁽³⁾	1	\$33,352	\$226,041	\$459,964	\$703,174	\$913,251
FRANCHISEE 3 ⁽⁴⁾	3	\$55,735	\$61,153	N/A	N/A	N/A
FRANCHISEE 4 ⁽⁵⁾	1	\$141,193	\$381,609	N/A	N/A	N/A
FRANCHISEE 5 ⁽⁶⁾	1	\$49,991	\$168,702	N/A	N/A	N/A
FRANCHISEE 6 ⁽⁷⁾	2	\$74,490	N/A	N/A	N/A	N/A
FRANCHISEE 7 ⁽⁸⁾	3	\$151,830	N/A	N/A	N/A	N/A
FRANCHISEE 8 ⁽⁹⁾	1	\$116,803	N/A	N/A	N/A	N/A
FRANCHISEE 9 ⁽¹⁰⁾	1	\$35,649	N/A	N/A	N/A	N/A
FRANCHISEE 10 ⁽¹¹⁾	2	\$113,633	N/A	N/A	N/A	N/A
FRANCHISEE 11 ⁽¹²⁾	1	\$74,099	N/A	N/A	N/A	N/A
FRANCHISEE 12 ⁽¹³⁾	3	\$43,735	N/A	N/A	N/A	N/A
FRANCHISEE 13 ⁽¹⁴⁾	1	\$162,750	N/A	N/A	N/A	N/A
FRANCHISEE 14 ⁽¹⁵⁾	2	\$194,929	N/A	N/A	N/A	N/A
FRANCHISEE 15 ⁽¹⁶⁾	2	\$143,626	N/A	N/A	N/A	N/A
FRANCHISEE 16 ⁽¹⁷⁾	2	\$130,306	N/A	N/A	N/A	N/A
FRANCHISEE 17 ⁽¹⁸⁾	3	\$184,695	N/A	N/A	N/A	N/A
FRANCHISEE 18 ⁽¹⁹⁾	1	\$41,258	N/A	N/A	N/A	N/A
FRANCHISEE 19 ⁽²⁰⁾	2	\$155,581	N/A	N/A	N/A	N/A
FRANCHISEE 20 ⁽²¹⁾	1	\$188,841	N/A	N/A	N/A	N/A
FRANCHISEE 21 ⁽²²⁾	1	\$174,982	N/A	N/A	N/A	N/A
FRANCHISEE 22 ⁽²³⁾	1	\$172,416	N/A	N/A	N/A	N/A
AVERAGE	1.5	\$119,657	\$249,923	\$737,557	\$1,167,107	\$1,488,126
MEDIAN	1.5	\$135,750	\$226,041	\$737,557	\$1,167,107	\$1,488,126
NUMBER AND % OVER AVERAGE		12 (55%)	2 (40%)	1 (50%)	1 (50%)	1 (50%)

Notes:

- (1) See Note 1 to Table 1 for the definition of Gross Revenue.
- (2) Year 1 for Franchisee 1 was April 2019 to March 2020.
- (3) Year 1 for Franchisee 2 was November 2019 to October 2020.
- (4) Year 1 for Franchisee 3 was October 2022 to September 2023.
- (5) Year 1 for Franchisee 4 was August 2022 to July 2023.
- (6) Year 1 for Franchisee 5 was August 2022 to July 2023.
- (7) Year 1 for Franchisee 6 was February 2023 to January 2024.
- (8) Year 1 for Franchisee 7 was March 2023 to February 2024.
- (9) Year 1 for Franchisee 8 was March 2023 to February 2024.
- (10) Year 1 for Franchisee 9 was March 2023 to February 2024.
- (11) Year 1 for Franchisee 10 is June 2023 to May 2024.
- (12) Year 1 for Franchisee 11 is June 2023 to May 2024.
- (13) Year 1 for Franchisee 12 is June 2023 to May 2024.
- (14) Year 1 for Franchisee 13 is June 2023 to May 2024.
- (15) Year 1 for Franchisee 14 is September 2023 to August 2024.
- (16) Year 1 for Franchisee 15 is October 2023 to September 2024.
- (17) Year 1 for Franchisee 16 is October 2023 to September 2024.
- (18) Year 1 for Franchisee 17 is August 2023 to July 2024.
- (19) Year 1 for Franchisee 18 is November 2023 to October 2024.
- (20) Year 1 for Franchisee 19 is August 2023 to July 2024.
- (21) Year 1 for Franchisee 20 is September 2023 to August 2024.
- (22) Year 1 for Franchisee 21 is September 2023 to August 2024.
- (23) Year 1 for Franchisee 22 is December 2023 to November 2024.

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

The financial information we utilized in preparing the preceding financial performance representations was based entirely upon information reported to us by franchisees.

Written substantiation for these financial performance representations will be made available to you upon reasonable request.

Other than the preceding financial performance representations, 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 Jordan Wilson, Woofie's Pet Ventures, LLC, 7120 Samuel Morse Drive, Suite 300, Columbia, Maryland 21046 and (410) 740-1900, the Federal Trade Commission, and the appropriate state regulatory agencies.

ITEM 20
OUTLETS AND FRANCHISEE INFORMATION

TABLE 1
Systemwide Outlet Summary
For Years 2022 to 2024^{(1) (2) (3)}

Outlet Type	Year	Outlets at the Start of the Year	Outlets at the End of the Year	Net Change
Franchised	2022	3	9	+6
	2023	9	39	+30
	2024	39	82	+43
Company-Owned	2022	1	2	+1
	2023	2	0	-2
	2024	0	0	0
TOTALS	2022	4	11	+7
	2023	11	39	+28
	2024	39	82	+43

Notes to all Item 20 Tables:

- (1) Our fiscal year ends on December 31. The figures in the tables are as of our fiscal year end each year.
- (2) The figures are for the number of territories in operation at year-end. Each franchise territory has a separate Franchise Agreement.
- (3) As of December 31, 2024, there were 50 franchisees in operation; the number of territories in operation for each franchisee is shown in Exhibit F. See Table 5 below regarding territories that were not yet in operation under Franchise Agreements that had been signed as of year-end.