



PIERCE & HOWELL, PLLC
ATTORNEYS AT LAW

2303 W. MOREHEAD ST., SUITE 200
CHARLOTTE, NC 28208
(704) 498-4978 OFFICE
(704) 200-2988 FAX
OFFICE@PIERCEHOWELLLAW.COM

May 8, 2023

Via Electronic Submission:

OTC Markets Group, Inc.
304 Hudson Street
2nd Floor
New York, NY 10013

Re: **Capital Financial Global Inc., SYMBOL: CFGX - Sufficiency of Current Information**

To: Ladies and Gentlemen,

Please be advised that we are securities counsel to Capital Financial Global Inc., a Delaware corporation (the “Issuer”), and have been engaged to render an opinion as to the sufficiency of the Issuer’s current information (the “Opinion”) in connection with:

- (i) the publishing by the Issuer on November 15, 2021 of a Quarterly Report which included unaudited financial information published separately on November 15, 2021 and incorporated thereto by reference, for the quarterly period ended September 30, 2021; and
- (ii) the publishing by the Issuer on March 18, 2022 of an Annual Report, which included unaudited financial information published separately on March 18, 2022 and incorporated thereto by reference, for the annual period ended December 31, 2021; and
- (iii) the publishing by the Issuer on April 30, 2023 of Quarterly Reports which included unaudited financial information for the quarterly periods ended March 31, 2022, June 30, 2022, and September 30, 2022, respectively; and
- (iv) the publishing by the Issuer on April 30, 2022 of an Annual Report which included unaudited financial information for the annual period ended December 31, 2022; and

- (v) the publishing by the Issuer all other reports and press releases previously filed with OTC Markets Group, Inc. by the Issuer through June 30, 2021; collectively being the “Filed Disclosures,” pursuant to Rule 15c2-11(a)(5) of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) and Rule 144(c)2 under the Securities Act of 1933, as amended (the “Securities Act”). We have reviewed all of the Filed Disclosures in connection with the preparation of this opinion.

For the reasons set forth herein, it is our opinion that the Filed Disclosures: (i) constitute adequate current public information concerning the shares of common stock of the Issuer (the “Securities”) and are available within the meaning of Rule 144(c)(2) under the Securities Act; (ii) include all of the information that a broker-dealer would be required to obtain from the Issuer to publish a quotation for the Securities under Rule 15c2-11 of the Exchange Act; (iii) comply as to form with the Pink OTC Markets Inc. Guidelines for Providing Adequate Current Information, which are located on the Internet at www.OTCMarkets.com; and (iv) have been posted through the OTC Markets Group News Service. Please be advised that OTC Markets Group is entitled to rely on the Opinion in determining whether the Issuer has made adequate current information publicly available within the meaning of Rule 144(c)(2) under the Securities Act.

In rendering the Opinion, we have reviewed such corporate records and other documents as we have deemed necessary regarding the filing of the Filed Disclosures and their included information. We also discussed the Opinion and the Filed Disclosures with Paul Norat, CEO and Chairman of the Issuer, telephonically and in email correspondence about the Issuer and the Opinion, and to conduct certain due diligence inquiries about the Issuer. We have also made such investigations and have considered such questions of law as we have deemed necessary and appropriate for the purposes of rendering this Opinion. In all such examinations, we have assumed the genuineness of all signatures, the authenticity of all documents submitted to us as originals, and the conformity to original documents of all documents submitted to us as copies. Further, in all such examinations, we have relied on information obtained from public officials, the CEO of the Issuer and other sources and represent that all such sources are reasonably believed to be reliable.

The person responsible for the preparation of the unaudited financial statements and notes thereto contained in the Filed Disclosures is Mr. Paul Edward Norat, the Issuer’s Chief Executive Officer. The financial statements have not been audited. However, Mr. Norat is qualified to prepare the financial statements because he has experience in this field, first-hand experience in the operations of the Company, and holds an MBA from the University of Utah. The unaudited financial statements contained in the Filed Disclosures are certified by an officer of the Issuer to present fairly, in all material respects, the financial condition, results of operations and cash flows for the periods presented, in conformity with accounting principles generally accepted in the United States of America, consistently applied. In the opinion of management, all adjustments considered necessary for fair presentation have been included in the unaudited financial statements.

The Issuer’s transfer agent (the “Transfer Agent”) is Transfer Online, which is registered with the Securities and Exchange Commission. We have communicated with the Transfer Agent by email to confirm the number of shares outstanding as stated in the Filed Disclosures.

We have reviewed the Filed Disclosures together with all exhibits and it is our opinion that the Filed Disclosures taken together comport with all necessary requirements of Rule 144(c)(2) under Securities Act, and that to the best of our knowledge the Filed Disclosures and financial information taken together are accurate, up to date, and contain the most current information available on the Issuer, and that an interested investor would find current information therein which could help him objectively determine corporate and financially relevant information better enabling him to make an informed and educated and intelligent decision. We have reviewed with management and received management's approval of this Opinion and all filings hereunder. Moreover, to the best of our knowledge, after inquiry of management and the directors of the Issuer, neither the Issuer nor its Board of Directors nor any 5% or greater shareholder is currently under investigation by any Federal or state regulatory authority for any violation of federal or state securities laws. Also, neither our firm nor the undersigned is under investigation by any Federal or state regulatory authority for any violation of federal or state securities laws. Furthermore, after reasonable inquiry, we confirm the ownership information with respect to the Issuer's officers and directors and beneficial owners set forth in the Filed Disclosures. We also confirm that neither the Issuer, nor its predecessors, is or ever was a "shell company" as defined in Rules 405 of the Securities Act and 12b-2 of the Exchange Act.

The undersigned is a North Carolina professional limited liability company and its attorneys are admitted to practice law in the States of North Carolina and South Carolina. The undersigned is authorized to practice law in the jurisdictions covered by this opinion letter, including opining on the federal laws of the United States. Our firm has been retained by Issuer for the purpose of rendering this Opinion and related matters. Our relationship as counsel to the Issuer is solely as an attorney serving as securities counsel and in connection therewith we have been retained for the purpose of reviewing the current information provided by Issuer. The undersigned has never been prohibited from practicing before the Securities and Exchange Commission, and does not own any shares of capital stock of the Issuer as of the date of this Opinion, and has not received, or has an agreement to receive in the future, shares of capital stock, in payment for services.

The undersigned is permitted to practice before the Securities and Exchange Commission (the "SEC") and has not been prohibited from practice thereunder. He is not currently, or has been in the past five years, the subject of an investigation, hearing or proceeding by the SEC, the U.S. Commodity Futures Trading Commission, the Financial Industry Regulatory Authority, or any other federal, state or foreign regulatory agency. The undersigned is also not currently, or has been in the past five years, suspended or barred from practicing in any state or jurisdiction, and has not been charged in a civil or criminal case.

The opinions set forth herein are expressed as of the date hereof and remain valid so long as the document, instruments, records and certificates we have examined and relied upon, as noted above, are unchanged and the assumptions we have made, as noted above, are valid. While this Opinion is intended exclusively for use by OTC Markets Group, the same is hereby granted full and complete rights and permission without any future request to publish this Opinion as part of "OTCMarkets.com" for viewing by the public and regulatory agencies.

Respectfully,

A handwritten signature in blue ink, appearing to be 'TL Pierce', with a stylized flourish at the end.

Tyler L. Pierce
Managing Partner
PIERCE & HOWELL, PLLC
NC Bar License No.: 40907
Direct: 704-498-4978
Email: tlpierce@piercehowelllaw.com