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Via OTC News & Disclosure Service

OTC Markets Group, Inc. Attn: Issuer Services 304 Hudson Street Second Floor New York, NY 10013 Fax: (212) 868-3848

Re: Attorney Letter – Adequacy of Current Public Information for Sycamore Entertainment Group (SEGI)

Ladies and Gentlemen:

Please be advised that Sycamore Entertainment Group, Inc., a Nevada corporation with a business office at 719-938 Howe Street Vancouver, BC, V6Z 1N9 Canada (the "<u>Corporation</u>"), has retained The Legal Department PLLC, a duly formed and existing law firm with its principal office in Mansfield, Massachusetts (this "<u>Firm</u>"), as its securities counsel for the limited purpose of providing this legal opinion letter (this "<u>Letter</u>") on the adequacy of current information available to the public in relation to the filing of its Annual Report and Information and Disclosure Statement for Fiscal Quarter ended December 31, 2016 (the "<u>Information Statement</u>"), pursuant to Rule 15c2-11(a)(5) of the Securities Exchange Act of 1934 as amended (the "<u>Exchange Act</u>"), and Rule 144(c)(2) of the Securities Act of 1933 as amended, (the "<u>Securities Act</u>"), and related Condensed Financial Statements (Unaudited) for the Years ended December 31, 2016 (the "<u>Condensed Financial Statements</u>").

In rendering the opinion contained in this Letter, we have relied on information available on the Internet (including on <u>www.otcmarkets.com</u>), information filed with the SEC, and information obtained from officers of the Corporation, in addition to other sources as we have deemed relevant and necessary as a basis for the opinions hereinafter expressed, all of which we believed to be reliable. Nothing came to our attention during the course of this investigation that would lead the Firm to conclude that any such documents or representations were not genuine or authentic or that the facts contained therein were not true.

We have reviewed the Information Statement as posted on www.otcmarkets.com through the OTC Disclosure & News Service on or about February 17, 2017, and the Condensed Financial Statements, also posted on www.otcmarkets.com through the OTC Disclosure & News Service on or about February 17, 2017.

Specifically, and in addition to the Information Statement and Condensed Financial Statements we have also reviewed various of the Corporation's corporate records, including its Articles of Incorporation, Annual List of Officers, Directors and



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State Business License Application, its current State Business License Certificate, and other documentation necessary and proper for an opinion in conjunction with the filing of the Corporation's Information Statement and Condensed Financial Statements. Additionally, we have made further inquiry and investigation into the laws, regulations, and commentary available for such a filing. With respect to corporate documentation examined, we have presumed the genuineness of all signatures thereon; the authenticity of all documents provided as originals; conformity of all copies to the original documents; and the authenticity of all original documents submitted as copies.

We have not examined or reviewed any communication, instrument, agreement, document or other item or conducted any independent inquiry or investigation of any matter except as otherwise expressly set forth above. The qualification of any statement with respect to the existence or absence of facts by the phrase "to the best of our knowledge" means the actual knowledge of the attorneys at this firm involved with the review and negotiation of the information reviewed. We have not conducted an independent audit of the Corporation or its files.

We have spoken personally with members of the board of directors and the officers of the Corporation to discuss the information set forth in this Letter and its adequacy for these purposes.

The Condensed Financial Statements are unaudited, and were prepared by Scott Chichester, CPA for the Corporation. The Condensed Financial Statements include balance sheets, statements of income, statements of cash flows, and notes for the annual periods ended December 31, 2015 and December 31, 2016.

The Corporation's transfer agent is VStock Transfer, LLC, 77 Spruce Street, Suite 201Cedarhurst NY 11516 ("<u>Transfer Agent</u>"). We have confirmed that this transfer agent is registered with the Securities and Exchange Commission. Information regarding the accuracy of the shareholder's list and the issued and outstanding shares of the Corporation can be confirmed directly with the Transfer Agent.

In light of the foregoing, to the best of our knowledge, and subject to the other disclaimers set forth herein, *we are of the opinion* that: (i) an interested investor could readily find "adequate current public information," which is "available" regarding the Corporation, within the meaning of Rule 144(c)(2) of the Securities Act, by which s/he could objectively make a determination pertaining to the corporate financial status and relevant financial information, thereby enabling such investor to make an informed and intelligent decision regarding the stock of the Corporation, (ii) the Information Statement and Condensed Financial Statements include all of the information that a broker-dealer would be required to obtain from the Corporation to publish a quotation for the shares of common stock of the Corporation under Rule 15c2-11 of the Exchange Act; (iii) the Information Statement and Condensed Financial Statement Statements comply with



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the Pink Sheets Alternative Reporting Guidelines as they pertain to providing adequate and current information about the Corporation; and (iv) the Information Statement and Condensed Financial Statements have been duly posted in the OTC Markets Group, Inc. News Service.

Additionally, and to the best of our knowledge, after inquiry of management and directors of the Corporation: (i) none own more than 5% of the Corporation, and (ii) neither the Corporation, nor its officers, directors, 5% holders or counsel is currently under investigation for violations of state or federal securities laws.

In rendering the above opinions, we have assumed the following:

(a) the legal capacity of each natural person;

(b) the power and authority of each person other than the Corporation or person(s) acting on behalf of the Corporation to execute, deliver and perform each document executed and delivered and to do each other act done or to be done by such person;

(c) the authorization, execution and delivery by each person other than the Corporation or person(s) acting on behalf of the Corporation of each document executed and delivered or to be executed and delivered by such person;

(d) that there have been no undisclosed modifications of any provision of any document reviewed by us in connection with the rendering of the statements set forth in this Letter;

(e) the genuineness of each signature, the completeness of each document submitted to us, the authenticity of each document reviewed by us as an original, the conformity to the original of each document reviewed by us as a copy and the authenticity of the original of each document received by us as a copy;

(f) the truthfulness of each statement as to all factual matters otherwise not known to us to be untruthful contained in any document encompassed within the due diligence review undertaken by us;

(g) the accuracy on the date of this Letter as well as on the date stated in all governmental certifications of each statement as to each factual matter contained in such governmental certifications;

(h) that with respect to the information reviewed and to the transactions referred to therein, there has been no mutual mistake of fact and there exists no fraud or duress.

The undersigned signatory executing this letter on behalf of the Firm is a United States citizen and resident, and is admitted to practice in the State of Massachusetts and



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permitted to practice before the Securities and Exchange Commission and has not been prohibited therefrom. We do not express any opinion with respect to the applicable laws, or the effect or applicability of the laws, of any jurisdiction other than those of the State of Massachusetts, and the securities laws of the United States of America. In particular, but without limitation, we do not express any opinion with respect to the Blue Sky or securities laws of any State or other jurisdiction (other than the federal securities laws of the United States of America).

This Letter is limited to the date hereof and we do not in any event undertake to advise you of any facts or circumstances occurring or coming to our attention subsequent to the date hereof. This Letter shall remain valid for as long as the documents, instruments, records and other information we have reviewed and examined remain unchanged, and the assumptions relied upon continue to be valid.

This Letter may be relied upon by OTC Markets Group, Inc. in determining whether the Corporation has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act, and may not be relied upon by any other person for any other reason. OTC Markets Group, Inc. has permission to publish this Letter for viewing in the OTC Disclosure and News Service.

Sincerely,

<u>/s/ Joshua M. Gold, Esq.</u> Joshua M. Gold, Esq.

The Legal Department PLLC