UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K/A

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): May 18, 2015

The Joint Corp.

(Exact name of registrant as specified in its charter)

Delaware	001-36724	90-0544160
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

16767 N. Perimeter Drive, Suite 240, Scottsdale, Arizona	85260
(Address of principal executive offices)	(Zip Code)

Registrant's telephone number, including area code: (480) 245-5960

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

EXPLANATORY NOTE

This Amendment No. 1 on Form 8-K/A ("Form 8-K/A") amends the Current Report on Form 8-K filed by The Joint Corp. ("we" or the "Company") with the Securities and Exchange Commission ("SEC") on May 21, 2015 ("May Form 8-K"). The May Form 8-K reported under Item 2.01 that the Company had completed its repurchase of five franchises in Orange County, California, consisting of three developed franchised and two undeveloped franchises, which was accomplished pursuant to an Asset and Franchise Purchase Agreement (the "Purchase Agreement") between the Company and First Light Junction, Inc.

The description of the Purchase Agreement found in this Form 8-K/A is not intended to be complete and is qualified in its entirety by reference to the agreements attached to the May Form 8-K.

This Form 8-K/A provides the financial statements and pro forma financial information as required by Item 9.01 of Form 8-K. No other modification to the May Form 8-K is being made by this Form 8-K/A. The information previously reported in or filed with the May Form 8-K is hereby incorporated by reference into this Form 8-K/A.

Item 9.01 Financial Statements and Exhibits.

(a)(1) Financial Statements of Businesses Acquired.

The audited financial statements of First Light Junction, Inc. as of and for the year ended December 31, 2014 and accompanying notes are attached hereto as Exhibit 99.1 and are incorporated by reference into this Form 8-K/A.

(b)(1) Unaudited Pro Forma Financial Information.

The unaudited pro forma condensed combined statements as of March 31, 2015 and for the three months ended March 31, 2015 and 2014 and accompanying notes, are attached hereto as Exhibit 99.2 and are incorporated by reference into this Form 8-K/A.

(d) Exhibits.

Exhibit No.	Description
23.1	Consent of EKS&H LLLP Independent Auditors for First Light Junction, Inc. as of and for the year ended December 31, 2014.
99.1	Audited financial statements of First Light Junction, Inc. as of and for the year ended December 31, 2014 and unaudited financial statements of First Light Junction, Inc. as of March 31, 2015 and for the three months ended March 31, 2015 and 2014 and notes thereto.
99.2	Unaudited pro forma condensed combined statements of operations for the year ended December 31, 2014 and for the three months ended March 31, 2015 and 2014, and unaudited proforma condensed combined balance sheet as of March 31, 2015 and notes thereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

	The Joint Corp.
Date: August 3, 2015	By: /s/ FRANCIS T. JOYCE
	Francis T. Joyce
	Chief Financial Officer and Treasurer

EXHIBIT INDEX

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Exhibit 23.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

We consent to the incorporation by reference of our report dated August 3, 2015 related to the financial statements of First Light Junction, Inc. as of and for the year ended December 31, 2014, which appear in Form 8-K/A of The Joint Corp., dated August 3, 2015.

/s/ EKS&H LLLP

August 3, 2015
Denver, Colorado

Exhibit 99.1

FIRST LIGHT JUNCTION, INC.

Financial Statements
and
Independent Auditors' Report
December 31, 2014
and
Unaudited Financial Statements
As of March 31, 2015 and for the Three Months Ended March 31, 2015 and 2014

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INDEPENDENT AUDITORS' REPORT

To the Stockholder
First Light Junction, Inc.
San Clemente, California

We have audited the accompanying financial statements of First Light Junction, Inc., which are comprised of the balance sheet as of December 31, 2014, and the related statements of operations and accumulated deficit and cash flows for the year then ended, and the related notes to the financial statements.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

OPINION

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of First Light Junction, Inc. as of December 31, 2014, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

EMPHASIS OF OTHER MATTERS

The accompanying financial statements have been prepared assuming that the Company will continue as a going concern. As discussed in Notes 1 and 2 to the financial statements, the Company sold substantially all of its assets subsequent to year-end, has suffered recurring losses from operations, and has a net capital deficiency that raises substantial doubt about its ability to continue as a going concern. The financial statements do not include any adjustments that might result from the outcome of this uncertainty.

/s/ EKS&H LLLP

August 3, 2015
Denver, Colorado

FIRST LIGHT JUNCTION, INC.

Balance Sheets

	March 31, 2015	December 31, 2014
	(Unaudited)	
Assets		
Current assets		
Cash	$ 19,288	$ 33,848
Prepaid expenses	12,964	12,964
Total current assets	32,252	46,812
Non-current assets		
Property and equipment, net	250,513	268,395
Franchise fees, net	88,649	91,312
Deposits	22,799	22,799
Total non-current assets	361,961	382,506
Total assets	$ 394,213	$ 429,318
Liabilities and Stockholder's Deficit		
Current liabilities		
Accounts payable and accrued expenses	$ 4,400	$ 8,415
Current portion of long-term debt	4,018	3,989
Deferred rent, current portion	27,521	26,156
Advances from related parties	270,204	270,204
Advances from stockholder	820,213	790,213
Total current liabilities	1,126,356	1,098,977
Non-current liabilities		
Long term debt, less current portion	11,669	12,686
Deferred rent, net of current portion	76,438	84,227
Total liabilities	1,214,463	1,195,890
Commitments and contingencies		
Stockholder's deficit		
Common stock, no par value; 1,000,000 shares authorized	-	-
Accumulated deficit	(820,250)	(766,572)
Total stockholder's deficit	(820,250)	(766,572)
Total liabilities and stockholder's deficit	$ 394,213	$ 429,318

See notes to financial statements.

FIRST LIGHT JUNCTION, INC.

Statements of Operations and Accumulated Deficit

	For the Three Months Ended March 31,		For the Year Ended December 31,
	2015	2014	2014
	(Unaudited)	(Unaudited)	
Revenues			
Management fees	$ 94,340	$ 68,017	$ 307,274
Expenses			
General and administrative	104,102	98,422	513,817
Selling and marketing	23,371	14,694	77,299
Depreciation and amortization	20,545	13,936	71,704
Total expenses	148,018	127,052	662,820
Net loss	(53,678)	(59,035)	(355,546)
Beginning accumulated deficit	(766,572)	(411,026)	(411,026)
Ending accumulated deficit	$ (820,250)	$ (470,061)	$ (766,572)

See notes to financial statements.

FIRST LIGHT JUNCTION, INC.

Statements of Cash Flows

	For the Three Months Ended March 31,		For the Year Ended December 31,
	2015	2014	2014
	(Unaudited)	(Unaudited)	
Cash flows from operating activities			
Net loss	$ (53,678)	$ (59,035)	$ (355,546)
Adjustments to reconcile net loss to net cash used in operating activities			
Depreciation and amortization	20,545	13,936	71,704
Changes in operating assets and liabilities			
Prepaid expenses	-	(148)	(148)
Deposits	-	(8,015)	(8,015)
Accounts payable and accrued expenses	(4,015)	(13,754)	(9,498)
Deferred rent	(6,424)	38,129	65,938
Net cash used in operating activities	(43,572)	(28,887)	(235,565)
Cash flows from investing activities			
Purchase of property and equipment	-	(15,240)	(143,211)
Net cash used in investing activities	-	(15,240)	(143,211)
Cash flows from financing activities			
Payments on long-term debt	(988)	(959)	(3,875)
Advances from (payments to) related parties, net	-	(3,221)	59,353
Advances from stockholder	30,000	66,662	330,662
Net cash provided by financing activities	29,012	62,482	386,140
Net (decrease) increase in cash	(14,560)	18,355	7,364
Cash - beginning of period	33,848	26,484	26,484
Cash - end of period	$ 19,288	$ 44,839	$ 33,848

See notes to financial statements.

Notes to Financial Statements
(Information Related to the Three Months Ended March 31, 2015 and 2014 is Unaudited)

Note 1 - Description of Business and Summary of Significant Accounting Policies

First Light Junction, Inc. (the "Company") was formed in December 2011 for the purpose of owning and operating franchises for The Joint Corp. ("The Joint"), a franchisor that specializes in providing affordable, convenient, and accessible chiropractic care through licensed chiropractic professionals.

During 2012 and 2013, the Company purchased the franchise rights to own and operate five franchises in California. In the state of California, only licensed chiropractors or professional corporations ("PCs") that are owned by licensed chiropractors may provide chiropractic services. The Company has entered into management agreements with a PC to provide non-clinical management services to three clinics. The remaining two franchises are not developed or in operation.

On May 18, 2015, the Company entered into an agreement with The Joint in which it sold substantially all of the assets of the three developed franchises and terminated its franchise rights under all five of the franchise agreements for $751,375.

Cash

The Company considers all highly liquid instruments purchased with an original maturity of three months or less to be cash equivalents. The Company continually monitors its positions with, and the credit quality of, the financial institutions with which it invests. The Company had no cash equivalents as of March 31, 2015 and December 31, 2014.

Property and Equipment

Property and equipment are stated at cost. Depreciation is provided utilizing the straight-line method over the estimated useful lives for owned assets, ranging from three to ten years, and the shorter of the estimated useful life or related lease terms for leasehold improvements.

Franchise Fees

For each franchise purchased by the Company, a fee of $29,000 was paid to The Joint. The fees are amortized over a period of 10 years, which was the term of the franchise agreement.

Long-Lived Assets

The Company reviews its long-lived assets for impairment whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recovered. The Company looks primarily to the estimated undiscounted future cash flows in its assessment of whether or not long-lived assets have been impaired. No impairments of long-lived assets were recorded during the three months ended March 31, 2015 and 2014 and the year ended December 31, 2014.

Notes to Financial Statements
(Information Related to the Three Months Ended March 31, 2015 and 2014 is Unaudited)

Deferred Rent Obligation

The Company has entered into operating lease agreements for its clinic locations, some of which contain provisions for future rent increases or periods in which rent payments are reduced. The Company records monthly rent expense equal to the total of the payments due over the lease term divided by the number of months of the lease term. The difference between rent expense recorded and the amount paid is credited or charged to deferred rent obligation, which is reflected as a separate line item in the accompanying balance sheet. The Company records tenant improvement allowances as deferred rent obligation and amortizes the allowance over the term of the lease.

Revenue Recognition

The Company derives its revenue in the form of fees from the performance of management, organizational, and administrative services. Based on agreements with the PC, the Company earns a monthly fee. The PC is in the initial stage of business development and has not generated enough revenue to cover the monthly fees outlined in the agreement. Since the collectibility of the full management fee is uncertain, revenue has only been recognized to the extent of fees expected to be collected from the PC.

Royalties and Advertising Fees

Pursuant to the franchise agreements, the Company is required to pay royalties and advertising fees based on a percentage of sales, including 7% for royalties and 1% for advertising fees. The advertising fee was increased to 2% of sales beginning January 1, 2015.

Advertising Costs

The Company expenses advertising costs as incurred. Advertising expense for the three months ended March 31, 2015 and 2014 and the year ended December 31, 2014 was $7,778, $5,132, and $31,961, respectively.

Income Taxes

The Company has elected to be treated as an S corporation for income tax purposes. Accordingly, taxable income and losses of the Company are reported on the income tax returns of the stockholder, and no provision for federal income taxes has been recorded on the accompanying financial statements.

The Company applies a more-likely-than-not measurement methodology to reflect the financial statement impact of uncertain tax positions taken or expected to be taken in a tax return. If taxing authorities were to disallow any tax positions taken by the Company, the additional income taxes, if any, would be imposed on the Company's stockholder rather than on the Company. Accordingly, there would be no effect on the Company's financial statements.

Income Taxes (continued)

Interest and penalties associated with tax positions are recorded in the period assessed as general and administrative expenses. However, no interest or penalties have been assessed for the three months ended March 31, 2015 and 2014 and the year ended December 31, 2014.

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosures of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Note 2 - Going Concern

The accompanying financial statements have been prepared on a going-concern basis, which contemplates the realization of assets and liquidation of liabilities in the ordinary course of business.

As shown in the accompanying financial statements, the Company has incurred recurring losses from operations, and, as of March 31, 2015 and December 31, 2014, the Company's total liabilities exceeded its total assets by approximately $820,000 and $767,000, respectively. These factors raise substantial doubt about the Company's ability to continue as a going concern. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

Note 3 - Balance Sheet Disclosures

Property and equipment are summarized as follows:

	March 31, 2015	December 31, 2014
Leasehold improvements	$ 250,007	$ 250,007
Furniture and fixtures	45,873	45,873
Medical equipment	24,436	24,436
Office equipment	21,504	21,504
Vehicles	22,549	22,549
	364,369	364,369
Less accumulated depreciation	(113,856)	(95,974)
	$ 250,513	$ 268,395

Note 3 - Balance Sheet Disclosures (continued)

Depreciation expense for the three months ended March 31, 2015 and 2014 and the year ended December 31, 2014 was $17,882, $11,273, and $61,054, respectively.

Franchise fees consist of the following:

	March 31, 2015	December 31, 2014
Franchise fees	$ 106,500	$ 106,500
Less accumulated amortization	(17,851)	(15,188)
	$ 88,649	$ 91,312

Amortization expense for the three months ended March 31, 2015 and 2014 and the year ended December 31, 2014 was $2,663, $2,663, and $10,650, respectively. Future amortization expense is as follows:

Year Ending December 31,	
2015	$ 10,650
2016	10,650
2017	10,650
2018	10,650
2019	10,650
Thereafter	38,062
	$ 91,312

Note 4 - Advances from Related Parties and Stockholder

The Company has outstanding amounts due to related entities under common control and its stockholder. The advances are non-interest bearing and are due on demand.

Note 5 - Commitments and Contingencies

Operating Leases

The Company leases facilities and vehicles under non-cancelable operating leases. Rent expense for the three months ended March 31, 2015 and 2014 and the year ended December 31, 2014 was $53,327 $52,881, and $215,302, respectively.

Note 5 - Commitments and Contingencies (continued)

Operating Leases (continued)

Future minimum lease payments under these leases are approximately as follows:

Year Ending December 31,	
2015	$ 205,000
2016	212,000
2017	153,000
2018	116,000
2019	24,000
	$ 710,000

Litigation

In the normal course of business, the Company is party to litigation from time to time. The Company maintains insurance to cover certain actions and believes that resolution of such litigation will not have a material adverse effect on the Company.

Note 6 - Subsequent Events

The Company has evaluated all subsequent events through the auditors' report date, which is the date the financial statements were available for issuance. Except as disclosed in Note 1, there were no material subsequent events that required recognition or additional disclosure in these financial statements.

Exhibit 99.2

THE JOINT CORP.

UNAUDITED PRO FORMA FINANCIAL INFORMATION

On May 18, 2015, we completed our repurchase of five franchises, consisting of three developed franchises and two undeveloped franchises, from First Light Junction, Inc. ("First Light Junction") for a purchase price of $751,375, consisting of $676,375 paid in cash and a $75,000 note issued to the seller. The purchase price has been initially allocated to the underlying assets, including the identifiable intangible assets, based on our estimate of fair values and remaining economic lives. The purchase price allocation is subject to change when final valuations are obtained. The excess of the purchase price over the net of the amounts assigned to tangible and identifiable intangible assets acquired and liabilities assumed is recognized as goodwill, and as a result will be subject to the annual impairment test.

The following unaudited pro forma combined condensed financial statements reflect the acquisition using the acquisition method of accounting. The pro forma adjustments are based upon available information and assumptions that we believe are reasonable. The pro forma adjustments are preliminary and have been prepared to illustrate the estimated effect of the acquisition. Final adjustments may differ from the pro forma adjustments presented herein. The unaudited pro forma combined condensed financial statements are based on historical results and do not include any adjustments to reflect expected future cost savings from consolidation and efficiencies or the effects of any other cost reduction actions, nor do these statements include any pro forma adjustments relating to costs of integration that the combined company may incur, as such adjustments would be forward-looking.

The unaudited pro forma condensed combined statement of operations for the year ended December 31, 2014 illustrates the effect of the acquisition of First Light Junction as if it had occurred on January 1, 2014, and was derived from the historical audited statement of operations for First Light Junction, combined with The Joint Corp.'s historical audited statement of operations for the year ended December 31, 2014.

The unaudited pro forma condensed combined statement of operations for the three months ended March 31, 2015 illustrates the effect of the acquisition of First Light Junction as if it had occurred on January 1, 2014, and was derived from the historical unaudited statements of operations for First Light Junction, combined with The Joint Corp.'s historical unaudited condensed consolidated statement of operations for the three months ended March 31, 2015.

The historical consolidated financial information has been adjusted to give effect to pro forma events that are (i) directly attributable to the acquisition, (ii) factually supportable, and (iii) with respect to the statement of operations, expected to have a continuing impact on the combined results.

Intercompany transactions between The Joint Corp. and First Light Junction have been eliminated within the condensed combined statements of operations. The assumptions used to prepare the pro forma financial information are contained in the notes to the unaudited pro forma combined condensed financial statements.

The unaudited pro forma combined condensed financial statements should be read in conjunction with:

- the historical consolidated audited financial statements of The Joint Corp. as of and for the year ended December 31, 2014 and the related notes thereto included in its Annual Report on Form 10-K, filed with the Securities and Exchange Commission on March 20, 2015.

- the historical unaudited condensed consolidated financial statements of The Joint Corp. as of March 31, 2015 and for the three months ended March 31, 2015 and notes thereto included in its Quarterly Report on Form 10-Q, filed with the Securities and Exchange Commission on May 15, 2015.

- the historical audited financial statements of First Light Junction as of and for the year ended December 31, 2014 and notes thereto, which are included as Exhibit 99.1 to this Current Report on Form 8-K/A; and

- the historical unaudited financial statements of First Light Junction as of March 31, 2015 and for the three months ended March 31, 2015 and 2014 and notes thereto, which are included as Exhibit 99.1 to this Current Report on Form 8-K/A.

Pro forma adjustments for the acquisition are based upon preliminary estimates, available information and certain assumptions that management of the Company deem appropriate. Final adjustments may differ from the pro forma adjustments presented herein. Any changes to the initial estimates of the fair value of the assets and liabilities will be recorded as adjustments to those assets and liabilities, and residual amounts will be allocated to goodwill.

The pro forma information is presented for illustrative purposes only and is not necessarily indicative of the operating results that would have occurred if we had operated First Light Junction or if the acquisition had occurred as of the date or during the period presented, nor is it necessarily indicative of future operating results or financial position.

Certain reclassifications have been made from First Light Junction's financial statements to conform with the presentation of The Joint Corp.'s financial statements.

THE JOINT CORP.
Unaudited Pro Forma Condensed Combined Balance Sheet
As of March 31, 2015

	March 31, 2015 (unaudited)				
	Historical The Joint Corp.	**Historical First Light Junction, Inc.**	**Pro Forma Adjustments**		**Pro Forma Combined**
Current assets:					
Cash and cash equivalents	$ 17,082,930	$ 19,288	$ (19,288)(a)	$ (676,375)(d)	$16,406,555
Restricted cash	338,561	-	-	-	338,561
Accounts receivable, net	775,669	-	-	-	775,669
Income taxes receivable	395,814	-	-	-	395,814
Note receivable - current portion	24,598	-	-	-	24,598
Deferred franchise costs - current portion	579,800	-	(30,600)(d)	-	549,200
Deferred tax asset - current portion	208,800	-	-	-	208,800
Prepaid expenses and other current assets	80,326	12,964	(12,964)(a)	-	80,326
Total current assets	19,486,498	32,252	(62,852)	(676,375)	18,779,523
Property and equipment, net	1,587,544	250,513	(18,913)(a)	-	1,819,144
Note receivable	27,942	-	-	-	27,942
Deferred franchise costs, net of current portion	2,432,900	-	-	-	2,432,900
Intangible assets, net	1,084,583	88,649	70,651(b)	-	1,243,883
Goodwill	1,821,040	-	333,075(c)	-	2,154,115
Deposits and other assets	86,051	22,799	(22,799)(a)	-	86,051
Total assets	$ 26,526,558	$ 394,213	$ 299,162	$ (676,375)	$26,543,558
Current liabilities:					
Accounts payable and accrued expenses	$ 1,575,614	$ 4,400	$ (4,400)(a)	$ -	$ 1,575,614
Co-op funds liability	298,561	-	-	-	298,561
Payroll liabilities	627,467	-	-	-	627,467
Note payable - current portion	115,000	-	75,000(d)	-	190,000
Deferred rent - current portion	98,053	27,521	(27,521)(a)	-	98,053
Deferred revenue - current portion	2,008,106	-	(58,000)(d)	-	1,950,106
Other current liabilities	41,575	1,094,435	(1,094,435)(a)	-	41,575
Total current liabilities	4,764,376	1,126,356	(1,109,356)	-	4,781,376
Note payable - net of current portion	140,000	-	-	-	140,000
Deferred rent, net of current portion	432,317	76,438	(76,438)(a)	-	432,317
Deferred revenue, net of current portion	7,037,500	-	-	-	7,037,500
Other liabilities	296,448	11,669	(11,669)(a)	-	296,448
Total liabilities	12,670,641	1,214,463	(1,197,463)	-	12,687,641
Commitment and contingencies					
Stockholders' equity:					
Preferred stock					
Common stock	10,265	-	-	-	10,265
Additional paid-in capital	21,553,194	-	-	-	21,553,194
Treasury stock	(791,638)	-	-	-	(791,638)
Accumulated deficit	(6,915,904)	(820,250)	820,250(e)	-	(6,915,904)
Total stockholders' equity	13,855,917	(820,250)	820,250	-	13,855,917
Total liabilties and stockholders' equity	$ 26,526,558	$ 394,213	$ (377,213)	$ -	$26,543,558

The accompanying notes are an integral part of these consolidated financial statements.

THE JOINT CORP.
Unaudited Pro Forma Condensed Combined Statement of Operations
For the Year Ended December 31, 2014

	Year Ended December 31, 2014					
	Historical The Joint Corp.	**Historical First Light Junction, Inc.**	**Pro Forma Adjustments**		**Pro Forma Adjustments**	**Pro Forma Combined**
Revenues:						
Royalty fees	$ 3,194,286	$ -	$ (38,834)	(f)	$ -	$ 3,155,452
Franchise fees	1,933,500	-	(29,000)	(g)	-	1,904,500
Revenues and management fees from company clinics	-	307,274	-		-	307,274
Regional developer fees	478,500	-	-		-	478,500
IT related income and software fees	840,825	-	(8,250)	(h)	-	832,575
Advertising fund revenue	459,493	-	(5,548)	(i)	-	453,945
Other income	210,058	-	-		-	210,058
Total revenues	7,116,662	307,274	(81,632)		-	7,342,304
Cost of revenues:						
Franchise cost of revenues	2,081,382	-	-		-	2,081,382
IT cost of revenues	165,057	-	-		-	165,057
Total cost of revenues	2,246,439	-	-		-	2,246,439
Selling and marketing expenses	1,188,016	77,299	(38,834)	(f)	-	1,226,481
Depreciation and amortization	210,123	71,704	38,293	(j)	(10,650)(k)	309,470
General and administrative expenses	5,098,793	513,817	(13,798)	(i)(h)	-	5,598,812
Total selling, general and administrative expenses	6,496,932	662,820	(14,339)		(10,650)	7,134,763
Loss from operations	(1,626,709)	(355,546)	(67,293)		10,650	(2,038,898)
Other expense	(64,075)	-	-		-	(64,075)
Loss before income taxes	(1,690,784)	(355,546)	(67,293)		10,650	(2,102,973)
Income tax expense	(1,340,436)	-	-	(l)	-	(1,340,436)
Net loss	$ (3,031,220)	$ (355,546)	$ (67,293)		$ 10,650	$ (3,443,409)
Loss per share:						
Basic and diluted loss per share	$ (0.56)					$ (0.63)
Weighted average common shares outstanding	5,451,851					5,451,851

See accompanying notes to the unaudited pro forma financial information.

THE JOINT CORP.
Unaudited Pro Forma Condensed Combined Statement of Operations
For the Three Months Ended March 31, 2015

	Three Months Ended March 31, 2015					
	Historical The Joint Corp.	**Historical First Light Junction, Inc.**	**Pro Forma Adjustments**		**Pro Forma Adjustments**	**Pro Forma Combined**
Revenues:						
Royalty fees	$ 1,015,513	$ -	$ (12,075)	(f)	$ -	$ 1,003,438
Franchise fees	348,000	-	-		-	348,000
Revenues and management fees from company clinics	387,453	94,340	-		-	481,793
Regional developer fees	217,500	-	-		-	217,500
IT related income and software fees	203,975	-	(2,475)	(h)	-	201,500
Advertising fund revenue	285,516	-	(3,450)	(i)	-	282,066
Other income	49,941	-	-		-	49,941
Total revenues	2,507,898	94,340	(18,000)		-	2,584,238
Cost of revenues:						
Franchise cost of revenues	507,566	-	-		-	507,566
IT cost of revenues	37,695	-	-		-	37,695
Total cost of revenues	545,261	-	-		-	545,261
Selling and marketing expenses	967,024	23,371	(12,075)	(f)	-	978,320
Depreciation and amortization	122,596	20,545	9,573	(j)	(2,663)(k)	150,051
General and administrative expenses	2,788,240	104,102	(5,925)	(i)(h)	-	2,886,417
Total selling, general and administrative expenses	3,877,860	148,018	(8,427)		(2,663)	4,014,788
Loss from operations	(1,915,223)	(53,678)	(9,573)		2,663	(1,975,811)
Other income	11,500	-	-		-	11,500
Loss before income taxes	(1,903,723)	(53,678)	(9,573)		2,663	(1,964,311)
Income taxes	-	-	-	(l)	-	-
Net loss	$ (1,903,723)	$ (53,678)	$ (9,573)		$ 2,663	$ (1,964,311)
Loss per share:						
Basic and diluted loss per share	$ (0.20)					$ (0.20)
Weighted average common shares outstanding - basic	9,662,502					9,662,502

See accompanying notes to the unaudited pro forma financial information.

THE JOINT CORP

NOTES TO UNAUDITED PRO FORMA FINANCIAL INFORMATION

1. Basis of Presentation

The unaudited pro forma condensed combined statements of operations for the three months ended March 31, 2015 and for the year ended December 31, 2014 are based on the historical financial statements of The Joint Corp. and First Light Junction, after giving effect to our acquisition of First Light Junction on May 18, 2015, and after applying the assumptions, reclassifications and adjustments described in the accompanying notes to the unaudited pro forma condensed combined financial statements.

The unaudited pro forma condensed combined financial statements should be read in conjunction with the historical consolidated financial statements of The Joint Corp. included in its Annual Report on Form 10-K and Quarterly Reports on Form 10-Q, and the historical financial statements of First Light Junction, included herein.

The unaudited pro forma condensed combined financial statements have been presented for informational purposes only. The unaudited pro forma condensed combined financial statements are not intended to represent or be indicative of what the combined company's results of operations or financial position that would have reported had the acquisition been completed as of the dates presented, and should not be taken as a representation of the combined company's future consolidated results of operations or financial position.

The unaudited pro forma condensed combined financial statements were prepared using the acquisition method of accounting. As such, identifiable assets acquired and liabilities assumed are recognized at fair value as of the acquisition date. Goodwill as of the acquisition date is measured as the excess of consideration transferred and the net amounts of the identifiable assets acquired and the liabilities assumed.

The unaudited pro forma condensed combined financial statements do not reflect any adjustments for restructuring activities or expected operating efficiencies or cost savings that may be achieved with respect to the combined companies or the costs necessary to achieve such restructuring activities, cost savings and operating synergies.

2. Estimate of Assets Acquired

On May 18, 2015, we completed our repurchase of five franchises from First Light Junction, consisting of three developed franchisees and two undeveloped franchises, for a purchase price of $751,375. At the time of the transaction, we carried a deferred revenue balance of $58,000, representing franchise fees collected upon the execution of the franchise agreements, and deferred franchise costs of $30,600. In accordance with ASC 952-605, we accounted for the franchise rights associated with the unopened franchises as a cancellation, and the respective deferred revenue and deferred franchise costs were netted against the aggregate purchase price. The resulting $27,400 was accounted for as consideration paid for the acquisition of the developed franchises.

The purchase price allocation for this acquisition is preliminary and subject to further adjustment upon finalization of the opening balance sheet. The $723,975 of net consideration paid was allocated to assets as follows:

Property	$ 231,600
Intangible assets	159,300
Goodwill	333,075
	$ 723,975

Intangible assets consist of reacquired franchise rights of $115,800 and customer relationships of $43,500 and will be amortized over their estimated useful lives of seven years, and two years, respectively. These preliminary estimates of fair value and useful lives could be different from the final acquisition accounting, and the difference could have a material impact on our consolidated financial statements. The combined effect of any such changes could also result in a significant increase or decrease to our estimate of associated amortization expense within the accompanying condensed combined statements of operations.

3. Description of Pro Forma Adjustments

a) Adjustments to exclude certain assets and liabilities not included in the acquisition.

b) Adjustment to reflect preliminary estimate of intangibles, which consist of reacquired franchise rights and customer relationships.

c) Adjustment to reflect preliminary goodwill as a result of the acquisition.

d) Adjustment to reflect the consideration paid for the acquisition, consisting of cash of $676,375 and a note payable of $75,000. Additionally, deferred revenue of $58,000 and deferred costs of $30,600 are also accounted for as consideration paid for the acquisition.

e) Adjustment to eliminate historical equity accounts of First Light Junction.

f) Adjustment to eliminate royalty fees paid to The Joint Corp. from First Light Junction that are intercompany in nature on a combined basis.

g) Adjustment to eliminate franchise fees recognized by The Joint Corp. for a clinic opened in 2014 that are intercompany in nature on a combined basis.

h) Adjustment to eliminate software fees paid to The Joint Corp. from First Light Junction that are intercompany in nature on a combined basis.

i) Adjustment to eliminate advertising fund revenue paid to The Joint Corp. from First Light Junction that are intercompany in nature on a combined basis.

j) Adjustment to recognize the amortization of intangible assets of reacquired franchise rights and customer relationships arising from the acquisition, which are being amortized over useful lives of seven and two years, respectively.

k) Adjustment to eliminate First Light Junction's amortization of franchise fees which are intercompany in nature on a combined basis.

l) No pro forma adjustment to income taxes was made to the condensed combined statements of operations, as any income tax benefit generated would be fully reserved for, resulting in a net zero impact to income taxes.