

FRANCHISE KIT



WELCOME TO MOE'S!®

The team at Moe's Southwest Grill® is excited about your interest in joining its franchise family! This Franchise Kit will provide you with an overview of information needed in your initial research to become a Moe's franchise partner.

Moe's Southwest Grill is a fun and engaging fast-casual concept serving a wide variety of fresh, made-to-order Tex-Mex cuisine. From the first "Welcome to Moe's!®" shouted out to you when you enter the door, to the last bite of your burrito, the Moe's experience is unmatched.

As a fast-casual Southwest Mexican concept, Moe's thrives in one of the fastest growing segments of the food service industry today. We accomplish this by offering a variety of unique menu items that are made with fresh ingredients, served swiftly in a distinct, family-friendly atmosphere. No matter what language you speak, this all translates into a fun place with insanely great food!

In the years following the launch of the first Moe's Southwest Grill in Atlanta, our successful formula has gotten the attention of some very knowledgeable people in our business. Moe's has been ranked #85 in the *Entrepreneur Magazine* 2013 Franchise 500®. In 2012 and in 2010, *QSR Magazine* ranked us as one of the top 10 Best Franchise Deals in the U.S. Also in 2011, *FastCasual.com* listed us in the "Top 100 Movers and Shakers" in the food service industry.

Moe's is a top franchisor that will provide you with an international team that holds expertise in every facet of the business. They are dedicated to promoting franchise partner profitability as well as to create innovative, effective solutions to meet the needs of a growing, global concept. We will always conduct our relationships with a high level of integrity, which is evidenced by the trust and enthusiasm exhibited by our current franchise partners. Our franchise partners are more engaged and excited about the brand than at any time before.

We believe that, in time, you will find Moe's Southwest Grill just as exciting as we do. But first...you will have to invest!

Thank you for your interest!



OVERVIEW



Home of the popular “Welcome to Moe’s!” greeting and a pop-culture inspired menu and atmosphere, Moe’s Southwest Grill® is a fun and engaging fast-casual restaurant serving a wide variety of fresh, made-to-order food items from the Southwestern U.S.

The first Moe’s restaurant opened in Atlanta, Georgia on December 1, 2000, and offered burritos, tacos, quesadillas, nachos, salads and fajitas. Today, our guests can choose from over 25 fresh ingredients including freshly made pico de gallo and guacamole. To demonstrate our commitment to freshness, Moe’s has never used freezers, microwaves, animal fat, lard, or MSG to cook our food. Through the years, Moe’s has added ground beef, pulled pork, bacon, the Chicken Club Quesadilla, Junior burritos and Burrito Bowls to the menu and has featured popular limited time offers like the Steak Philly Burrito and Buffalo Chicken Burrito.

Today, Moe’s menu in the U.S. proudly features kids’ meals, vegetarian, vegan and gluten-free options and, as always, every meal is served with free chips and salsa. Moe’s is on a mission to bring only the highest quality ingredients to guests everywhere in the U.S. by featuring all natural chicken, organic tofu, 100% sirloin steak and grain-fed pulled pork.

Food quality, safety and customer service are no joke to us, but aside from that, we try not to take ourselves too seriously. For fun, the folks at Moe’s gave each menu item a unique name, like the Funk Meister taco and the Homewrecker burrito, to name a few, just to keep things interesting.

And the music at Moe’s is also a good conversation starter. If you listen closely to the tunes playing in any Moe’s restaurant in the U.S., you might notice that all of the songs are performed by groups where at least one member has passed away. Songs from Bob Marley, The Beatles, The Rolling Stones and, more recently, Michael Jackson and Whitney Houston, have been added to the playlist to honor the sweet sounds of the artists who have departed our planet too soon.

In August 2007, Moe’s Southwest Grill joined Atlanta-based FOCUS Brands. FOCUS Brands is also the franchisor of Carvel® Ice Cream, Cinnabon®, Schlotzsky’s®, Auntie Anne’s® and Seattle’s Best Coffee® on military bases and in specific international markets.



MOE'S PROCESS



Step One – Complete the Moe's Southwest Grill® International Request for Consideration Form

Step Two – Prequalification

Once we have received a completed Request for Consideration form, we will initiate contact shortly thereafter, by telephone or by email. At this time, we will talk about the general qualification requirements, both financial and operational, as well as the availability of the selected territory of interest.

Step Three – Formal Qualification

During this step we will examine and confirm the potential for our brand within the selected market, as well as to verify your financial capability. We will also work with you to achieve alignment on your preliminary business plan.

Step Four – Face-To-Face Meeting

Every international franchise partner candidate schedules a visit to our corporate support center in the United States to meet key personnel within the International Department. An additional face-to-face meeting will also take place with you within your selected market, attended by a representative from the International New Business Development team.

Step Five – Presentation of Commercial Terms

In this step in the process, we present market-specific commercial terms to you for your review and agreement.

Step Six – Presentation of the Memorandum of Understanding

Once we have received agreement of commercial terms, we prepare a formalized summary of those terms in the form of a Memorandum of Understanding (MOU) and present it to you. You will then sign the MOU and prepare payment of 10% of the agreed upon Territory Fee. After execution of the MOU, formal versions of the Territory Agreement and the International Multi-Unit Franchise Agreement (IMUFA) are drawn up, including the specific terms of the deal from the MOU.

Step Seven - Review and Signing of the Agreements

After your review and approval of the Territory Agreement and IMUFA, the formal agreements are then signed and returned to us, and, at that time, the remainder of the territory fee is paid.



Fee Structure & Individual Location Investment



Master Franchise Fee and Exclusive Territory Fee

- The amount of this fee is determined by valuating each market independently
- Ten percent (10%) of the fee is paid upon signing of the MOU
- The balance of the fee is paid upon signing of the Territory Agreement and the IMUFA

Franchise Fee

- USD \$25,000 per restaurant location
- This fee is paid a minimum of thirty (30) days before the opening of each franchised location

Royalty Rate

- Six percent (6.0%) of gross sales, payable monthly

Advertising & Marketing Fund

- One percent (1.0%) of gross sales, payable monthly

Investment on Individual Locations

- The investment level required to open each individual location will vary from country to country

Financial Requirements

FOCUS Brands International negotiates Territory Agreements ranging from a minimum of five, to over one hundred locations. Because of the potential range of scheduled growth and country-specific costs, financial requirements will vary but are commensurate with the scope of the proposed project.

As an example of the financial capability required, for agreements that are written for the opening of only five locations, we expect



that you will have sufficient liquid assets to finance the first two locations completely, plus have the capital to fund the next three locations at 50% of the overall cost.

When the number of locations increases for larger territory commitments, we will expect that your financial resources will be adequate to propel your operation beyond its first three (3) years.

We expect that, aside from the funding required for the development of retail locations, you will additionally incur expenses that are associated with building an infrastructure to support your store operations.

International Franchise Support Services

Moe's has a fully-staffed team of support services whose members are dedicated solely to providing assistance and expertise to Franchise Partners in our global expansion efforts. Collectively, our International team has amassed nearly 325 years of experience in building food service brands worldwide and currently operate from posts in more than 12 countries.

Operations

- Initiates new country launches by facilitating startups with training and operations support
- Administers advanced training programs
- Evaluates franchise operations and assist franchise partners in the development of action plans
- Provides ongoing monitoring of franchise partner growth and their progression through development plans
- Acts as the primary liaison for Research & Development on product development and testing and quality control and inspections
- Requests additional services from other departments when needed by franchise partner
- Requests additional services from other departments when needed by franchise partner
- Leads initiative for development of personnel to assist franchise partner companies





Supply Chain

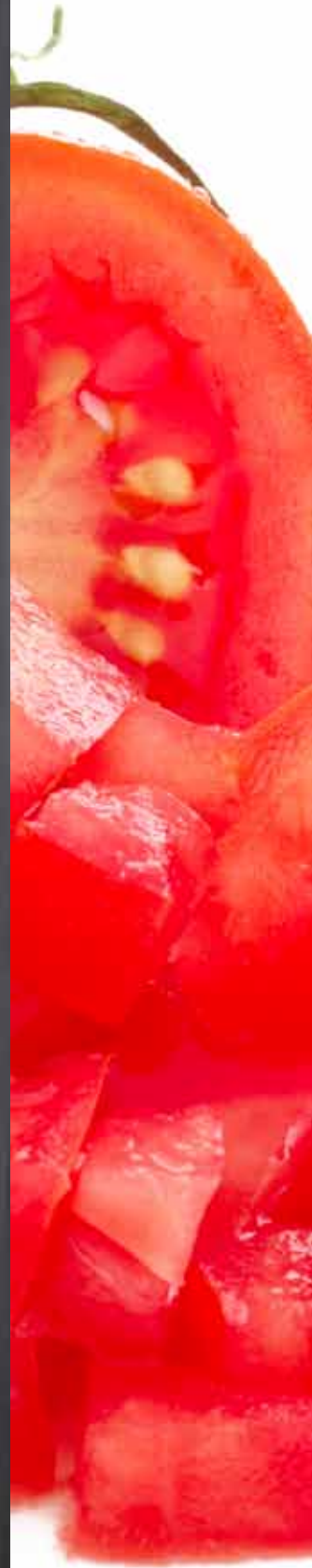
- Ensures compliance of suppliers and distributors within the network
- Assists with distribution network relationships and negotiates distribution agreements
- Addresses issues and requests regarding products, packaging, costs, and distribution
- Conducts efforts to secure regional sources of product, as well as their distribution
- Establishes supply chain for new regional markets

Marketing

- Provides access to a comprehensive, high-resolution product image library
- Assists in core menu development and pricing strategies
- Assembles Local Store Marketing (LSM) toolkits
- Facilitates Research & Development projects for local product introductions
- Sales trend analysis and guidance

Development Services

- *Architecture Support* – Develops concept packages, assists local architects with construction plans and conducts construction document review
- *Construction Support* – Assists in orienting local general contractors on brand standards, acting as a consultant throughout the construction process
- *Real Estate Support* – Provides training to partners on site characteristics, reviews site evaluations and monitors site inventories
- *Furniture, Fixtures & Equipment Support* – Assists in the assembly and tracking of orders and monitors vendor relationships
- *Image Support* – Provides training to franchise partners on image standards and expectations



Frequently Asked Questions

Is Moe's International offering single and multi-unit opportunities?

No, Moe's International is only seeking those qualified candidates who are able to open multiple locations.

What type of training will I receive as a new Moe's franchise partner?

New Franchise Orientation Program (NFOP) – A high-level program with a duration of two to three days that is held at the FOCUS Brands corporate support center in Atlanta. This program is designed for the owners and top executives of the new franchisee company.

Owners' Training – A three to five day, hands-on introduction to restaurant operations for owners and top executives of the new franchisee company.

Restaurant Management Training – A three week comprehensive program which includes both classroom and restaurant operations training which is designed to prepare the operations executives and store managers to open and successfully operate a restaurant.

Grand Opening Assistance – Moe's will provide a representative to be present at the opening of the first two restaurants for up to ten working days each to assist and support the opening of these stores.

Ongoing Training – In-market training and operations support visits from our corporate staff and regional operations team.

What is the initial franchise fee and royalty rate?

Initial franchise fee: USD \$25,000 per location

Royalty Rate: 6.0% of gross sales, payable monthly

How much do I have to contribute to Moe's advertising and marketing?

You must contribute 1.0% of gross sales, payable monthly to the Advertising and Marketing Fund

Does Moe's offer financing?

No. We do not provide financing assistance.



How soon can I expect my Moe's Southwest Grill® franchised restaurant to open?

The opening of each new Moe's franchised restaurant varies based on the restaurant's size, as well as location of the new restaurant.

Where are Moe's restaurants generally located?

You will find traditional Moe's restaurants in heavy-traffic locations on high-streets, key locations attached to and within shopping malls, as well as other urban locations that provide for sufficient vehicular or pedestrian access and higher traffic levels. Moe's non-traditional formats provide flexibility for the brand to be located in shopping malls, airports, and travel plazas.

Will I have an exclusive territory?

Yes. You will have an exclusive territory that will be defined per the terms of your Territory Agreement.

Will I receive guidance on purchasing?

Yes. We provide initial and ongoing support in supply chain. Moe's has a preferred vendor program that covers all aspects of opening your restaurant franchise. Additionally, we support efforts to source items locally.

Will there be any help with site development?

Yes. We provide assistance and support for restaurant site selection, layout, design, and the construction process.

Will I receive assistance in planning a Moe's Southwest Grill franchise grand opening?

Yes. Every opening receives our support in training, operations marketing and public relations.

Why Moe's?

A unique and differentiated brand (Welcome to Moe's!®) with a personality

Dedicated, passionate International Franchise Support Team

Customizable for non-traditional development



Our sales team will be in touch shortly, but if you are anxious to get started, please call or email us:

Our telephone number in the USA:
+1 404-257-7051

Emails may be sent to:
franchiseinternational@moes.com

WELCOME TO MOE'S !®

**The Moe's Southwest Grill®
Franchise is offered by MOE'S
FRANCHISOR LLC**

(a Georgia limited liability company)

**200 Glenridge Point Parkway, Suite 200
Atlanta, Georgia 30342**

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