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For Immediate Release

Xponential, Inc. Announces Completion of Asset Sale of PawnMart, Inc.

Dallas, Texas, December 17, 2013: Xponential, Inc. (OTC Bulletin Board: XPOI) announced that on December 13, 2013 it completed the sale of substantially all of the assets of PawnMart, Inc., its operating subsidiary ("PawnMart"), to Cash America, Inc. for \$61 million.

After payment (or making reasonable provision for payment) of all outstanding debt, taxes, legal and other expenses related to the consummation of the sale, and setting aside \$5 million in escrow for future claims, the Board of Directors of Xponential approved effective as of December 20, 2013 the redemption of (i) Xponential's \$20,000,000 8% Limited Recourse Secured Convertible Subordinated Notes due December 31, 2014 (approximately \$21 million, inclusive of interest) and (ii) Xponential's Series A and Series B Preferred Stock at par plus accrued dividends (approximately \$7.3 million).

The Board of Directors also approved the dissolution of PawnMart, the Company and the distribution to the common stockholders of record as of December 31, 2013 of all remaining net proceeds from the sale, as such net proceeds become available. It is anticipated that the net proceeds will be distributed to such common stockholders in a series of distributions over a two year period, as remaining assets are liquidated and escrow proceeds are released, with the first of such distributions on or before January 15, 2014 in the approximate amount of \$1.00 per share of common stock.

Robert Schleizer, Chief Financial Officer of Xponential, Inc. stated "we are very pleased with the results of our sale of PawnMart. We are also pleased to bring the operations of the Company to a successful conclusion with payment in full to our note holders a year prior to maturity, full redemption and payment of accrued distributions to our preferred stockholders and a return to our common stockholders as a result of the sale. We are working to liquidate the remaining real estate assets with the intent to completely wind down all operations and distribute the remaining funds held in escrow to the common stockholders in an orderly liquidation of the Company."

This release may contain forward-looking statements about the business, financial condition and prospects of Xponential, Inc. Security holders are cautioned that such forward-looking statements involve risks and uncertainties. The forward-looking statements contained in this release speak only as of the date of this statement, and the Company expressly disclaims any obligation or undertaking to release any updates or revisions to any such statement to reflect any change in the Company's expectations or any change in events, conditions or circumstance on which any such

statement is based. Certain factors that may affect the Company's future results are difficult to predict and many are beyond the control of the Company, but may include changes in regional, national or international economic conditions, the ability to maintain favorable banking relationships as it relates to short-term lending products, changes in governmental regulations, unforeseen litigation, changes in interest rates, changes in tax rates or policies, changes in gold prices, future business decisions, and other uncertainties.