

Lilian USA LLC
A Delaware Limited Liability Company
One Commerce Center
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The franchise offered is to operate a Sharetea food service establishment offering gourmet coffees and teas, coffee or tea-based beverages, bubble tea, compatible food products, coffee and tea makers and related supplies, accessories and gifts. The total investment necessary to begin operation of a Sharetea tea shop is US\$295,900.00 ~ US\$502,300.00, depending on the size of the tea shop. This includes US\$101,000.00 ~ US\$110,000.00 that must be paid to the franchisor or its affiliate(s), as applicable.

This franchise disclosure document (the "Disclosure Document") summarizes certain provisions of your franchise agreement and other information in plain English. Read this Disclosure Document and all accompanying agreements carefully. You must receive this Disclosure Document at least fourteen (14) calendar days before you sign a binding agreement with, or make any payment to, the franchisor or an affiliate in connection with the proposed franchise sale. Note, however, that no governmental agency has verified the information contained in this document.

You may wish to receive your Disclosure Document in another format that is more convenient for you. To discuss the availability of disclosures in different format, contact Po-Yu Lai, General Manager, at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.), 886-2-2654-8585, angus@1992sharetea.com. The term of your contract will govern your franchise relationship. Don't rely on the Disclosure Document alone to understand your contract. Read all of your contracts carefully. Show your contract and this Disclosure Document to an advisor, like a lawyer or an accountant.

Buying a franchise is a complex investment. The information in this Disclosure Document can help you make up your mind. More information on franchising, such as "A Consumer's Guide to Buying a Franchise," which can help you understand how to use this Disclosure Document, is available from the Federal Trade Commission. You can contact the FTC at 1-877-FTC-HELP or by writing to the FTC at 600 Pennsylvania Avenue, NW, Washington, D.C. 20580. You can also visit the FTC's home page at www.ftc.gov for additional information. Call your state agency or visit your public library for other sources of information on franchising.

There may also be laws on franchising in your state. Ask your state agencies about them.

The Issuance Date: February 28, 2023 February 22, 2024

TABLE OF CONTENTS

Item 1:	The Franchisor, and any Parents, Predecessors and Affiliates	1
Item 2:	Business Experience	
Item 3:	Litigation	
Item 4:	Bankruptcy	
Item 5:	Initial Fees	
Item 6:	Other Fees	9
Item 7:	Estimated Initial Investment	13
Item 8:	Restrictions on Sources of Products and Services	19
Item 9:	Franchisee's Obligations.	22
Item 10:	Financing	23
Item 11:	Franchisor's Assistance, Advertising, Computer Systems, and Training	23
Item 12:	Territory	
Item 13:	Trademarks	33
Item 14:	Patents, Copyrights and Proprietary Information	35
Item 15:	Obligation to Participate in the Actual Operation of the Franchise Business	
Item 16:	Restrictions on What the Franchisee May Sell	
Item 17:	Renewal, Termination, Transfer, and Dispute Resolution	
Item 18:	Public Figures	
Item 19:	Financial Performance Representations	
Item 20:	Outlets and Franchisee Information	
Item 21:	Financial Statement	51
Item 22:	Contract	51
Item 23:	Receipt	
	-	

EXHIBITS

Exhibit A	Financial Statements
Exhibit B	Franchise Agreement
Exhibit C	Directory of Administrative Agencies
Exhibit D	Additional Disclosure Required by the State
Exhibit E	Contact Information of Former and Current Franchisees
Exhibit F	State Effective Dates
Exhibit G	Receipt

coming year, these variations may affect the costs that a new franchisee will actually experience in operating a franchised business.

United States' current economic conditions are unusually volatile both in terms of consumer spending as well as the costs of doing business, such as for example, energy, commodities, credit, etc. As a result, historical performance results may not be as useful in your financial planning as they may have been in less volatile times. If you choose to use the historical financial information appearing in this Disclosure Document, you must carefully consider the potential impact of the current economic volatility.

ITEM 2: BUSINESS EXPERIENCE

Chairman, President: Kai-Lung Cheng (aka 鄭凱隆)

Mr. Cheng serves as the Chairman of Lian Fa International Dining Business Corporation located at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.) since May 1992 to present and Chairman of Lilian USA LLC since March 2015 to present; the Chairman of Lian Li Food Company in Taiwan since August 1977 to present; the President of Sharetea Tea Shops of Hong Kong and Macau since January 2010 to present; the President of Taipei Station Business Development Association in Taiwan since September 2012 to present; the Vice President of Chinese Cross-Strait Chain Enterprise Association in Taiwan from February 2013 to February 2014; and the Supervisor of Taiwan Chain and Franchise Association in Taiwan since April 2013 to present.

General Manager: Po-Yu Lai (aka 賴柏宁)

Mr. Lai serves as the General Manager of Lian Fa International Dining Business Corporation located at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.) since November 2007 to present and General Manager of Lilian USA LLC since March 2015 to present; the General Manager of Sharetea Tea Shops of Hong Kong and Macau since January 2010 to present; the Vice President of Taipei Station Business Development Association in Taiwan since September 2012 to present.

<u>Director of Sharetea Oversea Brand Licensing Development and Secretary</u>: Ning-Juan Liao (aka 廖寧涓)

Ms. Liao serves as the Director in charge of Sharetea Brand Licensing Department of Lian Fa International Dining Business Corporation located at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.) since 2019 to present and the Secretary of Lilian USA LLC since March 2015 to present. Prior to being the Director of Sharetea Brand Licensing Development, Ms. Liao was the special assistant in the Sharetea Brand Licensing Department from

2015 to 2019, and special assistant to the General Manager from 2012 to 2015. Ms. Liao has more than 9 years' experience on overseas franchise development of Sharetea System.

<u>Account Supervisor of Sharetea Officer of Oversea Brand Licensing Development:</u> Wei-Chun, Lin (aka 林煌玥)

Ms. Lin joined Lian Fa International Dining Business Corporation located at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.) since 2016. Now Ms. Lin serves as an account supervisor of Sharetea Officer of Oversea Brand Licensing Department of Lian Fa International Dining Business Corporation. Ms. Lin has more than 7 years' experience on overseas franchise development of Sharetea System.

Senior Specialist of Sharetea Brand Licensing Development: Yu-Ting, Chang (aka 張昱婷)

Ms. Chang joined Lian Fa International Dining Business Corporation located at 18F. 7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.) since 2018. Now Ms. Chang serves as a senior specialist of Sharetea Brand Licensing Department of Lian Fa International Dining Business Corporation. Ms. Chang has more than 5 years' experience on overseas franchise development of Sharetea System.

ITEM 3: LITIGATION

Pending Cases

Litigation by Lian Fa in the Commonwealth of Australia

Lian Fa International Dining Business Corporation v Teng (Anthony) Mu & Anor – Federal Court Proceeding NSD1124/2021. On October 26, 2021, Lilian USA, LLC's parent company, Lian Fa International Dining Business Corporation, filed a civil claims of trademark infringement and misleading and deception conduct in the Commonwealth of Australia against its Australian master franchisee, Sharetea Australia Pty Ltd and Mr. Teng (Anthony) Mu in Federal Court of Australia. The litigation is still ongoing, and Lian Fa is actively protecting its trademarks and goodwill in the Commonwealth of Australia.

Concluded Cases

Alleged Protected Territory Violation and Trademark Infringement:

Tenmei Group, LLC vs. Lilian USA, LLC, Case No. 18-2-11761-5 SEA, King County, Washington. On August 8, 2019, Tenmei Group, LLC, one of our franchisees in the State of Washington, filed a civil lawsuit against Tealicious, LLC and us in the State of Washington in the Superior Court of the State of Washington, County of King. Plaintiff alleged that we and Tealicious, LLC have violated plaintiff's protected territory and seek damages in excess of \$100,000 from us and Tealicious, LLC. The parties have reached a settlement agreement.

things, the ability to supply all franchisees in the Sharetea System. Before approving any supplier, we may take into consideration: a) consistency of products and/or name brands in (and between) our Sharetea Systems, b) economies of scale achieved by larger volumes, and c) certain other benefits that a particular supplier may offer, such as new product development capability. When approving a supplier, we take into consideration the Sharetea System as a whole, which means that certain franchisees may pay higher prices than they could receive from another supplier that is not approved. We reserve the right to withhold approval of a supplier at our discretion. A list of approved suppliers is available on request.

Our criteria for approving alternative suppliers are not available to you or your proposed suppliers. You and/or the supplier may request approval by submitting the request to us in writing. We may require that samples from the supplier be delivered to us or to a designated independent testing laboratory for testing prior to approval and use. All requests will be reviewed in accordance with our then-current procedures, and we will take into consideration our available resources, which may affect the timing of our response. The supplier must meet our then-current specifications, standards and requirements, which may include signing a non-disclosure agreement and a guarantee of performance. We may change our specifications, standards and requirements at any time. There is no limit on our right to do so. If the supplier that you propose is initially approved or rejected, we will notify you and the supplier within thirty (30) to sixty (60) calendar days depending on the nature of the products or services. We may withdraw our approval at any time if the supplier's performance does not meet our criteria, we change our specifications, standards or requirements or other reasons. There is not administrative supplier testing fees. You or the supplier will be required to reimburse us for all costs that we incur in the testing and approval process whether the supplier is approved or not.

We may limit the number of potential suppliers that we consider for approval and for some categories of products we will designate a third party or ourselves as an exclusive supplier. We may designate exclusive suppliers for some categories of products or services including purchasing, distribution, fountain and packaged beverage products, point of sale equipment, integrated point of sale back office, help desk support, and high-speed internet access. Currently, you will have to purchase beverage syrup and tea proprietary teas from our designated suppliers. We and our affiliate are also approved suppliers, but we are not the only approved supplier of any product or service.

Revenue from franchisee purchases

We and our affiliate may derive revenue from required purchases, but not from leases by franchisees, as we do not lease any products or equipment to our franchisees. We are not the only suppliers of products for the Tea Shop. The franchisor's total revenue in 2022 from the United States was US\$4,722,758. The franchisor's revenue from all required purchase and lease is US\$0 in 2022 from the United States and there was zero (0%) percentage of the franchisor's total

revenues from required purchases and leases. Lian Fa, our parent company, is our only affiliate; and its total revenue in 2022 from required purchases made by the franchisees located in the United States was approximately US\$10.8 million.

Our organization and its affiliates may generate revenue from purchases mandated for franchise operation. However, it is pertinent to note that we are not the sole authorized provider of any products or services required. The collective revenue accrued by our parent company, Lian Fa, from all compulsory purchases by franchisees within the United States during the fiscal year of 2023 amounted to approximately US\$9,394,060. In contrast, our total revenue for the same period was US\$4,749,822. It is important to clarify that none of the revenue derived by our company in 2023 was attributable to these mandatory franchisee purchases. Additionally, our company and its affiliates do not engage in the leasing of products.

Except as described above, neither we nor our affiliates currently derive revenue or other material consideration on account of our or their actual or prospective dealing with you and other franchisees. However, we and our affiliates reserve the right to do so and to use all amounts that we and our affiliates receive without restriction (unless we and our affiliate agree otherwise with the supplier) for any purposes we and our affiliates deem appropriate.

To our knowledge, except for Sharetea, there are no approved suppliers in which any of our officers or directors own an interest.

Other Requirement

You must obtain and maintain, at your own expense, the insurance coverage that we periodically require and satisfy other insurance-related obligations as provided in the Franchise Agreement. Premium depends on the insurance carrier's charges, terms of payment, and your history. All insurance policies must name us as an additional insured party.

Before you use advertising materials, you must send us for review samples of all advertising, promotional, and marketing materials that we have not prepared or previously approved. If you do not receive written disapproval within thirty (30) calendar days after we receive the materials, they are deemed to be rejected. You may not use any advertising, promotional, or marketing materials that we have not approved.

We must approve your proposed location. We must receive and review a proposed lease or purchase agreement in form for execution. We will use commercially reasonable effort to inform you of our approval or disapproval within a reasonable time after our receipt of the proposed lease or purchase agreement.

Cooperatives

accrue to us and our affiliates. No agreement limits our right to use or license the use of the Sharetea Trademarks related to the franchise.

The Sharetea Trademarks and service marks listed below are registered on the Principal Register in the United States Patent and Trademark Office on the date shown and all affidavits required to preserve and renew these Trademarks have been timely filed.

Federal Registration	No.	Registration Date
Sharetea	6391194	June 15, 2021
Sharetea express	5881285	October 8, 2019
Sharetea	5881073	October 8, 2019
&. Sharetea	5881072	October 8, 2019
Sharetea	5881049	October 8, 2019
Sharetea	5881048	October 8, 2019
Share tea	5736817	April 30, 2019
Share tea	5736816	April 30, 2019
SHARE TEA	6599139	December 21, 2021
Sharetea #	4713883	March 31, 2015
Sharetea	4725126	April 21, 2015
SKILLI Ĝ	<u>85053208</u>	November 1,2011

There are no material determinations, proceedings or litigation which would affect your right to use the Sharetea Trademarks other than as may be stated in this Disclosure Document. We do not know of any superior prior rights or any infringing use that could materially affect your use of our Sharetea Trademarks other than as may be stated in this Disclosure Document. There are no effective material determinations of the Patent and Trademark Office, Trademark Trial and Appeal Board, or any state trademark administrator or any court. There is no pending infringement, opposition or cancellation of the Sharetea Trademarks and no pending material litigation involving the principal Sharetea Trademarks other than as may be stated in this Disclosure Document.

You must notify us immediately when you learn about an infringement of or challenge to your use of our Sharetea Trademarks. We will take the action we think appropriate. We have the right to control all administrative proceedings or litigation involving our Sharetea Trademarks. In the event

(R.O.C.), 886-2-2654-8585, angus@1992sharetea.com, the Federal Trade Commission, and the appropriate state regulatory agencies.

ITEM 20: OUTLETS AND FRANCHISEE INFORMATION

Systemwide Outlet Summary for Year 2021 to 2023

Outlet Type	<u>Year</u>	Outlets at the Start of the year	Outlets at the End of the Year	Net Change
	2021	99	124	+25
Franchised	<u>2022</u>	<u>124</u>	<u>146</u>	<u>+22</u>
	<u>2023</u>	<u>146</u>	<u>161</u>	<u>+15</u>
	<u>2021</u>	<u>0</u>	<u>0</u>	<u>0</u>
Company-Owned	<u>2022</u>	<u>0</u>	<u>0</u>	<u>0</u>
	<u>2023</u>	<u>0</u>	<u>0</u>	<u>0</u>
	<u>2021</u>	<u>99</u>	<u>124</u>	<u>+25</u>
Total Outlet	<u>2022</u>	<u>124</u>	<u>146</u>	<u>+22</u>
	2023	146	<u>161</u>	+15

Table 2
Transfer of Outlets from Franchisees to New Owners
(Other than the Franchisor) for Year 2021 to 2023

State	Year	Number of
<u>State</u>	1001	Transfer
CA	2021	+ - -
<u>CA</u>		1
	<u>2022</u>	0
	<u>2023</u>	<u>1</u>
<u>MI</u>	<u>2021</u>	<u>0</u>
	<u>2022</u>	<u>1</u>
	<u>2023</u>	<u>0</u>
<u>TX</u>	<u>2021</u>	<u>0</u>
	<u>2022</u>	<u>1</u>
	<u>2023</u>	<u>0</u>
<u>WA</u>	<u>2021</u>	<u>0</u>
	<u>2022</u>	<u>2</u>
	<u>2023</u>	<u>1</u>
<u>NC</u>	<u>2021</u>	<u>0</u>
	<u>2022</u>	<u>0</u>
	<u>2023</u>	<u>1</u>
<u>Total</u>	<u>2021</u>	<u>1</u>
	<u>2022</u>	<u>4</u>
	<u>2023</u>	<u>3</u>

<u>Table 3</u> <u>Status of Franchised Outlets for Year 2021 to 2023</u>

State	<u>Year</u>	Outlets at	Outlets	Termina-	Non-	Reacquired	Ceased	Outle
		Start of	<u>Opened</u>	<u>tions</u>	Renewals	<u>by</u>	Operations Others	ts at
		<u>Year</u>				<u>Franchisors</u>	<u>– Other</u> <u>Reasons</u>	End of the
							Reasons	Year
AL	2021	0	0	0	0	0	0	0
112	2022	0	1	0	0	0	0	1
	2023	1	0	0	0	0	0	1
AZ	2021	<u>2</u>	0	1	0	0	0	<u>2</u>
	2022	<u>2</u>	0	0	0	0	0	<u>2</u>
	2023	<u>2</u>	0	0	0	0	0	2
CA	2021	45	<u>11</u>	<u>1</u>	0	0	0	<u>55</u>
	<u>2022</u>	<u>55</u>	<u>6</u>	<u>2</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>59</u>
	<u>2023</u>	<u>59</u>	<u>4</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>62</u>
<u>CO</u>	<u>2021</u>	<u>2</u>	<u>2</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>4</u>
	<u>2022</u>	<u>4</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>4</u>
	<u>2023</u>	<u>4</u>	<u>2</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>6</u>
D.C	<u>2021</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
	<u>2022</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
	<u>2023</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
<u>GA</u>	<u>2021</u>	<u>2</u>	<u>0</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>1</u>
	<u>2022</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
	<u>2023</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
<u>HI</u>	<u>2021</u>	<u>1</u>	<u>2</u>	0	0	0	<u>0</u>	3
	<u>2022</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>0</u>	0	0	<u>3</u>
	<u>2023</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	3
<u>IL</u>	<u>2021</u>	<u>0</u>	1	<u>0</u>	<u>0</u>	0	<u>0</u>	1
	<u>2022</u>	<u>1</u>	<u>0</u>	0	<u>0</u>	0	<u>0</u>	1
77.77	<u>2023</u>	1	1	0	0	0	0	<u>2</u>
<u>KY</u>	<u>2021</u>	1	1	0	0	0	0	2
	2022	<u>2</u>	<u>0</u>	0	0	0	0	2
T A	2023	<u>2</u>	1	<u>0</u> 0	<u>0</u> 0	0	<u>0</u> 0	3
<u>LA</u>	<u>2021</u> <u>2022</u>	<u>l</u> 1	<u>0</u> 0	0	0	0	0	<u>l</u> 1
	2023	1	<u>0</u> 1	0	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u> <u>2</u>
MD	2023	<u>1</u> <u>0</u>	0	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u> <u>0</u>
IVID	2022	0	<u>u</u> 1	0	0	0	0	1
	2023	<u>u</u> 1	0	0	0	0	0	1
MI	2021	1	0	0	0	0	0	1
	2022	<u>1</u>	0	0	<u>0</u>	0	0	1
	2023	1	0	0	0	0	0	1
MN	2021	0	0	0	0	0	0	0
	2022	0	<u> 1</u>	0	0	0	0	1
	2023	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
<u>NC</u>	<u>2021</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
	2022	<u>1</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
	<u>2023</u>	<u>2</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>5</u>
<u>NE</u>	<u>2021</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	<u>2022</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>

	2023	1	0	0	0	0	0	1
NM	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
	2023	1	0	0	0	0	0	1
NV	2021	<u>2</u>	1	0	0	0	0	3
	2022	3	1	0	0	0	0	4
	2023	4	1	0	0	0	0	5
OH	2021	0	<u>1</u>	0	0	0	0	<u>1</u>
	2022	1	0	0	0	<u>0</u>	0	<u>1</u>
	2023	<u>1</u>	0	<u>0</u>	0	0	<u>0</u>	<u>1</u>
<u>OK</u>	<u>2021</u>	<u>1</u>	<u>1</u>	<u>0</u>	0	0	<u>0</u>	<u>2</u>
	2022	<u>2</u>	<u>0</u>	<u>0</u>	0	0	<u>0</u>	<u>2</u>
	<u>2023</u>	<u>2</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>3</u>
<u>OR</u>	<u>2021</u>	<u>4</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>5</u>
	<u>2022</u>	<u>5</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>6</u>
	<u>2023</u>	<u>6</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>6</u>
<u>PA</u>	<u>2021</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
	<u>2022</u>	<u>1</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
	<u>2023</u>	<u>2</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
TX	<u>2021</u>	<u>16</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>19</u>
	<u>2022</u>	<u>19</u>	<u>7</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>26</u>
	<u>2023</u>	<u>26</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>25</u>
<u>UT</u>	<u>2021</u>	<u>0</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>1</u>
	<u>2022</u>	<u>1</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
	<u>2023</u>	<u>2</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>3</u>
<u>VA</u>	<u>2021</u>	<u>1</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>2</u>
	<u>2022</u>	<u>2</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>3</u> <u>3</u>
	<u>2023</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	
$\underline{\text{WA}}$	<u>2021</u>	<u>16</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>17</u>
	<u>2022</u>	<u>17</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>18</u>
	<u>2023</u>	<u>18</u>	<u>2</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>19</u>
<u>Total</u>	<u>2021</u>	<u>99</u>	<u>27</u>	<u>1</u>	<u>1</u>	<u>0</u>	<u>0</u>	<u>124</u>
	<u>2022</u>	<u>124</u>	<u>24</u>	<u>2</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>146</u>
	<u>2023</u>	<u>146</u>	<u>18</u>	<u>3</u>	<u>0</u>	<u>0</u>	<u>0</u>	<u>161</u>

<u>Table 4</u> <u>Status of Company-owned for Year 2021 to 2023</u>

State	Year	Outlets at Start of Year	Outlets Opened	Outlets Reacquired From Franchisees	Outlets Closed	Outlets Sold to Franchisee	Outlets at End of the Year
Total	2021	0	0	0	0	0	0
	2022	0	0	<u>0</u>	<u>0</u>	<u>0</u>	<u>0</u>
	2023	0	0	0	0	0	0

<u>Table 5</u> <u>Projected New Franchised Outlets as of December 31, 2023</u>

45

State	Franchise Agreements	Projected New	Projected New
	Signed but Outlets not	Franchised Outlets in	Company-owned Outlets
	Opened	the Next Fiscal Year	in the Next Fiscal Year
AZ	1	<u>1</u>	0
CA	<u>1</u>	<u>10</u>	<u>0</u>
<u>CO</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>FL</u>	<u>1</u>	<u>1</u>	<u>0</u>
<u>GA</u>	<u>1</u>	<u>0</u>	<u>1</u>
<u>ID</u>	<u>0</u>	<u>1</u>	<u>0</u>
<u>IL</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>KS</u>	<u>1</u>	<u>1</u>	<u>0</u>
<u>KY</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>LA</u>	<u>0</u>	<u>0</u>	<u>0</u>
MD	<u>0</u>	<u>0</u>	<u>0</u>
MA	<u>1</u>	<u>1</u>	<u>0</u>
<u>MS</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>NC</u>	<u>1</u>	<u>1</u>	<u>0</u>
<u>NE</u>	<u>0</u>	<u>1</u>	<u>0</u>
<u>NJ</u>	<u>1</u>	<u>0</u>	<u>0</u>
<u>OH</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>OK</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>PA</u>	<u>1</u>	<u>0</u>	<u>0</u>
<u>TN</u>	<u>0</u>	<u>1</u>	<u>0</u>
<u>TX</u>	<u>2</u>	<u>5</u>	<u>0</u>
<u>UT</u>	<u>0</u>	<u>0</u>	<u>0</u>
<u>VA</u>	<u>0</u>	<u>1</u>	<u>0</u>
<u>WA</u>	<u>1</u>	<u>4</u>	<u>0</u>
<u>Total</u>	<u>12</u>	<u>28</u>	<u>1</u>

Table 1
Systemwide Outlet Summary for Year 2020 to 2022

Outlet Type	Year	Outlets at the	Outlets at the	Net Change
		Start of the year	End of the Year	
	2020	83	99	+16
Franchised	2021	99	124	+25
	2022	124	146	+22
Commony	2020	θ	0	0
Company- Owned	2021	θ	0	0
Owned	2022	0	0	0
	2020	83	99	+16
Total Outlet	2021	99	124	+25
	2022	124	146	+22

Table 2

46

Transfer of Outlets from Franchisees to New Owners (Other than the Franchisor) for Year 2020 to 2022

State	Year	Number of
		Transfer
CA	2020	0
	2021	1
	2022	0
GA	2020	1
	2021	0
	2021	0
MI	2020	θ
	2021	0
	2022	1
TX	2020	θ
	2021	0
	2022	1
WA	2020	0
	2021	0
	2022	2
Total	2020	1
	2021	1
	2022	4

Table 3
Status of Franchised Outlets for Year 2020 to 2022

State	Year	Outlets	Outlets	Termina	Non-	Reacquired	Ceased	Outlets
		at Start	Opened	-tions	Renewals	by	Operations	at End
		of Year				Franchisors	-Other	of the
							Reasons	Year
AL	2020	0	0	0	0	0	0	0
	2021	0	0	0	0	0	0	0
	2022	0	1	0	0	0	0	1
AZ	2020	3	0	1	0	0	0	2
	2021	2	0	0	0	0	0	2
	2022	2	0	0	0	0	0	2
CA	2020	39	9	2	1	0	0	45
	2021	45	11	1	0	0	0	55
	2022	55	6	2	0	0	0	59
CO	2020	2	0	0	0	0	0	2

							•	
	2021	2	2	0	0	0	0	4
	2022	4	0	0	0	θ	θ	4
D.C	2020	1	0	0	0	0	0	1
	2021	1	0	0	0	0	0	1
	2022	1	0	0	0	0	0	1
GA	2020	2	0	0	0	0	0	2
	2021	2	0	0	1	0	0	1
	2022	1	0	0	0	0	0	1
HI	2020	1	0	0	0	0	0	1
	2021	1	2	0	0	0	0	3
	2022	3	0	0	0	0	0	3
IL	2020	0	0	0	0	0	0	0
	2021	0	1	0	θ	0	0	1
	2022	1	0	0	θ	0	0	1
KY	2020	1	0	0	θ	θ	θ	1
	2021	1	1	0	θ	0	0	2
	2022	2	0	0	θ	0	0	2
LA	2020	1	0	θ	θ	θ	θ	1
	2021	1	0	0	0	0	0	1
	2022	1	0	0	θ	θ	θ	1
MD	2020	0	0	0	0	0	0	0
	2021	0	0	0	θ	0	0	0
	2022	0	1	0	θ	0	0	1
MI	2020	0	1	0	θ	0	0	1
	2021	1	0	0	0	0	0	1
	2022	1	0	0	θ	0	0	1
MN	2020	0	0	0	θ	0	0	0
	2021	0	0	0	0	0	0	0
	2022	0	1	0	θ	0	0	1
NC	2020	1	0	0	0	0	0	1
	2021	1	0	0	θ	0	0	1
	2022	1	1	0	0	0	0	2
NE	2020	0	0	0	0	0	0	0
	2021	0	0	0	0	0	0	0
	2022	0	1	0	θ	θ	θ	1
NM	2020	0	1	0	θ	θ	θ	1
	2021	1	0	0	θ	θ	θ	1
	2022	1	0	0	θ	θ	θ	1
NV	2020	2	0	0	0	0	0	2

$\begin{array}{c ccccccccccccccccccccccccccccccccccc$									
OH 2020 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0		2021	2	1	0	0	0	0	3
2021		2022	3	1	0	θ	0	0	4
OK 2022 1 0 0 0 0 0 1 2021 1 1 0 0 0 0 0 0 1 2022 2 0 0 0 0 0 0 0 2 OR 2020 2 2 0 0 0 0 0 0 0 0 2 2021 4 1 0	OH	2020	0	0	0	0	0	0	0
OK 2020 0 1 0 0 0 0 1 2021 1 1 1 0 0 0 0 0 2 2022 2 0 0 0 0 0 0 2 2021 4 1 0 0 0 0 0 4 2022 5 1 0 0 0 0 0 5 2022 5 1 0 0 0 0 0 0 6 PA 2020 0 1 0 0 0 0 0 0 1 20221 1 0 0 0 0 0 0 1 0 0 0 0 1 0 0 0 0 0 1 0 0 0 0 0 0 0 0 0 0 0 0		2021	0	1	θ	θ	θ	θ	1
December 2021		2022	1	0	0	θ	0	θ	1
OR 2022 2 0 0 0 0 0 0 0 2 OR 2020 2 2 0 0 0 0 0 0 0 0 0 0 2021 4 1 0 0 0 0 0 0 0 5 2022 5 1 0 0 0 0 0 0 0 0 6 PA 2020 0 1 0 0 0 0 0 0 0 0 0 1 2021 1 0 0 0 0 0 0 0 0 0 0 1 2021 1 0 0 0 0 0 0 0 0 0 0 0 0 TX 2022 1 1 0 0 0 0 0 0 0 0 0 0 0 TX 2021 16 3 0 0 0 0 0 0 0 0 0 2021 16 3 0 0 0 0 0 0 0 0 0 0 UT 2020 0 0 0 0 0 0 0 0 0 0 0 0 0 0 2021 0 1 0 0 0 0 0 0 0 0 0 0 0 0 2021 1 0 1 0 0 0 0 0 0 0 0 0 0 0 0 0 0 0	OK	2020	0	1	0	θ	0	θ	1
OR 2020 2 2 0 0 0 0 4 2021 4 1 0 0 0 0 0 5 2022 5 1 0 0 0 0 0 0 6 PA 2020 0 1 0 0 0 0 0 1 2021 1 0 0 0 0 0 0 1 2022 1 1 0 0 0 0 0 0 1 0 0 0 0 1 0		2021	1	1	0	θ	0	0	2
2021		2022	2	0	0	0	0	0	2
PA 2020 5	OR	2020	2	2	0	θ	0	θ	4
PA		2021	4	1	0	0	0	θ	5
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		2022	5	1	0	θ	0	θ	6
TX	PA	2020	0	1	0	0	0	θ	1
TX		2021	1	0	0	θ	0	0	1
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		2022	1	1	0	θ	0	θ	2
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$	TX	2020	15	1	0	θ	0	θ	16
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		2021	16	3	0	0	0	0	19
$\begin{array}{c ccccccccccccccccccccccccccccccccccc$		2022	19	7	0	θ	0	θ	26
2022 1 1 0 0 0 0 0 2 VA 2020 1 0 0 0 0 0 0 1 2021 1 1 0 0 0 0 0 0 2 2022 2 1 0 0 0 0 0 0 3 WA 2020 12 4 0 0 0 0 0 16 2021 16 1 0 0 0 0 0 17 2022 17 1 0 0 0 0 0 18 Total 2020 83 20 3 1 0 0 0 99	UT	2020	0	0	0	θ	0	θ	0
VA 2020 1 0 0 0 0 0 1 2021 1 1 0 0 0 0 0 0 2 2022 2 1 0 0 0 0 0 0 3 WA 2020 12 4 0 0 0 0 0 16 2021 16 1 0 0 0 0 0 17 2022 17 1 0 0 0 0 18 Total 2020 83 20 3 1 0 0 99		2021	0	1	0	0	0	0	1
2021 1		2022	1	1	0	θ	0	θ	2
2022 2 1 0 0 0 0 3 WA 2020 12 4 0 0 0 0 0 16 2021 16 1 0 0 0 0 0 17 2022 17 1 0 0 0 0 18 Total 2020 83 20 3 1 0 0 99	VA	2020	1	0	0	0	0	0	1
WA 2020 12 4 0 0 0 0 16 2021 16 1 0 0 0 0 0 17 2022 17 1 0 0 0 0 18 Total 2020 83 20 3 1 0 0 99		2021	1	1	0	0	0	0	2
2021 16 1 0 0 0 0 17 2022 17 1 0 0 0 0 18 Total 2020 83 20 3 1 0 0 99		2022	2	1	0	θ	0	θ	3
2022 17 1 0 0 0 0 18 Total 2020 83 20 3 1 0 0 99	WA	2020	12	4	0	θ	0	θ	16
Total 2020 83 20 3 1 0 99		2021	16	1	0	0	0	θ	17
		2022	17	1	0	0	0	θ	18
2021 99 27 1 1 0 0 124	Total	2020	83	20	3	1	0	θ	99
		2021	99	27	1	1	0	0	124
2022 124 24 2 0 0 0 146		2022	124	24	2	0	θ	0	146

Table 4
Status of Company-owned for Year 2020 to 2022

State	Year	Outlets	Outlets	Outlets	Outlet	Outlets	Outlets
		at Start	Opened	Reacquir	Closed	Sold to	at End
		of Year		ed From		Franchisee	of the
				Franchis		S	Year
				ees			
-	2020	0	0	0	0	0	0
	2021	0	0	0	0	0	0

49

	2022	0	0	0	0	0	0
Total	2020	0	0	0	0	0	0
	2021	0	0	0	0	0	0
	2022	θ	0	0	0	0	θ

Table 5
Projected New Franchised Outlets as of December 31, 2022

State	Franchise Agreements	Projected New	Projected New
	Signed but Outlets not	Franchised Outlets in	Company-owned
	Opened	the Next Fiscal Year	Outlets in the Next
			Fiscal Year
AL	0	1	0
CA	5	5	0
CO	2	1	0
FL	1	1	0
GA	0	1	0
ID	0	1	0
IL	1	1	0
KS	0	1	0
KY	1	1	0
LA	1	1	0
MD	0	1	0
MN	0	1	0
MS	0	1	0
NC	3	1	0
NE	0	1	0
NV	1	1	θ
OH	0	1	0
OK	0	1	0
PA	0	1	θ
TN	1	2	0
TX	2	6	θ
UT	1	1	0
WA	4	3	θ
Total	23	35	θ

If you buy this franchise, your contact information may be disclosed to other buyers when you leave the Sharetea System.

Please find contact information of the former and current franchisees in Exhibit E.

During the last 3 fiscal years, no current or former franchisees have signed confidentiality clauses that restrict their ability from discussing with you their experience as a franchisee in the Sharetea System.

There is no trademark specific franchise organization associated with the Sharetea System.

ITEM 21: FINANCIAL STATEMENT

Attached as Exhibit A is the audited financial statements for the fiscal year of 2020, 2021, and 2022 and the Unaudited and U.S. GAAP Compliant Interim Balance Sheet and Income Statements dated May 31, 2023 Attached as Exhibit A is the audited balance sheet for the fiscal year of 2023, 2022, and 2021. Our fiscal year end date is December 31.

ITEM 22: CONTRACT

The Following Agreements are exhibits to this Disclosure Document:

Exhibit B	Franchise Agreement
Exhibit C	Directory of Administrative Agencies
Exhibit D	Additional Disclosure Required by the State
Exhibit E	Contact Information of Former and Current Franchisees
Exhibit F	Receipt

ITEM 23: RECEIPT

Exhibit F contains detachable documents acknowledging your receipt of the Disclosure Document.

Site and will not change or modify the Trademarks or its derivatives, or claim any copyrights or other proprietary rights for the Trademarks or its derivatives. Franchisee will not register, in whole or in part, within the US or in any other areas, the Trademarks or other trademarks, marks, logos, or designs similar or confusingly similar to the Trademarks. Unless stated otherwise in this Agreement, Franchisee will not, at anytime, declare that it has any rights or qualification over the Trademarks, and will not cause any damage to the intellectual property rights of Franchisor, nor will Franchisee cause any third parties to do the same.

- 4. You cannot use the names "Sharetea" or "歇脚亭", any of our company names, Trademarks, or anything confusingly similar as part as part of a corporate, limited liability company, other entity name, e-mail address, electronic identifier, or internet domain name. For example, your business name may not include any of our company names or Sharetea Trademarks or any variation of them and you may not use your name in connection with our Sharetea Trademarks in advertising your Tea Shop (such as "John Smith's Sharetea"). In all approved uses of the Trademarks on your business forms such as your letterhead, invoices, order forms, receipts, and contracts, you must identify yourself as our franchisee and your business as independently owned and operated.
- 5. You agree to notify us promptly of any litigation relating to the Trademarks. In the event we undertake the defense or prosecution of any such litigation, you agree to execute any and all documents and do such acts and things as may be necessary, in the opinion of our counsel, to carry out such defense or prosecution.
- 6. Prior to the manufacturing of the merchandise under the Trademarks, you will provide the concepts and art designs (including the draft and final proposal) of such merchandise and the three-dimensional model thereof for our approval, provided, however, our approval or consent does not guarantee that the abovementioned material or model as provided by you are in compliance with the applicable laws. In the event of violation of any applicable law, you will be held solely liable. All containers, packages, labels, display materials, promotional materials, catalogs and advertisements (including but not limited to press release) which Franchisee intends to use under the Agreement will be provided to Franchisor for its written approval prior to the use or utilization thereof.
- 7. Franchisee agrees that upon the expiration or termination of this Agreement, Franchisee will neither by itself nor authorizes others to manufacture the licensed merchandise. All art designs (including but not limited to any diagrams, drawings or three-dimensional models) provided by Franchisor or created by Franchisee under this Agreement will be returned to Franchisor.
- 8. Franchisee agrees to review the "Trademark Guidelines" supplied by the Franchisor, and to comprehend and adhere to all aspects of these guidelines to ensure proper usage of the Trademarks.

Article 8. Sources of Raw Materials and Supplies

1. The reputation and goodwill of Sharetea System is based upon, and can be maintained only by, the sale of high quality products. A list of approved suppliers is available on request. Suppliers are required to share shipping, distribution and all other information with us, and you will be required to cooperate. You and/or the supplier may request approval by submitting the request to us in writing. All requests will be reviewed in accordance with our then-current procedures and we will take into consideration our available resources, which may affect the timing of our response. The supplier must meet our then-current specifications, standards and requirements,

Exhibit E

Contact Information of Former and Current Franchisees

Below please find contact information of the former franchisees (please note that one franchisee may have multiple stores):

	<u>Arizona</u>	
Julie Vo		
113 E. Southern Ave, Suite		
117 Tempe, AZ 85281		
Tang.mai232@gmailcom		

	<u>California</u>	
Ya-Lun Lin	Terry Peng	Hur Min Seok
8460 Elk Grove Blvd Suite	2495 first street,	401 South Vermont Avenue,
300, Elk Grove, CA 95758	Livermore, CA 94550	Space 6, Los Angeles CA
yalun.lin@yahoo.com	circle-net@sbcglobal.net	90020
		minseok.hur@gmail.com
<u>Anita</u>	Minh Nguyen	Jen Ta Su
540 Bryant St., Palo Alto, CA	<u>3740 Iowa Ave Suite 103,</u>	1722 Desire Ave, Rowland
<u>94301</u>	Riverside, CA 92507	Heights, CA 91748
anitabin@yahoo.com	minh1968@gmail.com	ameriwayusa@gmail.com
<u>Albert</u>	Jea Wong	
568 El Camino Real ste a,	506 S Myrtle Ave Monrovia,	
Sunnyvale, CA 94087	<u>CA 91016</u>	
sharetea.sunnyvale@gmail.co	aumontagne@gmail.com	
<u>m</u>	_	

	<u>Georgia</u>	
Yanki Lam		
Suite #205, 3455 Peachtree		
Industrial Blvd, Duluth, GA		
<u>30096</u>		
yanyankiyan1993@gmail.co		
<u>m</u>		

<u>Washington</u>			
Yin-Chih Chow			
1100 NE 45th Ave. Suite 100,			
Seattle, WA 98105			
bagashuw@hotmail.com			

Т	
rexa	

Brian Su	Allen Nguyen	
1386 E Belt Line Rd,	3810 S Cooper St Suite 148,	
Richardson, TX 75081	Arlington, TX 76015	
briansu08@gmail.com	golfer1820@yahoo.com	

Below please find contact information of the current franchisees (please note that one franchisee may have multiple stores):

Thi Minh the space #1 with 1200 sq ft at 4001 Government Blvd, Mobile, AL 36693	<u>Alabama</u>		
songhuong00@yahoo.com	the space #1 with 1200 sq ft at 4001 Government Blvd, Mobile, AL 36693		

<u>Arizona</u>		
Tony K. Djie	Tony K. Djie	
140 N Arizona Ave, Chandler,	2100 N. Tatum BLVD. Space	
<u>AZ 85225</u>	# D-11 Phoenix, Arizona	
michdol@yahoo.com	<u>85050</u>	
	michdo1@yahoo.com	

	C-1:C	
	<u>California</u>	Γ .
<u>Jea Wong</u>	Jason Quach	Anthony Lee
55 E Duarte RdArcadia, CA	1707 Columbus St, Bakersfield,	1541 E2nd ST STE 300
<u>91006</u>	<u>CA 93305</u>	BEAUMONT, Calirfornia
aumontagne@gmail.com	wemaketeallc@gmail.com	92223
		sharetearedlands@gmail.com
Sam	May Chung	Michael Do
2328 Telegraph Ave., Berkeley	11900 South Street, #106,	2974 Chino Ave. Chino Hills,
<u>CA 94704</u>	Cerritos, CA 90703	<u>CA 91709</u>
samshaer@gmail.com	maychung@live.com;	michdo1@yahoo.com
Mohammed@shareteadavis.com	tedtuai@yahoo.com	
Sam@shareteadavis.com		
Jeremiah Hayden	<u>Kevin</u>	Sam Shaer
2010 Birch Road, Suite No. 103,	1850 Mount Diablo Street	208 F St., Davis CA 95616
Chula Vista, CA 91915	Concord, 94520	samshaer@gmail.com
htcventuresllc@gmail.com	chichaopeng@yahoo.com	Mohammed@shareteadavis.com
	circle-net@sbcglobal.net	Sam@shareteadavis.com
	barbaraypeng@sbcglobal.net	
Lan Dang	Jeff Todd	Yong Shin
945 W. Valley Parkway, Suite D,	2401 Waterman Blvd, Ste 1,	16051 Brookhurst St, Ste F,
Escondido CA	Fairfield, CA 94534	Fountain Valley, CA 92708
mskjdang@yahoo.com	jeff.todd@trynor-	eric.shin1@gmail.com
	enterprises.com	

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Bao Xi Zheng	<u>Terence</u>	Lan Dang
1728 Hostetter Rd. San Jose CA	699 Lewelling Blvd, San	131 south Rancho Santa fe Road
<u>95131</u>	Leandro, CA 94579	suit 131. San Marcos CA 92078
shareteaatfremont@gmail.com	sharetea118@gmail.com,	mskjdang@yahoo.com
brentxizheng@gmail.com	terry 300@yahoo.com	
Alice Zhang	Phuong Mach(Cindy)	<u>Sammi</u>
78 Hillsdale Shopping Center,	220 Main St, San Mateo, CA	967 Grand Ave. San Rafael, CA
San Mateo, CA 94403	94401	94901
azhang1@gmail.com,	cindymach@hotmail.com	sammiho1610@gmail.com
danyolee@yahoo.com		
Kevin	Michael Do	Michael Do
2441 San Ramon Valley Blvd,	3940 S Bristol Street unit 113,	1702 N. Bristol Street, Ste/ Unit
Suite 3, San Ramon, CA 94583	Santa Ana, CA 92704	F, Santa Ana, California 92706
chichaopeng@yahoo.com	Michaeldo1@yahoo.com	michdo1@yahoo.com
circle-net@sbcglobal.net		
barbaraypeng@sbcglobal.net		
Sam	Won Kyung Cho	Linda
Space A345, 2855 Stevens Creek	13 Broadway, Santa Monica, CA	$\overline{3381}$ Cleveland Ave. Santa
Blvd, Santa Clara, CA 95050	90401	Rosa, Ca 95403
samshaer@gmail.com	uclasharetea@gmail.com	gardners16@gmail.com
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Exhibit F State Effective Dates

The following states have franchise laws that require that this 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 Disclosure 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:

<u>State</u>	Effective Date
California	[Pending]
<u>Hawaii</u>	[Pending]
Illinois	[Pending]
Indiana	[Pending]
Maryland	[Pending]
Michigan	[Pending]
Minnesota	[Pending]
New York	[Pending]
North Dakota	Not registered
Rhode Island	Not registered
South Dakota	Not registered
Virginia	[Pending]
Washington	[Pending]
Wisconsin	<u>December 12, 2023</u>

State	Effective Date
California	March 15, 2023
Hawaii	[Pending]
Illinois	April 20, 2023
Indiana	Not registered
Maryland	[Pending]
Michigan	July 28, 2022
Minnesota	June 20, 2023
New York	March 8, 2023
North Dakota	Not registered
Rhode Island	Not registered

South Dakota	Not registered
Virginia	January 29, 2023
Washington	June 6, 2023
Wisconsin	Not registered

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 G Receipt

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

If Lilian USA LLC offers you a franchise, it must provide this disclosure document to you: (a) seven (7) calendar days before you sign a binding agreement with, or make a payment to, the franchisor or an affiliate in connection with the proposed franchise sale or at your reasonable request.

If Lilian USA 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, D.C. 20580 and the state agencies listed in Exhibit C of the disclosure document.

The principal business address and telephone number of each franchise seller offering the franchise is contacting Po-Yu Lai, General Manager, at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.), 886-2-2654-8585, angus@1992sharetea.com or Emily Liao aka Ning-Juan Liao, Director, at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.), 886-2-2654-8585, emilyliao@1992sharetea.com.

Additional Franchise Sellers, if any:

This Disclosure Document was issued: February 28, 2023 February 22, 2024

Our own agent for service of process in Minnesota is Minnesota Department of Commerce, 85 7th Place East, Suite 280, St. Paul, Minnesota 55101, (651) 539-1600.

I received a Disclosure Document issued February 28, 2023 February 22, 2024. Included are the following exhibits:

Exhibit A	Financial Statement			
Exhibit B	Franchise Agreement			
Exhibit C	Directory of Administrative	Agencies		
Exhibit D	Additional Disclosure Required by the State			
Exhibit E	Contact Information of Former and Current Franchisees			
Exhibit F	State Effective Dates			
Exhibit G	Receipt			
Date Disclosure Do Tea Shop Address: Signed:			(enter date here)	
Name:		(Please print)		
Last 4 digits of Soci	al Security Number:	· _ • /		
_	-	Street Address (domicile)	

City or Town/State/Zip Code

Receipt (2)

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

If Lilian USA LLC offers you a franchise, it must provide this disclosure document to you: (a) seven (7) calendar days before you sign a binding agreement with, or make a payment to, the franchisor or an affiliate in connection with the proposed franchise sale or at your reasonable request.

If Lilian USA 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, D.C. 20580 and the state agencies listed in Exhibit C of the disclosure document.

The principal business address and telephone number of each franchise seller offering the franchise is contacting Po-Yu Lai, General Manager, at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.), 886-2-2654-8585, angus@1992sharetea.com or Emily Liao aka Ning-Juan Liao, Director, at 18F.-7, No. 95, Sec. 1, Xintai 5th Rd., Xizhi Dist., New Taipei City 221416, Taiwan (R.O.C.), 886-2-2654-8585, emilyliao@1992sharetea.com.

Additional Franchise Sellers, if any:

Exhibit A

Exhibit B

Exhibit C

This Disclosure Document was issued: February 28, 2023 February 22, 2024

Directory of Administrative Agencies

Financial Statement

Franchise Agreement

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I received a Disclosure Document issued February 28, 2023 February 22, 2024. Included are the following exhibits:

Exhibit D	Additional Disclosure Required by the State			
Exhibit E	Contact Information of Former and Current Franchisees			
Exhibit F	State Effective Dates			
Exhibit G	Receipt			
Date Disclosure Do Tea Shop Address:	ocument Received:	, 20_	(enter date here)	
Signed:				
Name:		(Please print)		
Last 4 digits of Soc	ial Security Number:			
Street Address (do	micile)			
City or Town/State	e/Zip Code			