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May 15, 2023

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

Re: ZhongMin Mei-Hao Holding Co Ltd., trading symbol "ZMMH" - Annual Report and Disclosure Statement for Year-Ended December 31, 2022

Ladies and Gentlemen:

This letter is written on behalf of our client ZhongMin Mei-Hao Holding Co Ltd., a Nevada corporation, (the "Company"). OTC Markets Group Inc. is entitled to rely on this letter in determining if the Company has made adequate public disclosure of current information within the meaning of Rule 144(c)(2) under the Securities Act of 1933, as amended (the "Securities Act"). We are attorneys admitted to the bar of the State of California and resident in the State of California and this letter covers the jurisdiction of the state of California as well as the applicable laws of the United States of America. We are permitted to practice before the Securities and Exchange Commission and have not been prohibited from practice thereunder. We act as outside securities counsel to the Company. One part of our duties is to ensure that regular disclosure is made to the public pursuant to the Securities Act and related rules and regulations.

We have examined such current corporate records and other documents and questions of law as we consider necessary for the issuance of this letter. We have relied on information obtained from public officials, officers of the issuer and other sources. We represent that all such sources are believed to be reliable.

The documents containing the information concerning the Issuer, its financial statements and the Securities that are publicly available as of the date of this letter and that I have reviewed in connection with the preparation of this Opinion include the following:

- Annual Report for the years ended December 31, 2019 and 2020 as filed with the OTC Markets on April 7, 2021.
- Amended Annual Report for the years ended December 2019 and 2020 as filed with the OTC Markets on May 3, 2021.
- Quarterly Report for the quarter ended March 31, 2021 as filed with the OTC Markets on May 24, 2021.
- Amended Quarterly Report for the quarter ended March 31, 2021 as filed with the OTC Markets on June 4, 2021.

- Quarterly Report for the quarter ended June 30, 2021 as filed with the OTC Markets on August 20, 2021.
- Quarterly Report for the quarter ended June 30, 2021 as filed with the OTC Markets on August 20, 2021.
- Quarterly Report for the quarter ended September 30, 2021 as filed with the OTC Markets on November 10, 2021.
- Annual Report for the years ended December 31, 2020 and 2021 as filed with the OTC Markets on March 22, 2022.
- Quarterly Report for the quarter ended March 31, 2022 as filed with the OTC Markets on May 24, 2022.
- Quarterly Report for the quarter ended June 30, 2022 as filed with the OTC Markets on September 7, 2022.
- Quarterly Report for the quarter ended September 30, 2022 as filed with the OTC Markets on November 13, 2022.
- Annual Report for the years ended December 31, 2022 and 2021 as filed with the OTC Markets on March 28, 2023.
- Amended Annual Report for the years ended December 31, 2022 and 2021 as filed with the OTC Markets on March 29, 2023.

All of the aforementioned reports were prepared by Kenne Ruan, CPA, and the Company's outside accountant. Mr. Ruan is a CPA licensed by the State of Nevada. The December 31, 2022, and 2021, annual financial statements were not audited.

We have relied on the information contained in the Annual Reports, the Issuer Information and Disclosure Statement and amendments thereto, for the period ended December 31, 2022 posted with the OTCMarkets.com on March 28 and 29, 2023, respectively, and the Quarterly Reports, and amendments thereto, for the periods ended March 31, June 30 and September 2022 posted with the OTCMarkets.com on May 24, September 7 and November 13, 2022, respectively, in rendering our opinion. This information constitutes (i) "adequate current public information" concerning 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 (the "Exchange Act"), (iii) complies as to form with the OTC Markets' Guidelines for Providing Adequate Current Information, which are located on the internet at www.otcm Markets.com and (iv) has been posted through the OTC Disclosure and News Service between May 24, 2022 and March 29, 2023. However, our opinion does not alleviate the professional responsibilities of brokers, dealers and investors to conduct their own due diligence.

The Company is a "shell company" as defined in Rule 405 of the Securities Act of 1933 and 12b-2 of the Exchange Act.

In examining the foregoing documents, we have assumed the authenticity of signatures (both manual and conformed), the authenticity of documents submitted as originals, the conformity with originals of all documents furnished as copies, and the correctness of facts set forth in such documents. We have also assumed all oral representations in connection with this matter to be accurate. Nothing came to our attention during the course of our investigation that led us to conclude that any of such documents were not genuine or authentic or that the facts set forth therein were not true.

The Issuer's transfer agent is, Securities Transfer Corporation 2901 N. Dallas Parkway, Suite 380, Plano, Texas 75093. The transfer agent is registered with the Securities and Exchange Commission. The method used by us to confirm the number of outstanding shares was a review of the issuer's filings including shareholder list provide to us by the transfer agent.

We have reviewed the information, as amended, published by the Company through the OTC Disclosure and News Service and met via conference call with the interpreter for Mr. Dalin Guo director and CEO and Mr. Siyu Ren, CFO and the only other director of the Company, to discuss the information and quality assurance with respect to such information.

After such personal consultation with Mr. Guo and Mr. Ren, and through their interpreter, we are satisfied that neither the Company, any individual officer, director or 5% shareholder, nor this law firm, or any member of this law firm is currently or has in the past five years, been the subject of an investigation, hearing, or proceeding by the SEC, the Commodity Future Trading Commission (CFTC), the Financial Industry Regulatory Authority (FINRA), or any other federal, state, or foreign regulatory agency.

The undersigned, counsel to the Company, is not currently, nor has he in the past five years been suspended or barred from practicing in any state or jurisdiction or has he been charged in a civil or criminal case. In addition, counsel has never received any stock from the Company for services rendered nor does he have any agreement with the Company to receive stock in the future as payment for services.

THE FOREGOING OPINIONS ARE SUBJECT TO THE FOLLOWING ASSUMPTIONS, EXCEPTIONS, LIMITATIONS AND QUALIFICATIONS.

The opinions expressed in this letter are rendered as of the date hereof and are based on our understandings and assumptions as to present facts, and on the application of applicable law as the same exists on the date hereof. We assume no obligation to update or supplement this opinion letter after the date hereof with respect to any facts or circumstances that may hereafter come to our attention, or to reflect any changes in the facts or law that may hereafter occur or take effect. We give OTC Markets Group Inc. permission to publish this letter in the OTC Disclosure and news Service for viewing by the public and regulators.

Very truly yours,

BARNETT & LINN

By 

William B. Barnett

California Bar No. 47422