NEW GENERATION CONSUMER GROUP, INC.

(f/k/a as United music & Media Group, Inc.)

CONSOLIDATED FINANCIAL STATEMENTS

of its wholly owned subsidiary known as

Monster Marketing Group, Inc.

For the year ending

DECEMBER 31, 2014

(UNAUDITED)

# TABLE OF CONTENTS

INDEPENDENT AUDITOR'S REPORT	3
FINANCIAL STATEMENTS	
Consolidated Balance Sheet.	4
Consolidated Statement of Income	5
Consolidated Statement of Cash Flows	6
Consolidated Statement of Shareholders' Equity	7
Notes to Financials	8

# INDEPENDENT ACCOUNTANT'S REPORT

To the Board of Directors New Generation Consumer Group, Inc. Los Angeles, CA

We have reviewed the accompanying balance sheet of New Generation Consumer Group, Inc, for the year ended December 31, 2014 and the related statement of income, retained earnings and cash flows for the period then ended. These financial statements are the responsibility of the company's management. Our responsibility is to express an opinion on these financial statements based on our review.

We conducted our review in accordance with standards generally accepted in the United States of America. Those standards require that we plan and perform the review to obtain reasonable assurance about whether the financial statements are free of material misstatement. A review includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall balance sheet presentation. We believe that our review provides a reasonable basis for our opinion.

In our opinion, the financial statements sheet referred to previously present fairly, in all material respects, the financial position of New Generation Consumer, Inc., for the year ended December 31, 2014, and the results its operations and its cash flows for the year then ended in conformity with accounting principles generally accepted in the United States of America.

The Joshua Management Group, LLC Sherman Oaks, California 818.787.5547 - office February 26, 2015

# NEW GENERATION CONSUMER GROUP, INC.

# Consolidated Balance Sheet As of December 31, 2014 (unaudited)

# **ASSETS**

Current assets:  Cash and cash equivalents Accounts receivables Merchandise inventory Prepaid Expenses Total Current Assets	\$ 94,893 275,380 54,225 <u>46,725</u> 471,223
Fixed assets:  Autos and Trucks Office equipment Accumulated depreciation Total Fixed assets	\$ 8,123 45,202 (12,714) 40,611
Total Assets	\$ <u>511,834</u>
LIABILITIES AND SHAREHOLDERS' EQUITY	
Current Liabilities: Accounts payable	5,575
Long Term Liabilities: Note payable	200,000
Total Liabilities	205,575
Shareholders' Equity: Preferred stock A-1 \$0.001 par value; 1,000,000 shares issued and outstanding: A-2 no par value; 1,000,000 shares issued and outstanding Common stock	
\$0.001 par value; 2,000,000 shares authorized; 55,808,753 shares issued and outstanding Additional paid-in capital Retained deficit Total Shareholders' Equity	1,030,261 0 (724,002) <u>306,259</u>
Total Liabilities & Shareholders' Equity equity	\$ <u>511,834</u>

# NEW GENERATION CONSUMER GROUP, INC. Consolidated Statement of Income December 31, 2014 (unaudited)

Gross revenues Costs and expenses Cost of Goods Sold Gross Profit	\$ 913,249 <u>39,952</u> 873,297
Expenses General and administrative Wages and Salaries	538,141 154,495
Total Expenses	692,636
Net Income (before taxes)	\$ 180,661
Provision for Income Taxes	27,500
Net Income	\$ <u>153,161</u>

# NEW GENERATION CONSUMER GROUP, INC. Consolidated Statement of Cash Flows December 31, 2014

Cash flows from operating activities:	\$ 153,161
Net Income	
Adjustments to reconcile net income to net cash	
Provided by operating actives	
Depreciation	(3,126)
(Increase) Decrease current assets	
Accounts receivable	(150,542)
Prepaid expenses	0
Other assets	54,290
Increase (Decrease) current liabilities	
Account payable	10,893
Accrual liabilities	0
Accrued pension liabilities	0
Net cash used in operating activities	64,676
Cash flows from investing activities	
Purchase of property and equipment	(53,335)
Net proceeds from sale of property and equipment	0
Net cash used in investing activities	0
Cash flows from financing activities	
Acquisition adjustment	(58,968)
Cash dividend paid	0
Net cash used in financing activities	(58,968)
Net increase (decrease) in cash and cash equivalents	\$ 0
Cash and cash equivalents at beginning of period	<u>16,090</u>
Cash and cash equivalents at end of period	\$ 27,431

# NEW GENERATION CONSUMER GROUP, INC. Consolidated Statement of Changes in Shareholders' Equity December 31, 2014 (unaudited)

	Common Stock		Additional Paid	Accumulated		
	Shares 1	Par Value	In Capital	Deficit	Total	
	#	\$	\$	\$	\$	
Balance - Sept. 30, 2014	1,602,350,6	30 0.001	(0)	(14,658)	106,339	
Balance- Dec. 31, 2014	4 55,808,73	53 0.001	(0)	(199,920)	306,259	

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDING DECEMBER 31, 2014 (unaudited)

#### NOTE 1. NATURE OF OPERAITONS

New Generation Consumer Group, Inc. (the "Company" or "NGCG"), is a Delaware corporation headquartered in Whittier, California, which operates by and through its wholly owned subsidiary Monster Marketing Group, Inc. The Company develops, markets, sells, and distributes a wide variety of consumable products to consumers here in North America with plans to expand sales across the globe. Each division within NGCG, has a line of branded products developed and ready to go to market to be sold to the consumer. The "Mucho Macho<sup>TM</sup>" Michelada Division features "Mucho Macho<sup>TM</sup>" Michelada Mix as its feature product and brand, VIP Spirits will feature "Excuse®" as a featured product and brand with the first line of Spirits under the "Excuse®" brand being a Top Shelf Liqueur infused Premium Vodka in a variety of different flavors. Each division includes a featured brand with plans to build upon each brand with additional products as well future add on product lines within the divisions.

#### NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING PRACTICES

#### Accounting Policies and Procedures are listed below:

The Company has adopted a December 31st year end.

## **Accounting Basis**

These financial statements are prepared on the accrual basis of accounting in conformity with accounting principles generally accepted (GAAP) in the United States of America.

#### Cash and Cash Equivalents

For the purpose of the financial statements cash equivalents include all highly liquid investments with an original maturity of three months or less.

#### Fair Value of Financial Instruments

The carrying amount of cash, accounts payable and notes payable is considered to be representative of its fair value because of the short-term nature of this financial instrument.

### Earnings (Loss) per Share

The basic earnings (loss) per share are calculated by dividing the Company's net income available to common shareholders by the weighted average number of common shares outstanding during the year. The diluted earnings (loss) per share are calculated by dividing the Company's net income (loss) available to common shareholders by the diluted weighted average number of shares outstanding during the year. The diluted weighted average number of shares

outstanding is the basic weighted number of shares adjusted as of the first of the year for any potentially dilutive debt or equity. There are no diluted shares outstanding.

#### Dividends

The Company has not adopted any policy regarding payment of dividends. No dividends have been paid during the period shown.

#### Income Taxes

The Company provides for income taxes in accordance with ASC 740 – Income Taxes. ASC 740 requires the use of an asset and liability approach in accounting for income taxes.

ASC 740 requires the reduction of deferred tax assets by a valuation allowance if, based on the weight of available evidence, it is more likely than not that some or all of the deferred tax assets will not be realized. No provision for income taxes is included in the statement due to its immaterial amount, net of the allowance account, based on the likelihood of the Company to utilize the loss carry-forward.

### 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 the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

## Revenue and Cost Recognition

The Company has no current source of revenue; therefore the Company has not yet adopted any policy regarding the recognition of revenue or cost.

#### **NOTE 3. INCOME TAXES**

There is no income tax provision for the year due to the change in valuation allowance. The difference between the effective rate and the statutory rate is the result of the change in the valuation allowance.

#### **NOTE 4. GOING CONCERN**

The Company's financial statements are prepared using generally accepted accounting principles in the United States of America applicable to a going concern which contemplates the realization of assets and liquidation of liabilities in the normal course of business. For the year ended December 31, 2014, the Company had gross revenues of \$913,249.00. The ability of the Company to continue as a going concern is dependent on continued expansion and raising capital

to fund its business plan. The accompanying financial statements do not include any adjustments that might be necessary if the Company is unable to continue as a going concern.

#### NOTE 5. RELATED PARTY

There are no related party transactions.

### NOTE 6. STOCKHOLDERS' EQUITY (DEFICIT)

#### Common Stock

At the period ending December 31, 2014, the Company had 2,000,000,000. authorized and 55,808,753. issued and outstanding common shares with a par value of \$0.001. Please refer to note 9 for a detailed summary.

On September 9, 2014, the Company amended its Article of Incorporation with the State of Delaware and changed its name from United Music & Media Group, Inc. On September 19, 2014, the Company amended its Article of Incorporation with the State of Delaware and enacted a one thousand for one reverse stock split, approved by FINRA and made effective October 6, 2014, along with the above-mentioned name change and a symbol change UMMG to NGCG. The financial statements have not been adjusted to reflect this reverse stock split, but same is discussed in the below subsequent events section.

### Change of control

Conversion of Notes into Shares

The Company did not convert any notes into shares during this time period.

**Issuing of Preferred Stock** 

The Company did not have any outstanding Preferred shares during this time period.

## **NOTE 7. CONTINGENCIES**

On August 13, 2014, the Company entered into a settlement agreement to dismiss a state court lawsuit with an unrelated party and as a result thereto did issue a Convertible Note in the principal amount of \$200,000.00 at 4% per annum with interest whereby the Company was to make monthly principal and interest payments of \$17,333.33. As of September 30, 2014, no payments were made to the Holder and the Company was in default on the Convertible Note.

## NOTE 8. CAPITAL STRUCTURE

New Generation Consumer Group, Inc. is incorporated under the law of the State of Delaware. On September 9, 2014, the Company amended its Article of Incorporation with the State of Delaware and changed its name from United Music & Media Group, Inc. On September 19, 2014, the Company amended its Article of Incorporation with the State of Delaware and enacted a One Thousand for One reverse stock split, later approved by FINRA along with the abovementioned name change and a symbol change UMMG to NGCG. had 2,000,000,000.

authorized and 1,602,350,630 issued and outstanding common shares with a par value of \$0.001; On August 6, 2014, the Company abolishing all Series A Preferred Shares with the State of Delaware. On September 22, 2014, the Company was assigned a new Cusip from the Cusip Bureau.

#### NOTE 9. EVENTS OF 2014

On October 6, 2014, the reverse stock split was made effective along with the above-mentioned name change and a symbol change from UMMG to NGCG.

On October 27, 2014 the Company received a demand letter from three claimholders for monies due under the August 13, 2014 \$200,000.00 convertible note. On November 4, 2014, a Complaint was filed in the Circuit Court of the Seventeenth Judicial Circuit in and for Broward County, Florida by the three claimholders against the Company wherein these creditors sought judgment for damages arising from outstanding debts owed by the Company. On November 6, 2014, the Company entered into a Settlement Agreement with the three claimholders to resolve the convertible note.

On November 17, 2014 a fairness hearing was conducted pursuant to Section 3(a)(10) of the Securities Act of 1933 and the Court entered an Agreed Order Approving Settlement Agreement and Stipulation for Dismissal. This Court Order provided amongst other items for the issuance of non restricted shares of common stock pursuant to Section 3(a)(10) of the Act that could be resold by the individual three claimholders without regard to the statutory guidelines of Reg. § 230.144, also known as Rule 144, under the Securities Act of 1933, as amended, so long as the Shares are issued in a manner which would not result in the individual claimholder owning more than 9.99% of all the Company's common stock on such date, as determined in accordance with Section 16 of the Securities and Exchange Act of 1934, as amended, and the regulations promulgated thereunder.

On October 27, 2014, the symbol officially changed from NGCG from UMMG. As of the

As of December 31, 2014, the Company has 55,808,753. issued and outstanding common shares with 2,000,000,000. authorized, with a par value of \$0.001;

As of November 21, 2014, there were 1,000,000. Series A-1 Preferred shares issued and outstanding common shares with 1,000,000. authorized that carry no voting rights, with a par value of \$0.001;

As of November 21, 2014, there were 1,000,000 Series A-2 Preferred shares issued and outstanding common shares with 1,000,000. that carry a 3,000 for 1 share supper voting right without any conversion rights;

As of the November 21, 2014, the Company's Public Float is 12,080,342. shares.