

The **#I** Global Franchising Opportunity*



SUBWAY[®] FRANCHISE Athens, Greece



SUBWAY[®] FRANCHISE Puerto Vallarta, Mexico



SUBWAY[®] FRANCHISE Pays de Loire, Bretagne



SUBWAY[®] FRANCHISE Panama Shopping Center



SUBWAY[®] FRANCHISE Shanghai Ramada



SUBWAY[®] FRANCHISE Orlando, Florida

SUBWAY[®] FRANCHISE

Houston, Texas Medical Center



SUBWAY[®] FRANCHISE Lahore, Pakistan



SUBWAY[®] KOSHER FRANCHISE Los Angeles, California









Dr. Peter Buck and Fred DeLuca **Co-Founders**

The history

Fred DeLuca and Dr. Peter Buck opened the first SUBWAY[®] restaurant in the city of Bridgeport, Connecticut, USA, in the summer of 1965. The company was later incorporated in the name of Doctor's Associates Inc.

The SUBWAY[®] franchise is the largest restaurant chain in North America and is poised to become the largest restaurant chain in the world.

The SUBWAY[®] franchise system places a focus on making great sandwiches. It is so great, in fact, that many SUBWAY® customers have become franchise owners simply because they believe in the product.





SUBWAY® is a registered trademark of Doctor's Associates Inc. ©2009 Doctor's Associates Inc. Franchise may be offered by prospectus, through affiliate companies. Numbers subject to change. Please visit www.subway.com for the latest restaurant and country counts. "The SUBWAY® franchise was ranked the number one global franchising opportunity in 2009 by *Entrepreneur* Magazine, based on research and surveys of franchises located in the United States. There are more operating SUBWAY® restaurants in II countries, than any other franchised restaurant concept.

1. a favorable juncture of circumstances 2. a good chance for advancement or progress



de • vel • op • ment di-vel-uh p-muh nt
1. The act or process of developing;
 growth; progress

The act of improving by expanding or enlarging or refining



Exceptional growth

With the SUBWAY[®] franchise system's outstanding support structure and operational history, it's no surprise that its growth continues to break global records.

SUBWAY[®] franchise offers

- ✓ 24 hour potential with hot menu items
- Flexible floor plans
- ✔ Simple operations, no frying or grease
- Trusted brand recognition
- Well trained team of people striving to exceed customers' needs
- Dedicated headquarters personnel and local support network

Customers want

- ✓ A quick, tasty and portable meal
- ✓ Attentive customer service
- A meal prepared just the way they want
- ✓ Nutritious choices to eat right
- ✔ Affordable, value focused menu

SUBWAY[®] food includes

- ✓ Nutritious menu choices
- ✔ Flexible food options for multiple day-parts
- Gourmet breads, sauces and toppings
- Hot meals and subs toasted to perfection
- ✔ Subs, salads and wraps made to order

The SUBWAY[®] franchise was named the #I Global Franchising Opportunity by Entrepreneur Magazine in 2009.

The SUBWAY[®] business goal is to be the number one store chain in both consumer ranking and location count in every market it serves.

In most years, about 70% of new franchises are purchases by existing owners.

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www.subway.com +31 20 5317 300



of meats, cheeses and vegetables and topped off with unique select sauces. In addition, many food flavors are brought out by toasting the sandwiches to perfection, just the way a customer wants.

Products you will be proud to serve

The SUBWAY[®] franchise offers your customers many great options to eat a fresh meal, fast. Think about your customer base and all the potential consumers who patronize your business. Wouldn't the quality of the SUBWAY[®] products appeal to those consumers?

SUBWAY FRESH FIT[™] Menu*

Caring about the health of customers shows with the SUBWAY FRESH FIT[™] menu that is low in saturated fat and cholesterol and is trans fat free.

The franchisee is responsible for:

- Initial franchise fee
- Finding locations
- Leasehold improvements and equipment
- Hiring employees and operating stores
- Paying 8% royalty to the company and a fee into the advertising fund

The company provides:

- Access to formulas and operational systems
- ✓ Store design and equipment ordering guidance
- Training program
- Operations manual
- Representative on-site during opening
- Periodic evaluations and ongoing support
- Informative publications

Décor

Tuscany décor integrates the look of natural building materials - brick, clay, stone into the stores and conveys to customers that SUBWAY[®] locations are warm and inviting family dining destinations.





ENTREPRENEUR

The SUBWAY[®] food chain has been named the Number 1 GLOBAL franchising opportunity for 2009. The Franchise 500 rankings are the most comprehensive franchise rankings in the world and have considered many factors, including financial strength and stability, growth rate, the size of

the system and start up costs.

ZAGAT SURVEY Category: Most Loved SUBWAY® = Number 1 "Menu variety and healthy choices have become major drivers in the category, good for SUBWAY's®

> Category: Top Service SUBWAY[®]= Number 1

fresh meat and bread choices."

Category: Healthy Options SUBWAY[®]= Number 1





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Investment and Capital Requirements

A SUBWAY[®] franchise has some of the lowest start-up costs in the industry. Your complete investment will depend on your location, size and the extent of renovations required. The following estimated costs represent a wide range of possible locations throughout the world.

Lower Cost = 150,000€ Moderate cost = 250,000€ Higher Cost = 300,000€

There are traditional and non-traditional locations for SUBWAY[®] franchises. Historically, the nontraditional locals have cost less. It is important to note that the offering circular, or disclosure documents for various countries are available for more definitive costs. The disclosure documents can be found online at www.subway.com.

Location performance

Generally, the most important factors for performance are the location of the franchise and how well it is run. Because these key factors are unknown, Doctor's Associates Inc. cannot predict your results.

In fact, to eliminate possible misunderstandings, the company has a policy that no employee or agent can provide you with projections as to potential sales, earnings and profitability.

The best way to get this information is to complete an application. After your application is received, you will receive a DAI offering circular and contact information of our franchisees. These franchisees will be able to answer your specific questions.

Support

Doctor's Associates Inc. is proud of the excellent support systems available to SUBWAY[®] franchisees. Ongoing support is provided before and after you open your store. As soon as you join the SUBWAY[®] team, you'll have access to help to get you started. Once open, systems are in place to help you operate your location effectively.



Customer watches as sandwich artist completes a made-to-order sandwich



Before you open:

✓ Training

You and your designee or manager will take part in our intensive two-week program

✓ Store design

You will be provided with floor plans for your specific location

✓ Site selection

You will be assisted in evaluating the location for your business

Equipment ordering

You will receive guidance to order your equipment package for timely delivery

After you open:

Operations manual

SUBWAY® store's in-depth manual covers a full range of topics important to running your business

Field support

Your local representative will help you get started and provide ongoing operational evaluations

Franchisee services

A Coordinator will serve as your main contact person, who is just a free phone call or e-mail away

DAI R&D

SUBWAY[®] store's executive chef, baking specialists, staff nutritionist and product development team continually strive to make our excellent food even better

Continuing education

Regular newsletters, e-mails and voice-mails, DVDs and additional learning tools are also available

pro=ceed /v.pruh-seed

- 1. To move or go forward or onward
- 2. To carry on any action or process
- 3. To continue one's discourse

The next steps

Just follow this easy guide to let the people at your SUBWAY[®] regional office know that you are interested.



Step I - Apply

Simply complete the enclosed application, and mail or fax it to SUBWAY[®] World Headquarters. You will then receive a disclosure document that includes more information about the franchisor. To speed up the process, you can also fill out the application online at **www.subway.com/apply**



Talk to our franchise owners to learn more about us. Ask them why they chose the SUBWAY[®] franchise. Visit the stores, enjoy the great food and imagine what it would be like to join our terrific team.



It's as easy as that. Once you have finished your investigation and have secured approval to become a SUBWAY[®] franchise owner, don't wait. There's a world of opportunity waiting for you once you make your decision. We're looking forward to hearing from you soon!

QUESTIONS?

Direct your questions to the following appropriate regional SUBWAY[®] office:

Australia Brisbane: +61 732 16 0665

Asia Singapore: +65 6227 2557 Seoul: +82 279 75 036 Europe Amsterdam: +31 20 531 7300 Cambridge: +44 122 355 0820 Cologne: +49 221 788 7460 Madrid: +34 902 109 004 Paris: +33 14 198 6003 Latin America Miami: +1 305-883-3966

Middle East & South Africa Beirut: +961 | 999 663

www.subway.com US & Canada 1.800.888.4848 All other countries: 1.203.877.4281

NOTABLE GLOBAL QUOTABLES



I grew up on SUBWAY[®] while living in the village of Manotick, Ontario, and after working at the local store first as a Sandwich Artist and then Store Manager, I soon realized that the concept and the brand itself had great potential. After identifying the UK & Ireland as an untapped market back in 1997, I decided to move to England to become a Franchisee & Development Agent. The quality of the product and the level of customer service that SUBWAY[®] provides was exactly what was needed in this marketplace, and SUBWAY[®] soon became one of the top food service providers on the High Street. With the assistance of my sister, Andrea Fleck, I am responsible for the development of the SUBWAY[®] chain within the Five Counties. Now totaling 60 stores, SUBWAY[®] is the largest QSR in the Five Counties, of which we are the proud owners of two stores. The SUBWAY[®] chain provides the product, structure, and support that is required to assist their Franchisees to reach their goals.

James Fleck, DA United Kingdom, 5+ franchises

I'm a Chef by profession and have worked as such for over 20 years in restaurants and hotels in Europe. We where so confident of the Subway reastaurants franchise that we sold all our properties in Iceland to open our first SUBWAY[®] store in July 1999 in Benidorm, Spain. We opened our seccond store in 2001 and in 2004 I became the seccond DA in Spain. The third store came in 2006 and now we are opening our fourth store, all in Benidorm. I now have 10 stores open in my territory and things are looking bright for Subway stores and franchisees in Comunidad Valenciana. Helgi B Helgason, DA Spain, 4+ franchises



We have gotten what we have always wanted: To operate our own business and to use our skills and hard work to make a profit for ourselves. The operation of the SUBWAY[®] restaurant requires an investment of intensive work, love, and care, but it pays back as the restaurant becomes better and more profitable. We could not succeed in operating our own successful business without the support and the know-how of the SUBWAY[®] system and the knowledge-sharing with the SUBWAY[®] staff and colleagues. Yael and Eitan Berenblum, Franchisees, Australia, 12 franchises

After working in the SUBWAY[®] system for seven years as an employee, first as a sandwich artist and eventually as a store manager, all while in college - I had the chance to work as an Area Supervisor for a multi-unit owner. I witnessed firsthand how the SUBWAY[®] franchise is such a great opportunity. When I was offered the chance to buy five restaurants and become a multi-unit owner myself, it was a dream come true. Eight years later, I own twelve restaurants and am the chairman of the local FAF board. The SUBWAY[®] system has been a very lucrative and exciting business to be part of. It has made all of my financial and personal goals a reality, while at the same time, I enjoy a quality lifestyle.





I purchased my first SUBWAY[®] store in Poole in March, 2005, and by June 2007, I had opened my fourth store in the town. A few months later, I was proud to be awarded the coveted title of Franchisee of the Year for the UK and Ireland at the SUBWAY[®] chain's 2007 annual convention in Florida. The award means a great deal to me as it recognizes the fact that my staff and I run a successful business that not only increases the chain's brand recognition, but serves our community as well. I credit my success to believing passionately in the SUBWAY[®] brand and its offering. **Paul Jackson**, Franchisee, UK, 4 franchises



If you want to have an interesting life then SUBWAY[®] is the right choice. The franchise not only follows successful brand rules, but it also allows you to attain your own potential. SUBWAY[®] isn't just a job – it is a life style. **Petra Grossova,** Franchisee, Prague, Czech Republic, 2 restaurants



I lived in Michigan as a teenager and I especially enjoyed meals at SUBWAY[®]. When my family decided to return to Poland, I was missing my favorite restaurant. Then, after several business projects and brushing up on my Polish, I decided to establish SUBWAY[®] in Poland. In 1999, I passed the franchise training. I opened up the first restaurant in Poland in 2000. It was a success and I opened up the next two restaurants. I intend to open up others because I can see that the popularity of this brand is growing. It is a very interesting job because we create new quality of meals and new customs. Because our sandwiches are fantastic and people like them freshly prepared before their eyes, SUBWAY[®] will expand in the Central Europe area.

Michael Moritz, Franchisee, Warsaw, Poland - 3 restaurants









Worldwide Development Agent Opportunities



In addition to franchisees, the SUBWAY[®] system is looking for Development Agents around the world to help fulfill our vision, our mission and embrace our philosophy to achieve success in the franchise industry.

A Development Agent works to build franchise sales by building on the SUBWAY[®] internationally recognized brand.

Company Vision

Are you ready to join us in accomplishing our mission of being ranked number I by consumers and number I in franchise count in every market we serve? Can you motivate others to become part of a winning team? We're looking for people like you to become a SUBWAY[®] DA, working to build franchises, build sales, and build an internationally recognized brand.

Company Mission

The mission is to provide tools to entrepreneurs, like you, to compete in the Quick Service Restaurant industry worldwide. We will train you to operate restaurants, help others to open their own businesses, evaluate locations, negotiate leases and provide marketing advice and operational guidance.

Company Philosophy

The philosophy is based on remembering that our success depends on the initiative we take individually and our ability to work as a team. We will expect you to take the initiative in running your territory under our Development Agent Agreement and to work with us as a member of a world-class team to make the SUBWAY[®] system number one in your area.

SUBWAY[®] franchises are located in 89 countries today, and of those 89 countries, Development Agents are needed in many of them. To find out more about becoming a Development Agent, Contact Crystal Babcock E-mail: babcock_c@subway.com

Development Agent Criteria Needed

- Achieve at least 6 months of experience owning, operating, or managing a SUBWAY[®] franchise
- Speak the local language (or have a partner who does)
- Pass franchise training
- Be willing to move to the territory and live there full time (or have a partner who will)
- Meet all criteria before eligibility to apply: Especially 6 mos. experience & franchise training



The following countries need DA's

Asia China Hong Kong Malaysia Philippines South Korea Taiwan Thailand

Middle East/Africa

Zambia

Tanzania South Africa

Latin America Colombia Argentina Europe Austria Bulgaria **Czech Republic** Denmark Greece France Israel Italy Hungary Malta Poland Portugal Slovakia Spain Turkey

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Application for Additional Information In addition to requesting additional information, this application is used for purchasing a new franchise, an additional franchise, or the purchase and transfer of an existing store. The filing of this form does not obligate the applicant to purchase or the franchisor to sell a franchise or location. Complete in full and do not use abbreviations. Please print clearly or type.

DA Name DA # Sales Manager Disclosed Date

OFFICE USE ONLY

	YOUR PERSON	NAL INFORMATION	
Date Where		franchise?	
		Citizen of	
		Are	
Have you ever been convicted of a felony or its equivalent? Yes No D	Have you ever been associated directly or indirectly with terrorist activities? Yes D No D	Have you been involved in any litigation proceeding within the last 5 years? Yes D No D	(If yes, on a separate sheet of paper provide the following for each proceeding: names of the parties involved, date filed, court where filed and nature of the proceeding.)
Telephone (Home)	(F;	ax) (Mobil	e)
Residence Address	Area code / country & city code	ax) (Mobil Apartment/Suite	Area code / country & city code
		Zip	
		ess2	
		=55	
		(Use a Separate Application	
		Citizen of	
Date of BirthT	ax ID/Social Security Number*		Gender □ Male □ Female
Other names known by	Are yo	u of legal age in your State/Province/F	Residence Area? Yes No
Have you ever been convicted of a felony or its equivalent? Yes No D	Have you ever been associated directly or indirectly with terrorist activities? Yes No	Have you been involved in any litigation proceeding within the last 5 years? Yes No D	(If yes, on a separate sheet of paper provide the following for each proceeding: names of the parties involved, date filed, court where filed and nature of the proceeding.)
	EDUCATIONA	L BACKGROUND	
Highest Education Achieved	Schools Attended	Years	Grade or Degree Attained
 College Degree or higher Some College High School/GED Didn't Complete High School 			
	BUSINESS INFORMATIO	ON (Complete All Questions	.)
			Select Your Business
	ployed by		Experience Level
	ture of Business		□ Restaurant Management
Title	Describe Position		□ Other Business Management
Address			 Restaurant Non Management No Business Experience
City	State/ProvinceZip	o/Postal CodeCountry	·
Telephone (Bus.)	Telephone (Alt.)	Area code / country & city code	May we contact you at work? Yes □ No □
	e / country & city code		1
		Please List Figures in US Do	2
Income from current occupa		Individual Liquid Assets (Cash, S	
Income from other sources	\$/year	Individual Fixed Assets (Home, C	, , ,
Please explain other income		Individual Total Assets	(a + b) c)\$
Personal Bank(s) /Branch	Address	Individual Liabilities (Mortgages, Lo Your Individual Total Net Worth Excluding any financing listed below	oans, etc.) d)\$ (c - d) e)\$
		Would this business by your sole in Is there other financing not include If yes, how much financing is ava	ed in (e) above? Yes 🛛 No 🗆

*Optional for additional information purposes but required to begin the process of the purchase and transfer of an existing location. Also note: it will be required prior to the purchase of a new franchise. SUBWAY® is a registered trademark of Doctor's Associates Inc. ©2009 Doctor's Associates Inc. APPLICATION ©2009 Doctor's Associates Inc.

REFERENCES	(Excluding	Relatives,
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Address

Telephone (area/country & city code)

PARTNERS (All partners should fill out a separate application)

Will you have p	· · /	□ No	lf not, you may skip t	his section	Otherwise,		relevant s	sections below:
Partner's Name	First	Last	Middle Initial	□ Active	□ Silent _	% Ownership	□ Male	Female
Partner's Name				□ Active	□ Silent _	· · · · · · · · · · · · · · · · · · ·	□ Male	Female
Partner's Name				□ Active	□ Silent _		□ Male	Female
Partner's Name				□ Active	□ Silent _		□ Male	□ Female

To include a partner's financial information, ensure they complete a separate application for additional information

RESTAURANT OPERATIONS

If qualified, when will you invest in a franchise?	How involved will you be in operating the restaurant?	Preferred Geographic Franchise Area
□ Now		1st Preference
□ Within 6 months	0% Not involved at all	2nd Preference
□ 6 months to 1 year	□ 50% Somewhat involved	
□ More than 1 year	□100% Completely involved	Estimated training date should you choose to invest:

I understand that the granting of a franchise and the approval of a transfer is at the sole discretion of the Franchisor (Doctor's Associates Inc., Subway Franchise Systems of Canada, Ltd., Subway Systems Australia Pty. Ltd., Subway Systems do Brasil, Ltda., Subway Partners Colombia, C.V., Sandwich and Salad Franchises of South Africa (Pty.) Ltd., or Subway International B.V. or similarly situated franchising affiliate of Subway International B.V. or Doctor's Associates Inc.)

I understand that any information I receive from the Franchisor or from any employee, agent or franchisee of the Franchisor is highly confidential ("Confidential Information"), has been developed with a great deal of effort and expense to the Franchisor, and is being made available to me solely because of this Application. I agree that I shall treat and maintain all Confidential Information as confidential, and I shall not, at any time, without the express written consent of the board of directors of the Franchisor, disclose, publish, or divulge any Confidential Information to any person, firm, corporation or other entity, or use any Confidential Information, directly or indirectly, for my own benefit or the benefit of any person, firm, corporation or other entity, other than for the benefit of the Franchisor. I further understand that, unless information came from the Franchisor or its authorized agent (and franchisees are not authorized agents) acting within the proper scope of authority, the Franchisor does not authorize nor warrant such information and is not liable in any way regarding it.

I authorize the procurement of an investigative consumer report, a general background search and an investigation in accordance with anti-terrorism legislation, such as the USA Patriot Act and Executive Order 13224 enacted by the US Government (collectively referred to as "Investigations"). I understand that these Investigations may reveal information about my background, character, general reputation, mode of living, association with other individuals or entities, creditworthiness, litigation history and job performance. I understand that, upon written request, within a reasonable period of time, I am entitled to additional information concerning the nature and scope of these Investigations. I hereby release a representative of the Franchisor, a credit bureau, security consultant or other investigative service provider selected by the Franchisor, its officers, agents, employees, and/or servants from any liability arising from the preparation of these Investigations.

This authorization includes, but is not limited to, information relating to my character, ability, reputation, association with others, and past performance. I authorize all persons, schools, companies, corporations, credit bureaus, law enforcement agencies or other investigative service providers to release such information without restriction or qualification to a representative of the Franchisor, a credit bureau, security consultant or other investigative service provider selected by the Franchisor and any of its officers, agents, employees and/or servants. I voluntarily waive all recourse and release them from liability for complying with this authorization. This authorization/ release shall also apply to any future request for these Investigations by the above named individuals or entities. I authorize that a photocopy or facsimile of this release be considered as valid as the original.

I agree that I will settle any and all previously unasserted claims, disputes or controversies arising out of or relating to my application or candidacy for the grant of a SUBWAY[®] franchise from Franchisor, exclusively by final and binding arbitration at a hearing to be administered by a neutral arbitrator in accordance with the Commercial Rules of the American Arbitration Association and to be held at Bridgeport, Connecticut, USA, unless my local laws require otherwise. Such claims include, but are not limited to, claims under federal, state, provincial or common law, such as employment law, civil rights law, contract law and tort law. Questions should be referred to the Franchisor at franchisesales@subway.com or telephone 1.800.888.4848.

Everything that I have stated in this application is true and I understand that the information provided by me will be relied upon by the Franchisor. In accordance with anti-terrorist legislation, I understand that I will not be approved to purchase a franchise if I have ever been a suspected terrorist or associated directly or indirectly with terrorist activities. I read, understand, and agree to all of the above. Additionally, I understand that the Franchisor may require me to pass a standardized Math and English exam, unless I fall under one of the exemptions set forth in the Franchisor's Disclosure Document.

Date	Applicant's Signature	(required)

Date

Name

Spouse's Signature (required)



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Notable Locations

Dallas Fort Worth, Ft. Worth, Texas JFK International Airport, Jamaica, New York Airports Cologne Airport, Cologne, Germany India Ghandi International Airport, Delhi, India Changi International Airport, Singapore Narita International Airport, Narita, Chiba, Japan Rockefeller Center, New York, New York Business and Industry IBM Building, Hopewell Junction, New York Ronald Reagan Building, Washington, DC Science Park, Singapore Notre Dame, Notre Dame, Indiana Colleges/Universities MIT, Cambridge, Massachusetts Oxford Brookes University, United Kingdom Glasgow University, Scotland, United Kingdom National University of Singapore, Singapore

Department Stores

The Home Depot, Canada Carrefour, Taichung, Taiwan

Shea Stadium, Flushing, New York National Exhibition Center, Birmingham, England Stadiums/Arenas Impact Arena, Bangkok, Thailand

Franchise ree repaire rives and a solution of the solution of

Franchise Fee Rebate Program

Military The Pentagon, Washington, DC West Point Military Academy, West Point, New York Pearl Harbor, Honolulu, Hawaii US Naval Base, Singapore Mount Rushmore, Keystone, South Dakota Universal Studios - City Walk, Universal City, California Park/Recreation Foxwoods Resort Casino, Mashantucket, Connecticut The Smithsonian, Washington, DC Sentosa Island Resort, Singapore Downtown East, Singapore Hospital and Medical Facilities Johns Hopkins, Baltimore, Maryland Texas Children's Hospital, Houston, Texas Royal N. Shore Hospital, St. Leonards N. Sydney, Australia Cleveland Clinic, Cleveland, Ohio Bus Terminals and Railroad Terminals Berlin Ostbahnhof Train Station, Berlin, Germany Victoria Coach Station, London, United Kingdom Penn Station, New York, New York Nickelodeon Family Suites, Orlando, Florida Erawan Hyatt Hotel, Bangkok, Thailand Hotels Marriott Hotel, Beijing, China Ramada hotel, Shanghai, China



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