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**VIA ELECTRONIC MAIL** [issuers@otcmarkets.com](mailto:issuers@otcmarkets.com)

OTC Markets Group Inc.  
300 Vesey Street, 12<sup>th</sup> Floor New York, NY 10282

**Re: Attorney Letter with Respect to Adequate Current  
Information of New Technology Acquisition Holdings Inc. ("NTAC")**

To whom it may concern:

I have been retained by New Technology Acquisition Holdings Inc., a Nevada corporation (the "Company" or the "Issuer"), for the purpose of rendering an opinion as to the adequacy of the current information and disclosure documents published by the Company on the OTC Disclosure and News Service and for other related matters. OTC Markets Group Inc. is entitled to rely on this 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 of 1933, as amended (the "Securities Act"). I am a U.S. resident. I am not an employee of the Company. I serve as securities counsel although my duties are such as may be requested by management. I do not beneficially own any shares of the Company's securities. I have not received any shares of the Company's securities in payment for services, nor am I a party to any agreement to do so. I am authorized to practice law in the Commonwealth of Pennsylvania. I am permitted to practice before the U.S. Securities and Exchange Commission (the "SEC") and have not been prohibited from practice thereunder. I am not currently 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, nor have I been subject to any such investigation, hearing, or proceeding in the past five years. I am not currently suspended or barred from, nor have I been so suspended or barred within the past five years from any state or jurisdiction. I have not been charged (which I understand to be named as a defendant or cross-defendant) in any civil or criminal case within the past five years.

I have examined such corporate records and other documents and such questions of law as I considered necessary or appropriate for purposes of rendering this Attorney Letter. In all such examinations and in giving my opinion, I have assumed the genuineness of all signatures

(including those delivered by facsimile or electronic mail in “PDF” format), the legal capacity and competency at all relevant times of all natural persons signing any documents, the authenticity of all documents submitted to me as originals, the conformity to authentic original documents of all documents submitted to me as certified, authenticated, conformed, notarized, photostatic or facsimile copies and the authenticity of the originals of such certified, authenticated, conformed, notarized, photostatic or facsimile copies. I have also assumed that (a) all facts set forth in the official public records, certificates, and documents supplied by public officials or otherwise conveyed to me by public officials are complete, true, and accurate and (b) all facts set forth in the certificates supplied by the representatives of the Company are complete, true, and accurate. I express no opinion as to the validity of any of the assumptions, for or content of any financial or statistical data contained in the Information (as defined below).

The documents containing the information concerning the Issuer and its securities that is publicity available and which I have reviewed in connection with the preparation of this Attorney Letter

(the “Information”) and the dates such documents were published on the OTC Disclosure and News service are as follows; Quarterly Report, as amended, for the three months ended December 31, 2021, published March 23, 2022, Quarterly Report for the three months ended March 31, 2022, published April 29, 2022, Quarterly Report, as amended, for the three months ended June 30, 2022, published November 30, 2022 and an Annual Report, as amended, for the fiscal year ended September 30, 2022, published December 16, 2022.

Based on the examination set forth above, I am of the opinion that the Information (i) constitutes “adequate current public information” concerning the Issuer’s common stock, par value \$0.0025 per share (the “Securities”) and the Issuer and “is available” within the meaning of Rule 144(c)(2) under the Securities Act, (ii) includes 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 under the Securities Exchange Act of 1934, as amended (the “Exchange Act”), (iii) complies as to form with the OTC Markets Group’s OTC Pink Disclosure Guidelines, which are located on the Internet at [www.otcmarkets.com](http://www.otcmarkets.com), and (iv) has been posted through the OTC Disclosure and News Service.

The Company’s financial statements, which are not audited, were prepared by Ms. Myra Frappier who is the Company’s Chief Executive Officer and Chief Financial Officer. Ms. Frappier has over forty years’ experience in various business positions including finance across several business lines, Banking, Education and International Commercial Operations.

The Issuer’s transfer agent is Colonial Stock Transfer Co Inc. with an address of 66 Exchange Place, 1<sup>st</sup> Floor, Salt Lake City, UT 84111, (“Colonial”) and is registered with the SEC. The method used to confirm the number of outstanding shares of the Company’s Securities as set forth in the Information was through written confirmation from Colonial as to the number of outstanding shares.

I have via a telephone conference call (i) personally met with Ms. Frappier and Mr. Michael Vichmidt constituting all the Directors of the Issuer. (ii) reviewed the Information published by

the Issuer on the OTC Disclosure and News Service, and (iii) discussed the Information with management and all of the directors of the Issuer.

I have been previously advised that in December 2021, the Company received a subpoena for documents addressed to the Company's former CEO, from the SEC. The matter was titled "In the Matter of Mansfield Martin Mining, Inc. & Certain Other Microcap Issuers. FW-04360". I am advised by current management that it has had no communications with SEC staff regarding this matter and that in total, it has been nearly a year since the Company has had any communication with SEC staff regarding the matter.

Based solely on my examination of the corporate records and other documents and such questions of law as I considered necessary or appropriate for purposes of rendering this Attorney Letter, the Information, and my review and discussion of the Information with management and the directors of the Company, and the Company's representations made therein, I have no information or reason to believe that the Company is or has ever been a "shell company" as defined in Rules 405 of the Securities Act and 12b-2 of the Exchange Act.

OTC Markets Group Inc. is entitled and authorized to rely on this Attorney Letter in determining whether the Issuer has made adequate information publicly available within the meaning of 144(c)(2) under the Securities Act. No person or entity other than OTC Markets Group Inc. is entitled to rely on this Attorney Letter, but permission is granted to OTC Markets Group Inc. to publish this Attorney Letter in the OTC Disclosure and News Service for viewing by the public and regulators. This opinion speaks only as of the date above written. I assume no duty to update, revise, or supplement this opinion or to communicate with you with respect to any change in law that comes to my attention hereafter.

In addition to the current information requirements, This Attorney Letter also sets forth the requirements in Exhibit B, Sections 16 and 17 of the Attorney Letter Guidelines regarding companies designated Caveat Emptor. I have identified the following parties:

1. Ms. Myra Frappier, business address 5830 E 2<sup>nd</sup> ST STE 7000 #4553, Casper, WY 82609, is the Company's CEO/CFO and Chairman of the Board of Directors. Ms. Frappier owns no securities of the Company.
2. Ms. Carmen Camejo, business address 5830 E 2<sup>nd</sup> ST STE 7000 #4553, Casper, WY 82609, is the Company's President. Ms. Camejo owns no securities of the Company.
3. Mr. Michael Vichmidt, business address 5830 E 2<sup>nd</sup> ST STE 7000 #4553, Casper, WY 82609, is a director of the Company. Mr. Vichmidt owns no securities of the Company.
4. New Technology Acquisition Holdings, LLC ("LLC"), business address 5830 E 2<sup>nd</sup> ST STE 7000 #4553, Casper, WY 82609, owns 32,250,000 shares of the Company's Common Stock representing approximately 37.6 % of the outstanding shares. It also owns 100,000 shares of the Company's Series B Preferred Stock. The Series B Preferred Stock has the right to cast 100 votes for each share in all matters requiring a stockholder vote. The Company's CEO/CFO also represents the interest of the LLC

5. Mr. Thomas Prendergast, business address unknown. Mr. Prendergast owns 4, 500,000 shares of the Company's Common Stock. representing approximately 5.2% of the outstanding shares. The report from Colonial shows such shares to be restricted and the days of issuance being November 11, 2014, as to 4,000,000 shares and January 12, 2016, as to 500,000 shares.

I have made specific inquiry of each of the parties listed above with the exception of Thomas Prendergast. Colonial has no address for him on the common stock report and current management does not know of him. As indicated, his shares are restricted and since January 26, 2021, his stock holdings have not changed. Therefore, except for Mr. Prendergast, none of the parties listed above (the "Insiders") appear to have been persons engaged in promotional activities regarding the Company as all hold restricted stock. Based upon such inquiries and other information available to me, no sales of Securities by Insiders, have been made within the twelve-month period prior to the date of this Attorney Letter. And nothing has come to my attention indicating that any of the Insiders is in possession of any material non-public information regarding the Issuer or the Securities that would prohibit any of them from buying or selling the Securities under Rules 10b-5 or 10b-5-1 promulgated under the Exchange Act.

Very truly yours,



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John L. Thomas

cc: Ms. Myra Frappier, CEO. (Via email)