

Report for January-September 2021

Letter from the Chairman of the Board

We hereby file the UCP Quarterly Report for Q3 2021. The complete report can be viewed [here](#). In addition to the report, we want to highlight the following in the UCP group development.

Net revenues

Net revenues are higher the nine months ending September 30, 2021, compared to the same period last year (+33%). The growth has however been weaker the last quarter than the first six months. The increase is mainly a result of last years' drastic market downturn due to the Covid-19 pandemic and the gradually growing marketing activity among our clients in this year, as well as new client contracts entered into during the period. The market recovery is ongoing. This said, the market is still from time to time affected by changes in the status of the pandemic and there is an uncertainty among clients to plan long-term and enter long-term media services contracts. We have despite this succeeded to close several new client contracts that will start running in year 2022. The focus on sales prevail in the Company's entities.

Gross profit and result of operations

Gross profit has increased 20% year to date compared to the same period 2020. The Gross profit margin during the first nine months of the year is 9,5% compared to 10.5% last year. The decrease is a result of price pressure in a competitive market.

The operations generated a loss of \$382,000 the nine months ended September 30, 2021, compared to a loss of \$323,000 the same period last year. The selling, general and administrative expenses of the operations have increased 20% compared with the same period in year 2020, which is primarily explained by lower staff costs than normal last year due to staff being on furlough. This year we have not had any staff on furlough. The selling, general and administrative expenses share of net revenues has decreased from 11.7% the first nine months of year 2020 to 10.6% this year, which verifies the result of our focus on sales and efficient operations. We are currently reviewing our organization set-up and staffing with the aim of strengthening our offering. The clients' focus on digital vehicles for marketing has intensified. The Company is consequently continuing to invest in its topp-of-class digital resources and broadening its digital services. The Company sales of digital services is growing.

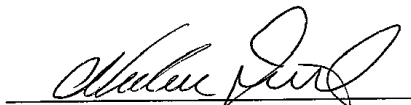
Loss before taxes and minority interest

Loss before taxes and minority interest year to date is \$524,000 compared to a loss of \$407,000 in 2020. The loss available to shareholders by September 30, 2021, is \$499,000.

We continue our strategy of development and sales of new and current services while maintaining our focus on remaining front runner in data driven digital media agency services and supporting our clients in attaining their objectives, through the right and creative solutions providing return on their investments. We are convinced this strategy will enable us to fulfil our objective of long-term growth and profitability for the Company. We have now had two tough years and the short-term objective for us now is to turn this around, which is the basis for our business plan the coming period and next year.

As one of the two main shareholders, I also want to inform that none of us, together representing approx. 70% of the shares in UCP, have changed our shareholding during the nine months ended September 30, 2021.

New York, USA, 19th of November 2021



Niclas Fröberg, Chairman of the Board

UNITED COMMUNICATIONS PARTNERS INC

625 Broadway, New York, NY10012, USA

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United Communications Partners Inc. and Subsidiaries
Consolidated Balance Sheets (Unaudited)
(In thousands of USD)

<u>Assets</u>	<u>September 30, 2021</u>	<u>December 31, 2020</u>
Current Assets:		
Cash and cash equivalents	\$ 3,354	\$ 2,490
Accounts receivable, net	6,140	5,046
Costs and estimated earnings in excess of billings on projects in progress	162	430
Value added tax refund receivable	-	-
Prepaid expenses and other current assets	<u>857</u>	<u>614</u>
Total Current Assets	10,513	8,580
Non Current Assets:		
Equipment, net	41	36
Equity investments	(69)	(1)
Financial Assets	246	-
Note receivable	-	-
Goodwill	2,954	2,954
Other intangible assets, net	<u>-</u>	<u>-</u>
Total Non Current Assets	3,172	2,989
Total Assets	\$ <u>13,685</u>	\$ <u>11,569</u>

See notes to the consolidated financial statements.

United Communications Partners Inc. and Subsidiaries
Consolidated Balance Sheets (continued)
(In thousands of USD)

<u>Liabilities</u>	<u>September 30, 2021</u>	<u>December 31, 2020</u>
Current Liabilities:		
Accounts payable	\$ 7,266	\$ 7,125
Accrued expenses and other current liabilities	816	835
Billings in excess of costs and estimated earnings on projects in progress	4,555	2,277
Value added tax payable	162	89
Note payables	1,196	1,244
Advances from related parties	-	-
	<hr/>	<hr/>
Total Current Liabilities	13,995	11,570
Contingent consideration – Tre Kronor	-	-
	<hr/>	<hr/>
Total Liabilities	13,995	11,570
	<hr/>	<hr/>
Non-controlling interest	(16)	5
Commitments and contingencies		
<u>Stockholders' Equity</u>		
Preferred stock \$0.001 per share par value; 100,000,000 authorized; 0 issued and outstanding.	-	-
Common stock \$0.001 per share par value; 2,000,000,000 shares authorized, 1,617,887,264 shares issued, and 1,610,887,264, shares outstanding at December 31, 2020 and at September 30, 2021	1,618	1,618
Additional paid-in capital	9,179	9,179
Accumulated deficit	(11,482)	(10,983)
Treasury Stock, at cost, 7,000,000 shares	(7)	(7)
Accumulated other comprehensive income	398	187
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Total Stockholders' Equity	(294)	(6)
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Total liabilities and stockholders' equity	\$ 13,685	\$ 11,569
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See notes to the consolidated financial statements.

United Communications Partners Inc. and Subsidiaries
Consolidated Statements of Operations (Unaudited)
(In thousands of USD, except for per share amounts)

	For the three months ended September 30,		For the nine months ended September 30,	
	2021	2020	2021	2020
Net revenues	\$ 9,505	\$ 9,360	\$ 32,888	\$ 24,747
Cost of revenues	(8,465)	(8,435)	(29,771)	(22,154)
Gross Profit	1,040	925	3,117	2,593
Selling, general and administrative expenses	(1,048)	(899)	(3,477)	(2,897)
Depreciation and amortization	(7)	(6)	(22)	(19)
Profit (Loss) from operations	(15)	20	(382)	(323)
Other income (expense), net:				
Income from equity investments	(14)	(14)	(61)	(42)
Profit (loss) from disposal of equipment	-	-	-	-
Interest expense	(21)	(16)	(81)	(42)
Total other income (expense), net	(35)	(30)	(142)	(84)
Profit (Loss) before taxes and minority Interest	(50)	(10)	(524)	(407)
Provision for income taxes	-	-	-	-
Net loss (gain) attributable to the Non-Controlling Interest	(6)	(3)	25	11
Profit (Loss) available to common Shareholders	\$ (56)	\$ (13)	\$ (499)	\$ (396)
Profit (Loss) per share – Basic and diluted				
Continuing operations	\$ (-)	\$ (-)	\$ (-)	\$ (-)
Discontinued operations	(-)	(-)	(-)	(-)
Net loss	\$ (-)	\$ (-)	\$ (-)	\$ (-)
Weighted-average shares outstanding:				
Basic and diluted	1,610,887,264	1,610,887,264	1,610,887,264	1,610,887,264

See notes to the consolidated financial statements.

United Communications Partners Inc. and Subsidiaries
Consolidated Statements of Cash Flows (Unaudited)
(In thousands of USD)

	For the Nine Months Ended September 30, 2021	For the Nine Months Ended September 30, 2020
Cash flows from operating activities:		
Net profit (loss)	\$ (499)	\$ (396)
Adjustments to reconcile net loss to net cash used in operating activities:		
Depreciation	22	18
Amortization of intangible assets	-	-
Provision – corporate income tax	(13)	(15)
Income from equity investments	61	-
Non-controlling interests	(25)	(12)
Changes in operating assets and liabilities:		
Accounts receivable	(1,441)	(1,956)
Cost and estimated earnings in excess of billings on projects	238	418
Value added tax refund receivable	79	582
Prepaid expenses and other current assets	(285)	(476)
Financial asset investment in LPI – reclassified from other current assets	(246)	-
Accounts payable	629	(829)
Accrued liabilities	52	(9)
Billings in excess of costs and estimated earnings	2,434	934
Net cash generated from operating activities	1,006	(1,741)
Cash flows from investing activities:		
Net disposal and purchase of equipment	(28)	1
Dividends received from equity investments	-	-
Proceeds from Disposal of interest in Tre Kronor Media Danmark A/S	-	-
Net cash used in investing activities	(28)	1
Cash flows from financing activities:		
Repayments of debt	-	-
Proceeds from debt, net of financing costs	37	803
Net repayments from borrowings from related party	-	-
Net cash provided by financing activities	37	803
Effect of exchange rates on cash from continued operations	(151)	159
Net increase (decrease) in cash	864	(778)
Cash at beginning of period	2,490	3,655
Cash at end of period	\$ 3,354	\$ 2,877
 Supplemental information:		
Cash paid for interest in continued operations	\$ 81	\$ 42

See notes to the consolidated financial statements.

United Communications Partners Inc. and Subsidiaries
Consolidated Statements of Stockholders' Equity and Comprehensive Loss (Unaudited)
For the nine months ended September 30, 2021, and for the year ended December 31, 2020.
(In thousands of USD)

	Common Stock Shares	Common Stock Amount	Treasury Shares	Treasury Shares Amount	Additional Paid-In Capital	Accumulated Deficit	Accumulated Comprehensive Gain (Loss)	TOTAL
Net gain (loss) for the period	-	-	-	-	-	(188)	-	(188)
Foreign currency translation adjustment	-	-	-	-	-	-	(329)	(329)
Comprehensive gain (loss)	-	-	-	-	-	-	-	(517)
Balance at December 31, 2020	1,617,887,264	\$ 1,618	(7,000,000)	\$ (7)	\$ 9,179	\$ (10,983)	\$ 187	\$ (6)

	Common Stock Shares	Common Stock Amount	Treasury Shares	Treasury Shares Amount	Additional Paid-In Capital	Accumulated Deficit	Accumulated Comprehensive Gain (Loss)	TOTAL
Net gain (loss) for the period	-	-	-	-	-	(499)	-	(499)
Foreign currency translation adjustment	-	-	-	-	-	-	211	211
Comprehensive gain (loss)	-	-	-	-	-	-	-	(288)
Balance at September 30, 2021	1,617,887,264	\$ 1,618	(7,000,000)	\$ (7)	\$ 9,179	\$ (11,482)	\$ 398	\$ (294)

See notes to the consolidated financial statements.

United Communications Partners Inc. and Subsidiaries
Notes to the Consolidated Financial Statements

Note 1. Organization and Nature of Business

Organization

United Communications Partners Inc. ("UCP" or the "Company") is a holding company that currently conducts its operations through its wholly owned subsidiary Tre Kronor Media AB, ("TKM" or "Tre Kronor") which was acquired on May 4, 2010, Abrego Spain SL, which was established in November 2010, and Effect Growth Media AB, which was established in August 2013.

Tre Kronor Media & Reklam Stockholm AB changed its registered name to Tre Kronor Media AB on September 11, 2017. Tre Kronor Holding AB changed its registered name to Effect Growth Media AB on March 29, 2019.

Tre Kronor Media AB

On May 4, 2020, the Company completed the acquisition of the issued and outstanding shares of TKM. The acquisition was completed pursuant to a share transfer agreement entered between UCP and the shareholders of TKM.

Abrego Spain SL

In November 2010, the Company established a wholly owned subsidiary in Spain, Abrego Spain SL ("ABSP"), a media company with a capital of Euro 3,010 (approximately \$ 4,100).

Effect Growth Media AB (former Tre Kronor Holding AB)

In August 2013, the Swedish company Tre Kronor Holding AB ("TKH") was established, with a capital of SEK 100,000 (approx. \$15,302). TKH was established with the purpose to handle joint activities and shared services for the group, i.e., administrative and financial services, procurement, shared systems and tools, investments, and growth activities, and started its operations in 2014. On March 29, 2019, Tre Kronor Holding AB changed its registered name to Effect Growth Media AB ("EGM"). The results of operations of EGM (former TKH) have been included in the consolidated statements of operations since May 1, 2014.

Tre Kronor Media Danmark A/S

In February 2013, TKM participated in the establishing of the Danish media company Tre Kronor Media Danmark A/S ("TKMDK"). TKMDK was established with a combined capital of Danish Kroner 500,000, (approximately \$86,200) in which TKM holds a controlling interest of 80%, which is equivalent to DKK 400,000, (approximately \$69,000). On November 23, 2016, TKM acquired further 5% of the shares at nominal value from Howcom AB. As of December 31, 2016, TKM had a controlling interest of 85% in TKMDK, which is equivalent to DKK 425,000 (approximately \$73,270). On January 15, 2018, the CEO and COO of TKMDK received 5% each of the issued and outstanding shares in TKMDK as part of their remuneration package. Subsequently TKM held a controlling interest of 75% in TKMDK, which is equivalent to DKK 375,000, (approximately \$62,000).

As part of a contractual review in January 2021 the Digital director of TKMDK was offered to buy 1% of the issued and outstanding shares in TKMDK from TKM at nominal value, DKK 5,000 (approximately \$830). On January 26, 2021, the Digital director concluded the acquisition and paid for the shares. Subsequently TKM holds a controlling interest of 74% in TKMDK, which is the equivalent to DKK 370,000 (approximately \$61,170).

The results of operations of TKMDK have been included in the consolidated statements of operations since February 11, 2013.

Local Planet AB

On May 2, 2016, TKM participated in the establishing of the Swedish media company Local Planet AB ("LP"). LP was established with a combined capital of SEK 50,000 (approximately \$6,000) in which TKM initially held a controlling interest of 92.4%, which is equivalent to SEK 46,200 (approximately \$5,544). On November 8, 2016, TKM sold a further 7.4% of the shares at nominal value to management. As of December 31, 2016, TKM has a controlling interest of 85% in LP, which is equivalent to SEK 42,500 (approximately \$5,100). LP primarily offer

media services to clients in Sweden. Operations in LP started in July 2016. The results of operations of LP have been included in the consolidated statements of operations since July 2016.

Local Planet International Limited

On April 15, 2016, TKM, entered into a Subscription agreement and a Shareholders agreement with Local Planet International Limited ("LPI"), as part of participating in forming a new global media agency network. The agreements gave TKM the right to become a shareholder in the new network in March 2018. Final decision whether TKM should execute the agreements needed to be made by the Board of Directors before December 31, 2017. The Board of TKM decided to buy shares in LPI, equivalent of 5% of the shares in LPI. The original agreements from 2016 were renegotiated. A new Shareholders Agreement was signed in July 2018. According to this Agreement TKM acquired 5% of the shares in LPI, that was fully paid in the end of January 2019. TKM has according to the new Shareholders Agreement the right to appoint and maintain in office one person as a director of the board of LPI. The Chairman of the board of the Company is director of the board of LPI.

Media Team Plus Scandinavia AB

On April 12, 2017, TKM acquired 40% of the shares in Media Team Plus Scandinavia AB ("MTP"), a joint venture together with Serviceplan International GMBH & CO. KG (a German Company). The total combined capital of MTP is SEK 50,000 (approx. \$5,652), whereof TKM has an interest of SEK 20,000 (approx. \$2,261). The objective of the joint venture is to generate synergies, provide a representative for Serviceplan's international clients in Sweden and throughout the Nordic region, and to enable TKM to handle conflicted Swedish and Nordic clients. Operations in MTP started in the end of 2017.

Tre Kronor Media Norge AS

On June 7, 2018, TKM established the Norwegian company Tre Kronor Media Norge AS ("TKMNO") with a capital of NOK 50,000 (approx. \$6,161). TKMNO was established with the purpose to offer Communication and Media Agency Services to clients in Norway as well as providing Nordic clients with Communications and Media Agency Services in the Norwegian market. The operations will start autumn 2021.

Tre Kronor Media Göteborg AB

On October 5, 2018, TKM established the Swedish company Tre Kronor Media Göteborg AB ("TKMGBG"), with a capital of SEK 50,000 (approximately \$5,534). TKMGBG was established with the purpose to offer clients in Gothenburg and the Gothenburg area, on the west-coast of Sweden, Media Agency Services. The operations in TKMGBG started during early spring 2019. On March 9, 2019, the CEO of TKMGBG received an option to buy 15% of the issued and outstanding shares in TKMGBG. The CEO called the option on January 3, 2020. As of January 3, 2020, TKM has a controlling interest of 85% in TKMGBG, which is equivalent of SEK 42,500 (approximately \$4,704). The results of operations of TKMGBG have been included in the consolidated statements of operations since March 2019.

Tre Kronor Media Malmö AB

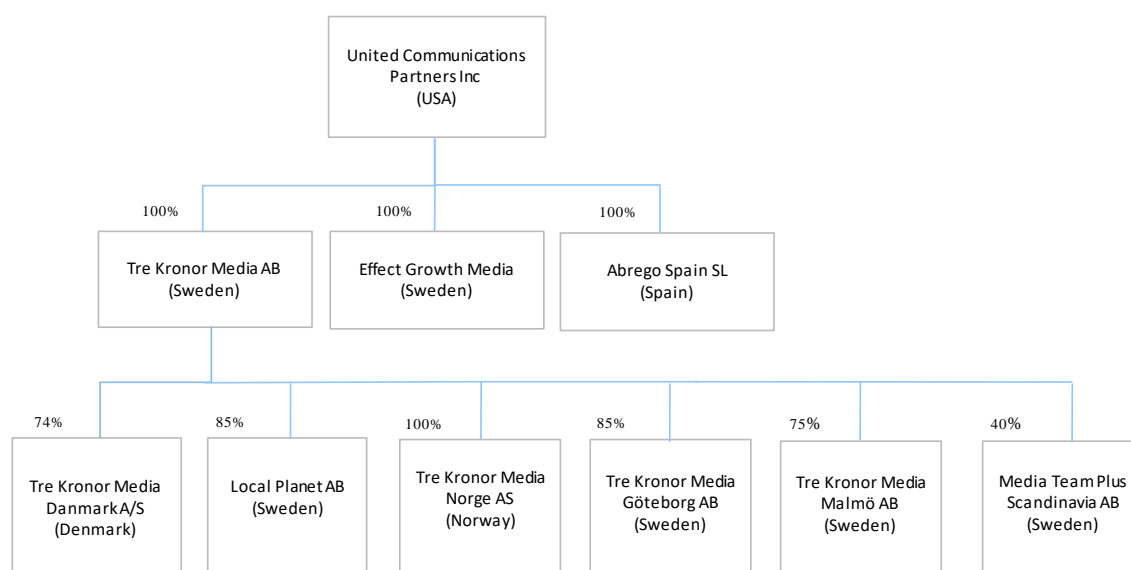
On September 30, 2020, TKM participated in establishing the Swedish company Tre Kronor Media Malmö AB ("TKMM"). TKMM was established with a combined capital of SEK 50,000 (approximately \$5,778), in which TKM holds a controlling interest of 75%, which is equivalent of SEK 37,500 (approximately \$4,334). TKMM was started together with the advertising group Bästa Kompisar and the former COO of Starcom Malmö, who is the CEO of TKMM from October 1, 2020. TKMM was established with the purpose to offer clients in the southern part of Sweden Media Agency Services. The operations in TKMM started in October 2020 and the results of operations of TKMM have been included in the consolidated statements of operations since October 2020.

Maze-One Sweden

On August 18, 2020, TKM signed a Letter of Intent for a joint venture together with Maze-One Nordics ApS. TKM will own 49% and Maze-One Nordics ApS will own 51% of the shares in the joint venture company. The new company Maze-One Sweden AB ("MOSA") is planned to be established in the beginning of 2021. The purpose is to provide clients in Sweden services around marketplaces, primarily Amazon, from technology and content, to feeds, advertising, and fulfillment. The joint venture entity was planned to be set up during 2021. The operations started in December 2020 and the joint venture entity was planned to be set up during 2021. In September 2021 the parties agreed not to set up a joint venture entity but continue to co-operate delivering Amazon services to clients.

Corporate Structure

The Company's corporate organization as of September 30, 2021, is reflected in the following chart:



Business

United Communications Partners and its subsidiaries (collectively, the "Company") offer its customers a network of advertising, media, and other communication services. The Company's strategy is to acquire mid-size or make equity investments in well-established businesses throughout Europe to form a European network of communication agencies.

Going Concern

The accompanying consolidated financial statements have been prepared assuming that the Company will continue as a going concern.

During the nine months ended September 30, 2021, and 2020, the Company incurred a net loss of \$499,000 and a net loss of \$396,000, respectively. The Company continues to operate with a working capital deficiency (approximately \$3,482,000 at September 30, 2021) and has limited financial resources available to pay ongoing financial obligations as they become due.

The Company's current source of funding, in addition to cash on hand, is any cash derived from operations and an operating line of credit of approximately \$1,400,000. However, the Company will require additional financing to conduct its business in accordance with its plan of operations on a long-term basis.

These conditions raise doubt about the Company's ability to continue as a going concern. Accordingly, the accompanying consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America, which contemplates continuation of the Company as a going concern and the realization of assets and the satisfaction of liabilities in the normal course of business. The carrying amounts of assets and liabilities presented in the consolidated financial statements do not necessarily purport to represent realizable or settlement values. These consolidated financial statements do not include any adjustment that might result from the outcome of this uncertainty.

Note 2 – Summary of Significant Accounting Policies

Basis of presentation

The unaudited consolidated financial statements as of September 30, 2021 and 2020 includes the accounts of UCP and its wholly owned subsidiaries as described in Note 1. All intercompany transactions and balances have been eliminated in the consolidated financial information provided.

These unaudited condensed consolidated financial statements should be read in conjunction with the consolidated financial statements and related notes thereto included in the Company's Annual Report for the year ended December 31, 2020. The Company's accounting policies are described in the Notes of the consolidated financial statements in its Annual report for the year ended December 31, 2020 and updated, as necessary, in this Quarterly Report.

Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of income and expenses during the reported period. The Company evaluates all of its estimates on an on-going basis.

Significant estimates and assumptions include the valuation of acquired assets including goodwill, the useful lives of assets, revenue recognition, income tax valuation, stock valuation, debt discounts on notes payable, other intangible assets and bad debts. It is at least reasonably possible that the estimate of the effect on the financial statements of a condition, situation or set of circumstances that existed at the date of the consolidated financial statements, which management considered in formulating its estimate could change in the near term due to one or more future confirming events. Accordingly, actual results could differ in the near term from these estimates, and such differences could be material.

Revenue recognition

Most of the Company's client contracts are individually negotiated and accordingly, the terms of client engagements and the bases on which the Company earns commissions and fees vary significantly. Direct costs include fees paid to external suppliers where they are retained to perform part of or all of a specific project for a client and the resulting expenditure is directly attributable to the revenue earned. Revenue is stated exclusive of VAT (value added tax), sales taxes and trade discounts.

The Company's revenue is typically derived from commissions on media placements and fees for advertising and media services. Revenue may consist of various arrangements involving fixed fees, commissions, or incentive-based revenue, as agreed upon with each client. The Company also earns commissions from referrals of services to other vendors, marketing agencies, who ultimately provide the end service to the customer. Commissions are generally earned on the date of broadcast or publication.

Revenue for the Company's fixed-fee contracts is recognized when all the following criteria are satisfied: (i) persuasive evidence of an arrangement exists; (ii) the price is fixed or determinable; (iii) collectability is reasonably assured; and (iv) services have been performed. Depending on the terms of a client contract, fees for services performed can be recognized in two principal ways: proportional performance or completed contract.

- Fixed-fee contracts are generally recognized as earned based on the proportional performance method of revenue recognition. In assessing contract performance, both input and output criteria are reviewed. Costs incurred are used as an objective input measure of performance. The primary input of all work performed under these arrangements is labor. As a result of the relationship between labor and cost, there is normally a direct relationship between costs incurred and the proportion of the contract performed to date. Costs incurred as a proportion of expected total costs is used as an initial proportional performance measure. This indicative proportional performance measure is always subsequently validated against other more subjective criteria (i.e., relevant output measures) such as the percentage of interviews completed, percentage of reports delivered to a client and the achievement of any project milestones stipulated in the contract. In the event of divergence between

the objective and more subjective measures, the more subjective measures take precedence since these are output measures.

- Certain fees (such as for marketing services related to rebates offered by clients to their external customers) are deferred until contract completion, as the final act is so significant in relation to the service transaction taken as a whole. Fees are also recognized on a completed contract basis if any of the criteria of the Financial Accounting Standards Board (FASB), Accounting Standard Codification (ASC) 605-10-S99, *Revenue Recognition*, were not satisfied prior to job completion or if the terms of the contract do not otherwise qualify for proportional performance.

Incentive-based revenue typically comprises quantitative criteria. Revenue is recognized when the quantitative targets have been achieved.

In compliance with FASB ASC 605-45 *Principal Agent Considerations*, Reporting Revenue Gross as a Principal versus Net as an Agent, the Company assess whether its agency or the third-party supplier is the primary obligor. The Company evaluate the terms of its client agreements as part of this assessment. In addition, the Company gives appropriate consideration to other key indicators such as latitude in establishing price, discretion in supplier selection and credit risk to the vendor. For a substantial portion of its client contracts the Company acts as principal as the Company are the primary obligor and bear credit risk related to the services it provides. In these contracts the Company record revenues and costs of revenues gross. In certain contracts the Company records a net amount principally on those contracts where the Company only earns a commission.

Impairment of Long-Lived Assets

The Company annually, or whenever events or changes in circumstances indicate that the carrying amounts of such assets may not be recoverable, assesses the carrying value of long-lived assets in accordance with Financial Accounting Standards Board ("FASB") issued ASC 360-10. The Company evaluates the recoverability of long-lived assets not held for sale by measuring the carrying amount of the assets against the estimated undiscounted future cash flows associated with them. If such evaluations indicate that the future discounted cash flows of certain long-lived assets are not sufficient to recover the carrying value of such assets, the assets are adjusted to their estimated fair values.

Goodwill and Intangible assets – Finite lives

The Company accounts for its acquisitions utilizing the purchase method of accounting. Under the purchase method of accounting, the total consideration paid is allocated to the underlying assets and liabilities, based on their respective estimated fair values. The excess of purchase price over the estimated fair values of the net assets acquired is recorded as goodwill. Determining the fair value of certain acquired assets and liabilities, identifiable intangible assets in particular, is subjective in nature and often involves the use of significant estimates assumptions. Finite-lived identifiable intangible assets are amortized over its expected life on a straight-line basis, as this basis approximates the expected cash flows from the Company's existing finite-lived identifiable intangible assets over the expected future.

UCP acquired all the shares of TKM on May 4, 2010. The acquisition was completed pursuant to a share transfer agreement entered between UCP and the shareholders of TKM. The Company recorded goodwill in connection with the excess cost over fair value of the net assets acquired.

Goodwill is accounted for under FASB ASC 350, *Goodwill and other*. Under FASB ASC 350, the Company's goodwill is tested for impairment on an annual basis or whenever facts or circumstances indicate that the carrying amounts may not be recoverable. The Company elected to conduct its impairment tests in March. The Company's reporting unit is tested individually for impairment by comparing the fair value of the reporting unit with the carrying value of that unit. Fair value is determined based on a valuation study performed by the Company using the discounted cash flow method and the estimated market values of the reporting units. During the year ended December 31, 2012 goodwill related to the Company's acquisition of TKM was impaired by \$756,000 due to decreased profit expectations for fiscal 2012 through 2016. During the years ended December 31, 2020 and 2019 respectively there was no impairment of goodwill. There was no impairment of goodwill during the nine months ended September 30, 2021.

Equity investments

Investments in business entities in which the Company lacks a controlling financial interest but does have the ability to exercise significant influence over operating and financial policies are accounted for using the equity method in accordance with ASC-323, *Investments—Equity Method and Joint Ventures*.

The Company's proportionate share of net income or loss of such entity is recorded in "Income from equity investment" and "Loss from equity investment" included in "Other income (expense), net" on the Consolidated Statements of Operations.

Non-controlling interest

Certain consolidated subsidiaries of UCP issued equity shares to parties unrelated to the Company. The Company accounts for such transactions in accordance with FASB ASC-810, *Consolidation*. FASB ASC-810 requires that the difference between the carrying amount of the Company's investment in the subsidiary and the underlying net book value of the subsidiary, after the issuance of the shares, be recognized either as a gain or loss in the consolidated statement of operations or as a capital transaction. In these instances, it is the Company's policy to consider gains and losses arising from such issuances of shares by a subsidiary as a capital transaction, as such no gain or loss is recognized in the statement of operations.

In instances where subsidiary shares issued are redeemable, the Non-controlling interest is recorded in accordance with FASB ASC-810, at the higher of (1) the redemption value required to be paid by the Company or (2) the amount that would result from applying consolidation accounting under FASB ASC-810. Adjustments recorded by the Company in relation to the recording of these costs are recorded within additional paid-in capital.

The Company recorded non-controlling interest in conjunction with Tre Kronor Media Danmark A/S, Local Planet AB, Tre Kronor Media Göteborg AB, and Tre Kronor Media Malmö AB as of September 30, 2021, and December 31, 2020.

Foreign Currency

The Company has determined Swedish Kronor is the functional currency of its foreign operations. Accordingly, the foreign subsidiaries income and expenses are translated into U.S. dollars ("dollars"), the reporting currency of the Company, at the average rates of exchange prevailing during the year. The assets and liabilities are translated into U.S. dollars at the rates of exchange at the balance sheet date and the related translation adjustments are included in accumulated other comprehensive income.

Profit (Loss) per Share

Basic net profit (loss) per share has been calculated by dividing net profit (loss) by the weighted average number of common shares outstanding during the period.

Segment Information

FASB ASC-280 *Segment Reporting, Disclosures about Segments of an Enterprise and Related Information*, establishes standards for reporting information on operating segments in interim and annual financial statements. The Company operates in one segment, which is providing advertising and media services and primarily conducting its business in Sweden. The Company's chief operating decision-maker reviews the Company's operating results on an aggregate basis and manages the Company's operations as a single operating segment.

Recent Accounting Pronouncements

There were various other updates recently issued, most of which represented technical corrections to accounting literature or application to specific industries and are not expected to have a material impact on the Company's consolidated financial position, results of operations or cash flows.

Note 3 – Equity Method Investments

Media Team Plus Scandinavia AB

On April 12, 2017, TKM acquired 40% of the shares in Media Team Plus Scandinavia AB (MTP), a joint venture together with Serviceplan International GMBH & CO. KG (a German Company). The total combined capital of MTP is SEK 50,000 (approx. \$5,652), whereof TKM has an interest of SEK 20,000 (approx. \$2,261). The objective of the joint venture is to generate synergies, provide a representative for Serviceplan's international clients in Sweden and throughout the Nordic region, and to enable TKM to handle conflicting Swedish and Nordic clients. Operations in MTP started gradually in the winter 2017/2018.

On September 17, 2018, TKM made a conditional shareholders contribution to MTP of SEK 176,964 (approx. \$19,581) and Serviceplan International GMBH & CO. KG made a conditional shareholders contribution of SEK 265,445 (approx. \$29,365) simultaneously. The shareholders contributions cover the losses accumulated during the upstart phase of the entity, and each party paid their pro-rata share according to their shareholding. A value equivalent to the conditional shareholder contribution was provisioned in the fourth quarter of 2018 due to uncertainty of MTP's ability to generate profit enabling it to repay the conditional shareholders contribution within the next three years.

On September 13, 2019, TKM made an additional conditional shareholders contribution to MTP of SEK 385,791 (approx. \$41,407) and Serviceplan International GMBH & CO. KG made a conditional shareholders contribution of SEK 578,687 (approx. \$62,110) simultaneously. Each party paid their pro-rata share according to their shareholding. The shareholders contributions cover the losses made during the last business year in the entity. No provision for this conditional shareholder contribution was made as MTP was expected to be able to generate profit and repay an amount equivalent to this conditional shareholder contribution within the next three years.

On December 30, 2020, TKM made an additional conditional shareholders contribution to MTP of SEK 445,210 (approx. \$48,331) and Serviceplan International GMBH & CO. KG made a conditional shareholders contribution of SEK 667,815 (approx. \$72,497) simultaneously. Each party paid their pro-rata share according to their shareholding. The shareholders contributions cover the losses made during the last business year in the entity. No provision for this conditional shareholder contribution was made as MTP is expected to be able to generate profit and start repaying the shareholder contributions received within the next two years.

The following table represents a summary of the changes in the value of the equity investment in Media Team Plus Scandinavia AB (dollars in thousands.)

	September 30, 2021	December 31, 2020
Beginning balance	\$ (1)	\$ (38)
Conditional shareholders contribution	-	48
Provision for valuation	-	-
Share of profit (loss)	(61)	(32)
Currency adjustment	(7)	21
Ending balance	<u>\$ (69)</u>	<u>\$ (1)</u>

Note 4 - Other intangible assets

In accordance with ASC 805, Business Combinations, the Company has identified and recognized trade name and customer relationships in Tre Kronor as intangible assets. Based on a discounted cash flow model the fair value of the intangible assets was determined to be \$610,000 and \$220,000 respectively, both having a useful life of 5 years. As of December 31, 2015, the intangible assets were fully amortized and the net carrying amount of intangible assets related to the acquisition of TKM was \$nil.

Note 5 - Concentration of Credit Risk

Credit risk represents the loss that would be recognized if counterparties failed to completely perform as contracted.

During the nine months ended September 30, 2021, customer AR accounted for approximately 17% of revenue. During the nine months ended September 30, 2020, customers AR and AW accounted for approximately 20% and 12% of revenue, respectively. No other customers individually represented more than 10% of revenue for any period presented.

As of September 30, 2021, customers BB, BD, BE and BF accounted for approximately 17%, 13%, 11% and 11% of the Company's accounts receivables, respectively. As of September 30, 2020, customers BA, AY, AR and AQ accounted for approximately 17%, 17%, 14% and 10% of the Company's accounts receivables, respectively. No other customers individually represented more than 10% of accounts receivables at the end of any period presented.

The Company's loss of these or other customers, or any decrease in sales to these or other customers, could have a material adverse effect on the Company's business, financial condition, or results of operations. The Company monitors its exposure to customers to minimize potential credit losses.

The Company maintains cash and cash equivalent balances at several financial institutions throughout its operating area, and at times, may exceed insurance limits and expose the Company to credit risk. As part of its cash management process, the Company periodically reviews the relative credit standing of these financial institutions. The Company's cash and cash equivalent balances are maintained at financial institutions located in United States of America, Sweden, Denmark, Norway, and Spain.

Note 6 – Non-controlling interests

For consolidated majority-owned subsidiaries in which the Company owns less than 100% of the total outstanding shares, the Company recognizes a non-controlling interest for the ownership interest of the minority holders.

Tre Kronor Media Danmark A/S

On February 11, 2013, TKM participated in the establishing of the Danish media company Tre Kronor Media Danmark A/S (TKMDK). TKMDK was established with a combined capital of Danish Kroner 500,000, (approximately \$86,200), in which TKM held a controlling interest of 80%, which is equivalent to DKK 400,000, (approximately \$69,000). On November 23, 2016, TKM acquired further 5% of the shares at nominal value from Howcom AB. As of December 31, 2016, TKM had a controlling interest of 85% in TKMDK, which is equivalent to DKK 425,000 (approximately \$73,270). On January 15, 2018, the CEO and COO of TKMDK received 5% each of the issued and outstanding shares in TKMDK as part of their remuneration package. As of December 31, 2018, TKM had a controlling interest of 75% in TKMDK, which is equivalent to DKK 375,000, (approximately \$62,000). As part of a contractual review in January 2021 the Digital director of TKMDK was offered to buy 1% of the issued and outstanding shares in TKMDK from TKM at nominal value, DKK 5,000 (approximately \$830). On January 26, 2021, the Digital director concluded the acquisition and paid for the shares. Subsequently TKM holds a controlling interest of 74% in TKMDK, which is the equivalent to DKK 370,000 (approximately \$61,170).

Local Planet AB

On May 2, 2016, TKM participated in the establishing of the Swedish media company Local Planet AB (LP). LP was established with a combined capital of SEK 50,000 (approximately \$6,000) in which TKM initially held a controlling interest of 92.4%, which was equivalent to SEK 46,200 (approximately \$5,544). On November 8, 2016, TKM sold a further 7.4% of the shares at nominal value to management. As of December 31, 2018, TKM has a controlling interest of 85% in LP, which is equivalent to SEK 42,500 (approximately \$5,100).

Tre Kronor Media Göteborg AB

On October 5, 2018, TKM established the Swedish company Tre Kronor Media Göteborg AB ("TKMGBG"), with a capital of SEK 50,000 (approximately \$5,534). On March 9, 2019, the CEO of TKMGBG received an option to buy 15% of the issued and outstanding shares in TKMGBG. The CEO called the option January 3, 2020. As of January

3, 2020, TKM has a controlling interest of 85% in TKMGBG, which is equivalent of SEK 42,500 (approximately \$4,704).

Tre Kronor Media Malmö AB

On September 30, 2020, TKM participated in establishing the Swedish company Tre Kronor Media Malmö AB ("TKMM"). TKMM was established with a combined capital of Swedish kronor 50,000 (approximately \$5,778), in which TKM holds a controlling interest of 75%, which is equivalent of to SEK 37,500 (approximately \$4,334). The entity was started together with the advertising group Bästa Kompisar and the former COO of Starcom in Malmö, whom is the CEO of TKMM from October 1, 2020, and they jointly hold an interest of 25% in TKMM.

The change in carrying amount of Non-Controlling interest is as follows (dollars in thousands):

	As of September 30, 2021	As of December 31, 2020
Balance at beginning of period	\$ 5	\$ 12
15% shares in TKMGBG	-	1
25% shares in TKMM	-	1
1% shares in TKMDK	1	-
Profit (loss) attributable to Non-Controlling interest	(25)	(8)
Currency adjustment	3	(1)
Balance at end of period	\$ (16)	\$ 5

Note 7 - Fair Value Measurement

Valuation Hierarchy

ASC 820 establishes a valuation hierarchy for disclosure of the inputs to valuation used to measure fair value. This hierarchy prioritizes the inputs into three broad levels as follows. Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities. Level 2 inputs are quoted prices for similar assets and liabilities in active markets or inputs that are observable for the asset or liability, either directly or indirectly through market corroboration, for substantially the full term of the financial instrument. Level 3 inputs are unobservable inputs based on the Company's own assumptions used to measure assets and liabilities at fair value. A financial asset or liability's classification within the hierarchy is determined based on the lowest level input that is significant to the fair value measurement.

The following table represents the assets and liabilities carried at fair value (dollars in thousands) measured on a recurring and non-recurring basis as of September 30, 2021:

	Total Carrying Value at December 31, 2020	Fair Value Measurements at September 30, 2021		
		Quoted prices in active markets (Level 1)	Significant other observable inputs (Level 2)	Significant unobservable inputs (Level 3)
Contingent Consideration	\$ -	\$ -	\$ -	\$ -
Goodwill	\$ 2,954	\$ -	\$ -	\$ 2,954

Goodwill is measured at fair value on a non-recurring basis using discounted cash flows and is classified within level 3 of the value hierarchy.

	September 30, 2021	December 31, 2020
Beginning balance – Contingent consideration	\$ -	\$ -
Recorded contingent consideration	-	-
Net unrealized loss on change in fair value of contingent consideration	-	-
Ending balance – Contingent consideration	\$ -	\$ -

The following table represents a summary of the changes in the fair value of goodwill measured at fair value on a non-recurring basis (dollars in thousands.)

	September 30, 2021	December 31, 2020
Beginning balance	\$ 2,954	\$ 2,954
Acquired	-	-
Impaired	-	-
Currency adjustment	-	-
Ending balance	\$ 2,954	\$ 2,954

During the year ended December 31, 2012, the Company impaired goodwill related to the Company's acquisition of TKM by \$756,000, due to decreased profit expectations for fiscal 2012 through 2016.

Note 8 – Line of Credit

The Company has a floating rate line of credit facility with SEB Bank in the amount of \$1,400,000. As of September 30, 2021, the amount outstanding under this line of credit facility is \$1,196,162. The rate of interest payable under the line of the credit facility is presently 3% per annum. As of December 31, 2020, the amount outstanding under this line of credit facility was \$1,243,958.

Note 9 – Stock Based Compensation

In the first quarter of 2011 and during the years 2010 and 2009 the company issued 258,000, 1,250,000 and 3,000,000 shares of common stock respectively to eight consultants for services rendered during the period from 2009 through 2012. The total market value of the shares, on the date of signing the agreements, was \$653,740. As of December 31, 2020, there is none unrecognized compensation costs related to the issuance.

Note 10 - Related Party Transactions

Fee to the former Chairman of the Board

During the year ended December 31, 2020, the former Chairman of the Board received a fee of \$16,284. During the nine months ended September 30, 2021, the former Chairman of the Board has received a fee of \$nil. The fee was received through a company controlled by the former Chairman of the Board. The fee was classified as a component of selling, general and administrative expenses.

Fee to the Chairman of the Board, former CEO

According to the Share Purchase Agreement with the former shareholders of Tre Kronor, the Company was committed to pay an aggregate amount of SEK 3,000,000 (\$387,000) to the president and Chairman of the Board against redemption of a portion of his shares. The Company agreed to extend the redemption of the share portion to December 31, 2013. During the year ended December 31, 2010, the Company advanced a payment of \$387,000 to him. At December 31, 2011, such advance was classified as a component of the Company's Stockholders Equity as Notes Receivable from Affiliate. During the fourth quarter of 2012 the redemption agreement was annulled, and the president and chairman of the board settled the Note Receivable by repaying the advanced payment of \$387,000 in cash.

During the year ended December 31, 2020, the Chairman of the Board, former CEO, received a fee of \$398,661. During the nine months ended September 30, 2021, the Chairman of the Board, former CEO, has received a fee of \$309,237. The fee is received through a company controlled by the Chairman of the Board. The fee is classified as a component of selling, general and administrative expenses.

Fee to the Secretary and Director of the Board

During the year ended December 31, 2020, the Secretary and Director of the Board received a fee of \$398,666. During the nine months ended September 30, 2021, the Secretary and Director of the Board has received a fee of \$309,241. The fee is received through a company controlled by the Secretary and Director of the Board. The fee is classified as a component of selling, general and administrative expenses.

Note 11 - Subsequent Events

Management has evaluated subsequent events to determine if events or transactions occurring through November 19, 2021, the date these financial statements were available to be issued, require potential adjustments to or disclosure in the consolidated financial statements and has concluded that no subsequent events have occurred that would require recognition in the consolidated financial statements or disclosure in the notes to the consolidated financial statements.

UNITED COMMUNICATIONS PARTNERS INC
625 Broadway, New York, NY10012, USA

Certifications

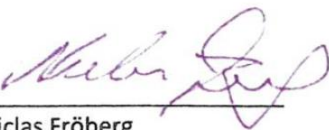
We, Niclas Fröberg, Lars Bönnelyche, Håkan Jerner and Kenneth Rosenthal, certify that:

1. We have reviewed this financial statement of United Communications Partners Inc.
2. Based on our 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 statement made, in light of circumstances under which such statements were made, not misleading with respect to the period covered by this disclosure statement.
3. Based on our 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.

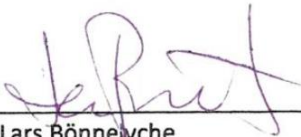
Date: November 19, 2021

UNITED COMMUNICATIONS PARTNERS INC.

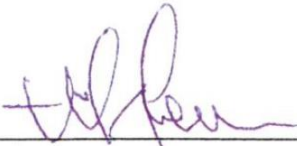
/s/Niclas Fröberg


Niclas Fröberg

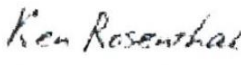
/s/ Lars Bönnelyche


Lars Bönnelyche

/s/ Håkan Jerner


Håkan Jerner

/s/ Kenneth Rosenthal


Kenneth Rosenthal