Alternative Reporting Standard: Disclosure Guidelines for the Pink® Market

Federal and state securities laws require issuers to provide *current information* to the public markets. With a view to facilitating compliance with these laws, OTC Markets Group has created these Disclosure Guidelines ("Guidelines")[1] that set forth the disclosure obligations that make up the "Alternative Reporting Standard" for Pink companies. Companies on the Pink Market that do not make disclosure directly to the SEC (via EDGAR), a banking regulator, or a non-U.S. regulatory authority may provide disclosure under our "Alternative Reporting Standard." We use information provided by companies under these Guidelines to designate the appropriate tier in the Pink Market: Current Information or Limited Information.[2]

Pink Current Information Tier

To qualify for the Current Information Tier:

1. **Subscribe to the OTC Disclosure & News Service**: To submit an application, visit Gateway to sign in or create a new account. Allow OTC Markets Group 2-4 weeks to process your application and provide authorized user credentials to OTCIQ.

2. **Publish Initial Disclosure**: Upload the following documents through OTCIQ:

   - *Annual Report* for the most recently completed fiscal year.

   - *All Quarterly Reports* for the Current Fiscal Year.

     Annual or Quarterly Reports are composed of:
     - ***Disclosure Statements:*** Disclosure information pursuant to these Guidelines for the applicable period. Available as a fillable form beginning on page 4 of these Guidelines.
     - ***Financial Statements:*** Qualifying Financial Statements in accordance with the Financial Statement Requirements specified in Item 9 of these Guidelines.

     Qualifying Financial Statements include:
     - Audit Letter, if audited
     - Balance Sheet
     - Statement of Income
     - Statement of Cash Flows
     - Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
     - Notes to Financial Statements

---

[1] These Guidelines have been designed to encompass the "current information" requirements under state and federal securities laws, such as Rules 10b-5 and 15c2-11 of the Securities Exchange Act of 1934 ("Exchange Act") as well as Rule 144 of the Securities Act of 1933 ("Securities Act"), and state Blue Sky laws. However, these Guidelines have not been reviewed by the U.S. Securities and Exchange Commission or any state securities regulator. These Guidelines do not constitute legal advice, and OTC Markets Group makes no assurance that compliance with our disclosure requirements will satisfy any legal requirements. These Guidelines may be amended from time to time, in the sole and absolute discretion of OTC Markets Group, with or without notice.

[2] OTC Markets Group may require companies with securities designated as "Caveat Emptor" or other compliance flags to make additional disclosures to qualify for the Pink Current Information tier.

3. **Publish Attorney Letter**: If financial statements are not audited by a PCAOB registered firm, companies must retain U.S. counsel to review their disclosure and provide a letter to OTC Markets Group with respect to adequate current information by providing the following:

   - ***Attorney Letter Agreement:*** The attorney for the company must submit a signed Attorney Letter Agreement according to the Attorney Letter Agreement Instructions.

   - ***Attorney Letter:*** After the attorney reviews the company's disclosure, publish the "Attorney Letter With Respect to Current Information" through OTCIQ. Attorney Letters must be in accordance with the Attorney Letter Guidelines.

4. **Verify Profile:** Verify the Company Profile through OTCIQ. This includes the complete list of current officers, directors, and service providers; outstanding shares; a business description; contact information; and the names of all company insiders and beneficial owners of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.

5. **OTC Markets Group Processing of Reports**: Allow OTC Markets Group to process the posted documents (typically three to five business days) and provide any comments. Companies will only be evaluated for Current Information once all required documentation has been submitted. A new Attorney Letter is required upon amendment of any referenced report.

6. **Ongoing Requirements**: To qualify for Current Information on an ongoing basis, companies must:
   - Publish reports through OTCIQ on the following schedule:
     - Quarterly Report within **45 days** of the quarter end
     - Annual Report within **90 days** of the fiscal year end
     - Attorney Letter within **120 days** of the fiscal year end if financial statements are unaudited.
   - Maintain a Verified Profile. At least once every six months, review and verify the Company Profile through OTCIQ.
   - Maintain Transfer Agent Verified share data. If your transfer agent participates in the Transfer Agent Verified Shares Program, then your securities must have current share data verified by the transfer agent.
   - Maintain an Active standing in the Company's State of Incorporation.

Pink Limited Information Tier

Companies that do not meet the requirements of the Pink Current Information tier set forth above may still qualify for the Pink Limited Information Tier by meeting the following minimum disclosure requirements.

1. **Annual Financial Statements:** Publish one set of Qualifying Annual Financial Statements which cover the past 2 completed fiscal years, provided the most recently completed fiscal year is within the past 16 months.

2. **Verified Profile:** The Company must verify the Company Profile through OTCIQ, including, but not limited to, a complete list of officers, directors, and service providers; outstanding shares; a business description; contact information; and the name of all company insiders. "Company Insiders" shall include the beneficial owner of 10% or more of the outstanding units or shares of any class of any equity security of the issuer.

3. **Ongoing Requirements:** To qualify for Limited Information on an ongoing basis, companies must:
   - Publish reports on the following schedule:
     - Annual Financial Statements as outlined in Item 9 within 120 days of the fiscal year end. Should a change in FYE occur, no more than 16 months may elapse from the fiscal year end of the prior Annual Financial Statement.

- Review and Verify the Company's profile information through OTCIQ at least once every 12 months.
- Maintain Transfer Agent Verified share data. If your transfer agent participates in the Transfer Agent Verified Shares Program, then your securities must have current share data verified by the transfer agent.

Current Reporting of Material Corporate Events

In addition to the disclosure requirements above, all companies on the Pink market are expected to promptly release to the public any news or information regarding corporate events that may be material to the issuer and its securities (including adverse information). Persons with knowledge of such events are considered to be in possession of material nonpublic information and may not buy or sell the issuer's securities until or unless such information is made public. If not included in the issuer's previous public disclosure documents, or if the material events occurs after the publication of such disclosure documents, the issuer shall publicly disclose such events by disseminating a news release **within four (4) business days** following their occurrence and posting such news release through an Integrated Newswire or the OTC Disclosure & News Service.[3]

Material corporate events may include:

- Changes to the company's shell status. Please refer to our FAQ on Shell Companies
- Changes in control of issuer
- Departure of directors or principal officers; election of directors; appointment of principal officers
- Entry into or termination of a material definitive agreement or material agreement not made in the ordinary course of business
- Completion of an acquisition or disposition of assets, including but not limited to merger transactions
- Creation of a direct financial obligation or an obligation under an off-balance sheet arrangement of an issuer
- Triggering events that accelerate or increase a direct or contingent financial obligation including any default or acceleration of an obligation or an obligation under an off-balance sheet arrangement
- Costs associated with exit or disposal activities including material write-offs and restructuring; Material impairments
- Unregistered sales of equity securities
- Material modification to rights of security holders
- Changes in issuer's certifying accountant
- Non-reliance on previously issued financial statements or a related audit report or completed interim review
- Change in a company's fiscal year; Amendments to articles of incorporation or bylaws that were not previously disclosed in a proxy statement or other such disclosure statement.
- Amendments to the issuer's code of ethics, or waiver of a provision of the code of ethics
- Any changes to litigation the issuer may be involved in, or any new litigation surrounding the issuer
- Officer, director, or insider transactions in the issuer's securities
- Disclosure of investor relations, marketing, brand awareness, and stock promotion activities which might reasonably be expected to materially affect the market for its securities or otherwise deemed material by the issuer
- A company's bankruptcy or receivership
- Termination or reduction of a business relationship with a customer that constitutes a specified amount of the company's revenues
- Any material limitation, restriction, or prohibition, including the beginning and end of lock-out periods, regarding the company's employee benefits, retirement and stock ownership plan
- Earnings releases
- Other materially different information regarding key financial or operation trends from that set forth in periodic reports
- Other events the issuer determines to be material

[3] "Integrated Newswire" shall mean a newswire service that is integrated with the OTC Disclosure & News Service and is included on OTC Markets Group's list of Integrated Newswires, as published on https://www.otcmarkets.com/corporate-services/ir-tools-services

UNIVERSAL MEDIA GROUP, INC.

1199 S. Federal Highway, Suite 111,Boca Raton, FL 33432

561-908-3333
ms@umediagroupinc.com

Quarterly Report

For the period ending July 31, 2024 **(the "Reporting Period")**

Outstanding Shares
The number of shares outstanding of our Common Stock was:

26,793,141 as of July 31, 2024 *(Current Reporting Period Date or More Recent Date)*

26,693,141 as of April 30, 2024 *(Most Recent Completed Fiscal Year End)*

Shell Status
Indicate by check mark whether the company is a shell company (as defined in Rule 405 of the Securities Act of 1933, Rule 12b-2 of the Exchange Act of 1934 and Rule 15c2-11 of the Exchange Act of 1934):

Yes: ☐ No: ☒

Indicate by check mark whether the company's shell status has changed since the previous reporting period:

Yes: ☐ No: ☒

Change in Control
Indicate by check mark whether a Change in Control[4] of the company has occurred during this reporting period:

Yes: ☐ No: ☒

[4] "Change in Control" shall mean any events resulting in:

(i) Any "person" (as such term is used in Sections 13(d) and 14(d) of the Exchange Act) becoming the "beneficial owner" (as defined in Rule 13d-3 of the Exchange Act), directly or indirectly, of securities of the Company representing fifty percent (50%) or more of the total voting power represented by the Company's then outstanding voting securities;
(ii) The consummation of the sale or disposition by the Company of all or substantially all of the Company's assets;
(iii) A change in the composition of the Board occurring within a two (2)-year period, as a result of which fewer than a majority of the directors are directors immediately prior to such change; or
(iv) The consummation of a merger or consolidation of the Company with any other corporation, other than a merger or consolidation which would result in the voting securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into voting securities of the surviving entity or its parent) at least fifty percent (50%) of the total voting power represented by the voting securities of the Company or such surviving entity or its parent outstanding immediately after such merger or consolidation.

1) Name and address(es) of the issuer and its predecessors (if any)

In answering this item, provide the current name of the issuer and names used by predecessor entities, along with the dates of the name changes.

The Company was incorporated as MEDICAL CV, INC.., in the state of Minnesota on August 3, 1992.
The Company changed its name to DALTON INDUSTRIES, INC., in December, 2013;
The Company changed its name to UNIVERSAL MEDIA GROUP, INC., in January, 2016.

Current State and Date of Incorporation or Registration: Nevada January 2016
Standing in this jurisdiction: (e.g. active, default, inactive): Active

The Company was incorporated in the State of Minnesota on August 3, 1992. On December 2, 2015 the Company merged with a Nevada corporation and changed its name to the current Universal Media Group, Inc., in January, 2016. Since that time there have been no changes to its incorporation status and it is currently active and in good standing with the Nevada Secretary of State.

Prior Incorporation Information for the issuer and any predecessors during the past five years:
N/A

Describe any trading suspension or halt orders issued by the SEC or FINRA concerning the issuer or its predecessors since inception:

N/A

List any stock split, dividend, recapitalization, merger, acquisition, spin-off, or reorganization either currently anticipated or that occurred within the past 12 months:

NONE

Address of the issuer's principal executive office:

1199 S, Federal Highway, Suite 111, Boca Raton, FL 33432

Address of the issuer's principal place of business:
x *Check if principal executive office and principal place of business are the same address:*

Has the issuer or any of its predecessors been in bankruptcy, receivership, or any similar proceeding in the past five years?

No: ☒ Yes: ☐ If Yes, provide additional details below:

2) Security Information

Transfer Agent

Name: Transhare
Phone: 303-662-1112
Email: kmessinger@Transhare.com
Address: Bayside Center 1 17755 North US Highway 19 Suite 140, Clearwater, Fl 33764

Publicly Quoted or Traded Securities:

The goal of this section is to provide a clear understanding of the share information for its publicly quoted or traded equity securities. Use the fields below to provide the information, as applicable, for all outstanding classes of securities that are publicly traded/quoted.

Trading symbol: UMGP
Exact title and class of securities outstanding: Common Stock
CUSIP: 91374H109
Par or stated value: 0.00001
Total shares authorized: 1,000,000,000 as of July 31, 2024
Total shares outstanding: 26,793,141 as of July 31, 2024
Total number of shareholders of record: 142 as of:July 31, 2024

Exact title and class of securities outstanding:
CUSIP:
Par or stated value:
Total shares authorized: as of date:
Total shares outstanding: as of date:
Total number of shareholders of record: as of date:

Please provide the above-referenced information for all other publicly quoted or traded securities of the issuer.

Other classes of authorized or outstanding equity securities that do not have a trading symbol:

The goal of this section is to provide a clear understanding of the share information for its other classes of authorized or outstanding equity securities (e.g., preferred shares that do not have a trading symbol). Use the fields below to provide the information, as applicable, for all other authorized or outstanding equity securities.

Exact title and class of the security: Convertible Series A Preferred Stock
Par or stated value: 0.0001
Total shares authorized: 1,000,000 as of July 31, 2024
Total shares outstanding: 0 as of July 31, 2024
Total number of shareholders of record: N/A as of July 31, 2024

Please provide the above-referenced information for all other classes of authorized or outstanding equity securities.

Security Description:

The goal of this section is to provide a clear understanding of the material rights and privileges of the securities issued by the company. Please provide the below information for each class of the company's equity securities, as applicable:

1. **For common equity, describe any dividend, voting and preemption rights.**

Each share of common stock is entitled to one vote, which shares do not have pre-emptive rights. Dividends, if any, are declared at the discretion of the Board of Directors.

2. **For preferred stock, describe the dividend, voting, conversion, and liquidation rights as well as redemption or sinking fund provisions.**

3. **Describe any other material rights of common or preferred stockholders.**

4. **Describe any material modifications to rights of holders of the company's securities that have occurred over the reporting period covered by this report.**

3) Issuance History

*The goal of this section is to provide disclosure with respect to each event that resulted in any changes to the total shares outstanding of any class of the issuer's securities **in the past two completed fiscal years and any subsequent interim period**.*

Disclosure under this item shall include, in chronological order, all offerings and issuances of securities, including debt convertible into equity securities, whether private or public, and all shares, or any other securities or options to acquire such securities, issued for services. Using the tabular format below, please describe these events.

A. Changes to the Number of Outstanding Shares for the two most recently completed fiscal years and any subsequent period.

Indicate by check mark whether there were any changes to the number of outstanding shares within the past two completed fiscal years:
No: ☐ Yes: x (If yes, you must complete the table below)

Shares Outstanding Opening Balance: Date April 30, 2022 Common: 25,260,571 Preferred: 0			*Right-click the rows below and select "Insert" to add rows as needed.						
Date of Transaction	**Transaction type (e.g., new issuance, cancellation,**	**Number of Shares Issued (or cancelled)**	**Class of Securities**	**Value of shares issued ($/per**	**Were the shares issued at a discount to market**	**Individual/ Entity Shares were issued to.**	**Reason for share issuance (e.g. for cash or debt conversion) -OR-**	**Restricted or Unrestricted as of this filing.**	**Exemption or Registration Type.**

	shares returned to treasury)			share) at Issuance	price at the time of issuance? (Yes/No)	***You must disclose the control person(s) for any entities listed.	Nature of Services Provided		
8/01/22	New Issuance	251,985	common	144,750	Yes	William Sherman	Debt conversion	Unrestricted	144
8/01/22	New Issuance	100,000	common	20,000	Yes	Lamorne Morris	Compensation	Restricted	144
8/01/22	New Issuance	40,000	common	100,000	No	Ernest Chuang North Equities LTD	Compensation	Restricted	144
11/01/22	New Issuance	500,000	common	100,000	No	Rouke Smith	Cash	Restricted	144
5/15/2023	New Issuance	100,000	common	50,000	No	Matthew Brenowitz	Compensation	Restricted	144
5/15/2023	New Issuance	50,000	common	25,000	No	Neil Kleinman	Compensation	Restricted	144
4/4/2024	New Issuance	390,585	common	33,719	No	John Forster	Debt conversion	Restricted	144
6/12/2024	New Issuance	100,000	common	5,000	No	Brandi Sherman	Compensation	Restricted	144
Shares Outstanding on Date of This Report: Ending Balance: Date July 31, 2024 Common: 26,793,141 Preferred: 0									

Example: A company with a fiscal year end of December 31st 2023, in addressing this item for its Annual Report, would include any events that resulted in changes to any class of its outstanding shares from the period beginning on January 1, 2022 through December 31, 2023 pursuant to the tabular format above.

******Control persons for any entities in the table above must be disclosed in the table or in a footnote here.***

Use the space below to provide any additional details, including footnotes to the table above:

B. Promissory and Convertible Notes

Indicate by check mark whether there are any outstanding promissory, convertible notes, convertible debentures, or any other debt instruments that may be converted into a class of the issuer's equity securities:

No: ☐ Yes: x (If yes, you must complete the table below)

Date of Note Issuance	Outstanding Balance ($)	Principal Amount at Issuance ($)	Interest Accrued ($)	Maturity Date	Conversion Terms (e.g. pricing mechanism for determining conversion of instrument to shares)	Name of Noteholder. *** You must disclose the control person(s) for any entities listed.	Reason for Issuance (e.g. Loan, Services, etc.)
5/1/16-7/31/17	$1,737,419	$1,742,919	$1,136,615	4/30/18	35% discount to market price	Mike Sherman	Asset purchase/Loan
5/17/18	$30,000	$30,000	$14,893	5/17/19	35% discount to market price	Mark Baldwin	Loan
11/13/2023	$30,000	$30,000	1,723	11/13/24	30% discount to market price	Jennifer Donnelly	Loan

******Control persons for any entities in the table above must be disclosed in the table or in a footnote here.***

Use the space below to provide any additional details, including footnotes to the table above:

4) Issuer's Business, Products and Services

The purpose of this section is to provide a clear description of the issuer's current operations.
Ensure that these descriptions are updated on the Company's Profile on www.OTCMarkets.com.

A. Summarize the issuer's business operations (If the issuer does not have current operations, state "no operations")

As of September 23, 2015, the company sold all of its previous assets and holdings. On September 20, 2015, the company purchased 127 episodes of "On The Mike" with Mike Sherman, a TV show that includes, but is not limited to, celebrity interviews, music concerts, and exclusive behind the scenes events. Some of the celebrities interviewed were as follows;

Kim Kardashian
Justin Bieber
Flo Rida
Pitbul
Robin Thicke
Jason Derulo
Lil Wayne

The TV production equipment that was used to film the above celebrities and others on location for the footage of the TV show "On the Mike" was sold to the Company.

Currently, the Company is a leading producer and distributor of both short and long form content, covering a diverse array of genre's, for multiple media platforms. The Company also focuses on the implementation of celebrity based programming through social media and interactive TV.
Through programming created under the Company's banner coupled with targeted program acquisitions and an aggressive national marketing campaign, the Company will launch initially with a focus on a select number of acquired programs while continuing to develop its two targeted in-house projects and broadening the sales, both domestically and internationally, of its already existing content library. The Company is also concentrating on the virtual FX media market with projects pertaining to virtual television.

As of February 15, 2019, the Company has also produced 10 episodes of the TV Series "Before The Fame," with more episodes planned.

B. List any subsidiaries, parent company, or affiliated companies.

None

C. Describe the issuers' principal products or services.

The company was originally founded in 2003 as a Visual Effects production service boutique - providing VFX consultation, art production and management services to the video game, film and television industries. The company has produced visual effects seen by audiences around the world and its award- winning artists and staff have worked on some of the highest profile television shows aired in recent history. Since May of 2010 the company has expanded itself into the business of producing training materials for visual effects and game production artists while also developing its own intellectual property in the form of TV shows, Films, Games and more. With more than 250 training products and several production tools retailing through its sub-division Liberty3d.com it has experienced strong steady growth with revenues doubling each year. Sensing strong demand for new, fresh stories of characters immersed in diverse and rich, expansive universes - the company has been working towards the goal of producing its own IP for delivery to audiences worldwide. It intends to do this by capitalizing on shifts in media distribution and display devices technology aiming to position itself aggressively using a first mover advantage strategy. These assets, products and holdings were sold on September 23,, 2015

On September 20, 2015, Dalton Industries purchased 127 episodes of "On The Mike" with Mike Sherman TV show. The episodes include celebrity interviews, music concerts, and exclusive behind the scenes events.

The Company is now a leading producer and distributor of both short and long form content, covering a diverse array of genre's, for multiple media platforms. The Company also focuses on the implementation of celebrity based programming through social media and interactive TV.

Through programming created under the Company's banner coupled with targeted program acquisitions and an aggressive national marketing campaign, the Company will launch initially with a focus on a select number of acquired programs while continuing to develop its two targeted in-house projects and broadening the sales, both domestically and internationally, of its already existing content library. The Company is also concentrating on the virtual FX media market with projects pertaining to virtual television.

As of February 15, 2019, the Company has also produced 10 episodes of the TV Series "Before The Fame," with more episodes planned.

5) Issuer's Facilities

The goal of this section is to provide investors with a clear understanding of all assets, properties or facilities owned, used or leased by the issuer and the extent in which the facilities are utilized.

In responding to this item, please clearly describe the assets, properties or facilities of the issuer. Describe the location of office space, data centers, principal plants, and other property of the issuer and describe the condition of the properties. Specify if the assets, properties, or facilities are owned or leased and the terms of their leases. If the issuer does not have complete ownership or control of the property, describe the limitations on the ownership.

None

6) All Officers, Directors, and Control Persons of the Company

Using the table below, please provide information, as of the period end date of this report, regarding all officers and directors of the company, or any person that performs a similar function, regardless of the number of shares they own.

In addition, list all individuals or entities controlling 5% or more of any class of the issuer's securities.
If any insiders listed are corporate shareholders or entities, provide the name and address of the person(s) beneficially owning or controlling such corporate shareholders, or the name and contact information (City, State) of an individual representing the corporation or entity. Include Company Insiders who own any outstanding units or shares of any class of any equity security of the issuer.

The goal of this section is to provide investors with a clear understanding of the identity of all the persons or entities that are involved in managing, controlling or advising the operations, business development and disclosure of the issuer, as well as the identity of any significant or beneficial owners.

Names of All Officers, Directors, and Control Persons	**Affiliation with Company (e.g. Officer Title /Director/Owner of 5% or more)**	**Residential Address (City / State Only)**	**Number of shares owned**	**Share type/class**	**Ownership Percentage of Class Outstanding**	**Names of control person(s) if a corporate entity**
Mike Sherman	CEO/Sole Director	Riverview, FL	18,700,000	Common	72.90%	______
______	______	______	______	______	______	______
______	______	______	______	______	______	______
______	______	______	______	______	______	______
______	______	______	______	______	______	______

Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, log in to www.OTCIQ.com to update your company profile.

7) Legal/Disciplinary History

A. Identify and provide a brief explanation as to whether any of the persons or entities listed above in Section 6 have, <u>in the past 10 years</u>:

1. Been the subject of an indictment or conviction in a criminal proceeding or plea agreement or named as a defendant in a pending criminal proceeding (excluding minor traffic violations);

<u>No</u>

2. Been the subject of the entry of an order, judgment, or decree, not subsequently reversed, suspended or vacated, by a court of competent jurisdiction that permanently or temporarily enjoined, barred, suspended or otherwise limited such person's involvement in any type of business, securities, commodities, financial- or investment-related, insurance or banking activities;

<u>No</u>

3. Been the subject of a finding, disciplinary order or judgment by a court of competent jurisdiction (in a civil action), the Securities and Exchange Commission, the Commodity Futures Trading Commission, a state securities regulator of a violation of federal or state securities or commodities law, or a foreign regulatory body or court, which finding or judgment has not been reversed, suspended, or vacated;

No

4. Named as a defendant or a respondent in a regulatory complaint or proceeding that could result in a "yes" answer to part 3 above; or

No

5. Been the subject of an order by a self-regulatory organization that permanently or temporarily barred, suspended, or otherwise limited such person's involvement in any type of business or securities activities.

No

6. Been the subject of a U.S Postal Service false representation order, or a temporary restraining order, or preliminary injunction with respect to conduct alleged to have violated the false representation statute that applies to U.S mail.

No

B. Describe briefly any material pending legal proceedings, other than ordinary routine litigation incidental to the business, to which the issuer or any of its subsidiaries is a party to or of which any of their property is the subject. Include the name of the court or agency in which the proceedings are pending, the date instituted, the principal parties thereto, a description of the factual basis alleged to underlie the proceeding and the relief sought. Include similar information as to any such proceedings known to be contemplated by governmental authorities.

None

8) Third Party Service Providers

Provide the name, address, telephone number and email address of each of the following outside providers. You may add additional space as needed.
Confirm that the information in this table matches your public company profile on www.OTCMarkets.com. If any updates are needed to your public company profile, update your company profile.
Securities Counsel (must include Counsel preparing Attorney Letters).

Name: Robert Laskowski
Address 1: 520 SW Yamhill, Suite 600
Address 2: Portland, OR 97204
Phone: 503-222-3531
Email: rcl@roblaw.us

_____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

Accountant or Auditor

Name: John DellaDonna
Firm: JDDACPA LLC
Address 1: 3131 Piedmont Ave Ste 203
Address 2: Atlanta, Ga 30305
Phone: 404-826-3902
Email: jaydeecpa@aol.com

Firm: JDDACPA LLC
Address 1: 3131 Piedmont Ave Ste 203
Address 2: Atlanta, Ga 30305
Phone: 404-826-3902
Email: jaydeecpa@aol.com

Address 2: _____
Phone: _____
Email: _____

Investor Relations

Name: _____
Firm: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

All other means of Investor Communication:

X (Twitter): _____
Discord: _____
LinkedIn _____
Facebook: _____
[Other] _____

Other Service Providers
Provide the name of any other service provider(s) that **that assisted, advised, prepared, or provided information with respect to this disclosure statement**. This includes counsel, broker-dealer(s), advisor(s), consultant(s) or any entity/individual that provided assistance or services to the issuer during the reporting period.

Name: _____
Firm: _____
Nature of Services: _____
Address 1: _____
Address 2: _____
Phone: _____
Email: _____

9) Disclosure & Financial Information

A. This Disclosure Statement was prepared by (name of individual):

Name: **John DellaDonna**
Title: **CPA**
Relationship to Issuer: None

B. The following financial statements were prepared in accordance with:

☐ IFRS
X U.S. GAAP

C. The following financial statements were prepared by (name of individual):

Name: **John DellaDonna**
Title: **CPA**
Relationship to Issuer: None

Title: ______
Relationship to Issuer: ______
Describe the qualifications of the person or persons who prepared the financial statements:[5] **Over fifty years in the field of taxation, audits, reviews and compilations.**

Provide the following qualifying financial statements:

- Audit letter, if audited;
- Balance Sheet;
- Statement of Income;
- Statement of Cash Flows;
- Statement of Retained Earnings (Statement of Changes in Stockholders' Equity)
- Financial Notes

Financial Statement Requirements:
- Financial statements must be published together with this disclosure statement as one document.
- Financial statements must be "machine readable". Do not publish images/scans of financial statements.
- Financial statements must be presented with comparative financials against the prior FYE or period, as applicable.
- Financial statements must be prepared in accordance with U.S. GAAP or International Financial Reporting Standards (IFRS) but are not required to be audited.

[5] The financial statements requested pursuant to this item must be prepared in accordance with US GAAP or IFRS and by persons with sufficient financial skills.

10) Issuer Certification

Principal Executive Officer:

The issuer shall include certifications by the chief executive officer and chief financial officer of the issuer (or any other persons with different titles but having the same responsibilities) in each Quarterly Report or Annual Report.

The certifications shall follow the format below:

I, Mike Sherman certify that:

1. I have reviewed this Disclosure Statement for UNIVERSAL MEDIA GROUP, INC.;

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

September 16, 2024 [Date]

/s/ Mike Sherman [CEO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

Principal Financial Officer:

I, Mike Sherman certify that:

1. I have reviewed this Disclosure Statement for UNIVERSAL MEDIA GROUP, INC.

2. Based on my knowledge, this disclosure statement does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement; and

3. Based on my knowledge, the financial statements, and other financial information included or incorporated by reference in this disclosure statement, fairly present in all material respects the financial condition, results of operations and cash flows of the issuer as of, and for, the periods presented in this disclosure statement.

September 16, 2024 [Date]

/s/ Mike Sherman [CFO's Signature]

(Digital Signatures should appear as "/s/ [OFFICER NAME]")

UNIVERSAL MEDIA GROUP, INC.

BALANCE SHEETS

UNAUDITED

		July 31, 2024		April 30, 2024
ASSETS				
CURRENT ASSETS				
Cash	$	651	$	1,068
Prepaid expenses		3,149		3,149
Total current assets		3,800		4,217
PROPERTY & EQUIPMENT		16,116		16,906
OTHER ASSETS				
Intellectual property-broadcast episodes		1,974,997		1,974,997
Total assets	$	1,994,913	$	1,996,120
LIABILITIES AND STOCKHOLDERS' DEFICIENCY				
CURRENT LIABILITIES				
Accrued interest	$	1,153,231	$	1,117,343
Accrued consulting services		30,000		30,000
Loans payable-related parties		27,734		22,234
Notes payable-related party		1,716,485		1,716,485
Notes payable-third parties		60,000		60,000
SBA PPP Loan		217,065		218,358

Total current liabilities	3,204,515	3,164,420
LONG-TERM LIABILITIES	-	-
STOCKHOLDERS' (DEFICIENCY)		
Common stock; 100,000,000 shares authorized, $.00001 par value, as of July 31, 2024 and April 30, 2024, there are 26,793,141 and 26,693,141 shares outstanding, respectively	268	267
Additional paid-in capital	863,705	858,706
Accumulated deficit	(2,073,575)	(2,027,273)
Total stockholders' (deficiency)	(1,209,602)	(1,168,300)
Total liabilities and stockholders' (deficiency)	$ 1,994,913	$ 1,996,120

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

UNIVERSAL MEDIA GROUP, INC.

STATEMENTS OF OPERATIONS

For the three months ended July 31, 2024 and 2023

UNAUDITED

	July 31, 2024	July 31, 2023
Revenue:		
Media and production	$ -	$ -
Total revenue	-	-
Operating Expenses:		
Salaries	-	5,000
Stock-based compensation	5,000	75,000
Filing & transfer fees	-	928
Office expense	96	163
Production expenses	2,300	9,050
Professional fees	775	2,500
Travel & entertainment	-	97
Website and internet fees	727	472
Depreciation expense	790	790
Other operating expenses	726	2,398

Total operating expenses		10,414		96,398
Loss from operations		(10,414)		(96,398)
Other income (expenses):				
Interest income		-		5
Interest expense		(35,888)		(35,833)
Total other income (expenses)		(35,888)		(35,828)
Loss before provision for income taxes		(46,302)		(132,226)
Provision for income taxes		-		-
Net loss	$	(46,302)	$	(132,226)
Basic and diluted loss per common share	$	(.01)	$	(.01)
Weighted average common shares outstanding-basic and diluted		26,746,474		26,278,361

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

UNIVERSAL MEDIA GROUP, INC.

STATEMENTS OF CASH FLOWS

For the three months ended July 31, 2024 and 2023

UNAUDITED

	July 31, 2024		July 31, 2023	
OPERATING ACTIVITIES				
Net loss	$	(46,302)	$	(132,226)
Adjustments to reconcile net income to net cash used in operating activities:		790		790
Depreciation expense		5,000		75,000
Changes in operating assets and liabilities:				
Accrued interest		35,888		35,833
Net cash used in operating activities		(4,624)		(20,603)
INVESTING ACTIVITIES				
Net cash used in investing activities		-		-
FINANCING ACTIVITIES				
Proceeds from loans, related party		5,500		1,300
Payments on notes payable		(1,293)		(2,535)

Net cash provided (used) by financing activities		4,207		(1,235)
NET (DECREASE) IN CASH		(417)		(21,838)
CASH BALANCE, BEGINNING OF PERIOD		1,068		76,314
CASH BALANCE, END OF PERIOD	$	651	$	54,476
Supplemental Disclosures of Cash Flow Information:				
Interest paid	$	-	$	-
Income tax paid	$	-	$	-
Non-cash investing and financing activities:				
Issuance of common stock for compensation	$	5,000	$	75,000

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

UNIVERSAL MEDIA GROUP, INC.

STATEMENTS OF STOCKHOLDERS' DEFICIENCY

For the three months ended July 31, 2024 and 2023

UNAUDITED

	Common Stock		Additional Paid in	Accumulated	
	Shares	Amount	Capital	Deficit	Total
Balances at April 30, 2023	26,152,556	$ 262	$749,992	$ (1,679,404)	$ (929,150)
Issuance of common stock for compensation	150,000	1	74,999		75,000
Net loss for the three months ended July 31,2023				(132,226)	(132,226)
Balances at July 31, 2023	26,302,556	$ 263	$824,991	$ (1,811,630)	$ (986,376)

	Common Stock		Additional Paid in	Accumulated	
	Shares	Amount	Capital	Deficit	Total
Balances at April 30, 2024	26,693.141	$ 267	$858,706	$ (2,027,273)	$ (1,168,300)
Issuance of common stock for compensation	100,000	1	4,999		5,000
Net loss for the three months ended July 31,2024				(46,302)	(46,302)
Balances at July 31, 2024	26,793,141	$ 268	$863,705	$ (2,073,575)	$ (1,209,602)

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

UNIVERSAL MEDIA GROUP, INC.

NOTES TO FINANCIAL STATEMENTS

For the three months ended July 31, 2024 and 2023

UNAUDITED

NOTE A – NATURE OF OPERATIONS AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

The Company was incorporated in the state of Minnesota on August 3, 1992 under the name Medical CV, Inc. The Company changed its name to Dalton Industries in December, 2013 and then changed its name to Universal Media Group Inc. in January, 2016. The Company is a leading producer and distributor of both short and long form content, covering a diverse array of genre's, for multiple media platforms. The Company also focuses on the implementation of celebrity based programming through social media and interactive TV.

Through programming created under the Company's banner coupled with targeted program acquisitions and an aggressive national marketing campaign, the Company will launch initially with a focus on a select number of acquired programs while continuing to develop its two targeted in-house projects and broadening the sales, both domestically and internationally, of its already existing content library. The Company is also concentrating on the virtual FX media market with projects pertaining to virtual television.

On September 20, 2015, the control block of 18,700,000 common shares was purchased by William Sherman who became the majority shareholder through his assignee, Future Tech Consulting, Inc. This control block was subsequently acquired by Mike Sherman on February 24, 2016. As of the same date and part of the same agreement, 640 shares of the Company's Series A Convertible Preferred Stock was to be issued to Future Tech Consulting Inc. No shares were issued but Mike Sherman purchased the shares for $2000 on September 30, 2016. On June 19, 2018, these preferred shares were issued to Mike Sherman as well as an additional 999,360 shares in order to enact a poison pill to prevent any hostile takeovers that may not be in the best interests of shareholders.

Basis of Presentation

These unaudited financial statements are presented in United States dollars and have been prepared in accordance with generally accepted accounting principles in the United States of America.

Cash and Cash Equivalents

Investments having an original maturity of 90 days or less that are readily convertible into cash are considered to be cash equivalents. For the periods presented, the Company had no in cash equivalents.

Income Taxes

In accordance with Accounting Standards Codification (ASC) 740 - Income Taxes, the provision for income taxes is computed using the asset and liability method. The asset and liability method measures deferred income taxes by applying enacted statutory rates in effect at the balance sheet date to the differences between the tax basis of assets and liabilities and their reported amounts on the financial statements. The resulting deferred tax assets or liabilities are adjusted to reflect changes in tax laws as they occur. A valuation allowance is provided when it is more likely than not that a deferred tax asset will not be realized.

We expect to recognize the financial statement benefit of an uncertain tax position only after considering the probability that a tax authority would sustain the position in an examination. For tax positions meeting a "more-likely-than-not" threshold, the amount to be recognized in the financial statements will be the benefit expected to be realized upon settlement with the tax authority. For tax positions not meeting the threshold, no financial statement benefit is recognized. As of July 31, 2024, we had no uncertain tax positions. We recognize interest and penalties, if any, related to uncertain tax positions as general and administrative expenses. We currently have no foreign federal or state tax examinations nor have we had any foreign federal or state examinations since our inception. To date, we have not incurred any interest or tax penalties.

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 disclosure of contingent assets and liabilities at the date of the financial statements and reported amounts of revenue and expenses during the reporting periods. Actual results could differ from those estimates.

Financial Instruments and Fair Value of Financial Instruments

We follow ASC Topic 820, *Fair Value Measurements and Disclosures*, for assets and liabilities measured at fair value on a recurring basis. ASC Topic 820 establishes a common definition for fair value to be applied to existing US GAAP that requires the use of fair value measurements that establishes a framework for measuring fair value and expands disclosure about such fair value measurements.

ASC 820 defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Additionally, ASC Topic 820 requires the use of valuation techniques that maximize the use of observable inputs and minimize the use of unobservable inputs. These inputs are prioritized below:

Level 1: Observable inputs such as quoted market prices in active markets for identical assets or liabilities

Level 2: Observable market-based inputs or unobservable inputs that are corroborated by market data

Level 3: Unobservable inputs for which there is little or no market data, which require the use of the reporting entity's own assumptions.

The carrying value of financial assets and liabilities recorded at fair value is measured on a recurring or nonrecurring basis. Financial assets and liabilities measured on a recurring basis are those that are adjusted to fair value each time a financial statement is prepared. Financial assets and liabilities measured on a non-recurring basis are those that are adjusted to fair value when a significant event occurs. Except for derivative liabilities, we had no financial assets or liabilities carried and measured on a recurring or nonrecurring basis during the reporting periods.

Derivative Liabilities

We evaluate convertible notes payable, stock options, stock warrants or other contracts to determine if those contracts or embedded components of those contracts qualify as derivatives to be separately accounted for under the relevant sections of ASC Topic 815-40, *Derivative Instruments and Hedging: Contracts in Entity's Own Equity*.

The result of this accounting treatment could be that the fair value of a financial instrument is classified as a derivative instrument and is marked-to-market at each balance sheet date and recorded as a liability. In the event that the fair value is recorded as a liability, the change in fair value is recorded in the statement of operations as other income or other expense. Upon conversion or exercise of a derivative instrument, the instrument is marked to fair value at the conversion date and then that fair value is reclassified to equity. Financial instruments that are initially classified as equity that become subject to reclassification under ASC Topic 815-40 are reclassified to a liability account at the fair value of the instrument on the reclassification date.

Long-lived Assets

Long-lived assets such as property and equipment and intangible assets are periodically reviewed for impairment. We test for impairment losses on long-lived assets used in operations whenever events or changes in circumstances indicate that the carrying amount of the asset may not be recoverable. Recoverability of an asset to be held and used is measured by a comparison of the carrying amount of an asset to the future undiscounted cash flows expected to be generated by the asset. If such asset is considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset exceeds its fair value. Impairment evaluations involve management's estimates on asset useful lives and future cash flows. Actual useful lives and cash flows could be different from those estimated by management which could have a material effect on our reporting results and financial positions. Fair value is determined through various valuation techniques including discounted cash flow models, quoted market values and third-party independent appraisals, as considered necessary.

Equity Instruments Issued to Non-Employees for Acquiring Goods or Services

Issuances of our common stock or warrants for acquiring goods or services are measured at the fair value of the consideration received or the fair value of the equity instruments issued, whichever is more reliably measurable. The measurement date for the fair value of the equity instruments issued to consultants or vendors is determined at the earlier of (i) the date at which a commitment for performance to earn the equity instruments is reached (a "performance commitment" which would include a penalty considered to be of a magnitude that is a sufficiently large disincentive for nonperformance) or (ii) the date at which performance is complete.

Although situations may arise in which counter performance may be required over a period of time, the equity award granted to the party performing the service may be fully vested and non-forfeitable on the date of the agreement. As a result, in this situation in which vesting periods do not exist if the instruments are fully vested on the date of agreement, we determine such date to be the measurement date and will record the estimated fair market value of the instruments granted as a prepaid expense and amortize such amount to expense over the contract period. When it is appropriate for us to recognize the cost of a transaction during financial reporting periods prior to the measurement date, for purposes of recognition of costs during those periods, the equity instrument is measured at the then-current fair values.

Related Parties

A party is considered to be related to us if the party directly or indirectly or through one or more intermediaries, controls, is controlled by, or is under common control with us. Related parties also include our principal owners, our management, members of the immediate families of our principal owners and our management and other parties with which we may deal if one party controls or can significantly influence the management or operating policies of the other to an extent that one of the transacting parties might be prevented from fully pursuing its own separate interests. A party which can significantly influence the management or operating policies of the transacting parties, or if it has an ownership interest in one of the transacting parties and can significantly influence the other to an extent that one or more of the transacting parties might be prevented from fully pursuing its own separate interests, is also a related party.

Revenue Recognition

Revenue from product sales will be recognized when all of the following criteria are met: (1) persuasive evidence of an arrangement exists, (2) the price is fixed or determinable, (3) collectability is reasonably assured, and (4) delivery has occurred.

Advertising Costs

Advertising costs are expensed as incurred. For the periods presented, we had advertising costs of $99 and $0, respectively.

Loss per Share

We compute net loss per share in accordance with FASB ASC 260. The ASC specifies the computation, presentation and disclosure requirements for loss per share for entities with publicly held common stock.

Basic loss per share amounts is computed by dividing the net loss by the weighted average number of common shares outstanding. Diluted net loss per common share is computed on the basis of the weighted average number of common shares and dilutive securities (such as stock options, warrants and convertible securities) outstanding. Dilutive securities having an anti-dilutive effect on diluted net loss per share are excluded from the calculation.

Recently Enacted Accounting Standards

In May 2014, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update (ASU) No. 2014-09, Revenue from Contracts with Customers, which supersedes nearly all prior revenue recognition guidance under U.S. GAAP. The core principle of ASU 2014-09 is to recognize revenues when promised goods or services are transferred to customers in an amount that reflects the consideration to which an entity expects to be entitled for those goods or services. ASU 2014-09 defines a five-step process to achieve this core principle and, in doing so, more judgment and estimates may be required within the revenue recognition process than are required under prior U.S. GAAP. As amended by the FASB in July 2015, the standard became effective for annual periods beginning after December 15, 2017, and interim periods therein. ASU 2014-09 has had no impact on our Financial statements for the periods presented.

In March 2016, the FASB issued ASU No. 2016-08, Revenue from Contracts with Customers (Topic 606): Principal versus Agent Considerations, to clarify the implementation guidance on principal versus agent considerations and address how an entity should assess whether it is the principal or the agent in contracts that include three or more parties. The effective date and transition requirements for these amendments are the same as the effective date and transition requirements of ASU 2014-09 (discussed above). ASU 2016-08 has had no impact on our Financial statements for the periods presented.

In April 2016, the FASB issued ASU No. 2016-10, Revenue from Contracts with Customers (Topic 606): Identifying Performance Obligations and Licensing, to clarify the following two aspects of Topic 606: 1) identifying performance obligations, and 2) the licensing implementation guidance. The effective date and transition requirements for these amendments are the same as the effective date and transition requirements of ASU 2014-09 (discussed above). ASU 2016-10 has had no impact on our financial statements for the periods presented.

On July 13, 2017, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update ("ASU") 2017-11. Among other things, ASU 2017-11 provides guidance that eliminates the requirement to consider "down round" features when determining whether certain financial instruments or embedded features are indexed to an entity's stock and need to be classified as liabilities. ASU 2017-11 provides for entities to recognize the effect of a down round feature only when it is triggered and then as a dividend and a reduction to income available to common stockholders in basic earnings per share. The guidance is effective for annual periods beginning after December 15, 2018.

NOTE B - GOING CONCERN

Under ASC 205-40, we have the responsibility to evaluate whether conditions and/or events raise substantial doubt about our ability to meet our future obligations as they become due within one year after the date the financial statements are issued. As required by this standard, our evaluation shall initially not take into consideration the
potential mitigating effects of our plans that have not been fully implemented as of the date the financial statements are issued.

In performing the first step of this assessment, we concluded that the following conditions raise substantial doubt about our ability to meet our financial obligations as they become due. As of July 31, 2024, the Company had cash of $651, total current liabilities of $3,204,515 and negative working capital of $3,200,715. For the three months ended July 31, 2024, we incurred a net loss of $46,302.

In performing the second step of this assessment, we are required to evaluate whether our plans to mitigate the conditions above alleviate the substantial doubt about our ability to meet our obligations as they become due within one year after the date that the financial statements are issued. Our future plans include securing additional funding sources.

There is no assurance that sufficient funds required during the next year or thereafter will be generated from operations or that funds will be available through external sources. The lack of additional capital resulting from the inability to generate cash flow from operations or to raise capital from external sources would force the Company to substantially curtail or cease operations and would, therefore, have a material effect on the business. Furthermore, there can be no assurance that any such required funds, if available, will be available on attractive terms or that they will not have a significant dilutive effect on the Company's existing shareholders. We have therefore concluded there is substantial doubt about our ability to continue as a going concern through July 2025.

The accompanying consolidated financial statements have been prepared on a going-concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. The accompanying unaudited financial statements do not include any adjustments to reflect the possible future effects on the recoverability and classification of assets or the amounts and classification of liabilities that may result from the outcome of the uncertainty related to our ability to continue as a going concern.

NOTE C – PROPERTY AND EQUIPMENT

Property and equipment is summarized as follows:

		July 31, 2024		April 30, 2024
Property and equipment	$	32,590	$	32,590
Less: Accumulated depreciation		(16,474)		(15,684)
Property and Equipment- net	$	16,116	$	16,906

Depreciation expense for the three months ended July 31, 2024 and 2023 was $ 790 and $ 790, respectively.

NOTE D – OTHER ASSETS-FILMS AND BROADCAST EPISODES

The Company uses the methodology provided by SOP 00-02, *Accounting by Producers or Distributors of Films.*
Revenue recognition is realized from a sale or licensing arrangement only when all of the following conditions are met:

1. Persuasive evidence exists of a sale or licensing arrangement with a customer.

2. The film is complete and, in accordance with the terms of the arrangement has been delivered

3. The license period for the arrangement has been started .
4. The arrangement fee is fixed or determinable.
5. Collection of the arrangement fee is reasonably assured.

Amortization of capitalized film cost and accrued expenses of participation costs commences when the film is released and the Company begins to recognize revenue from the film.

NOTE E – NOTES PAYABLE-RELATED PARTY

As of January 31, 2020, the Company has a note payable aggregating $1,601,397 owed to Mike Sherman, CEO, for the purchase of 127 episodes of "On the Mike", a television show. This debt was executed on September 29, 2015 and accrues interest at the rate of 8% per annum. Mr. Sherman also is owed $53,078 in other debt.

Mike Sherman is also owed $29,250 via a convertible note payable for the Company's purchase of state-of-the-art television production equipment. This debt was executed on September 20, 2015 and accrued interest at the rate of 8% per annum.

Mike Sherman is owed $22,286 via a convertible note payable for funding of general operations. This debt was executed on September 20, 2015 and accrues interest at the rate of 8% per annum.

As of July 31, 2024 and April 30, 2024, notes payable related party are $ 1,716,485, respectively.

NOTE F – NOTES PAYABLE-THIRD PARTIES

As of April 30, 2017, the Company owed $14,517 via a convertible note payable originally issued on April 17, 2011 to Stoneride Investments for funding of general operations. The amount owing is unsecured, non-interest bearing, and due on demand. On

September 15, 2015, the original note was amended to provide that the conversion rate at which this note may be converted is to be changed from $0.00001 to $0.0001 per share.

William Sherman is owed $20,000 via convertible notes payable for funding of general operations. One note was executed for $10,000 on April 21, 2016 and one for $10,000 on June 1, 2016. Each note accrues interest at the rate of 8% per annum.

As of April 30, 2017, the Company owed $20,000 to Claude Labrasca via a convertible note payable for funding of general operations. The note accrues interest at the rate of 10% per annum.

As of June 2, 2017, the Company owed $25,000 to Claude Labrasca via a convertible note payable for funding of general operations. The note accrues interest at the rate of 10% per annum.

As of July 1, 2017, the Company owed $2,500 per month for 12 months to Paul Khan via a Consulting and Services Agreement. If the amount is not paid, a convertible note is to be issued for the balance. Twelve such notes are now due. The note accrues interest at the rate of 8% per annum and converts at a 65% discount to market upon maturity.

As of August 4, 2017, the Company owed $21,000 to Gianna Jordan LLC via a convertible note payable for funding of general operations. The note accrues interest at the rate of 10% per annum.

As of October 25, 2017, the Company owed $10,000 to William Sherman via a convertible note payable for funding of general operations. The note accrues interest at the rate of 10% per annum. Converted to 251,985 shares of common stock during the six months period ended October 31, 2022.

As of December 5, 2017, the Company owed $10,000 to Claude Labrasca via a convertible note payable for funding of general operations. The note accrues interest at the rate of 10% per annum.

As of May 17, 2018, the Company owed $30,000 to Mark Baldwin via a convertible note payable for funding of general operations. The note accrues interest at the rate of 8% per annum.

As of April 10, 2019, the Company owed $80,000 to Harvey Vechery via a convertible note payable for funding of general operations. The note accrues interest at the rate of 8% per annum.

On June 23, 2020, the Company applied and accepted a Paycheck Protection Program loan from the SBA in the amount of $228,700.

This loan is expected to be forgiven by the rules of the SBA administration.

On August 9, 2021, the Company issued 798,676 common shares for debt in the amount of $21,000 and accrues interest in the amount of $8,413.

On August 20, 2021, the Company issued 1,030,780 common shares for debt in the amount of $115,000 and accrued interest in the amount of $44,061.

On August 1, 2022, the Company issued 251,985 common shares for debt in the amount of $10,000 and accrued interest in the amount of $4,750.

As of October 31, 2022 and April 30, 2022, loans payable third parties are $0 and $10,000, respectively.

On November 1, 2022, a third party individual loaned the Company $30,000.

On November 13, 2023, a third party individual loaned the Company $30,000.

As of July 31, 2024 and April 30, 2023, notes payable third parties are $60,000 and $60,000, respectively.

NOTE F – SUBSEQUENT EVENTS

As of September 1, 2024, the Company hired a marketing consultant and an executive producer for a television show. Agreements are being finalized.