

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

FORM 8-K

CURRENT REPORT

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

Date of report (date of earliest event reported): March 12, 2018

**The Joint Corp.**

(Exact name of registrant as specified in its charter)

Delaware  
(State or other juris-  
diction of incorporation)

001-36724  
(Commission file  
number)

90-0544160  
(IRS employer  
identification number)

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

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

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligations 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2). Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 7.01. Regulation FD Disclosure.**

The Joint Corp (the “Company”) is posting an investor presentation to its website at <http://ir.thejoint.com>. A copy of the investor presentation is being furnished herewith as Exhibit 99.1. The Company may use the investor presentation from time to time in conversations with analysts, investors and others.

The presentation is furnished by the Company pursuant to Item 7.01 of Form 8-K and will not be deemed to be “filed” for the purposes of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor will it be deemed to be incorporated by reference in any filing under the Securities Act or the Exchange Act, except as expressly set forth by specific reference in such filing.

The information contained in Exhibit 99.1 is summary information that is intended to be considered in the context of the Company’s filings with the Securities and Exchange Commission (“SEC”) and other public announcements that the Company may make from time to time, by press release or otherwise. The Company undertakes no duty or obligation to publicly update or revise the information contained in this report, although it may do so from time to time as its management believes is warranted. Any such updating may be made through the filing of other reports or documents with the SEC, through press releases or through other public disclosure.

**Item 9.01 Financial Statements and Exhibits**

(d) **Exhibits**

<b>Exhibit Number</b>	<b>Description</b>
<a href="#"><u>99.1</u></a>	<a href="#"><u>The Joint Corp Investor Presentation, March 2018.</u></a>

**Signature**

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.

Date: March 12, 2018.

**The Joint Corp.**

By         /s/ Peter D. Holt                                  
Peter D. Holt  
President and Chief Executive Officer

EXHIBIT INDEX

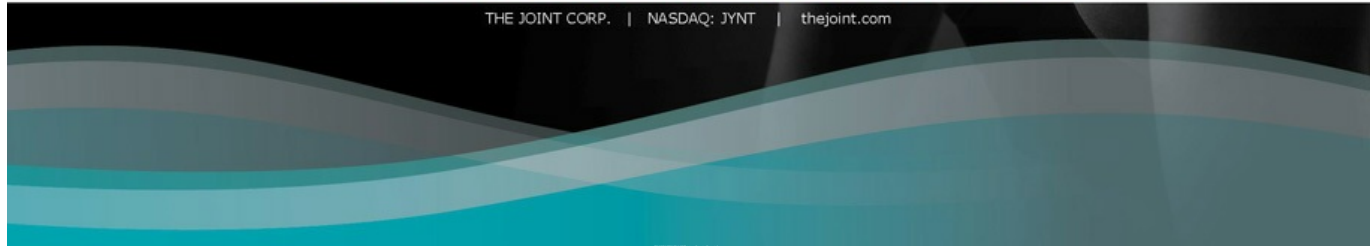
<u>Exhibit Number</u>	<u>Description</u>
<u>99.1</u>	<u><a href="#">The Joint Corp. Investor Presentation, March 2018</a></u>



**THE JOINT<sup>®</sup>**  
**chiropractic**

**Reinventing Chiropractic Care**

THE JOINT CORP. | NASDAQ: JYNT | [thejoint.com](http://thejoint.com)



# Safe Harbor Statement

Certain statements contained in this presentation are "forward-looking statements." We have tried to identify these forward-looking statements by using words such as "may," "might," "will," "expect," "anticipate," "believe," "could," "intend," "plan," "estimate," "should," "if," "project," and similar expressions. All statements other than statements of historical facts contained in this presentation, including statements regarding our growth strategies, our vision, future operations, future financial position, future revenue, projected costs, prospects, plans, objectives of management and expected market growth and potential are forward-looking statements. We have based these forward-looking statements on our current expectations and projections about future events. However, these forward-looking statements are subject to risks, uncertainties, assumptions and other factors that may cause our actual results, performance or achievements to be materially different from our expectations and projections. Some of these risks, uncertainties and other factors are set forth in this presentation and in other documents we file with the United States Securities and Exchange Commission (the "SEC").

Given these risks and uncertainties, readers are cautioned not to place undue reliance on our forward-looking statements. Projections and other forward-looking statements included in this presentation have been prepared based on assumptions, which we believe to be reasonable, but not in accordance with U.S. Generally Accepted Accounting Principles ("GAAP") or any guidelines of the SEC. Actual results may vary, perhaps materially. You are strongly cautioned not to place undue reliance on such projections and other forward-looking statements. All subsequent written and oral forward-looking statements attributable to us or to persons acting on our behalf are expressly qualified in their entirety by these cautionary statements. Except as required by federal securities laws, we disclaim any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Any such forward-looking statements, whether made in this presentation or elsewhere, should be considered in the context of the various disclosures made by us about our businesses including, without limitation, the risk factors discussed above.

In addition to results presented in accordance with U.S. GAAP, this presentation includes a presentation of EBITDA and Adjusted EBITDA, which are non-GAAP financial measures. EBITDA and Adjusted EBITDA are presented because they are important measures used by management to assess financial performance, as management believes they provide a more transparent view of the Company's underlying operating performance and operating trends. Reconciliations of net loss to EBITDA and Adjusted EBITDA are presented where applicable. We define EBITDA as net income (loss) before net interest, taxes, depreciation and amortization expenses. We define Adjusted EBITDA as EBITDA before acquisition-related expenses, bargain purchase gain, loss on disposition or impairment, and stock-based compensation expenses.

EBITDA and Adjusted EBITDA do not represent and should not be considered alternatives to net income or cash flows from operations, as determined by GAAP. While EBITDA and Adjusted EBITDA are frequently used as measures of financial performance and the ability to meet debt service requirements, they are not necessarily comparable to other similarly titled captions of other companies due to potential inconsistencies in the methods of calculation. EBITDA and Adjusted EBITDA should be reviewed in conjunction with our financial statements filed with the SEC.

# Business Structure

The Joint Corp. is a franchisor of clinics and an operator of clinics in certain states. In Arkansas, California, Colorado, Florida, Illinois, Kansas, Minnesota, New Jersey, New York, North Carolina, Oregon, Pennsylvania, and Tennessee, The Joint Corp. and its franchisees provide management services to affiliated professional chiropractic practices.





Bringing quality,  
convenient, affordable  
chiropractic care to retail.

THE JOINT  
chiropractic

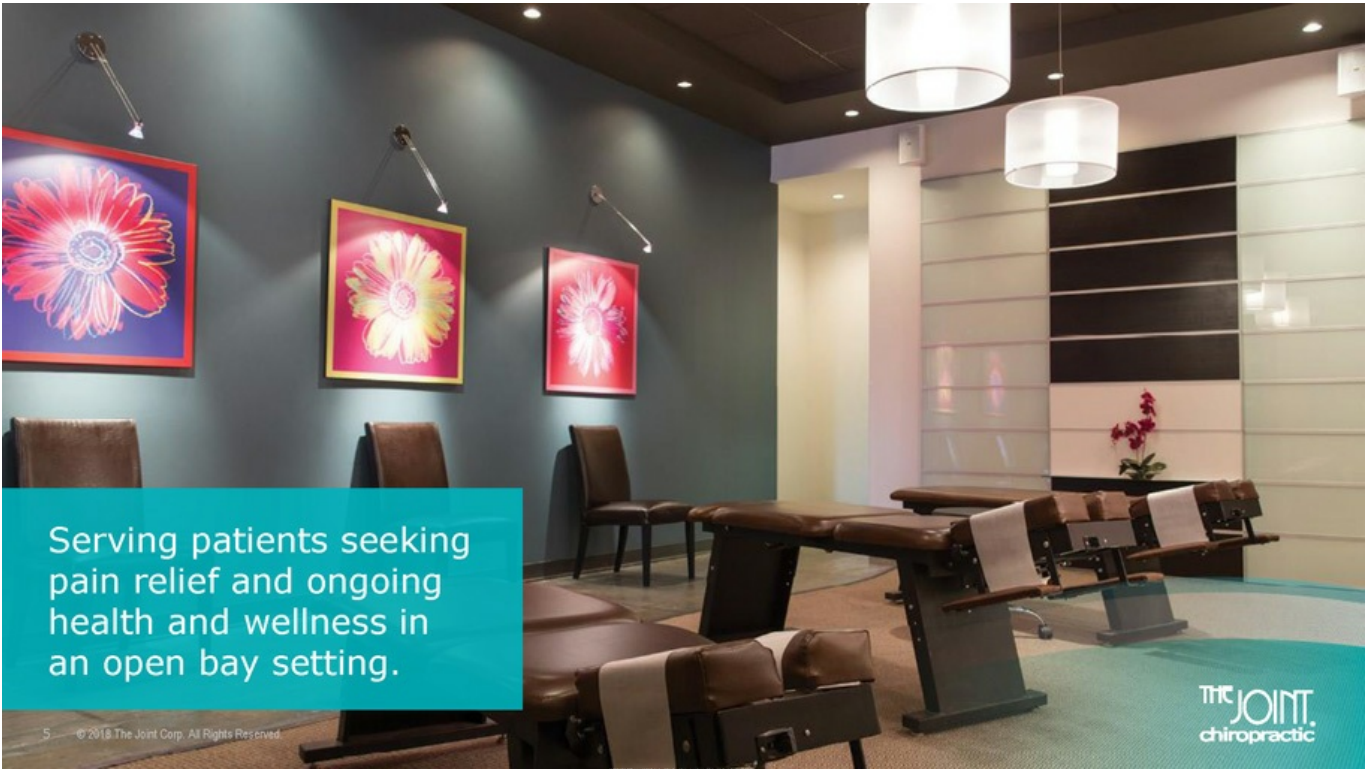
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Employing a proven membership-based, walk-in, no-insurance franchise model.

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Serving patients seeking pain relief and ongoing health and wellness in an open bay setting.

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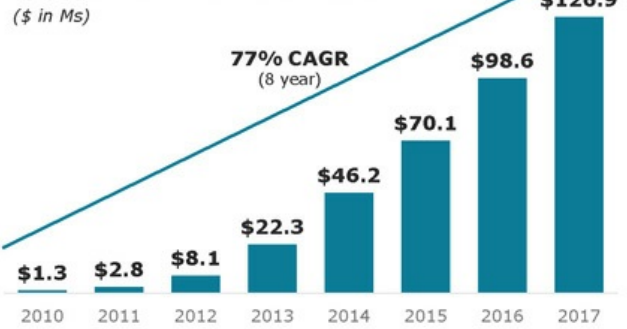
# 400+ Clinic Leader Executing Growth Strategy

- Increasing clinic scale through franchise sales and regional developers
- Reengaging in company-owned/managed clinic acquisition or build-out
- Delivering 8 consecutive quarters of financial improvements

**TOTAL CLINICS OPEN**



**SYSTEM-WIDE GROSS SALES**



# The Joint's Strong Operational Metrics

**The Joint Corp. 8-yr. CAGR 77% vs. industry CAGR 1.1%<sup>1</sup>**

**1.4M**  
unique  
patients  
served

**~5M**  
patient  
visits  
in 2017

**22%**  
of patients  
are new to  
chiropractic

**76%**  
of system-wide  
gross sales  
from monthly  
memberships

**29%**  
annual system-  
wide gross  
sales increase  
2017 vs 2016

<sup>1</sup>IBIS World Chiropractors Market Research Report, June 2017

# Chiropractic Market

## Large, fragmented, dynamic and growing

- \$90B spent on back pain each year<sup>1</sup>
- \$15B growing chiropractic market<sup>2</sup>
- 62M Americans saw a chiropractor in last 5 yr.s, 35.5M in last 12 mo.s<sup>3</sup>
- ~80% of those surveyed want a non-pharmacologic approach to physical pain<sup>3</sup>
- 55% reduction in the likelihood of people filling prescriptions for opioids in those who received chiropractic care<sup>5</sup>

<sup>1</sup> Bureau of Labor Statistics, U.S. Department of Labor, Occupational Outlook Handbook, 2016-17 Edition | <sup>2</sup> 2015 World Chiropractors Market Research Report, August 2016 | <sup>3</sup> Doolap-Palmer College of Chiropractic Report 2016 | <sup>4</sup> Non-pharmacologic Treatments for Acute, Subacute, and Chronic Low Back Pain. Ann Intern Med. [Epub ahead of print 14 February 2017]. doi: 10.7326/P17-0032 | <sup>5</sup> Association between Utilization of Chiropractic Services and Use of Prescription Opioids Among Patients with Low Back Pain

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“

The **American College of Physicians** (ACP) now recommends for patients with chronic low back pain, non-drug therapy such as spinal manipulation as a first line of treatment. The ACP states that treatments such as spinal manipulation are shown to improve symptoms with little risk of harm<sup>4</sup>.

”

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## First Mover Advantage in a Highly Fragmented Market

<i>as of 12/31/17</i>	CLINICS	STATES	FRANCHISE	OWNED/ MANAGED	INSURANCE	PRIVATE PAY
<b>The Joint Corp.</b>	<b>399</b>	<b>30</b>	✓	✓		✓
HealthSource Chiropractic	295	34	✓		✓	
ChiroOne	41	1		✓	✓	
AlignLife Chiropractic	23	7	✓		✓	
ChiroWay	8	2	✓			✓
Simply Chiropractic	7	5	✓			✓
NuSpine	3	2	✓			✓
Independent Offices	39,000 <sup>1</sup>	50		✓	<b>Varies</b>	<b>Varies</b>

<sup>1</sup>Kentley Insights, The 2017 Office of Chiropractors Market Research Report

# Revolutionizing Traditional Chiropractic Care

FEATURES	INDUSTRY PROBLEMS	THE JOINT'S SOLUTIONS
<b>Affordability</b> (per appointment)	\$74 Average <sup>1</sup>	\$26 Average
<b>Convenient Locations</b>	Medical Centers / Offices	Retail Locations
<b>Multiple Locations</b>	Limited Locations	399 Units
<b>Walk-in / No Appointment</b>	Appointments Required	No Appointments
<b>Insurance / Caps / Co-pays</b>	Yes	Private Pay
<b>Inviting Consumer-centric Design</b>	Clinical	Approachable, Consumer Friendly
<b>Service Hours</b>	Limited / Inconsistent	Open 6-7 Days + Nights & Weekends <sup>2</sup>
<b>Average Patient Visits per Clinic</b>	Less Than 600 Per Month <sup>3</sup>	1,000+ Per Month <sup>4</sup>

<sup>1</sup>Chiropractic Economics, October 2016 | <sup>2</sup>Hours vary by clinic | <sup>3</sup>Chiropractic Economics, May 2016 | <sup>4</sup>Number includes multiple visits per patient



# Proven Model Builds Brand & Accelerates Scale

Successful franchisors with hybrid company-owned/managed and franchised strategy:



Both models contribute fundamental components to long-term strategic growth:

#### COMPANY-OWNED/MANAGED UNITS

- Focused expansion in strategic markets
- Strong unit economics, high cash flow and profits
- Profits generate additional capital funding

#### FRANCHISED UNITS

- Capital light accelerates brand development & growth
- Predictable, growing revenue from royalties and fees
- Capital funding from franchise license sales

# Franchisee Economics

- \$261k investment
  - \$150k initial build-out cost
  - \$111k in working capital
- Franchisees pays 7% royalty on gross sales
- Assumes breakeven
  - \$25k monthly gross sales
  - Opex with 344 active patients at 13 months in operation growing sales at historical rates<sup>1,2</sup>
- Franchisee pays \$39.9k per license, prior to year 1 sales

<sup>1</sup>Based on average historical gross sales growth rates from January 2013 through December 2017. | <sup>2</sup>Breakeven varies on a clinic by clinic basis based on actual gross sales and operating expenses. This represents operating margin excluding income taxes and depreciation.

## SYSTEM WIDE SALES & POTENTIAL FRANCHISEE CONTRIBUTION (5 yr. avg., \$ in 000s)





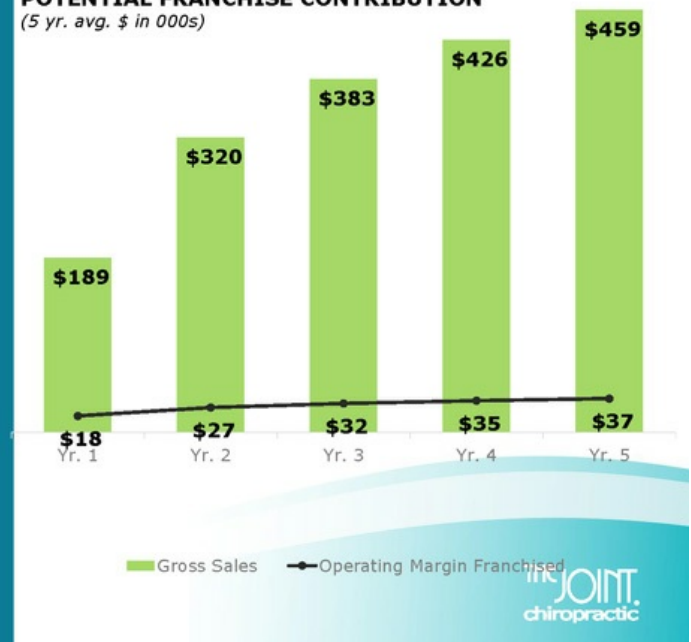
# Franchised Unit Economics Model for Franchisor

## Capital Light Unit Growth

- Income stream for franchisor
- Growing sales at historical rates<sup>1</sup>
- Receives royalty on gross sales
  - 7% from non-regional developer franchises
  - Net 4% from regional developer franchises
- Franchisee pays \$39.9k per license, prior to year 1 sales

<sup>1</sup>Based on average historical gross sales growth rates from January 2013 through December 2017.

**SYSTEM WIDE SALES & POTENTIAL FRANCHISE CONTRIBUTION**  
(5 yr. avg. \$ in 000s)



# Company-Owned/ Managed Unit Economics Model

## Potential Contribution Margin >30%

- \$261k investment
- \$150k initial build-out cost
- \$111k in working capital
- 13 month breakeven<sup>2</sup>
- Assumes breakeven at \$23k mo. gross sales
- Represents 325 active patients at 13 months in operations growing sales at historical rates<sup>1,2</sup>

<sup>1</sup> Based on average historical gross sales growth rates from January 2013 through December 2017. | <sup>2</sup> Breakeven varies on a clinic by clinic basis based on actual gross sales and operating expenses. This represents operating margin excluding income taxes and depreciation.

**SYSTEM WIDE SALES & POTENTIAL  
COMPANY-OWNED/MANAGED CONTRIBUTION**  
(5 yr. avg., \$ in 000s)



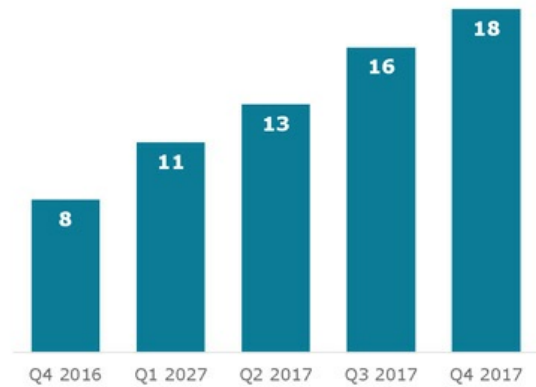
# RD Model Proven to Accelerate Scale

## 1000 units tipping point for national recognition and economies of scale

- Regional Developers (RD) model successful for many small-box retail franchises
- RDs pay for territory and manage franchises for revenue split
- RD license fee varies on area & clinics
- 3% royalty on gross sale of RD managed franchises

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## REINITIATED FRANCHISE FOCUS IN 2017 AND MORE THAN DOUBLED RDs



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# Patient Demographic

## Extremely broad patient base, all walks of life

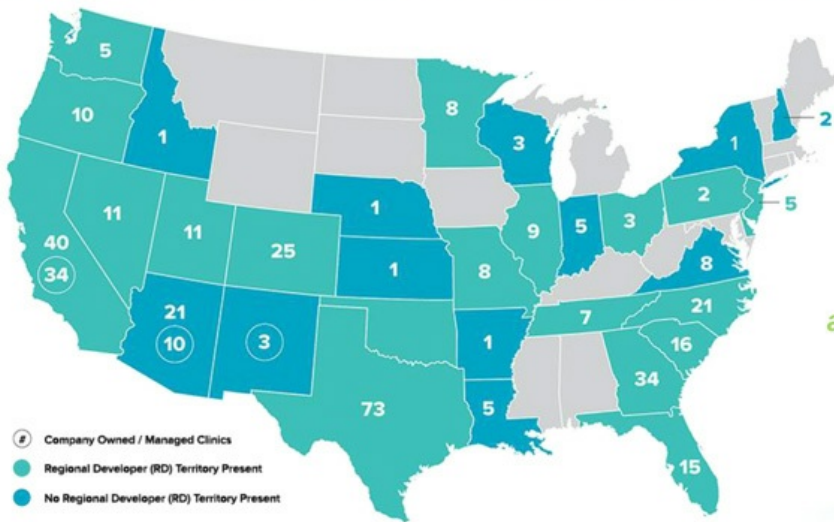
- 25 to 55, Market Penetration Index (MPI) of 117 - 174
- Gender slightly female skewed, similar to US population
- 60% white collar / 40% blue collar
- \$50K - \$100K household income, MPI 146
  
- Over-index Hispanic and Asian, MPI 162 and 126
- Over-index Bachelor's degree or higher, MPI 119
- Over-index aerobic exercise, MPI 128



The Market Penetration Index (MPI) is a ratio that compares the percent of households in the patient file who possess a specific attribute to the percent of households in the reference population who exhibit that same attribute. An index of 100 means that the attribute is found as often within the customer file as it is within the reference population. For example, an MPI of 119 would mean that a specific attribute (in this case "Bachelor's degree or higher") showed up 19% more often in our database than it does in the population in which our clinics exist.

# Advancing Robust National Footprint

400<sup>th</sup> clinic opened  
Jan. 18, 2018



**399**  
Clinics  
as of 12/31/17

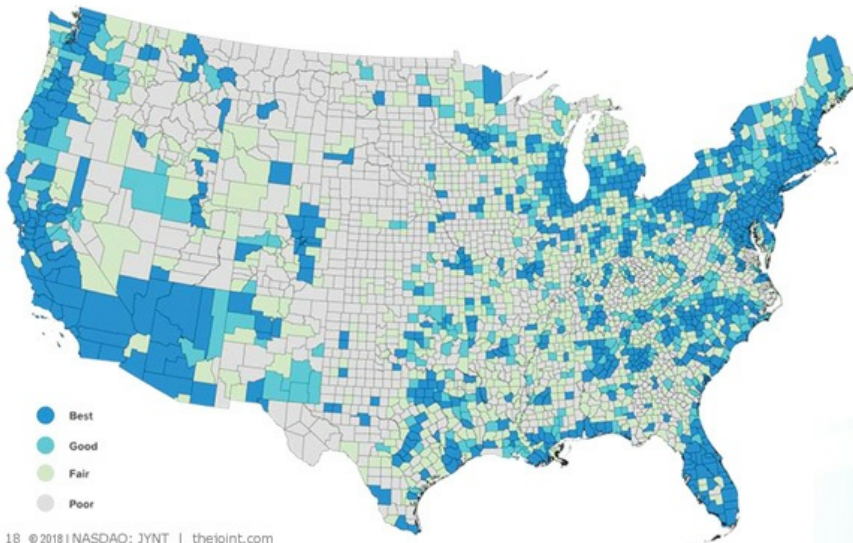
**30**  
States

- Company Owned / Managed Clinics
- Regional Developer (RD) Territory Present
- No Regional Developer (RD) Territory Present



# Data Analytics Yields 1700+ Clinics

## Projected Core Customer & Trade Area Potential *(based on current usage patterns)*



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**400k** patient records

- Analyze demographics and psychographics
- Replicate of attributes
- Roll across country

**1700+** similar points of distribution

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## Full Year 2017 Metrics

- **System-wide gross sales up 29%** to \$126.9M, from \$98.6M in 2016
- **System-wide comp sales<sup>1</sup>** for clinics >13 months in operation increased 21%, compared to 28% in 2016
- **System-wide comp sales<sup>1</sup>** for clinics >48 months in operation increased 13%, compared to 16% in 2016

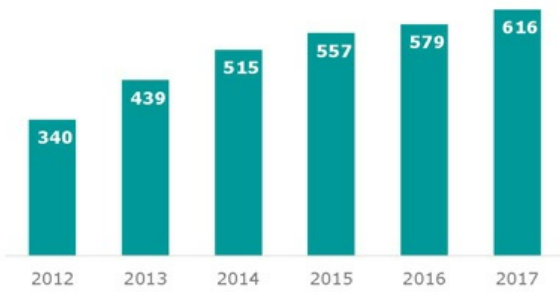
<i>\$ in Ms</i>	<b>2017</b>	<b>IMPROVEMENT 2017 vs. 2016</b>
<b>Revenue</b>	<b>\$25.2</b>	<b>23%</b>
<b>Gross profit</b>	<b>\$21.9</b>	<b>24%</b>
<b>G&amp;A</b>	<b>\$18.5</b>	<b>(28)%</b>
<b>Net loss</b>	<b>\$(3.3)</b>	<b>Up \$11.9</b>
<b>Adjusted EBITDA<sup>2</sup></b>	<b>\$(0.1)</b>	<b>Up \$7.6, 99%</b>
<b>Cash and equivalents at Dec. 31, 2017</b>	<b>\$4.2</b>	<b>Up \$1.2</b>

<sup>1</sup> Comparable Sales include only the sales from clinics that have been open at least 13 or 48 full months and exclude any clinics that have closed.

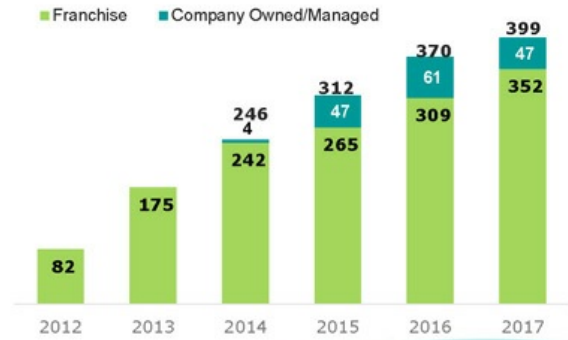
<sup>2</sup> Reconciliation of Adjusted EBITDA to GAAP earnings is included in the Appendix.

# Increasing Licensing to Drive Clinic Openings

**GROSS CUMULATIVE  
FRANCHISE LICENSES SOLD<sup>1</sup>**



**TOTAL CLINICS OPEN**

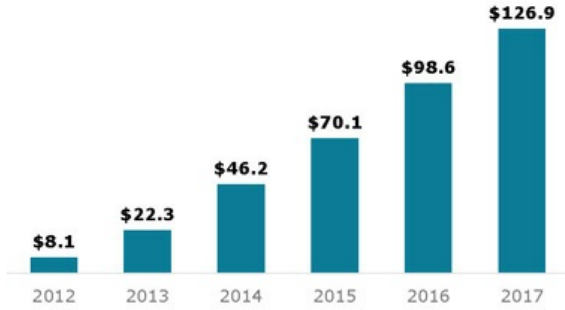


<sup>1</sup> Of the 616 franchise licenses sold at December 31, 2017, 104 have not yet been developed.

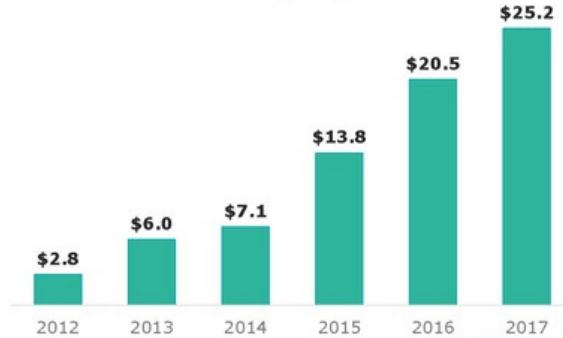


# Driving Top-line Growth

**SYSTEM-WIDE GROSS SALES**  
(\$ in Ms)

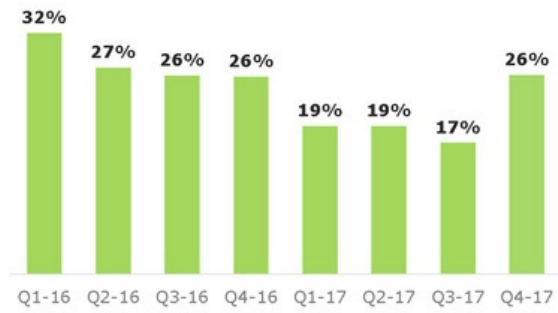


**REVENUE**  
(\$ in Ms)



# Delivering Results: Quarterly Highlights

**SYSTEM-WIDE COMP SALES % GROWTH**



**REVENUE & ADJ. EBITDA<sup>1</sup>**  
(\$ in Ms)



<sup>1</sup> Reconciliation of Adjusted EBITDA to GAAP earnings is included in the appendix.

## 2018 Growth Strategy: Driving Scale

**Building  
nationwide brand  
to deliver  
shareholder value**

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- Accelerate franchise sales
- Leverage Regional Developers
- Reengage growth of company owned/managed units
  - Acquire buyback clinics opportunistically
  - Build greenfield clinics in clustered locations



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# Driving Shareholder Value: 2018 Guidance

<i>\$ in Ms</i>	LOW	HIGH
<b>New Franchise Openings</b>	<b>40</b>	<b>50</b>
<b>Additional Company-owned or Managed Clinics<sup>1</sup></b>	<b>0</b>	<b>5</b>
<i><b>New Clinic Openings<sup>1</sup></b></i>	<i><b>40</b></i>	<i><b>52</b></i>
<b>Revenues</b>	<b>\$31.0</b>	<b>\$32.0</b>
<b>Adjusted EBITDA<sup>2</sup></b>	<b>\$2.5</b>	<b>\$3.5</b>

1 Existing clinics are acquired from franchisees and are neutral to the total clinic count.  
2 Reconciliation of Adjusted EBITDA to GAAP earnings is included in the appendix.

## Stable Model, Significant Growth Potential

- **\$15B growing** chiropractic market<sup>1</sup>
- **Experienced**, proven management
- **1,700+** clinic national footprint opportunity
- **77% 8-year CAGR** in system-wide gross sales
- **22% of The Joint** patients are new to chiropractic
- **76%** of revenue from recurring memberships
- **High returns**, self funding growth strategy



<sup>1</sup>IBIS World Chiropractors Market Research Report; August 2016

# APPENDIX

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# Management Leverages Extensive Experience

	<p><b>PRESIDENT &amp; CEO</b> Peter D. Holt</p>	
	<p><b>CHIEF FINANCIAL OFFICER</b> John P. Meloun</p>	
	<p><b>VP, OPERATIONS</b> Jorge Armenteros</p>	
	<p><b>VP, MARKETING</b> Jason Greenwood</p>	
	<p><b>VP, FRANCHISE SALES</b> Eric Simon</p>	



# Experienced Board Offers Leadership



**Matthew E. Rubel**  
Lead Director, 2017

- Director, Hudson's Bay Company & HSNi
- Varsity Brands
- Collective Brands
- Payless
- Cole Haan
- J. Crew Group
- Roark Capital Group, TPG Capital & Growth
- Pres. Appointee, House Advisory Council on Trade Policy Negotiation

BS, Ohio University  
MBA, University of Miami



**James H. Amos, Jr.**  
Director, 2015

- Pres. & CEO, NCPA
- Chair, APFI, P & G franchising initiatives
- Mail Boxes Etc. now The UPS Store
- Chair, International Franchise Association (IFA)
- Marine Corps Captain

AB, University of Missouri-Columbia



**Ronald V. DeVella, CPA**  
Director, 2014

- Amazing Lash Studio franchisee
- CFO, Amazing Lash Studio Franchise
- Deloitte & Touche, rising to Audit Partner

BS, Queens College  
MBA, Pace University



**Suzanne M. Decker**  
Director, 2017

- Chief HR Officer, Aspen Dental Mgmt
- Davis Vision Companies

BS, Russell Sage College



**Peter D. Holt**  
Director, 2016

- Pres. & CEO, The Joint Corp.
- Tasti D-Lite
- Great Hills Partners
- Mail Boxes, Etc. now UPS Store
- Director International Franchise Association (IFA)
- Chair, International Affairs Network (IAN)

BA, Univ. of Washington  
MA, University of London



**Richard A. Kerley**  
Director, 2015

- Chair, The Providence Service Corporation (NASDAQ: PRSC)
- Peter Piper, a privately-held pizza & entertainment restaurant chain
- Fender Musical
- Deloitte & Touche

BA, Marshall University



**Bret Sanders**  
Director, 2015

- Dir. of Equity Trading, Sanders Morris Harris
- R Bank Texas
- Ryan-Sanders Baseball, Texas Rangers AAA affiliate
- Legal & Investment consulting, advising on regulatory & compliance issues
- Owner & Dir. Corpus Christi Hooks, Houston Astros AA affiliate

BA, University of Houston



# Transformative Opportunity for Chiropractors

	INDUSTRY	THE JOINT
<b>Starting Salary</b>	\$30K - \$40K <sup>1</sup>	\$65K - \$75K plus bonus potential <sup>2</sup>
<b>Accessibility</b>	<ul style="list-style-type: none"> <li>• Appointments required</li> <li>• Medical centers &amp; offices</li> <li>• Traditional office hours</li> </ul>	<ul style="list-style-type: none"> <li>• No appointments</li> <li>• Clustered, high-visibility retail locations</li> <li>• Open evenings + weekends<sup>3</sup></li> </ul>
<b>Practice &amp; Insurance</b>	<ul style="list-style-type: none"> <li>• Challenges of managing a business without support</li> <li>• Difficulty attracting new patients</li> <li>• Insurance hassles</li> <li>• Slow payment cycle</li> </ul>	<ul style="list-style-type: none"> <li>• Proprietary CRM and POS software</li> <li>• Ongoing training and coaching</li> <li>• Ability to perfect technique</li> <li>• Less administration</li> <li>• Higher patient focus</li> <li>• Better cash flow</li> </ul>



<sup>1</sup>Bureau of Labor Statistics, U.S. Department of Labor, Occupational Outlook Handbook, 2016-17 Edition  
<sup>2</sup>Based on Joint Corp. Company-owned/managed actual salaries | <sup>3</sup>Hours vary by clinic



# Q4 2017 Operational Summary



- **System-wide gross sales up 32%** to \$36.1M, from \$27.2M in Q4 2016
- **System-wide comp sales<sup>1</sup>** for clinics >13 months in operation<sup>1</sup> increased 26%, the same as Q4 2016
- **System-wide comp sales<sup>1</sup>** for clinics >48 months in operation increased 17%, compared to 14% in Q4 2016
- **399 open clinics** vs. 370 at the end of Q4, 2017 vs. 2016
  - 352 franchises
  - 47 corporate clinics
    - 31 buybacks
    - 16 greenfields
- **System-wide gross sales since the month prior to acquisition increased on average 68% through 12/2017, compared to 57% through 9/2017**

<sup>1</sup>Comparable Sales include only the sales from clinics that have been open at least 13 or 48 full months and exclude any clinics that have closed.

## Q4 2017 Financial Summary

<i>\$ in Ms</i>	Q4 2017	Q4 2016	IMPROVEMENT		
<b>Revenue</b>	<b>\$6.9</b>	<b>\$5.8</b>	<b>\$1.1</b>	<b>20%</b>	Inc. revenue contribution
<b>Corporate clinic</b>	<b>3.0</b>	<b>2.4</b>	<b>0.6</b>	<b>25%</b>	• 53% Corp
<b>Franchise</b>	<b>3.9</b>	<b>3.4</b>	<b>0.5</b>	<b>16%</b>	• 47% Franchise
<b>Cost of revenue</b>	<b>1.0</b>	<b>0.8</b>	<b>(0.2)</b>	<b>(30%)</b>	Inc. gross sales and RD fees
<b>Gross profit</b>	<b>5.9</b>	<b>5.0</b>	<b>0.9</b>	<b>18%</b>	
<b>Sales and marketing</b>	<b>1.3</b>	<b>1.2</b>	<b>(0.1)</b>	<b>(4%)</b>	Higher national marketing
<b>G&amp;A</b>	<b>4.4</b>	<b>8.9</b>	<b>4.5</b>	<b>50%</b>	\$3.5M disposition <sup>1</sup> , 14 fewer corporate clinics
<b>Loss from ops</b>	<b>(0.2)</b>	<b>(5.7)</b>	<b>5.5</b>		
<b>Net loss</b>	<b>(0.2)</b>	<b>(5.8)</b>	<b>5.6</b>		
<b>Adj. EBITDA<sup>1</sup></b>	<b>0.4</b>	<b>(1.4)</b>	<b>1.8</b>		Inc. contribution: 60% corp. clinics, 22% franchise, 18% unallocated corp.

<sup>1</sup> Reconciliation of Adjusted EBITDA to GAAP earnings is included in the Appendix.

## Non-GAAP Measure Definition

This presentation includes a presentation of EBITDA and Adjusted EBITDA, which are non-GAAP financial measures. EBITDA and Adjusted EBITDA are presented because they are important measures used by management to assess financial performance, as management believes they provide a more transparent view of the Company's underlying operating performance and operating trends. Reconciliations of net loss to EBITDA and Adjusted EBITDA are presented where applicable. The Company defines EBITDA as net income (loss) before net interest, taxes, depreciation and amortization expenses. The Company defines Adjusted EBITDA as EBITDA before acquisition-related expenses, bargain purchase gain, loss on disposition or impairment, and stock-based compensation expenses.

EBITDA and Adjusted EBITDA do not represent and should not be considered alternatives to net income or cash flows from operations, as determined by accounting principles generally accepted in the United States, or GAAP. While EBITDA and Adjusted EBITDA are frequently used as measures of financial performance and the ability to meet debt service requirements, they are not necessarily comparable to other similarly titled captions of other companies due to potential inconsistencies in the methods of calculation. EBITDA and Adjusted EBITDA should be reviewed in conjunction with the Company's financial statements filed with the SEC.

# Q4 2017 Segment Results & GAAP Reconciliation



**Total Revenues**  
**Total Operating Costs**  
**Operating Income (Loss)**  
**Other (Income) Expense, net**  
**Loss before income tax expense**  
**Total Income Taxes**  
**Net Income (Loss)**  
**Interest Expense**  
**Income Taxes**  
**Total Depreciation and Amortization Expense**  
**EBITDA**  
**Stock Based Compensation Exp**  
**Bargain Purchase Gain**  
**Loss on Disposition/Impairment**  
**Acquisition Expenses**  
**Adjusted EBITDA**

	Corporate Clinics	Franchise Operations	Unallocated Corporate	The Joint Consolidated
Total Revenues	\$ 3,019	\$ 3,911	\$ 0	\$ 6,929
Total Operating Costs	(3,071)	(2,146)	(1,938)	(7,155)
Operating Income (Loss)	(53)	1,765	(1,938)	(226)
Other (Income) Expense, net	(23)	13	(21)	(31)
Loss before income tax expense	(75)	1,778	(1,959)	(257)
Total Income Taxes	-	-	(43)	(43)
Net Income (Loss)	(75)	1,778	(1,916)	(213)
Interest Expense	1	-	25	26
Income Taxes	-	-	(43)	(43)
Total Depreciation and Amortization Expense	386	0	81	467
EBITDA	312	1,778	(1,853)	237
Stock Based Compensation Exp	-	-	182	182
Bargain Purchase Gain	-	-	-	-
Loss on Disposition/Impairment	-	-	-	-
Acquisition Expenses	-	-	-	-
Adjusted EBITDA	312	1,778	(1,671)	419

# 2017 Segment Results & GAAP Reconciliation



<b>Total Revenues</b>
<b>Total Operating Costs</b>
<b>Operating Income (Loss)</b>
<b>Other (Income) Expense, net</b>
<b>Loss before income tax expense</b>
<b>Total Income Taxes</b>
<b>Net Income (Loss)</b>
<b>Interest Expense</b>
<b>Income Taxes</b>
<b>Total Depreciation and Amortization Expense</b>
<b>EBITDA</b>
<b>Stock Based Compensation Exp</b>
<b>Bargain Purchase Gain</b>
<b>Loss on Disposition/Impairment</b>
<b>Acquisition Expenses</b>
<b>Adjusted EBITDA</b>

	<b>Corporate Clinics</b>	<b>Franchise Operations</b>	<b>Unallocated Corporate</b>	<b>The Joint Consolidated</b>
Total Revenues	\$ 11,125	\$ 14,039	\$ -	\$ 25,164
Total Operating Costs	(12,829)	(7,796)	(7,714)	(28,339)
Operating Income (Loss)	(1,704)	6,243	(7,714)	(3,175)
Other (Income) Expense, net	(27)	21	(59)	(64)
Loss before income tax expense	(1,730)	6,264	(7,773)	(3,239)
Total Income Taxes	-	-	36	36
Net Income (Loss)	(1,730)	6,264	(7,809)	(3,275)
Interest Expense	5	-	100	105
Income Taxes	-	-	36	36
Total Depreciation and Amortization Expense	1,608	0	409	2,017
EBITDA	(117)	6,264	(7,264)	(1,117)
Stock Based Compensation Exp	-	-	594	594
Bargain Purchase Gain	-	-	-	-
Loss on Disposition/Impairment	418	-	-	418
Acquisition Expenses	0	-	13	13
Adjusted EBITDA	302	6,264	(6,657)	(91)

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