

ITEM 1
THE FRANCHISOR AND ANY PARENTS, PREDECESSORS AND AFFILIATES

This disclosure document describes THE LITTLE GYM[®] franchises. In this disclosure document, the terms “we,” “us,” “our,” and “TLGI” mean TLGI, LLC, the franchisor. The terms “you,” “your” and “Franchisee” mean the individual(s) or business entity (limited liability company, corporation, or partnership) that signs a franchise agreement with us. If the Franchisee is a business entity, the term “Owners” means the person(s) identified in the Franchise Agreement as owners of the Franchisee and all other persons whom we may subsequently approve to acquire an interest in the franchise. Owners holding more than a ten percent equity interest will have certain personal obligations as described in this disclosure document. If any Owner is a business entity, then the term “Owner” also includes the owners of that business entity.

THE FRANCHISOR AND ITS PARENT, PREDECESSORS, AND AFFILIATES

TLGI, LLC is a Delaware limited liability company that was originally incorporated in Washington on June 16, 1992. We were formerly known as The Little Gym International, Inc. On November 17, 2021, Unleashed Brands (defined below) purchased 100% of the equity in The Little Gym International, Inc. and we converted to a limited liability company and changed our name to TLGI, LLC. We do business only under our legal name and “The Little Gym.” Our principal business address is 2350 Airport Freeway, Suite 505, Bedford, Texas 76022. Our agents for service of process are identified in Exhibit C to this disclosure document.

We began offering THE LITTLE GYM[®] franchises in September 1992. We have no predecessor. We do not engage in any other type of business. We are a wholly owned subsidiary of Unleashed Brands, LLC (“Unleashed Brands”), which we consider our parent company. Unleashed Brands’ parent company is Leviathan Intermediate Holdco, LLC, which is owned by UA Holdings, LLC (“UA Holdings”), ~~which we consider our parent company.~~ Unleashed Brands guarantees our performance of obligations under the Franchise Agreement and Development Agreement. Unleashed Brands Foundation, the charitable affiliate of Unleashed Brands, is a Texas based nonprofit corporation which conducts certain charitable activities. Unleashed Brands, Leviathan Intermediate Holdco, LLC, Unleashed Brands Foundation, and UA Holdings share our principal business address.

Our affiliate FM Snap TLGI, LLC is a Delaware limited liability company that was formed on November 30, 2021. FM Snap TLGI, LLC operates a THE LITTLE GYM facility at 5801 Long Prairie Rd Suite 380, Flower Mound, TX 75028 since September 10, 2022.

We have never offered franchises in any other line of business. However, we have affiliates that offer franchises in other lines of business. All of the affiliates listed below have the same business address as us:

- UATP Management, LLC (“UATP”) offers URBAN AIR ADVENTURE PARK franchises, which are venues for recreational activities, birthday parties, and other group events featuring the Adventure Park Attraction package. UATP began offering franchises in May 2013 and had 179 franchises as of December 31, 2023. UATP Canada Franchising, Ltd., a British Columbia corporation, offers these franchises in Canada.
- Snapology, LLC (“Snapology”) offers SNAPOLOGY franchises, which provide curriculum-based courses, events and hands-on learning experiences using LEGO[®] brand bricks, K’Nex[®] brand toys, and other building toys, robotics, animation, coding and engineering techniques. Snapology began offering franchises in March 2015 and had 102 franchises as of December 31, 2023. Snapology International, LLC, a Pennsylvania limited liability company, offers these franchises outside of the USA. Our affiliate Snapology IP, LLC is the owner of certain trademarks and intellectual property associated with the SNAPOLOGY franchises.

**ITEM 20
OUTLETS AND FRANCHISEE INFORMATION**

**Table No. 1
System-Wide Outlet Summary
For Years 2021 to 2023**

Outlet Type	Year	Outlets Operating at the Start of the Year	Outlets Operating at the End of the Year	Net Change
Franchised	2021	203 185	176	-279
	2022	176	173	-3
	2023	173	185	+12
Company-Owned	2021	0	0	0
	2022	0	1	+1
	2023	1	1	0
Total Outlets	2021	203	176	-27
	2022	176	174	-2
	2023	174	186	+12

**Table No. 2
Transfers of Outlets from Franchisee to New Owners (other than the Franchisor)
For years 2021 to 2023**

State	Year	Number of Transfers
Arizona	2021	1
	2022	0
	2023	1
California	2021	0
	2022	1
	2023	0
Georgia	2021	0
Georgia	2022	0
	2023	1
Idaho	2021	1
	2022	0
	2023	0
Kansas	2021	1
	2022	1
	2023	0
Louisiana	2021	0
	2022	0
	2023	0

Maryland	2021	0
Maryland	2022	0
	2023	2
Massachusetts	2021	2
	2022	0
	2023	0
New York	2021	0
	2022	1
	2023	0
North Carolina	2021	1
	2022	0
	2023	6
Pennsylvania	2021	1
	2022	0
	2023	0
South Carolina	2021	2
	2022	0
	2023	1
	2021	0
Tennessee	2022	0
	2023	1
Texas	2021	0
	2022	6
	2023	1
Virginia	2021	0
	2022	2
	2023	0
Washington	2021	0
	2022	1
	2023	0
Wisconsin	2021	1
	2022	0
	2023	0
Total	2021	10
	2022	12
	2023	13

Table No. 3
Status of Franchised Outlets
For Years 2021 to 2023

State	Year	Outlets at Start of Year	Outlets Opened	Terminations	Non-Renewals	Reacquired by Franchisor	Ceased Operations-Other Reasons	Outlets at End of the Year
Alabama	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Arizona	2021	6 5	0	1 0	0	0	0	5
	2022	5	0	0	0	0	0	5
	2023	5	1	0	0	0	0	6
Arkansas	2021	2	0	0	0	0	0	2
	2022	2	0	0	0	0	0	2
	2023	2	1	0	0	0	0	3
California	2021	14	1	0	0	0	0	15
	2022	15	0	0	0	0	0	15
	2023	15	0	0	0	0	0	15
Colorado	2021	4	0	0	0	0	0	4
	2022	4	0	0	0	0	0	4
	2023	4	0	0	0	0	0	4
Delaware	2021	2	0	0	0	0	1	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	1	0
Florida	2021	4 5	0	0	0	0	0 1	4
	2022	4	2	0	0	0	0	6
	2023	6	0	0	0	0	1	5
Georgia	2021	3	0	0	0	0	0	3
	2022	3	0	0	0	0	0	3
	2023	3	2	0	0	0	0	5
Idaho	2021	2	0	0	0	0	0	2
	2022	2	0	0	0	0	0	2
	2023	2	0	0	0	0	0	2
Illinois	2021	4 3	0	1 0	0	0	0	3
	2022	3	0	0	0	0	0	3
	2023	3	0	0	0	0	1	2
Indiana	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Kansas	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Kentucky	2021	1	0	0	0	0	0	1

	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Louisiana	2021	3	0	0	0	0	0	3
	2022	3	0	0	0	0	0	3
	2023	3	0	0	0	0	0	3
Maryland	2021	8	0	0	0	0	3	5
	2022	5	0	0	1	1	0	3
	2023	3	0	0	0	0	1	2
Massachusetts	2021	6 <u>5</u>	0	0	0	0	+0	5
	2022	5	1	0	0	0	0	6
	2023	6	0	0	0	0	0	6
Michigan	2021	2	0	+0	0	0	+0 <u>1</u>	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Minnesota	2021	0	0	0	0	0	0	0
	2022	0	0	0	0	0	0	0
	2023	0	1	0	0	0	0	1
Mississippi	2021	1	0	0	0	0	1	0
	2022	0	0	0	0	0	0	0
	2023	0	0	0	0	0	0	0
Missouri	2021	4	0	0	0	0	0	4
	2022	4	0	0	0	0	0	4
	2023	4	0	0	0	0	1	3
New Jersey	2021	+9 <u>17</u>	0	0	+0	0	+0	17
	2022	17	0	0	2	0	0	15
	2023	15	0	0	0	0	1	14
New Mexico	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	1	0	0	0	0	2
New York	2021	+7 <u>15</u>	0	+0	0	0	+0	15
	2022	15	0	0	0	0	0	15
	2023	15	1	0	0	0	0	16
North Carolina	2021	+1 <u>10</u>	0	0	0	0	+0	10
	2022	10	0	1	0	0	0	9
	2023	9	0	0	0	0	0	9
Ohio	2021	7	0	0	0	0	1	6
	2022	6	0	0	0	0	0	6
	2023	6	0	0	0	0	0	6
Oklahoma	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Oregon	2021	2	0	0	0	0	0	2

	2022	2	0	0	0	0	0	2
	2023	2	0	0	0	0	0	2
Pennsylvania	2021	8 7	0	0	0	0	+0	7
	2022	7	0	2	0	0	0	5
	2023	5	1	0	0	0	0	6
Puerto Rico	2021	2	0	0	0	0	0	2
	2022	2	0	0	2	0	0	0
	2023	0	0	0	0	0	0	0
Rhode Island	2021	0	0	0	0	0	0	0
	2022	0	0	0	0	0	0	0
	2023	0	0	0	0	0	0	0
South Carolina	2021	5 4	0	0	0	0	+0	4
	2022	4	0	0	0	0	0	4
	2023	4	1	0	0	0	0	5
Tennessee	2021	2	0	0	0	0	0	2
	2022	2	0	0	0	0	0	2
	2023	2	0	0	0	0	0	2
Texas	2021	3 +24	0	+0	0	0	-60	24
	2022	24	4	1	0	0	0	27
	2023	27	7	0	0	0	0	34
Utah	2021	4	0	0	0	0	0	4
	2022	4	0	0	0	0	1	3
	2023	3	0	0	0	0	0	3
Virginia	2021	1 +9	0	0	0	0	-42	7
	2022	7	0	0	0	0	1	6
	2023	6	1	0	0	0	0	7
Washington	2021	11	0	0	0	0	0	11
	2022	11	2	0	0	0	0	13
	2023	13	1	0	0	0	0	14
Washington D.C	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Wisconsin	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
Totals	2021	203 185	1	-50	+0	0	-2210	176
	2022	176	9	4	5	1	2	173
	2023	173	19	0	0	0	6	185

STATE EFFECTIVE DATES

The following states require that the disclosure document be registered or filed with the state 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 disclosure document is registered, on file, or exempt from registration in the following states having franchise registration and disclosure laws, with the following effective dates:

State	Effective Date
California	Pending
Illinois	Pending <u>May 20, 2024</u>
Indiana	May 1, 2024
Maryland	Pending
Michigan	May 1, 2024
Minnesota	Pending
New York	Pending
North Dakota	Pending
Rhode Island	Pending
South Dakota	Pending <u>May 3, 2024</u>
Virginia	Pending
Washington	Pending
Wisconsin	May 1, 2024

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.