

EXHIBIT H-

FRANCHISOR'S FINANCIAL STATEMENTS

Exhibit H includes the following:

1. Our consolidated financial statements (balance sheets as of December 31, 2023 and 2022), and statements of operations, statement of member's equity, and statements of cash flow for the year ended December 31, 2023 and report of independent certified public accounts.
2. Our consolidated financial statements (balance sheets as of (December 31, 2022 and 2021), and statements of operations, statement of member's equity, and statements of cash flow for the year ended December 31, 2022 and report of independent certified public accounts.

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INDEPENDENT AUDITOR'S CONSENT

We consent to the use of our report, dated March 29, 2024, related to the audited consolidated financial statements of Precision Franchising LLC and Subsidiary, which comprise the consolidated balance sheets as of December 31, 2023 and 2022, the related consolidated statements of operations, member's equity and cash flows for the years ended December 31, 2023 and 2022, and the notes to the consolidated financial statements, for inclusion in the Franchise Disclosure Document for prospective franchisees of Precision Franchising LLC dated March 31, 2024.

Yount, Hyde & Barbours, P.C.

Winchester, Virginia
March 29, 2024

**PRECISION FRANCHISING LLC
AND SUBSIDIARY**

Leesburg, Virginia

CONSOLIDATED FINANCIAL REPORT

December 31, 2023

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Precision Franchising LLC and Subsidiary
Leesburg, Virginia

Opinion

We have audited the accompanying consolidated financial statements of Precision Franchising LLC and Subsidiary (the Company), which comprise the consolidated balance sheets as of December 31, 2023 and 2022, the related consolidated statements of operations, member's equity and cash flows for the years then ended, and the related notes to the consolidated financial statements (collectively, the financial statements).

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2023 and 2022, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are issued (or within one year after the date that the financial statements are available to be issued when applicable).

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Yount, Hyde & Barbours, P.C.

Winchester, Virginia
March 29, 2024

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Balance Sheets
December 31, 2023 and 2022

Assets	<u>2023</u>	<u>2022</u>
Current Assets		
Cash	\$ 186,103	\$ 172,823
Accounts receivable, net	177,544	157,227
Prepaid expenses	25,000	--
Notes receivable - current	<u>32,378</u>	<u>36,798</u>
Total current assets	<u>421,025</u>	<u>366,848</u>
Other Assets		
Accounts receivable - parent	47,497,419	43,017,020
Notes receivable - long term	111,759	126,793
Goodwill	9,088,469	9,088,469
Intangible assets, net	<u>74,423</u>	<u>1,221,770</u>
Total other assets	<u>56,772,070</u>	<u>53,454,052</u>
Total assets	<u><u>\$ 57,193,095</u></u>	<u><u>\$ 53,820,900</u></u>
 Liabilities and Member's Equity		
Current Liabilities		
Accrued expenses	\$ 88,466	\$ 75,967
Deferred revenue	--	50,000
Due to related party	<u>213,836</u>	<u>168,905</u>
Total current liabilities	<u>302,302</u>	<u>294,872</u>
Member's Equity		
Member's interest	1	1
Contributed capital	20,427,940	20,427,940
Retained earnings	<u>36,462,852</u>	<u>33,098,087</u>
Total member's equity	<u>56,890,793</u>	<u>53,526,028</u>
Total liabilities and member's equity	<u><u>\$ 57,193,095</u></u>	<u><u>\$ 53,820,900</u></u>

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Statements of Operations
For the Years Ended December 31, 2023 and 2022

	2023	2022
Revenue		
Royalty	\$ 9,359,695	\$ 8,587,074
Franchise development	32,000	10,000
Other revenue	477,132	427,147
Total revenues	9,868,827	9,024,221
Direct costs	4,094,064	3,920,801
Contribution	5,774,763	5,103,420
General and administrative expense	1,267,577	1,280,489
Amortization expense	1,147,347	1,800,944
Operating income	3,359,839	2,021,987
Other income	4,926	5,472
Net income	\$ 3,364,765	\$ 2,027,459

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Statements of Member's Equity
For the Years Ended December 31, 2023 and 2022

	<u>Member's Interest</u>	<u>Contributed Capital</u>	<u>Retained Earnings</u>	<u>Total</u>
Balance, December 31, 2021	\$ 1	\$ 20,427,940	\$ 31,070,628	\$ 51,498,569
Net income	<u>--</u>	<u>--</u>	<u>2,027,459</u>	<u>2,027,459</u>
Balance, December 31, 2022	1	20,427,940	33,098,087	53,526,028
Net income	<u>--</u>	<u>--</u>	<u>3,364,765</u>	<u>3,364,765</u>
Balance, December 31, 2023	<u>\$ 1</u>	<u>\$ 20,427,940</u>	<u>\$ 36,462,852</u>	<u>\$ 56,890,793</u>

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Statements of Cash Flows
For the Years Ended December 31, 2023 and 2022

	2023	2022
Cash Flows from Operating Activities		
Net income	\$ 3,364,765	\$ 2,027,459
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization expense	1,147,347	1,800,944
Changes in assets and liabilities:		
Accounts receivable, net	(20,317)	52,762
Prepaid expenses	(25,000)	--
Notes receivable	19,454	16,547
Accrued expenses	12,499	7,133
Deferred revenue	(50,000)	50,000
Net cash provided by operating activities	4,448,748	3,954,845
Cash Flows from Financing Activities		
Net advances to parent	(4,480,399)	(3,879,734)
Due to related party, net	44,931	4,771
Net cash (used in) financing activities	(4,435,468)	(3,874,963)
Net increase in cash	13,280	79,882
Cash, beginning of year	172,823	92,941
Cash, end of year	\$ 186,103	\$ 172,823

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Notes to Consolidated Financial Statements

Note 1. Nature of Operations

Precision Franchising LLC and Subsidiary (collectively, the Company) (a wholly owned subsidiary of Precision Tune Auto Care, Inc. (the Parent)) was organized on August 15, 2001, in the Commonwealth of Virginia and began operations October 26, 2001. The Company was formed for the purpose of franchising automotive service centers. Through its franchised centers, automotive maintenance services, including specialized automotive care services and fast oil change and lube services, are provided to automobile owners, with a focus on those high-frequency items required on a periodic basis to properly maintain vehicles. On April 25, 2003, the Company formed PT Auto Care Canada Inc., for the purpose of conducting franchising operations in Canada. As of December 31, 2023 and 2022, the Company had no franchises in Canada. The Company is headquartered in Ashburn, Virginia.

The Parent is a wholly-owned subsidiary of Icahn Automotive Group LLC (Icahn Automotive), a wholly-owned subsidiary of Icahn Enterprises L.P. (NASDAQ: IEP).

Note 2. Summary of Significant Accounting Policies

A summary of significant accounting policies that are consistently applied in the preparation of the Company's financial statements follows:

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its wholly owned subsidiary. All material intercompany accounts and activity have been eliminated in consolidation.

Basis of Presentation

The accompanying consolidated financial statements are presented in accordance with accounting principles generally accepted in the United States of America. The financial statements portray the consolidated financial position, operations and cash flows of the Company on a stand-alone basis. Accordingly, they include the assets, liabilities, revenue, and expenses directly related to the Company's operations that were either specifically identifiable or allocable to the Company. The financial information included herein may not necessarily reflect the consolidated financial position and results of operations of the Company in the future or what these amounts would have been if the Company had operated as a non-affiliated entity.

Certain operating expenses reflected in the consolidated financial statements include charges for certain services provided by the Parent. These charges have been determined using methodologies that reasonably reflect the Company's direct benefit derived from such expenditures. The allocation methodologies consist primarily of measures of costs incurred by the Parent for services provided on behalf of the Company (see Note 4).

Notes to Consolidated Financial Statements

Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Codification (ASC) Topic 606, *Revenue from Contracts with Customers*, which provides a five-step model for recognizing revenue from contracts with customers as follows:

- Identify the contract with a customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognize revenue when or as performance obligations are satisfied

Franchise Agreements – The Company’s franchise agreements include (a) the right to use its symbolic intellectual property over the term of each franchise agreement, (b) pre-opening services, such as training, and (c) ongoing services, such as management of the advertising fund contributions, and development of training materials. These promises are highly dependent upon and interrelated with the franchise right granted in the franchise agreement, so they would not be considered to be individually distinct and therefore would be accounted for as a single performance obligation. The performance obligation, under the franchise agreement is the promise to provide daily access to the symbolic intellectual property over the term of each franchise agreement, which is a series of distinct services that represents a single performance obligation. Although the franchisor’s underlying activities associated with the symbolic intellectual property will vary both within a day and day-to-day, the symbolic intellectual property is accessed over time and the customer (the franchisee) simultaneously receives and consumes the benefit from the franchisor’s performance of providing access to the symbolic intellectual property (including other related activities).

The Company has elected to recognize upfront fees upon completion of pre-opening services and opening of the new franchise. This is not in accordance with ASC 606; however, management has assessed that, due to the limited number of new franchise sales, the resulting departure from ASC 606 is not material to the financial statements.

Domestic Royalty Revenue - Domestic royalty revenues are recognized in the period earned and to the extent no known issues involving collection exist. In cases where revenues are not likely to be collected, the Company establishes reserves for such amounts. Such reserves are based upon historical collection experience with the various franchisees taking into consideration the financial stability of such franchisees.

Area Development Agreements - The Company enters into domestic Area Development agreements which grant the area developer the right to solicit prospective franchisees for the operation of Precision Tune Auto Care centers within a specific geographic region. For each location opened, a separate franchise agreement is executed. The Company believes that the development rights are not distinct from franchise agreements.

Notes to Consolidated Financial Statements

International Master Franchise Agreements - The Company enters into International Master Franchise agreements which grant the master franchisee the right to sell franchises for the operation of Precision Tune Auto Care centers within a specific geographic region. Due to uncertainties, revenue from the sale of International Master Franchise agreements is recognized when all material services or conditions related to the agreements are satisfied and the Company has received any payments that are due.

International Royalty Revenue - Due to uncertainties, the Company's international royalty and development revenues are recognized when all material services or conditions related to the agreements are satisfied and payment is received.

Cash Management

The Company's cash activities are included with the Parent's centralized cash management processes, whereby the Company's cash is combined with other cash of the Parent. The net cash transfers between the Company and the Parent appear in the accompanying statement of cash flows as net advances to the Parent.

Goodwill

Goodwill represents the excess of cost of the acquired net assets over the net amounts assigned to assets acquired and liabilities assumed. Goodwill is not amortized, but rather evaluated for impairment at least annually, or sooner when circumstances indicate an impairment may exist. Impairment exists when the carrying amount of goodwill exceeds its implied fair value. The Company has elected to first perform a qualitative assessment, based on relevant events and circumstances, to determine whether it is more likely than not that the fair value of the reporting unit is less than its carrying amount. Impairment is reviewed in the first quarter of each fiscal year. Management has concluded that the approximately \$9.1 million carrying value of goodwill was not impaired.

Income Taxes

The Company is a single-member LLC and is treated as a disregarded entity for federal and state income tax purposes. As such, income and losses of the Company pass through to the Parent. Accordingly, no provision for income taxes is made in these financial statements.

Accounting principles generally accepted in the United States of America require management to evaluate tax positions taken by the Company and recognize a tax liability if the Company has taken an uncertain position that more likely than not would not be sustained upon examination by taxing authorities. Management evaluated the Company's tax positions and concluded that the Company had taken no uncertain tax positions that require adjustment to the financial statements to comply with the provisions of this guidance.

Notes to Consolidated Financial Statements

Accounts Receivable

Accounts receivable are stated at original invoice amount less an estimate made for doubtful receivables based on a review of outstanding amounts at the end of the year. Management determines the allowance for doubtful accounts by evaluating individual customer receivables by assessing recent historical experience, current economic conditions and any reasonable and supportable forecasts to identify risk characteristics that are shared within the financial asset. These risk characteristics are then used to bifurcate the aging method into risk pools. Historical credit loss for each risk pool is then applied to the current period aging as presented in the identified risk pools to determine the needed reserve allowance. In the absence of current economic conditions and/or forecasts that may affect future credit losses, the Company has determined that recent historical experience provides the best basis for estimating credit losses. Management recorded a reserve for doubtful accounts of \$5,716 as of December 31, 2023 and \$4,466 as of December 31, 2022. For the years ended December 31, 2023 and 2022, the Company wrote-off accounts receivable balances totaling \$0 and \$245, respectively.

Property and Equipment

Property and equipment are stated at cost and depreciated on a straight-line basis for book purposes and accelerated methods for tax purposes over the estimated useful lives of the related assets. The estimated useful life for software ranges from three to seven years.

Concentration of Credit Risk

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, trade accounts receivable and notes receivable. The trade receivable balances are dispersed among a wide customer and franchisee base. The Company routinely assesses the financial strength of its customers. The Company maintains reserves for credit losses, and such losses have been within management's expectations. The Company's cash is held at FDIC insured financial institutions; however, cash may exceed insured amounts.

Use of Estimates in Preparing Financial Statements

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenue and expenses during the reporting period. Actual results could differ from those estimates.

Recent Accounting Pronouncements

The Company adopted ASC 326, Financial Instruments--Credit Losses, as of January 1, 2023, with the cumulative-effect transition method with the required prospective approach. The measurement of expected credit losses under the current expected credit loss ("CECL") methodology is applicable to financial assets measured at amortized cost, which include trade receivables, contract assets and notes receivable. An allowance for credit losses under the CECL methodology is determined using the loss-rate approach and measured on a collective (pool) basis when similar risk characteristics exist. Where financial instruments do not share risk characteristics, they are evaluated on an individual basis. The CECL allowance is based on relevant available information, from internal and external sources, relating to past events, current conditions and reasonable and supportable forecasts. The allowance for credit losses as of December 31, 2023, and change in the allowance for credit losses during the year ended December 31, 2023, was not material to the financial statements.

Notes to Consolidated Financial Statements

Note 3. Notes Receivable

During the years ended December 31, 2023 and 2022, the Company had various promissory note agreements with franchisees for the payment of royalty amounts due to the Company. Interest rates on the notes vary from zero percent to four percent. The notes expire at various dates through January 5, 2037. Interest income recorded related to these notes for the years ended December 31, 2023 and 2022 totaled \$4,926 and \$5,472, respectively.

Note 4. Company Allocations

In connection with the presentation of these financial statements, the Company has allocated costs incurred by the Parent for services provided on behalf of the Company.

The Parent provides certain business development, accounting, human resources, legal, and other corporate services to the Company. Expenses allocated to the Company for these services totaled approximately \$1.73 million for each of the years ended December 31, 2023 and 2022, respectively. Allocation of these expenses is based on the time and efforts of personnel within each department. Management believes this allocation method reasonably reflects the cost associated with the benefits received by the Company for these activities; however, the allocations of costs and expenses do not necessarily indicate the costs that would have been incurred by the Company if it had been operating as a non-affiliated entity.

Note 5. Intangible Assets

Intangible assets were recorded as a result of pushdown accounting applied related to the Company's acquisition by Icahn Automotive. The intangible assets represent the value of the franchise agreements in place as of the acquisition date. The intangible assets are being amortized over the estimated useful lives, which the Company has estimated as the average remaining term of existing franchise agreements by geographic area plus one five-year renewal period. Estimated lives range from 62 months to 79 months. The components of intangible assets, net, are as follows:

	<u>2023</u>	<u>2022</u>
Franchise agreements	\$ 11,100,000	\$ 11,100,000
Accumulated amortization	<u>(11,025,577)</u>	<u>(9,878,230)</u>
Intangible assets, net	<u>\$ 74,423</u>	<u>\$ 1,221,770</u>

Amortization expense was \$1,147,347 and \$1,800,944 for the years ended December 31, 2023 and 2022, respectively.

Notes to Consolidated Financial Statements

Note 6. Related Party Transaction

Pursuant to the terms of a management agreement between the Parent and PTAC Marketing Fund, Inc. (PMF), the Parent provides certain administrative services to PMF, a national advertising fund for Precision Tune Auto Care Center franchisees formed to improve the business environment for Precision Tune Auto Care centers and promote the exchange of ideas and advertising methods among the contributing participants of PMF. In accordance with standard franchise agreement terms, Precision Tune Auto Care centers are required to contribute 1.5 percent of gross sales to PMF. Contributions collected by the Company on behalf of PMF totaled approximately \$213,836 and \$168,905 at December 31, 2023 and 2022, respectively, and are recorded in due to related-party.

Note 7. Subsequent Events

In preparing these statements, the Company has evaluated events and transactions for potential recognition or disclosure through March 29, 2024, the date the financial statements were available to be issued. The Company has determined that there are no subsequent events that require recognition or disclosure.



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INDEPENDENT AUDITOR'S CONSENT

We consent to the use of our report, dated March 31, 2023, related to the audited consolidated financial statements of Precision Franchising LLC and Subsidiary, which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the related consolidated statements of operations, member's equity and cash flows for the years ended December 31, 2022 and 2021, and the notes to the consolidated financial statements, for inclusion in the Franchise Disclosure Document for prospective franchisees of Precision Franchising LLC dated March 31, 2023.

Yount, Hyde & Barbour, P.C.

Winchester, Virginia
March 31, 2023



**PRECISION FRANCHISING LLC
AND SUBSIDIARY**

Leesburg, Virginia

CONSOLIDATED FINANCIAL REPORT

December 31, 2022

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INDEPENDENT AUDITOR'S REPORT

To the Board of Directors
Precision Franchising LLC and Subsidiary
Leesburg, Virginia

Opinion

We have audited the accompanying consolidated financial statements of Precision Franchising LLC and Subsidiary (the Company), which comprise the consolidated balance sheets as of December 31, 2022 and 2021, the related consolidated statements of operations, member's equity and cash flows for the years then ended, and the related notes to the consolidated financial statements (collectively, the financial statements).

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of Precision Franchising LLC and Subsidiary as of December 31, 2022 and 2021, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are issued (or within one year after the date that the financial statements are available to be issued when applicable).

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Gourent, Hyde & Barbours, P.C.

Winchester, Virginia
March 31, 2023

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Balance Sheets
December 31, 2022 and 2021

Assets	<u>2022</u>	<u>2021</u>
Current Assets		
Cash	\$ 172,823	\$ 92,941
Accounts receivable, net	157,227	209,989
Notes receivable - current	<u>36,798</u>	<u>33,781</u>
Total current assets	<u>366,848</u>	<u>336,711</u>
Other Assets		
Accounts receivable - parent	43,017,020	39,137,286
Notes receivable - long term	126,793	146,357
Goodwill	9,088,469	9,088,469
Intangible assets, net	<u>1,221,770</u>	<u>3,022,714</u>
Total other assets	<u>53,454,052</u>	<u>51,394,826</u>
Total assets	<u>\$ 53,820,900</u>	<u>\$ 51,731,537</u>
 Liabilities and Member's Equity		
Current Liabilities		
Accrued expenses	\$ 75,967	\$ 68,834
Deferred revenue	50,000	--
Due to related party	<u>168,905</u>	<u>164,134</u>
Total current liabilities	<u>294,872</u>	<u>232,968</u>
Member's Equity		
Member's interest	1	1
Contributed capital	20,427,940	20,427,940
Retained earnings	<u>33,098,087</u>	<u>31,070,628</u>
Total member's equity	<u>53,526,028</u>	<u>51,498,569</u>
Total liabilities and member's equity	<u>\$ 53,820,900</u>	<u>\$ 51,731,537</u>

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Statements of Operations
For the Years Ended December 31, 2022 and 2021

	2022	2021
Revenue		
Royalty	\$ 8,587,074	\$ 8,055,068
Franchise development	10,000	30,000
Other revenue	427,147	375,246
Total revenues	9,024,221	8,460,314
 Direct costs	 3,920,801	 3,744,057
Contribution	5,103,420	4,716,257
 General and administrative expense	 1,280,489	 1,257,660
 Amortization expense	 1,800,944	 1,828,867
Operating income	2,021,987	1,629,730
 Other income	 5,472	 6,020
Net income	\$ 2,027,459	\$ 1,635,750

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Statements of Member's Equity
For the Years Ended December 31, 2022 and 2021

	<u>Member's Interest</u>	<u>Contributed Capital</u>	<u>Retained Earnings</u>	<u>Total</u>
Balance, December 31, 2020	\$ 1	\$ 20,427,940	\$ 29,434,878	\$ 49,862,819
Net income	<u>--</u>	<u>--</u>	<u>1,635,750</u>	<u>1,635,750</u>
Balance, December 31, 2021	1	20,427,940	31,070,628	51,498,569
Net income	<u>--</u>	<u>--</u>	<u>2,027,459</u>	<u>2,027,459</u>
Balance, December 31, 2022	<u>\$ 1</u>	<u>\$ 20,427,940</u>	<u>\$ 33,098,087</u>	<u>\$ 53,526,028</u>

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Consolidated Statements of Cash Flows
For the Years Ended December 31, 2022 and 2021

	2022	2021
Cash Flows from Operating Activities		
Net income	\$ 2,027,459	\$ 1,635,750
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization expense	1,800,944	1,828,867
Changes in assets and liabilities:		
Accounts receivable, net	52,762	6,709
Notes receivable	16,547	57,508
Accrued expenses	7,133	(44,873)
Deferred revenue	50,000	--
Net cash provided by operating activities	3,954,845	3,483,961
Cash Flows from Financing Activities		
Net advances to parent	(3,879,734)	(3,521,084)
Due to related party, net	4,771	13,336
Net cash (used in) financing activities	(3,874,963)	(3,507,748)
Net increase (decrease) in cash	79,882	(23,787)
Cash, beginning of year	92,941	116,728
Cash, end of year	\$ 172,823	\$ 92,941

See Notes to Consolidated Financial Statements.

PRECISION FRANCHISING LLC AND SUBSIDIARY
(a wholly owned subsidiary of Precision Tune Auto Care, Inc.)

Notes to Consolidated Financial Statements

Note 1. Nature of Operations

Precision Franchising LLC and Subsidiary (collectively, the Company) (a wholly owned subsidiary of Precision Tune Auto Care, Inc. (the Parent)) was organized on August 15, 2001, in the Commonwealth of Virginia and began operations October 26, 2001. The Company was formed for the purpose of franchising automotive service centers. Through its franchised centers, automotive maintenance services, including specialized automotive care services and fast oil change and lube services, are provided to automobile owners, with a focus on those high-frequency items required on a periodic basis to properly maintain vehicles. On April 25, 2003, the Company formed PT Auto Care Canada Inc., for the purpose of conducting franchising operations in Canada. As of December 31, 2022 and 2021, the Company had no franchises in Canada. The Company is headquartered in Leesburg, Virginia.

On July 28, 2017, Icahn Automotive Group LLC (Icahn Automotive), a wholly-owned subsidiary of Icahn Enterprises L.P. (NASDAQ: IEP), announced that it completed the acquisition of the Precision Auto Care, Inc.

Note 2. Summary of Significant Accounting Policies

A summary of significant accounting policies that are consistently applied in the preparation of the Company's financial statements follows:

Principles of Consolidation

The accompanying consolidated financial statements include the accounts of the Company and its wholly owned subsidiary. All intercompany accounts and activity have been eliminated in consolidation.

Basis of Presentation

The accompanying consolidated financial statements are presented in accordance with accounting principles generally accepted in the United States of America. The financial statements portray the consolidated financial position, operations and cash flows of the Company on a stand-alone basis. Accordingly, they include the assets, liabilities, revenue, and expenses directly related to the Company's operations that were either specifically identifiable or allocable to the Company. The financial information included herein may not necessarily reflect the consolidated financial position and results of operations of the Company in the future or what these amounts would have been if the Company had operated as a non-affiliated entity.

Certain operating expenses reflected in the consolidated financial statements include charges for certain services provided by the Parent. These charges have been determined using methodologies that reasonably reflect the Company's direct benefit derived from such expenditures. The allocation methodologies consist primarily of measures of costs incurred by the Parent for services provided on behalf of the Company (see Note 4).

Notes to Consolidated Financial Statements

Revenue Recognition

The Company recognizes revenue in accordance with Accounting Standards Codification (ASC) Topic 606, *Revenue from Contracts with Customers*, which provides a five-step model for recognizing revenue from contracts with customers as follows:

- Identify the contract with a customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognize revenue when or as performance obligations are satisfied

Franchise Agreements – The Company’s franchise agreements include (a) the right to use its symbolic intellectual property over the term of each franchise agreement, (b) pre-opening services, such as training, and (c) ongoing services, such as management of the advertising fund contributions, and development of training materials. These promises are highly dependent upon and interrelated with the franchise right granted in the franchise agreement, so they would not be considered to be individually distinct and therefore would be accounted for as a single performance obligation. The performance obligation, under the franchise agreement is the promise to provide daily access to the symbolic intellectual property over the term of each franchise agreement, which is a series of distinct services that represents a single performance obligation. Although the franchisor’s underlying activities associated with the symbolic intellectual property will vary both within a day and day-to-day, the symbolic intellectual property is accessed over time and the customer (the franchisee) simultaneously receives and consumes the benefit from the franchisor’s performance of providing access to the symbolic intellectual property (including other related activities).

The Company has elected to recognize upfront fees upon completion of pre-opening services and opening of the new franchise. This is not in accordance with ASC 606, however management has assessed that due to the limited number of new franchise sales, the resulting departure from ASC 606 is not material to the financial statements.

Domestic Royalty Revenue - Domestic royalty revenues are recognized in the period earned and to the extent no known issues involving collection exist. In cases where revenues are not likely to be collected, the Company establishes reserves for such amounts. Such reserves are based upon historical collection experience with the various franchisees taking into consideration the financial stability of such franchisees.

Area Development Agreements - The Company enters into domestic Area Development agreements which grant the area developer the right to solicit prospective franchisees for the operation of Precision Tune Auto Care centers within a specific geographic region. For each location opened, a separate franchise agreement is executed. The Company believes that the development rights are not distinct from franchise agreements.

Notes to Consolidated Financial Statements

International Master Franchise Agreements - The Company enters into International Master Franchise agreements which grant the master franchisee the right to sell franchises for the operation of Precision Tune Auto Care centers within a specific geographic region. Due to uncertainties, revenue from the sale of International Master Franchise agreements is recognized when all material services or conditions related to the agreements are satisfied and the Company has received any payments that are due.

International Royalty Revenue - Due to uncertainties, the Company's international royalty and development revenues are recognized when all material services or conditions related to the agreements are satisfied and payment is received.

Cash Management

The Company's cash activities are included with the Parent's centralized cash management processes, whereby the Company's cash is combined with other cash of the Parent. The net cash transfers between the Company and the Parent appear in the accompanying statement of cash flows as net advances to the Parent.

Goodwill

Goodwill represents the excess of cost of the acquired net assets over the net amounts assigned to assets acquired and liabilities assumed. Goodwill is not amortized, but rather evaluated for impairment at least annually, or sooner when circumstances indicate an impairment may exist. Impairment exists when the carrying amount of goodwill exceeds its implied fair value. The Company has elected to first perform a qualitative assessment, based on relevant events and circumstances, to determine whether it is more likely than not that the fair value of the reporting unit is less than its carrying amount. Impairment is reviewed in the first quarter of each fiscal year. Management has concluded that the approximately \$9.1 million carrying value of goodwill was not impaired.

Income Taxes

The Company is a single-member LLC and is treated as a disregarded entity for federal and state income tax purposes. As such, income and losses of the Company pass through to the Parent. Accordingly, no provision for income taxes is made in these financial statements.

Accounts Receivable

Trade receivables are stated at original invoice amount less an estimate made for doubtful receivables based on a review of outstanding amounts at the end of the year. Management determines the allowance for doubtful accounts by regularly evaluating individual customer receivables. Management recorded a reserve for doubtful accounts of \$4,466 as of December 31, 2022 and \$3,666 as of December 31, 2021. For the year ended December 31, 2022, the Company recognized bad debt expense of \$245. There was no bad debt expense for the year ended December 31, 2021.

Notes to Consolidated Financial Statements

Property and Equipment

Property and equipment are stated at cost and depreciated on a straight-line basis for book purposes and accelerated methods for tax purposes over the estimated useful lives of the related assets. The estimated useful life for software ranges from three to seven years.

Concentration of Credit Risk

Financial instruments that potentially subject the Company to significant concentrations of credit risk consist primarily of cash, trade accounts receivable and notes receivable. The trade receivable balances are dispersed among a wide customer and franchisee base. The Company routinely assesses the financial strength of its customers. The Company maintains reserves for credit losses, and such losses have been within management's expectations. The Company's cash is held at FDIC insured financial institutions; however, cash may exceed insured amounts.

Use of Estimates in Preparing Financial Statements

In preparing financial statements in conformity with accounting principles generally accepted in the United States of America, management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and revenue and expenses during the reporting period. Actual results could differ from those estimates.

Recent Accounting Pronouncements

In February 2016, the FASB issued ASU No. 2016-02, *Leases (Topic 842)*, and subsequent amendments. ASC 842 requires companies that lease assets (lessees) to recognize a right-of-use asset and a lease liability on the balance sheet. The Company adopted ASC 842 effective January 1, 2022. The Company determined it had no lease transactions within the scope of ASC 842 and, accordingly, there was no impact to the consolidated financial statements as a result of the adoption.

Other recent authoritative guidance issued by the FASB (including technical corrections to the Accounting Standards Codification) are not expected to have a material effect on our consolidated financial statements.

Note 3. Notes Receivable

During the years ended December 31, 2022 and 2021, the Company had various promissory note agreements with franchisees for the payment of royalty amounts due to the Company. Interest rates on the notes vary from zero percent to four percent. The notes expire at various dates through January 5, 2037. Interest income recorded related to these notes for the years ended December 31, 2022 and 2021 totaled \$5,472 and \$6,020, respectively.

Notes to Consolidated Financial Statements

Note 4. Company Allocations

In connection with the presentation of these financial statements, the Company has allocated costs incurred by the Parent for services provided on behalf of the Company.

The Parent provides certain business development, accounting, human resources, legal, and other corporate services to the Company. Expenses allocated to the Company for these services totaled approximately \$1.73 million for each of the years ended December 31, 2022 and 2021. Allocation of these expenses is based on the time and efforts of personnel within each department. Management believes this allocation method reasonably reflects the cost associated with the benefits received by the Company for these activities; however, the allocations of costs and expenses do not necessarily indicate the costs that would have been incurred by the Company if it had been operating as a non-affiliated entity.

Note 5. Intangible Assets

Intangible assets were recorded as of July 28, 2017 as a result of pushdown accounting applied related to the Company's acquisition by Icahn Automotive. The intangible assets represent the value of the franchise agreements in place as of July 28, 2017. The intangible assets are being amortized over the estimated useful lives, which the Company has estimated as the average remaining term of existing franchise agreements by geographic area plus one five-year renewal period. Estimated lives range from 62 months to 79 months. The components of intangible assets, net, are as follows:

	<u>2022</u>	<u>2021</u>
Franchise agreements	\$ 11,100,000	\$ 11,100,000
Accumulated amortization	<u>(9,878,230)</u>	<u>(8,077,286)</u>
Intangible assets, net	<u>\$ 1,221,770</u>	<u>\$ 3,022,714</u>

Amortization expense was \$1,800,944 and \$1,828,867 for years ended December 31, 2022 and 2021 respectively.

Note 6. Related Party Transaction

Pursuant to the terms of a management agreement between the Parent and PTAC Marketing Fund, Inc. (PMF), the Parent provides certain administrative services to PMF, a national advertising fund for Precision Tune Auto Care Center franchisees formed to improve the business environment for Precision Tune Auto Care centers and promote the exchange of ideas and advertising methods among the contributing participants of PMF. In accordance with standard franchise agreement terms, Precision Tune Auto Care centers are required to contribute 1.5 percent of gross sales to PMF. Contributions collected by the Company on behalf of PMF totaled approximately \$168,905 and \$164,134 at December 31, 2022 and 2021, respectively, and are recorded in due to related-party.

Notes to Consolidated Financial Statements

Note 7. Subsequent Events

In preparing these statements, the Company has evaluated events and transactions for potential recognition or disclosure through March 31, 2023, the date the financial statements were available to be issued. The Company has determined that there are no subsequent events that require recognition or disclosure.

EXHIBIT I

**Information Regarding Area Developer/Area Representative (If Applicable)
And Open-Area Co-operatives**

PRECISION FRANCHISING LLC AREA DEVELOPERS' MAILING LIST
EXHIBIT I

Part 1

As of December 31, 2023

AREA TUNE, INC.
Attn: David Grimaud
P. O. Box 159
Chapin, SC 29036
(803) 345-3624 - SC office
(803) 345-5570 FAX
109 - Portion of GA, Portion of SC

FOR FEDERAL EXPRESS/UPS PURPOSES
804 Old Forge Rd.
Chapin, SC 29036
(803) 345-3624

G. P. G., INC.
Attn: David Grimaud
P. O. Box 159
Chapin, SC 29036
(803) 345-3624 - SC office
(803) 345-5570- SC fax
021 - Portion of GA, Portion of AL

FOR FEDERAL EXPRESS/UPS PURPOSES:
804 Old Forge Rd.
Chapin, SC 29036
(803) 345-3624

GRIMAUD ENTERPRISES, INC.
Attn: David Grimaud
P. O. Box 159
Chapin, SC 29036
(803) 345-3624 - SC office
(803) 345-5570 - SC fax
022 - Portion of TX
024 - Portion of AL, Portion of FL, Portion of MS
025 - Portion of LA
033 - Portion of UT
056 - Portion of AL
064 - Portion of SC, Portion of NC, Portion of TN, Portion of VA,
Portion of OH, WV
093 - Portion of PA
107 - Portion of GA

FOR FEDERAL EXPRESS/UPS PURPOSES:
804 Old Forge Rd.
Chapin, SC 29036
(803) 345-3624

OKLAMOTIVE, INC.
Attn: Gregory Grimaud
P.O. Box 721303
Oklahoma City, OK 73172
(405) 720-7753
(405) 720-7783 - FAX
048 - Portion of OK, Portion of AR
057 - Portion of OK, Portion of TX

FOR FEDERAL EXPRESS PURPOSES
7508 NW 129th Street
Oklahoma City, OK 73142

PRECISION FRANCHISING, INC.
Attn: David Sanderson and Robert Allbert
106 Woodwinds Industrial Ct.
Cary, NC 27511
(919) 469-2450 - office
FAX - (919) 460-9920
055 - Portion of NC
059 - Portion of NC

**AREA DEVELOPER ADDENDUM TO DISCLOSURE DOCUMENT
(G.P.G., INC.)**

ITEM 1

FRANCHISOR, ITS PREDECESSORS AND AFFILIATES

The area developer for the area(s) described below, is G.P.G., INC. (the “area developer”). The area developer is a Georgia corporation and was incorporated November 24, 1981. It does business as “G.P.G., Inc.”. Its principal business address and telephone number are Post Office Box 159, Chapin, South Carolina 29036 and (803) 345-3624. The area developer has no predecessors. The area developer has affiliated relationships, through common stockholder ownership, with several entities that either own or operate Precision Tune centers or act as area developers for different territories. The affiliated entities that are area developers are listed as follows:

Area Tune, Inc. is a Georgia corporation incorporated in December 1988. Its principal business address is Post Office Box 159 Chapin, South Carolina 29036. The area developer has been soliciting franchise candidates for PRECISION TUNE AUTO CARE® franchises for parts of Georgia and South Carolina since approximately December 1988, and has not engaged in franchise sales in any other line of business.

Grimaud Enterprises, Inc. is a South Carolina corporation, incorporated in June 1979. Grimaud Enterprises, Inc. has been involved in providing tune-ups and related services for motor vehicles since January 25, 1979 under the name PRECISION TUNE AUTO CARE®. The area developer has been soliciting franchise candidates for PRECISION TUNE AUTO CARE® franchises since January 25, 1979 and has not engaged in franchise sales in any other line of business.

Oklamotive, Inc. is an Oklahoma corporation, incorporated in November 1992. Its principal business address is Post Office Box 720178, Oklahoma City, Oklahoma 73172. Oklamotive, Inc. has been involved in providing tune-ups and related services for motor vehicles since October 23, 1993 under the name PRECISION TUNE AUTO CARE®. Oklamotive, Inc. has solicited franchise candidates for Precision Tune Auto Care® franchises for parts of Arkansas, Oklahoma and Texas since approximately November 13, 1992, and has not engaged in franchise sales in any other line of business.

The area developer solicits franchise candidates for PRECISION TUNE AUTO CARE® franchises, as described in this disclosure document, in the counties listed below.

GEORGIA COUNTIES:

Appling	Baker	Berrien	Brantley	Bulloch	Camden
Atkinson	Baldwin	Bibb	Brooks	Burke	Candler
Bacon	Ben Hill	Bleckley	Bryan	Calhoun	Charlton
Chattahoochee	Coffee	Cook	Decatur	Dougherty	Effingham
Clay	Colquitt	Crawford	Dodge	Early	Elbert
Clinch		Crisp	Dooley	Echols	Emanuel
Evans	Grady	Harris	Irwin	Jenkins	Lanier
Franklin	Greene	Hart	Jeff Davis	Johnson	Laurens

Glascock	Hancock	Houston	Jefferson	Jones	Lee
Liberty	Lowndes	Marion	Meriwether	Monroe	Oglethorpe
Lincoln	Macon		Miller	Montgomery	Peach
Long	Madison	McIntosh	Mitchell	Muscogee	Pierce
Pulaski	Randolph	Seminole	Sumter	Tattnall	Terrell
Putnam	Schley	Stephens	Talbot	Taylor	Thomas
Quitman	Screven	Stewart	Taliaferro	Telfair	Tift
Toombs	Turner	Ware	Wayne	Wilcox	Worth
Treutlen	Twiggs	Warren	Webster	Wilkes	
Troup	Upson	Washington	Wheeler	Wilkinson	

ALABAMA COUNTY:

Russell

The area developer has been involved in providing to the motoring public tune-ups and related services for motor vehicles since December 4, 1981, under the name PRECISION TUNE AUTO CARE®. The area developer has been soliciting franchise candidates for PRECISION TUNE AUTO CARE® franchises since approximately December 4, 1981, and has not engaged in franchise sales in any other line of business.

ITEM 2

BUSINESS EXPERIENCE

These persons may have ownership interests or positions as officers or directors with one or more affiliates noted above.

GLADYS F. GRIMAUD: SECRETARY

Mrs. Gladys Grimaud has been Secretary of G.P.G., INC. since December 1982. In addition, Mrs. Grimaud has held positions with various corporations doing business as Precision Tune Auto Care, Midas Muffler and Rentzall, Pineapple House Interiors and Chapin Furniture Outlet since December, 1975.

DAVID W. GRIMAUD: PRESIDENT/DIRECTOR

Mr. David W. Grimaud has been President of G.P.G., INC. since April 18, 1991. He also became a Director of the area developer on March 11, 2011. In addition, Mr. Grimaud now holds positions with other corporations doing business as Precision Tune Auto Care.

Sadie L. Meetze: TREASURER

Ms. Meetze has been Treasurer of G.P.G., Inc since December 1997.

ITEM 3

LITIGATION

No litigation is required to be disclosed in this Item for the area developer.

ITEM 4

BANKRUPTCY

No person previously identified in Items 1 or 2 of this addendum has been involved as a debtor in proceedings under the U.S. Bankruptcy Code required to be disclosed in this Item.

ITEM 6

OTHER FEES

Regional advertising cooperatives of the nature described in Items 6 and 11 of the disclosure document exist in the area developer's area, and franchisees located in the area developer's area are required to participate in the regional advertising cooperative (see Exhibit "G-1" attached).

ADDENDUM TO FRANCHISE AGREEMENT

Until such time as Franchisor has a national or regional advertising program, Franchisee agrees to participate together with the Area developer and other Franchisees in an advertising pool to be administered by Area Developer. Any portion of the nine percent (9%) advertising fee not paid to Precision Franchising LLC shall be paid into the advertising pool as designated by Area developer.

(witness)

(Franchisee)

Dated: _____

(witness)

(Area Developer)

Dated: _____

APPROVED AS A NON-PARTY:

PRECISION FRANCHISING, LLC.

(witness)

By _____

Dated: _____

**AREA DEVELOPER ADDENDUM TO DISCLOSURE DOCUMENT
(GRIMAUD ENTERPRISES, INC.)**

Item 1

FRANCHISOR, ITS PREDECESSORS AND AFFILIATES

The area developer for the parts of Alabama, Florida, Georgia, Louisiana, Mississippi, North Carolina, Ohio, South Carolina, Tennessee, Texas, Utah, Virginia and West Virginia, listed below, is GRIMAUD ENTERPRISES, INC. (the "area developer"). The area developer is a South Carolina corporation, incorporated in June 1979. It does business as "Grimaud Enterprises, Inc." Its principal business address and telephone number are Post Office Box 159, Chapin, South Carolina 29036 and (803) 345-3624. The area developer has no predecessors. The area developer has affiliated relationships, through common stockholder ownership, with several entities that either own or operate Precision Tune centers or act as area developers for different territories. The affiliated entities that are area developers are listed as follows:

Oklamotive, Inc. is an Oklahoma corporation, incorporated in November 1992. Its principal business address is Post Office Box 720178, Oklahoma City, Oklahoma 73172. Oklamotive, Inc. has been involved in providing tune-ups and related services for motor vehicles since October 23, 1993 under the name PRECISION TUNE AUTO CARE. Oklamotive, Inc. has solicited franchise candidates for Precision Tune Auto Care® franchises for parts of Arkansas, Oklahoma and Texas since approximately November 13, 1992, and has not engaged in franchise sales in any other line of business.

GPG, Inc. is a Georgia corporation, incorporated on November 24, 1981. Its principal business address is Post Office Box 159 Chapin, South Carolina. GPG, Inc. has been involved in providing tune-ups and related services for motor vehicles since December 4, 1981 under the name PRECISION TUNE AUTO CARE. GPG, Inc. has solicited franchise candidates for Precision Tune Auto Care® franchises for parts of Georgia and Alabama since approximately December 4, 1981, and has not engaged in franchise sales in any other line of business.

Area Tune, Inc. is a Georgia corporation incorporated in December 1988. Its principal business address is Post Office Box 159 Chapin, South Carolina 29036. The area developer has been soliciting franchise candidates for PRECISION TUNE AUTO CARE® franchises for parts of Georgia and South Carolina since approximately December 1988, and has not engaged in franchises sales in any other line of business.

The area developer offers franchises for PRECISION TUNE AUTO CARE^(R) businesses, as described in this disclosure document, in the counties listed below.

ALABAMA COUNTIES:

State of Alabama excluding Russell county.

FLORIDA COUNTIES:

Bay	Calhoun	Escambia
Gulf	Holmes	Jackson
Okaloosa	Santa Rosa	Walton
Washington		
Madison	Columbia	Lafayette
Wakulla	Gadsden	Liberty
Hamilton	Putnam	St. Johns
Levy	Alachua	Clay
Bradford	Union	Dixie

Gilchrist
Duval
Jefferson
Sumter
Marion

Baker
Suwannee
Leon
Volusia
Citrus

Nassau
Taylor
Franklin
Flagler
Hernando

GEORGIA COUNTIES

Banks
Carroll
Clayton
DeKalb
Forsyth
Habersham
Henry
Lumpkin
Paulding
Rabun
Union

Butts
Chattooga
Cobb
Douglas
Fulton
Hall
Jackson
Morgan
Pickens
Rockdale
Walton

Barrow
Cherokee
Coweta
Fayette
Gordon
Haralson
Jasper
Newton
Pike
Spalding
White

Bartow
Clarke
Dawson
Floyd
Gwinnett
Heard
Lamar
Oconee
Polk
Towns

LOUISIANA PARISHES

East Feliciana
Washington
Ascension
St. John the Baptist
Orleans
LaFourche
Ouachita
West Baton Rouge
St. Martin
Beauregard
Jefferson Davis
Vermilion

St. Helena
St. Tammany
Assumption
St. Charles
Plaquemines
Terrebonne
Rapides
East Baton Rouge
St. Mary
Calcasieu
Lafayette

Tangipahoa
Livingston
St. James
Jefferson
St. Bernard
West Feliciana
Iberville
Iberia
Acadia
Cameron
St. Landry

MISSISSIPPI COUNTIES:

Warren
Hinds
Rankin
Scott
Newton
Wilkinson
Claiborne
Copiah
Stone
Perry
George
Lamar
Attala
Chickasaw
Grenada
Issaquena

Smith
Jasper
Clarke
Jefferson
Lincoln
Lauderdale
Marion
Covington
Jones
Greene
Hancock
Pearl River
Bolivar
Choctaw
Holmes
Kemper

Wayne
Adams
Franklin
Amite
Pike
Lawrence
Walthall
Simpson
Forrest
Jackson
Harrison
Jefferson Davis
Carroll
Clay
Humphreys
Leake

Leflore
Monroe
Noxubee
Sunflower
Webster

Lowndes
Montgomery
Oktibbeha
Tallahatchie
Winston

Madison
Neshoba
Sharkey
Washington
Yazoo

NORTH CAROLINA COUNTIES:

Cherokee
Transylvania
Madison
Mitchell
Macon

Clay
Swain
Graham
Yancey

Henderson
Buncombe
Jackson
Haywood

OHIO COUNTIES

Belmont

Washington

SOUTH CAROLINA COUNTIES:

All counties excluding Aiken

TENNESSEE COUNTIES:

Sullivan
Johnson
Hancock

Washington
Unicoi
Hawkins

Carter
Greene

TEXAS COUNTIES

Harris
Jefferson
Austin
Chambers
Hardin
Leon
Matagorda
Robertson
Trinity
Waller

Brazoria
Montgomery
Burleson
Colorado
Jackson
Liberty
Newton
Sabine
Tyler
Wharton

Galveston
Orange
Calhoun
Grimes
Jasper
Madison
Polk
San Jacinto
Walker
Ft. Bend

UTAH COUNTIES:

Weber
Salt Lake
Davis
Box Elder
Utah
Cache

VIRGINIA COUNTIES:

Washington

WEST VIRGINIA

Entire state

The area developer has been involved in providing to the motoring public tune-ups and related services for motor vehicles, since June 1979, under the name PRECISION TUNE AUTO CARE®. The area developer has been selling PRECISION TUNE AUTO CARE® franchises since approximately June 1979, and has not offered franchises in any other line of business.

Item 2

BUSINESS EXPERIENCE

These persons may have ownership interests or positions as officers or directors with one or more affiliates noted above.

David W. Grimaud: Chief Executive Officer

Mr. David W. Grimaud has been the Chief Executive Office of Grimaud Enterprises, Inc. since March 2021 and was the President of GRIMAUD ENTERPRISES, INC from May 1995 to March 2021. Mr. Grimaud was Treasurer of the area developer from July 1991 to May 1995. He was also Vice President of the area developer from March 1987 to July 27, 1991. In addition, Mr. Grimaud now holds positions with other corporations doing business as Precision Tune Auto Care.

Kaleb Nimz-President

Mr. Kaleb Nimz has been President of Grimaud Enterprises, Inc. since March 2021. Mr. Nimz was Vice-President of Grimaud Enterprises, Inc. from January 2019 until March 2021 and was Director of Internal Marketing of Grimaud Enterprises from December 2014 until January 2019.

Thomas "Randy" Scott – Vice President

Mr. Randy Scott has been Vice President of Grimaud Enterprises, Inc. since March 28, 2021. He is Vice-President, Director of Operations for Grimaud Enterprises, Inc. since January 2014.

Gladys F. Grimaud: Secretary/Director

Mrs. Gladys F. Grimaud has been Secretary/Director of GRIMAUD ENTERPRISES, INC since June 1979. In addition, Mrs. Grimaud has held positions with various corporations doing business as Precision Tune Auto Care, Midas Muffler and Rentzall, Pineapple House Interiors and Chapin Furniture Outlet since December 1975.

Sadie L. Meetze: Treasurer

Ms. Meetze has been Treasurer of GRIMAUD ENTERPRISES, INC. since May 31, 1995.

Mark Hall: Director of Development

Mr. Hall is Director of Development for Grimaud Enterprises, Inc. since April 2021 and was the Vice President of Grimaud Enterprises from September 1991 until April 2002. Mr. Hall was the Operations Manager of Area 64 from April 2002 until April 2021. He is also the President of 64 Tune, Inc. since June 2008 and is a Precision Tune Auto Care franchisee since 1993.

Cindy Gerhardt: Operations Manager and Director of Franchise Recruiting

Ms. Gerhardt is Director of Franchise Recruiting for Grimaud Enterprises, Inc. since January 2020 and is Operations Manager for Grimaud Enterprises from August 2013 to present.

Item 3

LITIGATION

No litigation is required to be disclosed in this Item for the area developer.

Item 4

BANKRUPTCY

No person previously identified in Items 1 or 2 of this addendum has been involved as a debtor in proceedings under the U.S. Bankruptcy Code required to be disclosed in this Item.

Item 6

OTHER FEES

Regional advertising cooperatives of the nature described in Items 6 and 11 of the disclosure document exist in the area developer's area, and franchisees located in the area developer's area are required to participate in the regional advertising cooperative (see Exhibit "G-1" attached).

ADDENDUM TO FRANCHISE AGREEMENT

Until such time as Franchisor has a national or regional advertising program, Franchisee agrees to participate together with the Area developer and other Franchisees in an advertising pool to be administered by Area developer. Any portion of the nine percent (9%) advertising fee not paid to Precision Franchising LLC shall be paid into the advertising pool as designated by Area developer.

(witness)

(Franchisee)

Dated: _____

(witness)

(Area developer)

Dated: _____

APPROVED AS A NON-PARTY:

PRECISION FRANCHISING, LLC.

(witness)

By _____

Dated: _____

**BYLAWS OF
AREA 107 ADVERTISING COOPERATIVE**

1. Membership

- a. Area 107 Advertising Co-op (the "Cooperative") is an association of Precision Tune Auto Care franchisees located in the Atlanta advertising area.
- b. Each Precision Tune Auto Care franchisee located in the geographic area described above shall be a member (a "Member") of the Cooperative. Membership in the Cooperative shall be automatically terminated if the Member is no longer a Precision Tune Auto Care franchisee.

2. Not For Profit

- a. The Cooperative is "not-for-profit" and shall not engage in any business of a kind ordinarily carried on for profit. The Cooperative is not authorized to enter into any transaction, carry on any activity, or engage in any business for pecuniary profit. Any income, including interest, received by the Cooperative from any source shall be applied exclusively to the not-for-profit purposes of the Cooperative as set forth herein, and no part thereof shall inure to the benefit of any individual Member of the Cooperative or any other person.
- b. It is anticipated that all advertising fees, contributions, interest and other earnings will be expended for the nonprofit purposes described above during the tax year in which they were received. However, if any amounts remain in the accounts of the Cooperative at the end of any tax year, all expenditures in the following tax year shall be made first of accumulated earnings from previous years, next out of earnings in the current year, and finally out of current income.
- c. The Cooperative shall not be dissolved until all remaining funds have been expended for the nonprofit purposes described above.

3. Payments and Contributions

- a. Each Member shall pay, on a weekly basis, the percentage of its gross sales specified by the Cooperative.
- b. Checks shall be made payable to "Area 107 Advertising Co-op" or such other person or entity as Precision Tune Auto Care, Inc., or Grimaud Enterprises Inc., may designate. Electronic Funds Transfer (EFT) is the preferred method of contribution.

4. Elections – Voting

- a. The Members may adopt an alternative method of voting by a majority vote of the Members. Unless an alternative method of voting is adopted, each Member shall be entitled to one vote for each Precision Tune Auto Care operated by the Member.
- b. Except as otherwise specified herein, any matter to be acted on by the Cooperative shall be determined by a majority of votes cast by Members.
- c. If any Member is more than four weeks delinquent in payments to the Cooperative with respect to any Center(s) owned by the Member, that Member shall not be entitled to vote until either (i) its accounts are brought up to date or (ii) it agrees to a payment schedule that is satisfactory to the Executive Committee.

5. Governing Procedures

- a. Bylaws may be adopted and amended by a majority vote of the Members. Members may vote by written proxy.
- b. All bylaws, rules and policies of the Cooperative, and all amendments thereto are subject to the prior written approval of Franchisor.

6. Directors and Officers

- a. The Members of the Cooperative may elect a Board of Directors (Executive Committee) including a chairman of the board. The requirement for eligibility is to have been a Franchisee in Area 107 for one full year.
- b. Whether or not a board of directors is elected, the Cooperative shall elect at least the following officer(s);
 - i. President – the President shall supervise and administer all of the business affairs of the Cooperative. He/She shall secure the approval of a budget, sign advertising agency contracts after approval by the membership of the Cooperative and assure that notices and minutes are prepared and distributed to Members of the Cooperative as required.
 - ii. Treasurer/CFO – The Treasurer shall perform all duties incident to the office of treasurer, shall notify the Members of delinquencies in payment, shall assist in preparing and securing the approval of the budget and other financial reports and statements.
 - iii. As per the State of Georgia corporate guidelines, the President and Treasurer/CFO may be the same person.

- iv. As per the State of Georgia corporate guidelines, a designated (registered) agent may act on behalf of the designated (registered) Officers of the corporation.
- v. An appointed Secretary will record and distribute minutes from each meeting.
- c. Each director or officer shall hold office for a term of two years, unless the director or officer resigns or is removed for cause during the term. Terms may be renewed, if no other nominations are submitted from the Members or there are no objections by any Members.
- d. In the event a member of the board of directors is no longer eligible to serve or vacates the position, nominations will be open to any Member who meets eligibility.

Indemnification

- e. The Cooperative shall indemnify and hold any Member, person, agent, employee, director, or officer harmless from and against any and all costs and expenses (including reasonable legal and accounting fees) incident to any and all actions, suits, proceedings, investigations, demands, liabilities, damages, deficiencies, claims, costs or expenses of any natures resulting from any obligations of the Cooperative or its directors, officers, Members or agents.

Date effective 11/01/2017


Cindy Gerhardt

**AREA DEVELOPER ADDENDUM TO DISCLOSURE DOCUMENT
(PRECISION FRANCHISING, INC.)**

ITEM 1

FRANCHISOR, ITS PREDECESSORS AND AFFILIATES

The area developer for the area(s) described below, is PRECISION FRANCHISING, INC. (the “area developer”). The area developer is a North Carolina corporation and was formed on May 11, 1979. It does business as “Precision Franchising, Inc.” Its principal business address and telephone number are 106 Woodwinds Industrial Ct., Cary, North Carolina 27511 and (919) 469-2450. The area developer has no predecessors. The area developer has no predecessors or affiliates.

The area developer offers franchises for PRECISION TUNE AUTO CARE^(R) businesses, as described in the disclosure document, in the counties listed below.

NORTH CAROLINA COUNTIES:

AREA 055

Alamance	Beaufort	Bertie
Bladen	Brunswick	Camden
Carteret	Caswell	Chatham
Chowan	Columbus	Craven
Currituck	Dare	Duplin
Durham	Edgecombe	Franklin
Gates	Granville	Greene
Halifax	Harnett	Hertford
Hyde	Johnston	Jones
Lee	Lenoir	Martin
Nash	New Hanover	Northampton
Onslow	Orange	Pamlico
Pasquotank	Pender	Perquimans
Person	Pitt	Robeson
Sampson	Tyrrell	Vance
Wake	Warren	Washington
Wayne	Wilson	

AREA 059:

Alexander	Alleghany	Anson
Ashe	Avery	Burke
Cabarrus	Caldwell	Catawba
Cleveland	Cumberland	Davidson
Davie	Forsyth	Gaston
Guilford	Hoke	Iredell
Lincoln	McDowell	Mecklenburg
Montgomery	Moore	Polk
Randolph	Richmond	Rockingham
Rowan	Rutherford	Scotland
Stanly	Stokes	Surry
Union	Watauga	Wilkes
		Yadkin

The area developer has been involved in providing to the motoring public tune-ups and related services for motor vehicles since July 1979, under the name PRECISION TUNE AUTO CARE. The area developer has been soliciting franchise candidates for PRECISION TUNE AUTO CARE franchises since approximately January 1979, and has not engaged in franchise sales in any other line of business.

ITEM 2

BUSINESS EXPERIENCE

JASON B. ALLBERT: CHIEF EXECUTIVE OFFICER/PRESIDENT/DIRECTOR

Mr. Jason B. Allbert has been Chief Executive Officer/President/Director of the PRECISION FRANCHISING, INC. since October, 2015. From February 2010 to October, 2015 Mr. Allbert was Vice President of PRECISION FRANCHISING, INC.

DAVID L. SANDERSON: SECRETARY/DIRECTOR

Mr. David L. Sanderson has been Secretary/Director of PRECISION FRANCHISING, INC. since October 2015 and was Chief Executive Officer/President/Director of PRECISION FRANCHISING, INC. from 1982 to October 2015.

LITIGATION

No litigation is required to be disclosed in this Item of the addendum.

ITEM 4

BANKRUPTCY

No person previously identified in Items 1 or 2 of this addendum has been involved as a debtor in proceedings under the U.S. Bankruptcy Code required to be disclosed in this Item.

ITEM 6

OTHER FEES

Regional advertising cooperatives of the nature described in Items 6 and 11 of the disclosure document exist in the area developer's area, and franchisees located in the area developer's area are required to participate in the regional advertising cooperative. (See Exhibit "G-1")

ADDENDUM TO FRANCHISE AGREEMENT

Until such time as Franchisor has a national or regional advertising program, Franchisee agrees to participate together with the Area Developer and other Franchisees in an advertising pool to be administered by Area Developer. Any portion of the nine percent (9%) advertising fee not paid to Precision Franchising, LLC. shall be paid into the advertising pool as designated by Area developer.

(witness)

(Franchisee)

Dated: _____

(witness)

(Area developer)

Dated: _____

APPROVED AS A NON-PARTY:

PRECISION FRANCHISING, LLC.

(witness)

By _____

Dated: _____

**AREA DEVELOPER ADDENDUM TO DISCLOSURE DOCUMENT
(OKLAMOTIVE, INC.)**

Item 1

FRANCHISOR, ITS PREDECESSORS AND AFFILIATES

The area developer for the area(s) described below is OKLAMOTIVE, INC. (the "area developer"). The area developer is an Oklahoma corporation, incorporated November 1992. It does business as "Oklamotive, Inc." Its principal business address and telephone number are Post Office Box 720178, Oklahoma City, Oklahoma 73172 and (405) 720-7753. The area developer has no predecessors. The area developer has affiliated relationships, through common stockholder ownership, with several entities that either own or operate Precision Tune centers or act as area area developers for different territories. The affiliated entities that are area developers are listed as follows:

GPG, Inc. is a Georgia corporation, incorporated on November 24, 1981. Its principal business address is Post Office Box 159 Chapin, South Carolina. GPG, Inc. has been involved in providing tune-ups and related services for motor vehicles since December 4, 1981 under the name PRECISION TUNE AUTO CARE. GPG, Inc. has solicited franchise candidates for Precision Tune Auto Care® franchises as an area developer of Precision Tune Auto Care for parts of Georgia and Alabama since approximately December 4, 1981, and has not engaged in franchise sales in any other line of business.

Area Tune, Inc. is a South Carolina corporation incorporated in December, 1988. Its principal business address is Post Office Box 159 Chapin, South Carolina 29036. The area developer has solicited franchise candidates for Precision Tune Auto Care® franchises as an area developer of Precision Tune Auto Care for parts of Georgia and South Carolina since approximately December 1988, and has not engaged in franchise sales in any other line of business.

Grimaud Enterprises, Inc. is a South Carolina corporation, incorporated in June, 1979. Grimaud Enterprises, Inc. has been involved in providing tune-ups and related services for motor vehicles since January 25, 1979 under the name PRECISION TUNE AUTO CARE. The area developer has solicited franchise candidates for Precision Tune Auto Care® franchises since January 25, 1979 and has not engaged in franchise sales in any other line of business.

The area developer offers franchises for PRECISION TUNE AUTO CARE^(R) businesses, as described in this disclosure document, in the counties listed below.

OKLAHOMA COUNTIES:

Adair	Grant	Noble
Alfalfa	Greer	Nowata
Atoka	Harmon	Okfuskee
Beaver	Harper	Oklahoma
Beckham	Haskell	Okmulgee
Blaine	Hughes	Osage
Bryan	Jackson	Pawnee
Caddo	Jefferson	Payne
Canadian	Johnston	Pittsburg
Carter	Kay	Pontotoc
Cherokee	Kingfisher	Pottawatomie
Choctaw	Kiowa	Pushmataha
Cimarron	Latimore	Rogers
Cleveland	Le Flore	Roger Mills
Coal	Lincoln	Seminole

Comanche
Cotton
Craig
Creek
Custer
Delaware
Dewey
Ellis
Garfield
Garvin
Grady

Logan
Love
Major
Marshall
Mayes
McClain
McCurtain
McIntosh
Murray
Muskogee
Ottawa

Sequoyah
Stephens
Texas
Tillman
Tulsa
Wagoner
Washington
Washita
Woods
Woodward

TEXAS COUNTIES:

Archer

Wichita

Clay

ARKANSAS COUNTIES:

Ashley
Benton
Boone
Bradley
Calhoun
Carroll
Chicot
Clark
Cleveland
Columbia
Crawford
Dallas
Desha
Drew
Franklin
Garland
Hempstead
Hot Spring
Howard
Johnson

Lafayette
Lincoln
Little River
Logan
Madison
Miller
Montgomery
Nevada
Newton
Ouachita
Perry
Pike
Polk
Pope
Scott
Sebastian
Sevier
Union
Washington
Yell

The area developer has been involved in providing to the motoring public tune-ups and related services for motor vehicles since October 23, 1993, under the name PRECISION TUNE AUTO CARE. The area developer has been soliciting franchise candidates for PRECISION TUNE AUTO CARE franchises since approximately November 13, 1992, and has not engaged in franchise sales franchises in any other line of business.

Item 2

BUSINESS EXPERIENCE

These persons may have ownership interests or positions as officers or directors with one or more affiliates noted above.

Gregory G. Grimaud: President. Mr. Gregory G. Grimaud is President of OKLAMOTIVE, INC. and has been so since the inception of the corporation in November, 1992. From May 1985 to November 1992, Mr. Grimaud served as a pilot with the United States Air Force.

David W. Grimaud: Vice President

Mr. David Grimaud is Vice President of OKLAMOTIVE, INC. and has been so since November 1995. Mr. David W. Grimaud has been President of GRIMAUD ENTERPRISES, INC since May 1995 and was Treasurer of the area developer from July 1991 to May 1995. He was also Vice President of the area developer from March 1987 to July 27, 1991. In addition, Mr. Grimaud now holds positions with other corporations doing business as Precision Tune Auto Care.

Gladys F. Grimaud: Director, Secretary

Mrs. Gladys F. Grimaud is a Director and Secretary of OKLAMOTIVE, INC. the area developer and has been so since the inception of the corporation in November, 1992. In addition, Mrs. Grimaud has held positions with various corporations doing business as Precision Tune Auto Care, Rack Jobber, Midas Muffler and Rentzall, Pineapple House Interiors and Chapin Furniture Outlet since December, 1975, to the present. Prior to 1976, Mrs. Grimaud was a housewife/homemaker.

Joseph A. Grimaud, Jr.: Director

Mr. Joseph A. Grimaud, Jr. is a Director of OKLAMOTIVE, INC. and has been so since the inception of the corporation in November 1992. In addition, Mr. Grimaud has held positions with various corporations doing business as Precision Tune Auto Care, Rack Jobber, Midas Muffler and Rentzall and Pineapple House Interiors and Chapin Furniture Outlet since December 1975, to the present. Prior to 1976, Mr. Grimaud served in the United States Air Force.

Sadie L. Meetze: Treasurer

Ms. Meetze has been Treasurer of Oklamotive, Inc. since May 1995.

Item 3

LITIGATION

No litigation is required to be disclosed in this Item for the area developer.

Item 4

BANKRUPTCY

No person previously identified in Items 1 or 2 of this addendum has been involved as a debtor in proceedings under the U.S. Bankruptcy Code required to be disclosed in this Item.

Item 6

OTHER FEES

Regional advertising cooperatives of the nature described in Items 6 and 11 of the disclosure document exist in the area developer's area, and franchisees located in the area developer's area are required to participate in the regional advertising cooperative (see Exhibit "G-1" attached).

State Effective Dates

The following states have franchise laws that require that the Franchise Disclosure Document be registered or filed with the states, or be exempt from registration: California, Hawaii, Illinois, Indiana, Maryland, Michigan, Minnesota, New York, North Dakota, Rhode Island, South Dakota, Virginia, Washington, and Wisconsin.

This document is effective and may be used in the following states, where the document is filed, registered, or exempt from registration, as of the Effective Date stated below:

State	Effective Date
California	
Hawaii	N/A
Illinois	March 31, 2024
Indiana	March 31, 2024
Maryland	
Michigan	
Minnesota	
New York	March 31, 2024
North Dakota	N/A
Rhode Island	N/A
South Dakota	N/A
Virginia	
Washington	May 18, 2024
Wisconsin	N/A

Other states may require registration, filing, or exemption of a franchise under other laws, such as those that regulate the offer and sale of business opportunities or seller-assisted marketing plans.

EXHIBIT J

Disclosure Receipts

Exhibit J Receipt

This disclosure documents summarizes certain provision of the franchise agreement and other information in plain language. Read this disclosure document and all agreements carefully.

If Precision Franchising, LLC offers you a franchise, it must provide this disclosure document to you 14 calendar days before you signing a binding agreement with, or make a payment to, the franchisor or an affiliate in connection with the proposed franchise sale.

[New York and Rhode Island require that we give you this disclosure document at the earlier of the first personal meeting or 10 business days before the execution of the franchise or other agreement or the payment of any consideration that relates to the franchise relationship.]

[Michigan, Oregon, Washington and Wisconsin require that we give you this disclosure document at least 10 business days before the execution of any binding franchise or other agreement or the payment of any consideration, whichever occurs first.]

If Precision Franchising, LLC does not deliver this disclosure document on time or if it contains a false or misleading statement, or a material omission, a violation of federal law and State law may have occurred and should be reported to the Federal Trade Commission, Washington, DC 20580 and the state agency listed on Exhibit B.

The following offered for sale, sold or arranged the sale of a franchise to the prospective franchisee set forth below:

Name: _____ Name: _____

Address: _____ Address: _____

Phone Number: _____ Phone Number: _____

Name: _____ Name: _____

Address: _____ Address: _____

Phone Number: _____ Phone Number: _____

Date of Issuance: March 31, 2024 See Exhibit B for our registered agents authorized to receive service of process.

I have received the following document dated March 31, 2024 that included the following exhibits:

- Exhibit A - Effective Dates and State Addendum to Disclosure Document (If Required)
- Exhibit B - List of Agencies/Agents for Service of Process
- Exhibit C - Franchise Agreement and Related Agreements
- Exhibit D - List of Franchises and Company-Owned Centers
- Exhibit E - List of Former Franchisees
- Exhibit F - Franchisee Organizations We Have Created, Sponsored or Endorsed
- Exhibit G - Independent Franchisee Associations

- Exhibit H - Franchisor's Financial Statements
- Exhibit I - Information Regarding Area Developer/Area Representative//Master Franchisee (If Applicable)
- Exhibit J - Disclosure Receipts

PROSPECTIVE FRANCHISEE

INDIVIDUAL

Sign Name: _____ Print Name: _____ Date: _____
Sign Name: _____ Print Name: _____ Date: _____
Sign Name: _____ Print Name: _____ Date: _____

CORPORATION

_____ name of corporation
Sign Name: _____ Print Name: _____ Its: _____ Date: _____
Sign Name: _____ Print Name: _____ Its: _____ Date: _____

LIMITED LIABILITY COMPANY

_____ name of limited liability company
Sign Name: _____ Print Name: _____ Its: _____ Date: _____
Sign Name: _____ Print Name: _____ Its: _____ Date: _____

PARTNERSHIP

_____ name of partnership
Sign Name: _____ Print Name: _____ Date: _____
Sign Name: _____ Print Name: _____ Date: _____

THIS COPY IS FOR YOU TO KEEP

Exhibit J Receipt

This disclosure documents summarizes certain provision of the franchise agreement and other information in plain language. Read this disclosure document and all agreements carefully.

If Precision Franchising, LLC offers you a franchise, it must provide this disclosure document to you 14 calendar days before you signing a binding agreement with, or make a payment to, the franchisor or an affiliate in connection with the proposed franchise sale.

[New York and Rhode Island require that we give you this disclosure document at the earlier of the first personal meeting or 10 business days before the execution of the franchise or other agreement or the payment of any consideration that relates to the franchise relationship.]

[Michigan, Oregon, Washington and Wisconsin require that we give you this disclosure document at least 10 business days before the execution of any binding franchise or other agreement or the payment of any consideration, whichever occurs first.]

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The following offered for sale, sold or arranged the sale of a franchise to the prospective franchisee set forth below:

Name: _____	Name: _____
Address: _____	Address: _____
Phone Number: _____	Phone Number: _____
Name: _____	Name: _____
Address: _____	Address: _____
Phone Number: _____	Phone Number: _____

Date of Issuance: March 31, 2024

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- Exhibit J - Disclosure Receipts

PROSPECTIVE FRANCHISEE

INDIVIDUAL

Sign Name: _____
Print Name: _____
Date: _____
Sign Name: _____
Print Name: _____
Date: _____
Sign Name: _____
Print Name: _____
Date: _____

CORPORATION

name of corporation
Sign Name: _____
Print Name: _____
Its: _____
Date: _____
Sign Name: _____
Print Name: _____
Its: _____
Date: _____

LIMITED LIABILITY COMPANY

name of limited liability company
Sign Name: _____
Print Name: _____
Its: _____
Date: _____
Sign Name: _____
Print Name: _____
Its: _____
Date: _____

PARTNERSHIP

name of partnership
Sign Name: _____
Print Name: _____
Date: _____
Sign Name: _____
Print Name: _____
Date: _____

Sign this copy of the receipt, date your signature and return it to Precision Franchising LLC, Franchise Development Department, via U.S. Mail at 19980 Highland Vista Blvd., Suite 155, Ashburn, VA 20147 or via facsimile at (703) 771-7108.