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T (312) 368-2164 F (312) 630-7344

March 28, 2025

**VIA ONLINE FRANCHISE E-FILE SYSTEM**

Mr. Geoffrey Spray  
Commerce Analyst  
Minnesota Department of Commerce  
85 Seventh Place East, Suite 280  
St. Paul, Minnesota 55101

**Re: Wingstop Franchising LLC (the “Company”)  
Your File No. 5434**

Dear Mr. Spray:

In connection with the Company’s existing franchise registration, I have electronically transmitted for filing the following Annual Report materials in PDF format:

1. Cover Letter;
2. Annual Report Application;
3. Franchise Seller Disclosure Forms;
4. Franchisor’s Costs and Source of Funds form;
5. Two copies (one of which is redlined) of the Company’s 2025 Franchise Disclosure Document; and
6. Auditors’ Consents.

Pursuant to the submission instructions, I have tendered for payment via overnight delivery a \$300 check, along with facing page of the Application, to the Minnesota Department of Commerce – Attention: Accounting Department.

Should you have any questions or comments, please do not hesitate to contact me.

Very truly yours,

**DLA PIPER LLP (US)**

A handwritten signature in black ink, appearing to read 'Stuart Hershman', written over a horizontal line.

Stuart Hershman  
SH/tjm  
Enclosures

## UNIFORM FRANCHISE REGISTRATION APPLICATION

File No.: F-8805  
(Insert file number of immediately  
preceding filing of Applicant)

State: Minnesota

Fee: \$300.00

APPLICATION FOR (Check only one):

           INITIAL REGISTRATION OF AN OFFER AND SALE OF FRANCHISES

  X   RENEWAL APPLICATION OR ANNUAL REPORT

           PRE-EFFECTIVE AMENDMENT

           POST-EFFECTIVE MATERIAL AMENDMENT

1. Full legal name of Franchisor:

**Wingstop Franchising LLC**

2. Name of the franchise offering:

**WING-STOP®**

3. Franchisor's principal business address:

**2801 North Central Expressway, Suite 1600  
Dallas, Texas 75204**

4. Name and address of Franchisor's agent in this State authorized to receive service of process:

**Commissioner of Commerce  
Department of Commerce  
85 7<sup>th</sup> Place East, Suite 500  
St. Paul, Minnesota 55101**

5. The states in which this application is or will be shortly on file:

**Hawaii, Minnesota, South Dakota and Wisconsin, with exemptions perfected in California, Illinois, Indiana, Maryland, New York, North Dakota, Rhode Island, Virginia, and Washington**

6. Name, address, telephone and facsimile numbers, and e-mail address of person to whom communications regarding this application should be directed:

**Stuart Hershman, Esq.**  
**DLA PIPER LLP (US)**  
**444 W. Lake Street, Suite 900**  
**Chicago, Illinois 60606-0089**  
**(312) 368-2164 (phone), (312) 630-7344 (fax)**  
**[stuart.hershman@us.dlapiper.com](mailto:stuart.hershman@us.dlapiper.com)**

Certification

I certify and swear under penalty of law that I have read and know the contents of this application, including the Franchise Disclosure Document with an issuance date of March 28, 2025 attached as an exhibit, and that all material facts stated in all those documents are accurate and those documents do not contain any material omissions. I further certify that I am duly authorized to make this certification on behalf of the Franchisor and that I do so upon my personal knowledge.

Signed at Dallas, Texas, on MARCH 28, 2025.

**WINGSTOP FRANCHISING LLC**



By: \_\_\_\_\_

Albert McGrath

Title: \_\_\_\_\_

Authorized Signor

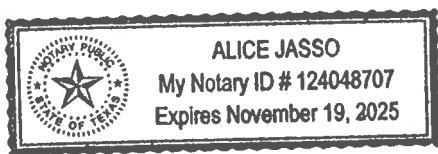
STATE OF TEXAS )  
 ) SS.  
COUNTY OF DALLAS )

On MARCH 28, 2025, before me, ALICE JASSO (Insert Name of Notary), personally appeared Albert McGrath personally known to me (or proved to me on the basis of satisfactory evidence) to be the person whose name is subscribed to the within instrument and acknowledged to me that he executed the same in his authorized capacity and that by his signature on the instrument the person or entity upon behalf of which the person acted, executed the instrument.

WITNESS my hand and official seal.

(NOTARIAL SEAL)

Notary Public  
My Commission Expires: Nov. 19, 2025



## UNIFORM FRANCHISE CONSENT TO SERVICE OF PROCESS

Wingstop Franchising LLC, a limited liability company organized under the laws of the State of Delaware (the "Franchisor"), irrevocably appoints the officers of the States designated below and their successors in those offices, its attorney in those States for service of notice, process or pleading in an action or proceeding against it arising out of or in connection with the sale of franchises, or a violation of the franchise laws of that State, and consents that an action or proceeding against it may be commenced in a court of competent jurisdiction and proper venue within that State by service of process upon this officer with the same effect as if the undersigned was organized or created under the laws of that State and had lawfully been served with process in that State. We have checked below each state in which this application is or will be shortly on file, and provided a duplicate original bearing an original signature to each state.

- |  |  |
|--|--|
| <input type="checkbox"/> California: Commissioner of Financial Protection & Innovation | <input checked="" type="checkbox"/> Rhode Island: Director, Department of Business Regulation                              |
| <input checked="" type="checkbox"/> Hawaii: Commissioner of Securities                 | <input checked="" type="checkbox"/> South Dakota: Director of the Division of Insurance                                    |
| <input type="checkbox"/> Illinois: Attorney General                                    | <input checked="" type="checkbox"/> Virginia: Clerk, Virginia State Corporation Commission                                 |
| <input type="checkbox"/> Indiana: Authorized Signor of State                           | <input checked="" type="checkbox"/> Washington: Director of Financial Institutions   |
| <input checked="" type="checkbox"/> Maryland: Securities Commissioner                  | <input checked="" type="checkbox"/> Wisconsin: Administrator, Division of Securities, Department of Financial Institutions |
| <input checked="" type="checkbox"/> Minnesota: Commissioner of Commerce                |  |
| <input type="checkbox"/> New York: Authorized Signor of State                          |  |
| <input checked="" type="checkbox"/> North Dakota: Securities Commissioner              |  |

Please mail or send a copy of any notice, process or pleading served under this consent to:

Wingstop Franchising LLC  
2801 North Central Expressway, Suite 1600  
Dallas, Texas 75204

Dated: MARCH 28, 2025

**WINGSTOP FRANCHISING LLC**


By:   
Albert McGrath  
Title: Authorized Signor

**LIMITED LIABILITY COMPANY ACKNOWLEDGMENT**

STATE OF TEXAS       )  
                                  ) SS.  
COUNTY OF DALLAS    )

On this 28<sup>th</sup> day of MARCH, 2025, before me ALICE JASSO  
(Insert Name of Notary Public), the undersigned officer, personally appeared Albert McGrath,  
known personally to me to be the Authorized Signor of the above named limited liability  
company, and that he, as such officer, being authorized to do so, executed the foregoing  
instrument for purposes therein contained, by signing the name of the limited liability company  
by himself as such officer.

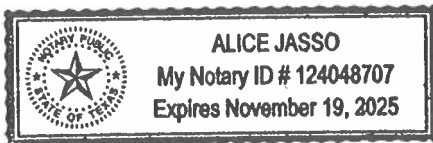
IN WITNESS WHEREOF, I have hereunto set my hand and official seal.

  
\_\_\_\_\_  
Notary Public

(NOTARIAL SEAL)

My Commission Expires:

NOVEMBER 19, 2025



## WINGSTOP FRANCHISING LLC

### FRANCHISOR'S COSTS AND SOURCE OF FUNDS

1. Disclose the Franchisor's total costs for performing its pre-opening obligations to provide goods or services in connection with establishing each franchised business, including real estate, improvements, equipment, inventory, training and other items stated in the offering:

Category	Costs
Real Estate	\$9,300
Improvements	\$0
Equipment	\$0
Inventory	\$0
Training, assistance	\$10,500
Other (describe)	\$ 0
Totals	\$19,800

2. State separately the sources of all required funds:

Development Fee	\$25,000
Franchise Fee	\$25,000
Totals	\$50,000



KPMG LLP  
Suite 1400  
2323 Ross Avenue  
Dallas, TX 75201-2721

The Board of Directors  
Wingstop Franchising LLC:

**Independent Auditors' Acknowledgement**

We agree to the inclusion in the Franchise Disclosure Document dated March 28, 2025 issued by Wingstop Franchising LLC (the Franchisor) of our report, dated March 26, 2025, relating to the financial statements of the Franchisor as of December 28, 2024 and December 30, 2023, and for the fiscal years in the three-year period ended December 28, 2024.

*KPMG LLP*

Dallas, Texas  
March 28, 2025





KPMG LLP  
Suite 1400  
2323 Ross Avenue  
Dallas, TX 75201-2721

The Board of Directors  
Wingstop Franchising LLC:

### **Independent Auditors' Acknowledgement**

We agree to the inclusion in the Franchise Disclosure Document dated March 28, 2025 issued by Wingstop Franchising LLC (the Franchisor) of our report, dated March 26, 2025, relating to the consolidated financial statements of Wingstop Restaurants Inc. as of December 28, 2024 and December 30, 2023, and for the fiscal years in the three-year period ended December 28, 2024.

*KPMG LLP*

Dallas, Texas  
March 28, 2025